1	ILLINOIS FINANCE AUTHORITY
2	February 8, 2022
3	Regular Meeting of the Members
4	9:30 a.m.
5	
6	Met pursuant to notice via video and audio
7	conference.
8	Before:
9	William Hobert, Chair
10	Roxanne Nava, Vice Chair
11	Peter Amaro, Member Drew Beres, Member James Eventos, Member
12	James Fuentes, Member Arlene Juracek, Member Coorgo Obernagol Member
13	George Obernagel, Member Roger Poole, Member
14	Tim Ryan, Member Eduardo Tobon, Member Jennifer Watson, Member
15	Randal Wexler, Member
16	Jeffrey Wright, Member Bradley Zeller, Member
17	Also present:
18	Chris Meister, Executive Director Brad Fletcher, Vice President and
19	Assistant Secretary Ximena Granda, Manager of Finance &
20	Administration Sara Perugini, Vice President, Healthcare/CCRC
21	Rich Frampton, Executive Vice President
22	Craig Holloway, Procurement Agent
23	BRIDGES COURT REPORTING By: Lydia B. Pinkawa, CSR
24	License No. 84-002342

CHAIR HOBERT: Good morning, everybody. This is Will Hobert, Chair of the Illinois Finance Authority. I'd like to call the meeting to order.

MR. FLETCHER: Good morning. This is Brad Fletcher, Assistant Secretary of the Authority. Today's date is Tuesday, February 8, 2022. This regular meeting of the Authority has been called to order by Chair Hobert at the time of 9:31 a.m.

The Governor of the State of Illinois issued gubernatorial disaster proclamations on January 7, 2022 and February 4, 2022, 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 COVID-19 and declaring all counties in the state of Illinois a disaster area, each of which remains in effect for 30 days from its issuance date.

In accordance with the provisions of subsection (e) of Section 7 of the Open Meetings Act as amended, the Chair of the Authority, Will Hobert, has determined that an in person meeting of the Authority today, February 8, 2022, is not practical or prudent because of the disaster declared.

Therefore, this regular meeting of the Authority is

- being conducted via video and audio conference
 without the physical presence of a quorum of the
 members. The Executive Director, Chris Meister is
 currently in the Authority's Chicago office at the
 location of the meeting and also participating via
 video and audio conference. All members will attend
 this meeting via video and audio conference.
 - As we take roll calls, the response of the members will be taken as an indication that they can hear all the members, discussion and testimony.

 Chair Hobert.
- 12 CHAIR HOBERT: This is Will Hobert. Thank you,
 13 Brad. Will the Assistant Secretary please call the
 14 roll.
- MR. FLETCHER: Certainly. This is Brad Fletcher.

 With all members attending via video and audio

 conference, I'll call the roll. Mr. Amaro.
- MR. AMARO: Here.

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- MR. FLETCHER: Thank you. Mr. Beres.
- MR. BERES: Here.
- MR. FLETCHER: Thank you. Mr. Fuentes.
- MR. FUENTES: Here.
- MR. FLETCHER: Thank you. Ms. Juracek.
- MS. JURACEK: Here.

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        MR. FLETCHER:
                        Thank you. Ms. Nava.
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        MS. NAVA:
                   Here.
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                        Thank you. Mr. Obernagel.
        MR. FLETCHER:
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        MR. OBERNAGEL:
                         Yes, sir.
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        MR. FLETCHER:
                        Thank you. Mr. Poole.
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        MR. POOLE:
                    Here.
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        MR. FLETCHER:
                        Thank you.
                                    Mr. Ryan.
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        MR. RYAN:
                   Here.
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        MR. FLETCHER:
                        Thank you. Mr. Tobon.
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        MR. TOBON:
                    Here.
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                        Thank you.
        MR. FLETCHER:
                                    Ms. Watson.
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        MS. WATSON:
                     Here.
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        MR. FLETCHER:
                        Thank you.
                                    Mr. Wexler.
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        MR. WEXLER:
                     Here.
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                        Thank you. Mr. Wright.
        MR. FLETCHER:
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        MR. WRIGHT:
                     Here.
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        MR. FLETCHER:
                        Thank you. Mr. Zeller.
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        MR. ZELLER:
                     Present.
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                        Thank you. And finally, Chair
        MR. FLETCHER:
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    Hobert.
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        CHAIR HOBERT:
                        Here.
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        MR. FLETCHER:
                        Thank you. Chair Hobert, in
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    accordance with subsection (e) of Section 7 of the
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    Open Meetings Act as amended, a quorum of members has
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been constituted. Before we begin making our way through today's agenda, I'd 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. If you are participating via video, please use your mute button found on your task bar on the bottom of your screen. You will be able to see the control bar by moving your mouse or touching the screen of your tablet. For any member or anyone from the public participating via phone, to mute and un-mute your line you may press star 6 on your keypad if you do not have that feature on your phone.

