	Page 2
1	
	Mr. Todd Ott, Vice President Treasury Services
2	of OSF Healthcare
3	Mr. Robert Fletcher, Managing Member,
	Sustainable BioWorks, LLC
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	Mr. David Narefsky, Bond Counsel, Mayer Brown
5	LLP
6	Mr. Casey Williams, Bond Counsel, Mayer Brown
	LLP.
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	Mr. Alex Rorke, Senior Managing Director,
8	Melvin Securities LLC
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CHAIR HOBERT: Good morning. This is Will Hobert, Chair of the Illinois Finance
Authority. I would like to call the meeting to order.

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MR. FLETCHER: This is Brad Fletcher. The time is currently 9:38 a.m.

CHAIR HOBERT: Thank you, Brad.

The Governor of the State of Illinois issued a Gubernatorial Disaster Proclamation on July 24, 2020 finding that, pursuant to the provisions of the Illinois Emergency Management Agency Act, a disaster exists within the State of Illinois related to public health concerns caused by Coronavirus Disease 2019, COVID-19, and declaring all counties in the State of Illinois as a disaster area, which proclamation remains in effect for 30 days.

In accordance with the provisions of Section 7(e) of the Open Meetings Act, as amended, I have determined that an in-person meeting of the Authority today, August 11, 2020, is not practical or prudent because of the disaster declared.

Therefore, this regular meeting of the Authority is being conducted via audio conference, without the physical presence of a quorum of the Members.

	Page 4
1	Executive Director Meister is
2	currently in the Authority's Chicago office at the
3	location of the meeting and hosting the audio
4	conference. All Members will attend this meeting
5	via audio conference.
6	As we take the roll calls, the
7	response of Members will be taken as an indication
8	that they can hear all other Members, discussion,
9	and testimony.
L O	Will the Assistant Secretary please
L1	call the roll?
L 2	MR. FLETCHER: This is Brad Fletcher.
L 3	With all the members attending via audio conference,
L <b>4</b>	I'll call the initial quorum roll call.
L 5	Mr. Beres?
L 6	MEMBER BERES: Here.
L 7	MR. FLETCHER: Mr. Fuentes?
L8	MEMBER FUENTES: Here.
L 9	MR. FLETCHER: Vice Chair Goetz?
20	MEMBER GOETZ: Here.
21	MR. FLETCHER: Mayor Juracek?
22	MEMBER JURACEK: Here.
23	MR. FLETCHER: Mr. McCoy?
24	MEMBER McCOY: Here.

	Page 5
1	MR. FLETCHER: Ms. Nava?
2	MEMBER NAVA: Here.
3	MR. FLETCHER: Mr. Obernagel?
4	MEMBER OBERNAGEL: Here.
5	MR. FLETCHER: Mr. O'Brien?
6	MEMBER O'BRIEN: Here.
7	MR. FLETCHER: Mr. Poole?
8	MEMBER POOLE: Present.
9	MR. FLETCHER: Ms. Smoots?
10	MEMBER SMOOTS: I'm here.
11	MR. FLETCHER: Mr. Wexler?
12	MEMBER WEXLER: Here.
13	MR. FLETCHER: Mr. Wright?
14	MEMBER WRIGHT: Here.
15	MR. FLETCHER: Mr. Zeller?
16	MEMBER ZELLER: Here.
17	MR. FLETCHER: And Chair Hobert?
18	CHAIR HOBERT: Here.
19	MR. FLETCHER: Again, this is Brad
20	Fletcher. Chair Hobert, in accordance with Section
21	7(e) of the Open Meetings Act, as amended, a quorum
22	of Members has been constituted.
23	CHAIR HOBERT: This is Will Hobert.
24	Thank you, Brad.

Before begin making our way through today's agenda, I would like to request that each Member mute their audio when possible to eliminate any background noise unless you are making or seconding a motion, voting, or otherwise providing any comments for the record. To mute and unmute your line, you may press \*6 on your keypad if you do not have that feature on your phone.

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As a reminder, we are being recorded and a court reporter is transcribing today's proceedings. For the consideration of the court reporter, I'd also like to ask that each Member state their name before making or seconding a motion or otherwise providing any comments for the record.

all Members of the public attending in person or via audio conference can hear this meeting clearly.

Chris, can you confirm that this audio conference is clearly heard at the physical location of this meeting?

Finally, I would like to confirm that

EXECUTIVE DIRECTOR MEISTER: Yes,

Mr. Chair, I can. This is Executive Director Chris

Meister. I'm physically present in the conference

room on the 10th floor of 160 North LaSalle,

Chicago, Illinois. I can confirm that I can hear all discussions, presentations, votes at this meeting location. I have also advised the security guards and temperature checking team on the first floor of this building that we have two meetings today, of which this 9:30 meeting is one. I also checked this morning that the paper agendas for both the 9:00 a.m. and this 9:30 a.m. meeting had been posted in a public area, both on the first floor of 160 North LaSalle and outside our offices on the 10th floor of 160 North LaSalle as well as posting on our internet website.

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When I entered the building this morning, I advised both building security and the temperature check team that any member of the public who choose to do so and who choose to comply with the building's public health and safety requirements may come to this room and listen to the proceedings. As I sit here at this moment, no member of the public has entered the conference room, which is accessible through the hallway nor have I heard any members of the public exit an elevator. But should they choose to do so, we are here in the room and audio is accessible.

	Page 8
1	Does anyone have any questions?
2	(No response.)
3	CHAIR HOBERT: Thank you, Executive
4	Director Meister. This is Will Hobert. If any
5	members of the public participating via audio
6	conference find that they cannot hear these
7	proceedings clearly, please call 312-651-1300 or
8	write info@il-fa.com immediately to let us know and
9	we will endeavor to solve the audio issue.
10	Does anyone wish to make any
11	additions, edits, or corrections to today's agenda?
12	(No response.)
13	Hearing none, I would like to request
14	a motion to approve the agenda. Is there such a
15	motion?
16	MEMBER GOETZ: This is Mike Goetz. So
17	moved.
18	MEMBER FUENTES: This is Jim Fuentes.
19	Second.
20	CHAIR HOBERT: This is Will Hobert. Will
21	the Assistant Secretary please call the roll?
22	MR. FLETCHER: This is Brad Fletcher. On
23	the motion by Vice Chair Goetz and second by
24	Mr. Fuentes, I will call the roll.

	Page 9
1	On the roll, Mr. Beres? Drew Beres,
2	your vote for the approval of the agenda?
3	MEMBER BERES: Approved, yes.
4	MR. FLETCHER: Mr. Fuentes?
5	THE WITNESS: Yes.
6	MR. FLETCHER: Mr. Goetz?
7	MEMBER GOETZ: Yes.
8	MR. FLETCHER: Mayor Juracek?
9	MEMBER JURACEK: Yes.
10	MR. FLETCHER: Mr. McCoy?
11	MEMBER McCOY: Yes.
12	MR. FLETCHER: Ms. Nava?
13	MEMBER NAVA: Yes.
14	MR. FLETCHER: Mr. Obernagel?
15	MEMBER OBERNAGEL: Yes.
16	MR. FLETCHER: Mr. O'Brien?
17	MEMBER O'BRIEN: Yes.
18	MR. FLETCHER: Mr. Poole?
19	MEMBER POOLE: Yes.
20	MR. FLETCHER: Ms. Smoots?
21	MEMBER POOLE: Yes.
22	MR. FLETCHER: Mr. Wexler?
23	MEMBER WEXLER: Yes.
24	MR. FLETCHER: Mr. Wright?

	Page 10
1	MEMBER WRIGHT: Yes.
2	MR. FLETCHER: And Mr. Zeller?
3	MEMBER ZELLER: Yes.
4	MR. FLETCHER: And Chair Hobert?
5	CHAIR HOBERT: Yes.
6	MR. FLETCHER: Again, this is Brad
7	Fletcher. Chair Hobert, the motion carries.
8	CHAIR HOBERT: Thank you. This is Will
9	Hobert. Is there any public comment for the
10	Members?
11	(No response.)
12	This is Will Hobert. Welcome to the
13	August 11, 2020, meeting of the Illinois Finance
14	Authority, my first meeting as Chair of the
15	Authority.
16	Before we begin, I want to thank
17	Governor Pritzker for appointing me as Chair. I am
18	both grateful for the Governor's confidence in me
19	and for the opportunity to positively impact our
20	fellow Illinois residents.
21	We have a new colleague today.
22	Please join me in welcoming Drew Beres to his first
23	meeting of the Authority. Drew is an accomplished
24	lawyer and he was recently appointed by the

Page 11

1 | Governor. We are happy for you to join us.

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Also congratulations to Roxanne Nava,
Roger Poole, and Randy Wexler. Each of you was

4 recently re-appointed by Governor Pritzker.

Finally, a special thanks to my predecessor as Chair, Eric Anderberg. I appreciate Eric's work to move the Authority forward, and I wish him every success in his future.

Second, thank you to all of my colleagues, the Members of the Authority. I am grateful for the dedication that each of you brings to this volunteer role. I recognize that we ask a lot of the Members; and on behalf of Governor Pritzker, we are grateful for your public service.

Third, a note of both appreciation and thanks to the Authority's staff team. I am glad to have had the opportunity to witness your professionalism and effectiveness over the past year. Thank you.

And finally, thank you to the Authority's borrowers and their finance teams. It is the Authority's work with you and your teams that makes it possible for the Authority to have its positive public impact. Thank you.

So now, let's get to work. We have an exciting and substantial agenda to consider this morning. I will now turn it over to our Executive Director.

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very much, Chair Hobert. This is Chris Meister,

Executive Director of the Authority. I look forward to working with you, as well as all the Members, and again, I echo your congratulations to Members Nava,

Wexler, and Poole on their reappointments as well as new Member Beres, and I echo your thanks to your predecessor former Chair Anderberg.

I just want to highlight three of our nonprofit healthcare systems today: OSF Healthcare System, Memorial Health System, and the Hospital Sisters Services, Inc. All three of these state-wide providers of medical services are based in central Illinois. They are assets to our state, they are assets to our region, and I join you in looking forward to hearing the rest of today's agenda. Thank you.

CHAIR HOBERT: Thank you, Executive

Director Meister. This is Will Hobert. Now we turn
to Committee reports. Member McCoy.

Thank you, Chair Hobert. MEMBER McCOY: This is Lyle McCoy. The Conduit Financing Committee met earlier this morning and voted unanimously to recommend for approval the following New Business Items on today's agenda:

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OSF Healthcare System Memorial Health System Sustainable BioWorks, LLC SFA Partners, LLC; and Hospital Sisters, Inc.

This is Will Hobert. Thank you, Lyle. I would now like to ask for the general consent of the Members to consider New Business Items 1 through 5 collectively and to have the subsequent recorded vote applied to each respective, individual New Business Item, unless there are any specific New Business Items that a Member would like to consider separately.