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 each member to state their name before making or seconding a motion or otherwise providing any comments for the record.

Finally, I'd like to confirm that all members of the public attending in person or via video or audio conference can hear this meeting clearly.

Chris, can you please confirm that this video and

audio conference is clearly heard from the physical location of the meeting?

MR. MEISTER: Certainly. This is Executive

Director Chris Meister. Thank you, Brad. I'm

physically present in the conference room on the 10th

floor of 160 North LaSalle in Chicago, Illinois. I

can confirm that I can hear all discussions,

presentations and votes at this morning's 9:30

meeting location.

I've advised the security guards on the first floor that we have two public meetings today, of which this is one. The agendas for both meetings have been posted both on this floor, the 10th floor as well as on the first floor of 160 North LaSalle as well as on the Authority's web site as of Thursday, February 3, 2022.

Building security has been advised that any members 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 this morning's proceedings and if they wish to publicly comment. At the moment, I'm alone in the conference room. There are no members of the public who are physically present. Back to you, Brad.

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        MR. FLETCHER: This is Brad Fletcher. Thank you,
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            If any members of the public participating
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    via video or audio conference find that they cannot
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    hear these proceedings clearly, please call
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    312-651-1300 or write info@il-fa.com immediately to
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    let us know and we will endeavor to solve the audio
7
    issue. Chair Hobert.
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        CHAIR HOBERT: This is Will Hobert. Thank you,
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    Brad. Does anyone wish to make any additions, edits
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    or corrections to today's agenda? Hearing none, I'd
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    like to request a motion to approve the agenda.
                                                      Is
12
    there such a motion?
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        MR. AMARO: This is Peter Amaro.
                                          So moved.
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        MR. BERES: This is Drew Beres. Second.
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                       This is Will Hobert. Will the
        CHAIR HOBERT:
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    Assistant Secretary please call the roll.
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        MR. FLETCHER: Certainly. This is Brad Fletcher.
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    On a motion by Member Amaro and seconded by Member
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    Beres, I'll call the roll. Mr. Amaro.
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        MR. AMARO:
                    Yes.
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        MR. FLETCHER: Mr. Beres.
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        MR. BERES: Yes.
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        MR. FLETCHER:
                       Mr. Fuentes.
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        MR. FUENTES:
                      Yes.
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MR. FLETCHER:

1 MR. FLETCHER: Ms. Juracek. 2 MS. JURACEK: Yes. 3 MR. FLETCHER: Vice Chair Nava. 4 Yes. MS. NAVA: 5 MR. FLETCHER: Mr. Obernagel. 6 MR. OBERNAGEL: Yes. 7 MR. FLETCHER: Mr. Poole. Roger, are you still 8 there? You're on mute. 9 MR. POOLE: Hi, Brad. I'll un-mute it. Yes. 10 Thank you, sir. Mr. Ryan. MR. FLETCHER: 11 MR. RYAN: Yes. 12 Thank you. Mr. Tobon. MR. FLETCHER: 13 MR. TOBON: Yes. 14 Ms. Watson. MR. FLETCHER: 15 MS. WATSON: Yes. 16 MR. FLETCHER: Mr. Wexler. 17 MR. WEXLER: Yes. 18 Mr. Wright. MR. FLETCHER: 19 MR. WRIGHT: Yes. 20 MR. FLETCHER: Mr. Zeller. 21 MR. ZELLER: Yes. 22 And Chair Hobert. MR. FLETCHER: 23 CHAIR HOBERT: Yes. Again, this is Brad Fletcher.

Chair Hobert, the ayes have it and the motion carries.

CHAIR HOBERT: This is Will Hobert. Thank you,
Brad. If anyone from the public participating via
video wishes to make a comment, please indicate your
desire to do so by using the raise your hand
function. Click on the raise your hand option
located at the center of your control bar at the
bottom of your screen. You'll be able to see the
task bar by moving your mouse and touching the screen
of your tablet. If anyone from the pubic
participating via phone wishes to make a comment,
please indicate your desire to do so by using the
raise your hand function by pressing star 9. Is
there any public comment for the members?

Hearing none, welcome to the February 8, 2022 regularly scheduled meeting of the Illinois Finance Authority. We welcome the University of Chicago Medical Center, also known as UCMC, and the Illinois Institute of Technology, also known as Illinois Tech and IIT, to this morning's agenda and thank you to both institutions for the decision to issue their bonds through the Authority. Both the UCMC and Illinois Tech are globally recognized institutions

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and both enhance our state's global competitive advantage.