CHAIR HOBERT:

MEMBER GOETZ: Yeah, this is Mike Goetz. I would like to recuse myself from any deliberations with respect to Item No. 1, OSF Healthcare System, of the New Business Items because I have a family member who works for the financial advisor in this transaction.

CHAIR HOBERT: Thank you. I would like to consider New Business Item 1, OSF Healthcare System first and take a roll call vote, and then consider New Business Items 2, 3, 4, and 5 under a consent agenda and take a separate roll call vote.

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MR. MYART: This is Charles Myart. At this time, I would like to note that for each Conduit New Business Item presented on today's agenda, the Members are considering approval only of the Resolution and the not-to-exceed amount contained therein.

CHAIR HOBERT: I would now like to ask

Vice Chair Goetz to exit the audio conference for

New Business Item 1.

MR. FLETCHER: This is Brad Fletcher.

The time is 9:50 a.m. Please let the record reflect that Vice Chair Goetz has recused himself by terminating his participation via audio conference.

MR. MYART: This is Charles Myart again. Item 1, OSF Healthcare System.

Item 1 is a 501(c)(3) Bond request. Staff requests approval of a one-time Final Bond Resolution for OSF Healthcare System (the Corporation) in an amount not-to-exceed

\$555 million.

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The Series 2020 Bonds may be issued in one or more fixed and/or variable rate tax-exempt series in an amount not-to-exceed \$450 million; and one or more fixed and/or variable rate taxable series in an amount not-to-exceed \$180 million, provided that the tax-exempt and taxable series combined do not exceed \$555 million.

The proceeds of the Series 2020 Bonds will be used together with certain other monies to (i) pay or reimburse the Corporation for, or refinance, the costs of acquiring, constructing, remodeling, renovating, and equipping certain health care facilities including, but not limited to, the construction and equipping of a 4-story cancer center and a 10-story parking garage (collectively, the Project); (ii) refund all or a portion of the Illinois Finance Authority Revenue Bonds, Series 2012A (OSF Healthcare System) (the "Series 2012A Bonds"); and (iii) refund all or a portion of the Illinois Finance Authority Revenue Bonds, Series 2015 (Little Company of Mary Hospital and Health Care Centers) (the "Series 2015 Bonds" and, together with Series 2012A bonds, the "Prior Bonds"); and

1	(iv) pay a portion of the interest on the Series
2	2020 Bonds, if deemed necessary or advisable by the
3	IFA or the Corporation; (v) fund a debt service
4	reserve fund, if deemed necessary or advisable by
5	the IFA or the Corporation, and (vi) provide working
6	capital to the Corporation, if deemed necessary or
7	advisable by the IFA or the Corporation; and (vii)
8	pay certain expenses incurred in connection with the
9	issuance of the Series 2020 bonds and the refunding
10	of the Prior Bonds.

As presently contemplated, the Series 2020 Bonds will be publicly offered by an underwriting team comprised of JP Morgan Securities, LLC, and Morgan Stanley & Company LLC, which sold in a private market offering.

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The Corporation's Bonds are currently rated "A3" Stable Outlook by Moody's as of 10/9/2019, "A" Stable Outlook by S&P as of November 4, 2019, and "A" Positive Outlook by Fitch as of October 25, 2019.

Does any Member have any questions or comments?

(No response.)

At this time, I would like to turn

things over to Sara Perugini who has been the
primary contact on this OSF Health Care System
financing to introduce our guest who is on the line.

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MS. PERUGINI: Good morning. Thank you, Charles. This is Sara Perugini. It is my pleasure to introduce and warmly welcome back Mr. Todd Ott, Vice President Treasury Services of OSF Healthcare System. Mr. Ott would like to address the Board.

MR. OTT: Thank you, Sara. Good morning, everyone. I want to make sure everybody can hear me.

EXECUTIVE DIRECTOR MEISTER: Yes.

CHAIR HOBERT: Yes.

MR. OTT: Thank you, Sara. Good morning, Chairman and good morning IFA Board Members.

I asked Sara if I could have two minutes today. The first minute is -- I wanted to express our appreciation, and usually I just love to come to your meetings and I feel like I'm disrespecting the group today because I can't be in front of you, but a big thank you to the IFA. You supported our capital over the number of years here, just a lot of capital projects. Just recently we did the two hospitals in central Illinois, the

Presence Hospitals, and now we're looking to do a cancer center. But it wouldn't be right if I didn't tell you a big thank you, not only from myself but from the Sisters and from all the other OSF mission partners. So, again, a big thank you.

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The reason why we're really doing a financing here, coming up here in the spring, we'll be cutting ground on a \$200 million plus cancer center here in Peoria right across from our flagship hospital here at St. Francis. This will be a 4-story cancer center with a 10-level parking deck. Services to include with this cancer center, it will be the proton beam therapy -- this will be the second proton beam here in the State of Illinois. One being in the western suburbs at I think Central DuPage, and us having the second -- a lot of imaging services, the MRI, CT, PET, ultrasounds, and then just a number of other services to go with that. looked at a layout in the EKGs and then a lot of the wellness and research projects to piggyback off this project.

And along with this financing, we have, as was stated before, and I won't get into too much detail, we have 2012 Bonds that the IFA has

Page 19

helped us with. If the market holds through the end of September, we will be refinancing those also.

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Any questions from me today?