We're also going to have the Beginning Farmer in Livingston County as well as amendments for Silver Cross Hospital and Medical Center in Will County and Covenant Retirement Communities. The Authority is professional, predictable, transparent and accountable. My message to all Authority borrowers, past, present and future, is that we are here for you. We are flexible, responsive and customer In this rising interest rate environment focused. and these uncertain times, borrowers with qualified projects under the federal tax code can rely upon the members and staff of the Illinois Finance Authority to address your needs with respect to conduit bonds. Are there any questions? Hearing none, I'll turn it over to you, Chris.

MR. MEISTER: Thank you, Will. This is Executive Director Chris Meister. This morning the Authority will present a financial forecast. Forecasting as of June 30, 2022, the Authority believes that we will have year-to-date revenues of \$2.3 million and year-to-date expenses of approximately \$2.8 million, which will result in a forecast net loss of

approximately \$563,000. Our colleague, Six Granda, will go into detail on these matters later on in the meeting.

As you know, the Authority is designed to self fund without requiring any state taxpayer appropriations, and by and large, the Authority has successfully done so since its creation in January 2004. The Authority receives no state revenues to support our operating costs and as you know, the product the Authority helps qualified borrowers deliver is federally tax exempt conduit bonds for certain qualified borrowers and qualified private sector projects.

In January 2018, the value of the federal tax exemption was materially reduced as a result of changes that Congress made to the federal tax code, including the corporate tax rate. Basically, the 2018 federal tax law changes made our product worth approximately 40 percent less, thereby requiring that the deal size be approximately 40 percent larger to generate the same savings for the borrower and materially reduced repeat business for conduit bonds, particularly for small borrowers and small projects and small transactions.

Other factors also hurt the value of the product and reduce dollar volume and the number of financees, including a prolonged low interest rate environment, which is now rising, along with changes and challenges to various sectors served by the Authority.

Over the past 12 months, it looked as if policy makers in the U.S. Congress would revisit the adverse policy implications of the January 2018 federal tax legislation with respect to conduit bonds. And last June, I built some of those assumptions into this year's Authority budget. As recently as fall of 2021, it looked as though some of those positive changes would become federal law in fairly short order. Unfortunately, today it appears that the Authority and our interest will be -- and our industry will be left with the adverse federal tax law changes that became effective in January 2018 for the foreseeable future.

The current fiscal year losses, with these projected losses persisting, projected or forecast to persist through April '22 and the net loss that the Authority reported as of June 30, 2021 have forced a deeper examination of the Authority's cost centers.

The Authority receives no state funds to support operations, yet we bear the heavy burden of unfunded but state mandated costs. Most of these cost centers result from the state mandated external audit function.

We conservatively estimate that the all in cost of the FY 2022 audit, the external audit, both a financial audit and a two year compliance audit will be in the range of approximately \$500,000. Based on talks with the state external auditors, we believe that these state mandated costs will rise at least 200,000 or more in the next budget cycle to the \$700,000 range. This is not an economically sustainable outcome for the Authority. And as with most challenges, there are a range of possible solutions and outcomes. With your help, we will be exploring these possibilities.

Now for the good news. As you know, on September 15, 2021, Governor Pritzker designated the Authority as the climate bank for the state of Illinois under state law. At the beginning of January 2022, one of the Governor's agencies, the Department of Commerce and Economic Opportunity, or DCEO, contacted the Authority and invited us to

participate in an application to the United States
Department of Treasury to obtain federal funds of
between 10 million and 20 million dollars in order to
capitalize new climate bank financing initiatives.

If this application is successful, it will represent
the single largest increase in the net position of
the Authority since we were created in January 2004.

We are very grateful to Governor Pritzker and to DCEO
and its director and staff for their support of the
Authority and the climate bank. You will consider
this resolution later in this morning's agenda.

Back to the core product of conduit revenue bonds. Since mid December 2021, Authority staff has received six new inquiries from potential conduit borrowers. Two of these new inquiries are on this morning's agenda and more are expected to be on the March agenda. This is a very positive development. And given the current rising interest rate environment, the Authority could receive more calls that could result in more agenda items and closing activity as borrowers seek to accelerate financings and lock in rates as soon as possible.