CHAIR HOBERT: Mr. Ott, this is Will Hobert. If I may, while I am new as the Authority's Chair, I appreciate both OSF's long and positive history in Illinois as well as OSF's long and productive partnership with the Authority. Having a nationally recognized and award winning healthcare system based in central Illinois is an important asset for our state. We thank OSF and you for bringing this important project, the OSF Comprehensive Cancer Center, to the Authority's agenda. We're grateful for OSF's commitment to Illinois as a whole and Peoria in particular. wish OSF great success in your efforts to further enhance Peoria as a destination for high quality and effective healthcare.

Thank you, Charles, Sara, and thank you, Mr. Ott. I would like to request a motion to pass and adopt the following New Business Item:

Item 1. Is there such a motion?

MEMBER SMOOTS: This is Beth Smoots. I make the motion.

	Page 20
1	MEMBER NAVA: This is Roxanne Nava. I
2	second it.
3	CHAIR HOBERT: This is Will Hobert. Will
4	the Assistant Secretary please call the roll?
5	MR. FLETCHER: This is Brad Fletcher. On
6	the motion by Member Smoots and second by Member
7	Nava, I'll call the roll.
8	Mr. Beres?
9	MEMBER BERES: Yes.
10	MR. FLETCHER: Mr. Fuentes?
11	MEMBER FUENTES: Yes.
12	MR. FLETCHER: Mayor Juracek?
13	MEMBER JURACEK: Yes.
14	MR. FLETCHER: Mr. McCoy?
15	MEMBER McCOY: Yes.
16	MR. FLETCHER: Ms. Nava?
17	MEMBER NAVA: Yes.
18	MR. FLETCHER: Mr. Obernagel?
19	MEMBER OBERNAGEL: Yes.
20	MR. FLETCHER: Mr. O'Brien?
21	MEMBER O'BRIEN: Yes.
22	MR. FLETCHER: Mr. Poole?
23	MEMBER POOLE: Yes.
24	MR. FLETCHER: Ms. Smoots?

	Page 21
1	MEMBER SMOOTS: Yes.
2	MR. FLETCHER: Mr. Wexler?
3	MEMBER WEXLER: Yes.
4	MR. FLETCHER: Mr. Wright?
5	MEMBER WRIGHT: Yes.
6	MR. FLETCHER: Mr. Zeller?
7	MR. ZELLER: Yes.
8	MR. FLETCHER: Chair Hobert?
9	CHAIR HOBERT: Yes.
10	MR. FLETCHER: Again, this is Brad
11	Fletcher. Chair Hobert, the motion carries.
12	CHAIR HOBERT: Thanks Brad. This is Will
13	Hobert. Before we continue with the remainder of
14	today's agenda, I would like to ask Vice Chair Goetz
15	to return via audio conference.
16	MR. FLETCHER: Is that Vice Chair Goetz?
17	Mike Goetz, are you on the line?
18	Jacob, can you confirm you reached
19	out to Mike Goetz?
20	MR. STUCKEY: I did a few moments ago.
21	Let's give him another 30 seconds, please.
22	MR. FLETCHER: Thank you.
23	MEMBER GOETZ: This is Mike. I'm back
24	on.

MR. FLETCHER: Thanks, Mike. This is
Brad Fletcher. Please let the record reflect that
Vice Chair Goetz has returned via audio conference
at 9:59 a.m.

5 CHAIR HOBERT: This is Will Hobert.

Charles, please continue with Items 2 through 5.

MR. MYART: Thank you, Chair Hobert.

This is Charles Myart again.

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Item 2, Memorial Health System. Item 2 is a 501(c)(3) Revenue Bond Request. Staff requests approval of a one-time Final Bond Resolution for Memorial Health System in an amount not-to-exceed \$114 million.

The Bond proceeds will be loaned to Memorial Health System (the Borrower) to be used by the Borrower and its affiliate Memorial Medical Center, each an Illinois not-for-profit corporation, in order to refund all or a portion of the Series 2014A Bonds and Series 2014B Bonds and to pay a portion of the costs of issuing the Series 2020 Bonds and refunding the Series 2014A Bonds and Series 2014B Bonds. The Series 2020 Bonds will be non-rated and will be privately placed by Piper Sandler & Company and purchased directly by T.D.

Bank, NA, in accordance with existing IFA Bond
Program Handbook requirements. Although the Series

2020 Bonds will not be rated (due to the bank
private placement/or direct purchase structure) the
Borrower has underlying ratings of AA- Stable

Outlook by S&P as of March 27, 2020 and A1 Stable

Outlook by Moody's as of March 13, 2020.

Does any Member have any questions or

(No response.)

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comments?

Hearing none, Item 3, Sustainable
BioWorks LLC. Item 3 is a request for a Preliminary
Bond Resolution by Sustainable BioWorks LLC (or SBW)
for Solid Waste Disposal Revenue Bond financing
under the Illinois Environmental Facilities Act and
potentially Industrial Revenue Bond financing under
the IFA Act in a not-to-exceed principal amount of
\$325 million.

The Final Bond Resolutions just presented in connection with both OSF Healthcare and Memorial Health Systems are bond authorizing resolutions and, upon approval by the IFA Board, each borrower would be authorized to issue tax-exempt IFA Series 2020 Bonds subject to terms

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set forth in each bond resolution and corresponding documents. In contrast to the Final Bond Resolutions for OSF and Memorial, the provisions of the Preliminary Bond Resolution for consideration on the SBW project are limited in scope.

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Provisions that describe the intent and limited scope of the Preliminary Bond Resolution requested by SBW include both 5th and 6th "Whereas" clauses and Sections 4 and 5 of the Resolution which are summarized as follows:

First: The 5th and 6th "Whereas" clauses specify that pursuant to an application submitted by SBW to the Authority, SBW is requesting an expression of willingness of the Members of the Authority through the Preliminary Bond Resolution to consider authorizing the issuance of bonds at a future date conditional upon preparing and completing bonds and underwriting documents for the financing, which satisfy the Authority's requirements for issuance of such Bonds.

Bond Resolution notes that approval of this

Preliminary Bond Resolution would represent a

"Declaration of Official Intent" under U.S. Treasury

Section 4 of the Preliminary

Regulations for purposes of the Internal Revenue Code of 1986.

2.4

Third: Pursuant to Section 5 of the Preliminary Bond Resolution, based upon the representations of SBW, the Authority, on behalf of SBW, reasonably expects to reimburse all or a portion of any expenditures that may have been incurred with the proceeds of the Bonds, to the extent allowed under the IFA Act and Environmental Act and the Internal Revenue Code of 1986 with the proceeds of the bonds when issued up to the maximum principal amount of \$325 million.

The applicant for the Preliminary
Bond Resolution is Sustainable BioWorks, LLC, which
is the successor to a company originally formed by
its three principals in 2017 to redevelop the former
Robbins Waste-to-Energy Facility as an
industrial-scale anaerobic digester facility with
bioproducts of the composting process refined and
resold. The principals assembled the Robbins site,
which includes land and buildings, in 2014 and 2017.
Background on the principals is reported on pages 8
through 10 of the project report. As an aside, the
Robbins Waste-to-Energy facility operated initially

from 1997 to 2000.

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Bond Proceeds will be used to finance land and building improvements and to finance equipment as well as all required permits and licenses necessary to redevelop the Robbins facility into a closed-vessel composting facility using anaerobic digester technology that will also provide on-site value added processing to various bioproducts of the composting process resulting in on-site production and refinement of (1) Renewable Natural Gas; (2) Carbon Dioxide to be recaptured and resold; and (3) fertilizer.

In addition to deriving revenue from the sale of those bioproducts, SBW will be paid tipping fees by its feedstock suppliers. The plant's feedstock will consist of both bulk liquids and so-called "de-pack" materials, which will consist of expired, recalled, or unusable packaged food products that require "de-packaging" prior to anaerobic processing. SBW plans to provide food processors with a certificate of destruction as an additional value-added service.

Prior to this project returning for consideration of a Final Bond Resolution at a later

time, SBW will be applying for various environmental and site permits in the upcoming months as described on pages 12 and 13 of the report. SBW reports that they have engaged Chicago-based Delta Institute for environmental and community justice matters relating to the Project and have engaged a community-based consultant to help maximize economic benefits for the citizens of Robbins and surrounding communities. Additionally, SBW will be continuing to negotiate both (1) long-term feedstock supply agreements and (2) long-term offtake agreements for purchasers of the Facility's Renewable Natural Gas, re-captured Carbon Dioxide, and Nutrients/Fertilizer.

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SBW has engaged Mayer Brown as Bond Counsel and minority-owned investment banking firm Melvin Securities as Underwriter.

As Bond Counsel, Mayer Brown will be evaluating the project for qualifying Solid Waste Disposal Bond expenditures based on the design and engineering plans for the SBW project. This tax analysis will ultimately determine the extent to which the project costs qualify for tax-exempt or taxable financing.

As underwriter, Melvin Securities LLC

intends to sell the proposed SBW Bonds on a
non-rated basis in minimum denominations of \$100,000
in a limited offering or private placement to
35-or-fewer Qualified Institutional Borrowers only.

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The various firms engaged to date by SBW are identified on Page 16 of the project report.

Given the limited scope of the Preliminary Bond Resolution, approval of the Preliminary Bond Resolution is recommended subject to the additional condition that sale of the proposed non-rated Bonds for SBW be limited to Qualified Institutional Buyers in minimum denominations of \$100,000 as proposed by Melvin Securities as the proposed underwriter for the SBW Bonds.

Although the IFA Bond Handbook requires that non-rated (or unenhanced bonds) must be sold in minimum denominations of \$100,000 to either Qualified Institutional Buyers or Accredited Investors, given the nature of the SBW project, staff believes it is prudent to limit both initial sale and resale of any SBW bonds to Qualified Institutional Buyers (thereby restricting sales to funds and other "true" institutional buyers and,

thereby, excluding Accredited Investors because Accredited Investors may include investors with an annual income of \$200,000 or more or a net worth of \$1 million or more). To re-emphasize, Melvin Securities' plan to limit sales to 35-or-fewer Qualified Institutional Buyers is consistent with this recommended condition.

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Finally, as a side note, the IFA
Project Summary Report in connection with future
requests for a Final Bond Resolution will include
pertinent information from the substantially final
draft of a Preliminary Limited Offering Memorandum
or Private Placement Memorandum to be prepared for
the proposed Bond sale.

The report will include descriptions of all pertinent parties and describe the business terms regarding (1) all feedstock supply tipping agreements and (2) by-product and processing offtake agreements with SBW's customers. The technology and pricing risks associated with the commodity inputs and outputs will also be summarized as detailed in the Bond offering document.

Additionally, approximate sizing of the respective Tax-Exempt and Taxable Series based

on Mayer Brown's tax analysis will be available at that time.

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Finally, key terms, assumptions, and conclusions prepared in connection with any feasibility or project benchmarking study that is prepared in connection with the Preliminary Limited Offering Memorandum will also be presented.

Does any Member have any questions or comments?

(No response.)

If not, I'd now like to turn things over to Rich Frampton who has been the primary contact on this request for preliminary Bond Resolution for Sustainable BioWorks, LLC.