I will be working with our staff colleagues to ensure that our universe of conduit borrowers and

1 potential conduit borrowers know about the benefits 2 provided by federally tax exempt conduit bonds in a 3 rising interest rate environment. But this increase 4 in interest rate for conduit bonds comes with a 5 challenge. The bond markets have become -- the tax 6 exempt bond markets have become much more volatile, 7 creating more uncertainty about both current and 8 future rates. And under these challenging 9 conditions, we have observed that these conduit 10 projects are likely to be more unpredictable, more 11 subject to the vagaries of the capital markets and 12 generally more difficult to document and close. 13 Our colleague, Sara Perugini went into some 14 detail at the conduit meeting regarding some of these 15 challenges with respect to one of the projects on 16 this morning's agenda. I will take any questions. 17 Will, I turn it back to you. Thank you very much. 18 CHAIR HOBERT: This is Will Hobert. Thank you, 19 Chris. Now we turn to committee reports. 20 Member Wright. 21 MR. WRIGHT: This is Jeffrey Wright. Thank you, 22 The conduit financing meeting met earlier this 23 morning and voted unanimously to recommend for 24 approval the following new business items on today's

1 The University of Chicago Medical Center, agenda. 2 Illinois Institute of Technology, Beginning Farmer 3 Mason Tjelle, Counterpointe Sustainable Real Estate 4 LLC, Covenant Living Communities and Services, 5 formerly known as Covenant Retirement Communities, 6 Inc., and Silver Cross Hospital and Medical Centers. 7 This is Will Hobert. CHAIR HOBERT: Thank you, 8 Jeffrey. I would now like to ask for the general 9 consent of the members to consider the new business items 1, 2, 3, 4, 5, 6 and 7 collectively and to have 10 11 the subsequent recorded vote applied to each 12 respective individual new business item unless there 13 are any specific new business items that a member 14 would like to consider separately. 15 If there's a need for recusal or to abstain 16 at this moment, we would request that the member come 17 forward and speak. Hearing no need for recusal, I would like to consider new business items 1, 2, 3, 4, 18 19 5, 6 and 7 under the consent agenda and take a roll 20 call vote. 21 MS. PERUGINI: This is Sara Perugini. Thank you, 22 Chair Hobert. At this time I would like to note that 23 for each conduit new business item presented on 24 today's agenda, the members are considering the

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approval only of the resolution and the not to exceed amount contained therein.

Item number 1, the University of Chicago Medical Center. Item 1 is a 501(c)(3) bond request. Staff requests approval of a one time final bond resolution for the University of Chicago Medical Center, hereinafter the borrower, in an amount not to exceed \$450 million. The proceeds of the bonds will be used together with certain other moneys to, one, refund all or a portion of one or more series of outstanding Authority bonds, collectively the prior bonds; two, pay certain payments owed by the borrower in connection with the termination of certain interest rate swap agreements related to the prior bonds; three, pay a portion of interest on the bonds if deemed necessary or advisable by the Authority or the borrower; and four, pay certain expenses incurred in connection with the issuance of the bonds and the refunding of the prior bonds.

The bonds, as currently contemplated, may be issued in one or more fixed rate series and they'll be initially sold in a limited offering underwritten by RBC Capital Markets. As issued, initial sale and secondary market resale of the bonds is limited to

institutional accredited investors and/or qualified institutional buyers in minimum denominations of \$100,000. Such investors and/or buyers have relied upon publicly available information and materials in making their decision to purchase the bonds. And such investors and/or buyers will state that they have received all information that they believe is necessary and appropriate in making their decision to purchase the bonds, which may include draft documents.

It is contemplated in the bond documents that within a specified number of days following the issuance of the bonds, certain conditions including the delivery of at least one investment grade rating on the bonds, the delivery of a disclosure document made available to the public and the delivery of other related opinions, certificates, showings and documents will be met to allow the bonds to be sold by the public -- to the public by the holders thereof in the secondary market in minimum denominations of \$5,000. The bonds will not be rated at the time of issuance due to the contemplated initial structure of a limited offering underwritten by RBC Capital Markets to institutional accredited investors and/or

qualified institutional buyers in minimum denominations of \$100,000.

The borrower has long-term underlying ratings of A1 stable outlook by Moody's as of December 4, 2019, AA- stable outlook by S&P as of October 21, 2021 and AA- stable outlook by Fitch as of March 18, 2021. The bond documents will provide that within a specified number of days following the issuance of the bonds, the borrower will seek an investment grade rating on the bonds by at least one rating agency that currently maintains a long-term rating on certain of the borrower's existing debt in order to meet one of the conditions that will enable the bonds to be sold to the public in denominations of \$5,000. Does any member have any questions or comments?

Item number 2, Illinois Institute of
Technology. Item 2 is a 501(c)(3) revenue bond
request. Staff requests approval of a one time final
bond resolution for the Illinois Institute of
Technology, hereinafter the borrower or Illinois
Tech, in an amount not to exceed \$50 million. Bond
proceeds to prospectively, one, refund all or a
portion of the outstanding Illinois Finance Authority
revenue bond Series 2018; two, pay a portion of the

interest on the bonds; three, fund a debt service reserve fund; and four, pay certain costs relating to the issuance of the Series 2022 bonds, including the cost of bond insurance or other credit or liquidity enhancement, if any, and certain expenses incurred in connection with the refunding of the Series 2018 bonds.