MR. FRAMPTON: Thank you, Charles. This is Rich Frampton. There being no questions, I would like to acknowledge that Mr. Robert Fletcher, who is the managing manager member of SBW, is on the line, as well as representatives of Mayer Brown, who is bond counsel and Melvin Securities, the underwriter. So, with that, and to give Charles' voice a break for a few moments, I would like to turn things over to Mr. Fletcher for a few remarks, and I'd just ask that prior to speaking that you introduce yourself

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- 1 for the record.
- 2 So, with that, I'll hand things over
- 3 to Mr. Fletcher.
- 4 MR. ROBERT FLETCHER: My name is Robert
- 5 | Fletcher. I'm from the Chicago area, and I have
- 6 been working on this project with my two partners
- 7 | for the last two years and we're getting prepared to
- 8 break ground hopefully the first quarter of next
- 9 | year and the other -- we're doing the anaerobic
- 10 | digestion which we've established an anaerobic
- 11 digestion company out of Europe, which we will be
- 12 using here in the Robbins area. I know the area
- well. I grew up in Blue Island, Illinois, and the
- 14 overall approach is to have it ready sometime by the
- 15 end of next year. Thank you.
- MR. FRAMPTON: Thank you, Mr. Fletcher.
- 17 Are there any other questions or comments?
- 18 EXECUTIVE DIRECTOR MEISTER: Mr. Frampton
- 19 and Chair Hobert, this is Chris Meister, Executive
- 20 Director. If I may?
- 21 CHAIR HOBERT: Please go ahead, Chris.
- 22 EXECUTIVE DIRECTOR MEISTER: Thanks.
- 23 Just to clarify for the record, welcome, Mr. Robert
- 24 | Fletcher. And to our Assistant Secretary Brad

- Fletcher, Assistant Secretary Fletcher, do you have any family or personal relationship with Mr. Robert

  M. Fletcher?
  - MR. BRAD FLETCHER: For the record, no, I do not, and we will make such certification in any further Bond closing transcript.
  - very much. I have no further questions or statements.
  - MR. FRAMPTON: Okay. Thank you very much. With that, I'll turn things back over to Charles Myart.
    - MR. MYART: Thanks, Rich.

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Item 4, SFA Partners LLC. Item 4 is a PACE Bond Resolution authorizing the issuance from time to time of one or more series and/or subseries of PACE bonds to be purchased by SFA Partners LLC in an aggregate principal amount not-to-exceed \$80,010,000 for a period of three years.

The Authority previously approved the issuance of PACE bonds in an aggregate principal amount not-to-exceed \$100 million for a period of three years to SFA Partners LLC on September 10, 2019. Thereafter, the Authority issued its Taxable

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Property Accessed Clean Energy Revenue Bonds in the aggregate principal amount of \$19,990,000 on December 11, 2019, the proceeds of which funded energy efficiency and water use improvements to properties located in Rosemont, Illinois.

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Now, SFA Partners and the Authority agreed to certain material and substantive changes to the Master Indenture and Issuance Certificates approved pursuant to the IFA Resolution 2019-0910-CF03. Accordingly, approval of the PACE Bond resolution approves the modified form of the PACE bond documents whereby the Authority will issue additional PACE bonds to SFA Partners, LLC as the capital provider for a new three-year term.

Does any Member have any questions or comments?

(No response.)

Hearing none, Item No. 5, Hospital Sister Services, Inc. Item 5 is a resolution relating to Series 2012H and Series 2012I Bonds, (together the "Series 2012 Bonds") previously issued by the IFA under two separate Bond Indentures with the proceeds loaned to Hospital Sister Services, Inc. (The Borrower).

The Series 2012 Bonds are currently bearing interest in the Unit Pricing Mode and are publicly held. JP Morgan Chase Bank, N.A. (the "Purchaser") has agreed to purchase and hold all of the outstanding Series 2012 Bonds. After the Purchaser purchases the Series 2012 Bonds, the Series 2012 Bonds will bear interest in the Term Rate Mode.

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This Resolution approves the conversion of the 2012 Bonds, authorizes the execution and delivery by the IFA of Amended and Restated Bond Indentures to (1) make certain changes to the Term Rate Mode to provide for the terms the Purchaser has agreed to in order to purchase the Series 2012 Bonds and (2) make certain other changes to modernize how the Series 2012 Bonds bear interest and how they can be converted and approves certain other related matters. The Purchaser will consent to these amendments and Chapman and Cutler LLP, as bond counsel, is expected to provide an opinion that such amendments will not adversely affect the tax-exempt status of the Series 2012 Bonds.

Does any Member have any questions or comments?

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1	(No response.)
2	MR. MYART: If not, I'll turn it over to
3	Chair Hobert.
4	CHAIR HOBERT: This is Will Hobert.
5	Thank you, Charles.
6	I would like to request a motion to
7	pass and adopt the following New Business Items:
8	Items 2, 3, 4, and 5. Is there such a motion?
9	MR. FLETCHER: Roger Poole, do you make a
10	motion?
11	MEMBER SMOOTS: This is Beth Smoots.
12	I'll make the motion.
13	MEMBER POOLE: I had to unmute. This is
14	Roger Poole. I make the motion to so move the
15	project.
16	MEMBER ZELLER: This is Brad Zeller. I
17	will second that.
18	CHAIR HOBERT: This is Will Hobert. Will
19	the Assistant Secretary please call the roll?
20	MR. FLETCHER: Certainly. For the
21	record, on the motion by Member Poole and seconded
22	by Member Zeller, I'll call the roll.
23	Mr. Beres?
24	MEMBER BERES: Yes.

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1	MR. FLETCHER: Mr. Fuentes?
2	MEMBER FUENTES: Yes.
3	MR. FLETCHER: Mr. Goetz?
4	MEMBER GOETZ: Yes.
5	MR. FLETCHER: Mayor Juracek?
6	MEMBER JURACEK: Yes.
7	MR. FLETCHER: Mr. McCoy?
8	MEMBER McCOY: Yes.
9	MR. FLETCHER: Ms. Nava?
10	MEMBER NAVA: Yes.
11	MR. FLETCHER: Mr. Obernagel?
12	MEMBER OBERNAGEL: Yes.
13	MR. FLETCHER: Mr. O'Brien?
14	MEMBER O'BRIEN: Yes.
15	MR. FLETCHER: Mr. Poole?
16	MEMBER POOLE: Yes.
17	MR. FLETCHER: Ms. Smoots?
18	MEMBER SMOOTS: Yes.
19	MR. FLETCHER: Mr. Wexler?
20	MEMBER WEXLER: Yes.
21	MR. FLETCHER: Mr. Wright?
22	MEMBER WRIGHT: Yes.
23	MR. FLETCHER: Mr. Zeller?
24	MR. ZELLER: Yes.

1	MR.	FLETCHER:	Chair	Hobert?

2 CHAIR HOBERT: Yes.

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3 MR. FLETCHER: This is Brad Fletcher.

4 Chair Hobert, the motion carries.

Our next item. Next, we move to the Subject Matter-Only section of our New Business

Items. Chair Hobert, I would like to turn it over to Malcolm Simmons.

CHAIR HOBERT: Yes, Malcolm.

MR. SIMMONS: Item No. 6, Bond Handbook update for C-PACE appraisal Requirements. Again, this is Malcolm Simmons. Item 6 is a subject matter-only memo regarding an update to the Authority's Bond Handbook. Authority staff, in consultation with counsel, has clarified in the bond Handbook's "PACE bond transaction process" section that if a licensed appraiser is utilized to determine the value of a property, the resulting appraisal report must be prepared or co-signed by a State Certified General Real Estate Appraiser as defined by the Real Estate Appraiser Licensing Act of 2002.

On May 14, 2019, the Authority adopted Resolution 2019-0514-AP07, which approved

certain updates to the Bond handbook and delegated to certain Authorized Officers the authorization to make such other changes as necessary. This update to the Bond Handbook's PACE Bond Transaction Process has been implemented pursuant this prior delegation authorization.

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Does any Member have any questions or comments?

## (No response.)

CHAIR HOBERT: Thank you, Malcolm. This is Will Hobert. Six, will you please present the financial reports?

MS. GRANDA: Thank you, Chair Hobert.

This is Ximena Granda. I will be providing a financial recap of Fiscal Year 2020 and then provide the financial information for July 31, 2020.

Last Board meeting, staff presented a preliminary and unaudited financial statement, and after necessary adjustments and outstanding invoices for Fiscal Year 2020 is as follows:

Our Total Revenue ended at \$4.4 million and there were \$372,000, or 7.8% lower than budget. This reflects a decrease of \$34,000 in comparison to the report presented last month and

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that is due to adjustments in interest and investment income and an allowance for bad debt.

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Our Total Annual Expenses ended at \$4.5 million and were \$315,000 or 6.6% lower than budget. This reflects an increase of \$30,000 in comparison to the report presented last month under employee-related expenses due to the year-end vacation accrual. As a result, the Authority posted a Total Net Loss of \$58,000 for Fiscal Year 2020. This reflects a decrease of \$64,000 in comparison to the report presented last month.

Now moving on to Fiscal Year 2021.

In July, the Authority recorded revenues of \$198,000, which is \$151,000, or 43.2% lower than Budget. In July, the Authority recorded operating expenses of \$300,000, which is \$48,000, or 13.9% lower than budget. Our Total monthly net loss for July is \$102,000. This is due to lower than expected closing fees.

Our General Fund continues to have a strong balance sheet. Our total net position is at \$59.5 million with cash and investments at \$48.4 million, Bonds and notes receivable at \$7 million, and our loans at \$4.6 million.

I am going to move to Audit. The
Fiscal Year 2020 financial audit remains at an earl
stage as the Authority's staff continues to provide
documents to our external auditors. At this point,
nothing else to report on our external audit.

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Moving on to our internal audit, CMS
Internal Auditors will be scheduling the entrance
conference meeting in the coming weeks to start on
the Fiscal Year 2021 Internal Audit Plan. The first
two audits they will be performing are Bonds Audit
and the Remote Security Audit.

Are there any questions?

(No response.)

Hearing none, I will turn it back to you, Chairman Hobert. Thank you.

CHAIR HOBERT: This is Will Hobert.

Thank you, Six.

Hearing no questions, I would like to request a motion to accept the financial reports.

MEMBER McCOY: This is Lyle McCoy. So moved.

MEMBER WEXLER: This is Randy Wexler. I second the motion.