Illinois Tech was founded in 1940 and serves approximately 5,884 full-time equivalent undergraduate, graduate and law students at its four campuses which include, one, its main campus near 35th Street and east of the Dan Ryan expressway in Chicago; two, its downtown Chicago campus housing the Chicago-Kent College of Law and its school of design; three, its Institute of Food Safety and Health campus in Bedford Park; and four, its Rice campus in Wheaton.

The refunding bonds will be underwritten by RBC Capital Markets, LLC. The new series 2022 refunding bonds will maintain the existing November 1, 2033 final maturity date on the Series 2018 bonds to be refunded. Based on market conditions as of February 1, 2022, Illinois Tech anticipates attaining modest annual savings through

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the proposed refunding bond issue. Additionally, 1 2 this refunding will enable Illinois Tech to 3 streamline and conform financial covenants with its IFA Series 2019 bond which is the university's only 4 5 other direct long-term debt obligation that is 6 currently outstanding. 7 Illinois Tech has an investment grade Baa3 8 long-term rating from Moody's with stable outlook as 9 most recently affirmed as of August 5, 2021. Illinois Tech has applied to Moody's for a rating on 10 11 the Series 2022 bonds, which is expected to be 12 forthcoming. Does any member have any questions or 13 comments? 14 Moving on to item number 3, Beginning Farmer 15 bond for Mason Tjelle. Item 3 is a Beginning Farmer 16 bond request. Staff requests approval of a one time 17 final bond resolution for Mason Tjelle in a not to 18 exceed amount of \$575,400. Mason Tjelle is 19 purchasing approximately 72 acres of farmland located 20 in Livingston County. The State Bank of Graymont is the purchasing bank for the conduit transaction. 21

Item number 4, Counterpointe Sustainable Real Estate, LLC. Item 4 is a PACE bond resolution

Does any member have any questions or comments?

1 authorizing the issuance from time to time of one or 2 more series and/or subseries of PACE bonds to be 3 purchased by Counterpointe Sustainable Real Estate, 4 LLC or its designated transferee in an aggregate 5 amount not to exceed \$200 million for a period of 6 three years. This PACE bond resolution approves the 7 execution and delivery of one or more master 8 indentures where Counterpointe Sustainable Real 9 Estate, LLC, or its designated transferee as the bond 10 purchaser, may obtain any of the Authority's PACE 11 bonds subject to the stated interest rate and 12 maturity limitations and further delegates to 13 authorize officers as defined therein the capacity 14 to execute and deliver such related issuance 15 certificates for qualifying projects hereafter. 16 Proceeds of each issuance certificate will be a loan 17 to the record owners of eligible commercial 18 properties located throughout the state to fund 19 certain energy projects as defined in the Property 20 Assessed Clean Energy Act. Does any member have any 21 questions or comments? 22 Item number 5, Covenant Living Communities 23 and Services, formerly known as Covenant Retirement 24 Communities, Inc. Item 5 of the resolution relating

to the Series 2017 bonds previously issued by the Authority on behalf of Covenant Living Communities and Services, formerly known as Covenant Retirement Communities, Inc., hereinafter the borrower. All of the Series 2017 bonds were purchased by Bank of America Public Capital Corp., hereinafter the bank, and currently bear interest at a rate equal to the London Interbank Offered Rate or LIBOR index rate until a mandatory tender date of December 1, 2029.

Due to the cessation of LIBOR tenors in part and the forthcoming cessation of the remaining LIBOR tenors prior to the mandatory tender date, the borrower and the bank wish to make certain amendments to the bond indenture, including changing the market index used to determine the interest rate on the Series 2017 bonds from LIBOR to the Bloomberg Short-term Bank Yield or BSBY index. The bank will approve the amendment. Chapman and Cutler is expected to provide an opinion that the amendments will not adversely affect the tax exempt status of any of the Series 2017 bonds. Does any member have any questions or comments?

Moving on to item number 6 for Silver Cross
Hospital and Medical Centers. Item 6 is a resolution

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relating to the Series 2010 A bond previously issued by the Authority on behalf of Silver Cross Hospital and Medical Centers, hereinafter the borrower. The Series 2010 A bond was purchased by PNC Bank National Association, hereinafter the bank, and currently bears interest at a variable rate based on LIBOR for an initial term ending December 1, 2022.

Due to the cessation of LIBOR tenors in part and the forthcoming cessation of the remaining LIBOR tenors, the borrower and the bank wish to make certain amendments to the loan agreement pursuant to which the Series 2010 A bond was issued, including changing the basis of the interest rate formula used to determine the interest rate on the Series 2010 A bond from LIBOR to BSBY and extending the initial term for which the bank will own the Series 2010 A bond. The bank will approve the amendments. Such amendments may cause the Series 2010 A bond to be treated as reissued for tax purposes. Chapman and Cutler is expected to provide an opinion that the amendments will not adversely affect the tax exempt status of the Series 2010 A bonds. Does any member have any comments or questions?

Now I will turn matters over to Rich Frampton

for item number 7. Rich.

MR. FRAMPTON: This is Rich Frampton. Thank you, Sara. Item 7, SSBCI, the small, State Small Business Credit Initiative. Item 7 is a resolution authorizing the Executive Director to take actions to apply to the Illinois Department of Commerce and Economic Opportunity, or DCEO, for a sub-allocation of up to \$20 million of State Small Business Credit Initiative or SSBCI funds from the U.S. Department of the Treasury or the U.S. Treasury and to establish a participation loan product and related financial products in furtherance of climate bank purposes.

The Governor's office designated DCEO as the implementation entity with the U.S. Treasury.

Accordingly, DCEO has primary responsibility for managing and coordinating the application, deployment and administration of the SSBCI funds with the U.S. Treasury.

On January 3, 2022, DCEO invited the Authority to apply for a sub-allocation of up to \$20 million of the approximately \$261 million base SSBCI allocation to be awarded to the state through DCEO. Within its pending application to the U.S. Treasury, DCEO is requesting authority from the U.S.

Treasury to sub-allocate a total of \$20 million from the state's future SSBCI allocation to the Authority. U.S. Treasury will release the SSBCI funds to each state allocatee in up to three stages for tranches over a seven year period pursuant to a U.S. Treasury allocation agreement. U.S. Treasury will release the SSBCI funds for the second and third funding tranches subject to DCEO together with the Authority originating a minimum of 80 percent of the combined SSBCI funds released in the immediately preceding tranche.

As contemplated in the pending DCEO application, the Authority would receive its \$20 million sub-allocation in two equal tranches of \$10 million each. The initial \$10 million tranche will be sub-allocated from the initial SSBCI funds transferred to DCEO. The second \$10 million sub-allocation tranche would be available from the U.S. Treasury via DCEO after DCEO and the Authority together have originated a minimum of 80 percent of the initial SSBCI funding tranche.

The Authority plans to use the SSBCI funds to capitalize a targeted small business participation loan product designed to help the state attain

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long-term climate, technology access, capital access and economic justice objectives consistent with the Authority's designation as the climate bank of the state pursuant to the Illinois Climate and Equitable Jobs Act and as reflected in associated changes to the Illinois Finance Authority Act that were signed into law in September.

As contemplated, the Authority would work with financial institutions to fund participation loans structured to provide, one, term loans of varying maturities of up to ten years, and two, revolving lines of credit. As noted in the memorandum, the U.S. Treasury permits a specified portion of its SSBCI fund awards to be used to cover overhead and development expenses. Accordingly, the Authority would be eligible to use up to five percent of the initial \$10 million tranche or \$500,000 and up to three percent of the second tranche or \$300,000 plus any interest and fees earned on SSBCI supported activity to cover allocated overhead expenses for the new SSBCI participation loan fund product that are incurred while the SSBCI funds remain subject to U.S. Treasury supervision.

Additionally, upon completion of the seven

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    year U.S. Treasury allocation agreement, all SSBCI
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    funds successfully deployed as loans plus any
    interest earned will transfer from U.S. Treasury
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    control to the state's ownership. At that time the
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    Authority's originated SSBCI loans plus interest
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    earned would then be eligible to be transferred to
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    the Authority's general fund to be further deployed
    as the Authority chooses. Approval of the
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    accompanying resolution would be in furtherance of
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    the Authority's climate bank development plan and in
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    accomplishing related revenue diversification and
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    cost recovery objectives. We have Stan Luboff
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    available to answer any questions that you may have.
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    Does any member have any questions or comments?
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        CHAIR HOBERT: Okay, this is Will Hobert.
    you, Sara and Rich. I would like to request a motion
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    to pass and adopt the following new business items,
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    items 1, 2, 3, 4, 5, 6 and 7. Is there such a
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    motion?
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        MR. FUENTES: This is Jim Fuentes. So moved.
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        MS. JURACEK: This is Arlene Juracek.
                                               Second.
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                       This is Will Hobert. Will the
        CHAIR HOBERT:
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    Assistant Secretary please call the roll.
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                       Certainly. This is Brad Fletcher.
        MR. FLETCHER:
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- 1 On the motion by Member Fuentes, second by Member
- 2 Juracek, I'll call the roll. Mr. Amaro.
- MR. AMARO: Yes.
- 4 MR. FLETCHER: Thank you. Mr. Beres.
- MR. BERES: Yes.
- 6 MR. FLETCHER: Mr. Fuentes.
- 7 MR. FUENTES: Yes.
- 8 MR. FLETCHER: Thank you. Ms. Juracek.
- 9 MS. JURACEK: Yes.
- MR. FLETCHER: Thank you. Vice Chair Nava.
- MS. NAVA: Yes.
- MR. FLETCHER: Thank you. Mr. Obernagel.
- MR. OBERNAGEL: Yes.
- MR. FLETCHER: Thank you. Mr. Poole.
- MR. POOLE: Yes.
- 16 MR. FLETCHER: Thank you. Mr. Ryan.
- MR. RYAN: Yes.
- 18 MR. FLETCHER: Thank you. Mr. Tobon.
- MR. TOBON: Yes.
- MR. FLETCHER: Thank you. Ms. Watson.
- MS. WATSON: Yes.
- MR. FLETCHER: Thank you. Mr. Wexler.
- MR. WEXLER: Yes.
- MR. FLETCHER: Thank you. Mr. Wright.