24 CHAIR HOBERT: This is Will Hobert. Will

	Page 41
1	the Assistant Secretary please call the roll?
2	MR. FLETCHER: Certainly. On the motion
3	by Member McCoy and second by Member Wexler, I will
4	call the roll.
5	Mr. Beres?
6	MEMBER BERES: Yes.
7	MR. FLETCHER: Mr. Fuentes?
8	MEMBER FUENTES: Yes.
9	MR. FLETCHER: Vice Chair Goetz?
10	MEMBER GOETZ: Yes.
11	MR. FLETCHER: Mayor Juracek?
12	MEMBER JURACEK: Yes.
13	MR. FLETCHER: Mr. McCoy?
14	MEMBER McCOY: Yes.
15	MR. FLETCHER: Ms. Nava?
16	MEMBER NAVA: Yes.
17	MR. FLETCHER: Mr. Obernagel?
18	MEMBER OBERNAGEL: Yes.
19	MR. FLETCHER: Mr. O'Brien?
20	MEMBER O'BRIEN: Yes.
21	MR. FLETCHER: Mr. Poole?
22	MEMBER POOLE: Yes.
23	MR. FLETCHER: Ms. Smoots?
24	MEMBER SMOOTS: Yes.

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1	corrections to the Minutes from July 14, 2020?
2	(No response.)
3	Hearing none, I would like to request
4	a motion to approve the Minutes. Is there such a
5	motion?
6	MEMBER ZELLER: This is Brad Zeller. So
7	moved.
8	MEMBER WRIGHT: This is Jeffrey Wright.
9	Second.
10	CHAIR HOBERT: This is Will Hobert. Will
11	the Assistant Secretary please call the roll?
12	MR. FLETCHER: Certainly. This is Brad
13	Fletcher. On the motion by Member Zeller and second
14	by Member Wright, I'll call the roll.
15	Mr. Beres?
16	MEMBER BERES: Yes.
17	MR. FLETCHER: Mr. Fuentes?
18	MEMBER FUENTES: Yes.
19	MR. FLETCHER: Vice Chair Goetz?
20	MEMBER GOETZ: Yes.
21	MR. FLETCHER: Mayor Juracek?
22	MEMBER JURACEK: Yes.
23	MR. FLETCHER: Mr. McCoy?
24	MEMBER McCOY: Yes.

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1		MR. FLETCHER: Ms. Nava?
2		MEMBER NAVA: Yes.
3		MR. FLETCHER: Mr. Obernagel?
4		MEMBER OBERNAGEL: Yes.
5		MR. FLETCHER: Mr. O'Brien?
6		MEMBER O'BRIEN: Yes.
7		MR. FLETCHER: Mr. Poole?
8		MEMBER POOLE: Yes.
9		MR. FLETCHER: Ms. Smoots?
10		MEMBER SMOOTS: Yes.
11		MR. FLETCHER: Mr. Wexler?
12		MEMBER WEXLER: Yes.
13		MR. FLETCHER: Mr. Wright?
14		MEMBER WRIGHT: Yes.
15		MR. FLETCHER: Mr. Zeller?
16		MR. ZELLER: Yes.
17		MR. FLETCHER: And Chair Hobert?
18		CHAIR HOBERT: Yes.
19		MR. FLETCHER: Again, this is Brad
20	Fletcher.	Chair Hobert, the motion carries.
21		CHAIR HOBERT: Thank you, Brad.
22		Is there any other business to bring
23	before the	IFA today?
24		(No response.)
		l l

MR. FLETCHER: Hearing none, Mr. Chairman we can skip request -- excusing the absence of any members. We had full participation today.

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CHAIR HOBERT: Wonderful. Are there any other matters for discussion in closed session?

(No response.)

Hearing none, the next regularly scheduled will be September 8, 2020. I would like request a motion to adjourn. Additionally, when responding to the roll call for this motion, I would ask each member to confirm that they were able to hear the participants, discussions, and testimony of this proceeding. Is there such a motion?

MEMBER GOETZ: This is Mike Goetz. So moved.

MEMBER POOLE: This is Roger Poole.

Second.

CHAIR HOBERT: This is Will Hobert. Will the Assistant Secretary please call the roll?

MR. FLETCHER: Certainly. This is Brad Fletcher. On the motion by Vice Chair Goetz and second by Member Poole, I'll call the roll.

Mr. Beres?

MEMBER BERES: Aye, and I confirm that I

	Page 46
1	could hear all participants, discussion, and
2	testimony.
3	MR. FLETCHER: Mr. Fuentes?
4	MEMBER FUENTES: Aye, and I confirm that
5	I could hear all participants, discussion, and
6	testimony.
7	MR. FLETCHER: Vice Chair Goetz?
8	MEMBER GOETZ: Aye, and I confirm that I
9	could hear all participants, discussion, and
10	testimony.
11	MR. FLETCHER: Mayor Juracek?
12	MEMBER JURACEK: Aye, and I confirm that
13	I could hear all participants, discussion, and
14	testimony.
15	MR. FLETCHER: Mr. McCoy?
16	MEMBER McCOY: Aye, and I confirm that I
17	could hear all participants, discussion, and
18	testimony.
19	MR. FLETCHER: Ms. Nava?
20	MEMBER NAVA: Aye, and I confirm that I
21	could hear all participants, discussion, and
22	testimony.
23	MR. FLETCHER: Thank you. Mr. Obernagel?
24	MEMBER OBERNAGEL: Aye, and I confirm

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1	MEMBER ZELLER: Aye, and I confirm that I
2	could hear all participants, discussion, and
3	testimony.
4	MR. FLETCHER: And finally, Chair Hobert?
5	CHAIR HOBERT: Aye, and I confirm that I
6	could hear all participants, discussion, and
7	testimony.
8	MR. FLETCHER: Again, this is Brad
9	Fletcher. Chair Hobert, the motion to adjourn
10	carries. The time is 10:28 a.m. We are adjourned.
11	(Meeting adjourned at 10:28 a.m.)
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