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1
        MR. WRIGHT:
                     Yes.
2
                       Thank you. Mr. Zeller.
        MR. FLETCHER:
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        MR. ZELLER:
                    Yes.
                       And finally, Chair Hobert.
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        MR. FLETCHER:
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        CHAIR HOBERT:
                       Yes.
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        MR. FLETCHER:
                       Thank you. Again, this is Brad
7
    Fletcher. Chair Hobert, the ayes have it and the
8
    motion carries.
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        CHAIR HOBERT: This is Will Hobert. Thank you,
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           Six, will you please present the financial
    Brad.
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    reports?
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                     This is Six Granda.
        MS. GRANDA:
                                           Thank you,
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    Chair Hobert. The Illinois Finance Authority is
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    under constitutional and statutory mandates to
    complete an annual financial audit and a biannual
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16
    compliance examination every two years.
                                              The total
17
    estimated audit expenses for fiscal year 2022 will be
18
    $290,000. After allocating staff time, which is
19
    estimated at approximately 25 percent of the annual
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    all in employee cost for designated employees or
21
    $250,000 in all in staff time costs, the total
22
    estimated cost of the Authority's fiscal year 2022
23
    audit will be over $500,000.
24
            The Authority is currently viewed as a tier 4
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1 risk agency and, according to the auditor general's 2 November 2021 work plan, would require over 6,800 hours combined to complete both the 2022 3 financial audit and the 2023 financial and compliance 4 5 audit. Additionally, the Authority would be required 6 to undertake new state mandates including, one, 7 engagement of a salaried internal auditor at an all in salary and benefit cost of \$187,000. Two, invest 8 9 to upgrade the Authority's information technology security system at an estimated cost of \$50,000. 10 11 Finally, ongoing reports to the office of the 12 Illinois comptroller including CO-8 and CO-5 reports, 13 quarterly financial reporting, the Authority's GAAP 14 package and other reports which impose a combined 15 internal cost of approximately \$100,000 annually. 16 Now moving on to the general operating fund 17 revenues, expenses and net income. Reported 18 year-to-date actual revenues include, one, the seven 19 months ending January 1, 2022 plus, two, the forecast 20 results for the 90 day period ending April 30th of 21 2022. The budget comparison is for the same ten 22 month period. The Authority would post year-to-date 23 revenues of \$2.3 million, which were \$878,000 or

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27.9 percent below budget. This is due to lower than

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expected bond closing fees and a net loss of approximately \$71,600 from investments, which primarily reflect a year-to-date mark to market of \$344,000 reduction in the current fair market value of the Authority's investments. Because the Authority expects to hold these investments until maturity, these mark to market adjustments are non-material and accordingly can be deducted from the results when analyzing the Authority's profitability on a cash flow basis. To note, the line item net appreciation, depreciation in fair value of investments reflects these mark to market adjustments and provide a valuation at a specific point in time. On a going forward basis, this item will be re-labeled as market to market fair value adjustments, appreciation, depreciation in the statement of revenues, expenses and net income. Moving on to other revenue line items for the ten months ending April 30th of '22, the year-to-date closing fees for the ten months are forecasted to total \$1.7 million, which will be \$648,000 below budget. The ten month year-to-date annual fees will total \$156,000 and will be \$4,000 below budget. The

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ten month year-to-date administrative service fees

are forecast at \$96,000, which is \$20,000 above budget. The ten month year-to-date application fees of \$18,000 will be \$7,000 below budget. The ten month year-to-date accrued interest income from the loans in connection with the former Illinois rural bond bank local government portfolio and other loans are forecasted at \$324,000. Notably, the outstanding balance of these local government loans has been a declining asset since 2014. Accordingly, interest income from this loan portfolio is declining on a year-to-year basis.

Our reported year-to-date actual expenses again include the seven months ending January 31, 2022 plus the two -- plus, number two, the forecast results for the 90 day period ending April 30th of 2022. The Authority will post year-to-date expenses of \$2.8 million, which would be \$175,000 or 5.8 percent below budget because of below budget spending on employee related expenses.

Moving on to other expenses, the ten month year-to-date employee related expenses total \$1.6 million, which would be \$328,000 or 17.2 percent below budget. The ten month year-to-date professional expenses would total \$828,000, which

would be \$179,000 or 27.5 percent above budget. The ten month year-to-date occupancy expenses of \$158,000 are forecast to be at 2.3 percent higher than budget, while the ten month year-to-date general and administrative expenses forecast at \$255,000 would be 11.1 percent below budget. The year-to-date depreciation expense and non-cash expense is forecast at \$15,000 for the ten months ending on April 30th of 2022.

Moving on, the 90 day forecast closing fees and administrative fees for February 1, 2022 through April 30th of 2022 are at \$447,000, which is \$294,000 below the three month budgeted combined closing fees and administrative fees of \$741,000. These forecast closing fee revenues for this 90 day period are up significantly from those anticipated for this period just 60 days ago. Our total forecast operating revenues for the 90 day period ending April 30th of '22 are \$591,240.

Moving on, the 90 day forecast operating expenses for the period February 1, 2022 through April 30th of '22 are forecast approximately at \$837,000, which is \$66,000 below the three month budgeted amount of the \$903,000. The Authority's

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three month projected net operating loss including -excluding non-operating items is approximately
\$245,900. This result assumes that the three month
operating expense equals the monthly budgeted average
for each of the three months from February 1, 2022
through April 30th of 2022.

Moving on to the audit, the fiscal year 2021 financial audit examination was released by the office of the auditor general on December 21, 2021. The special assistant RSM US LLP for the auditor general expressed an unmodified opinion on the Authority's basic financial statement. The two year compliance examination for fiscal year 2020 and fiscal year 2021 each remain in progress and is in the final stages. The Authority anticipates the report to be somewhat completed by the end of February. On January 27, 2022, the Authority and the bureau of internal audit met to discuss the entrance conference for the revenues, receivables and receipts and the locally held fund's audits. These audits are under way and at this time there is nothing to report. Are there any questions or comments? MR. MEISTER: Mr. Chair, Will.

CHAIR HOBERT: Yes.

1 This is Chris. If I could just MR. MEISTER: 2 have a couple of minutes to highlight a couple of 3 documents. CHAIR HOBERT: Please, proceed. 4 5 Thank you. So for the members, MR. MEISTER: 6 both Six and I have discussed the external audit 7 process at some length here. I would just point the 8 members to pages 50 and 51 attached to Six's 9 financial reports in this month's meeting documents. 10 These are documents that are prepared and public 11 documents from the office of the auditor general and 12 I believe that they speak for themselves in the 13 context of what Six and I have discussed. Thank you. 14 CHAIR HOBERT: This is Will Hobert. Thank you, 15 Chris. Brad. 16 MR. FLETCHER: Thank you, Chairman. This is Brad 17 Fletcher. 18 Brad, before you go on, let me MS. JURACEK: 19 throw in my two cents' worth here. With respect to 20 external auditing, some of you know that I was 21 privileged to serve the state as acting director of 22 the Illinois Power Agency a few years back, and it's 23 a similarly self funded agency that handles a lot of 24

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money. Recognizing the importance of auditing to

ensure the integrity of what we do, my suggestion will be to seek out co-solution finding with agencies such as the Illinois Power Agency. It may be possible to share an auditor, if we all have to hire an internal auditor, to have that auditor work for more than one agency. I'm sure you've thought about this, but I wanted to share my experience and suggest my endorsement for that type of shared arrangement.

CHAIR HOBERT: Thank you, Mayor Juracek. That's a wonderful path that hopefully Executive Director Chris and the team will pursue. Any other questions or comments as it relates to Ms. Granda's report? Hearing none, Brad.

MR. FLETCHER: Thank you, Chair Hobert. This month, as supplementary information to the financial report to your board book, we have two monthly PACE bond issuance summaries. First, on December 20, 2021, the Authority issued its taxable PACE bonds Series 2021 A on behalf of the city of Highland Park for the benefit of Bloom Waukegan LLC in the amount of \$1,885,000. Bond proceeds will assist the record owner in providing all or a portion of the funds necessary for the acquisition, construction, installation or modification of certain energy

1 projects to fix the five new three-story multi-family 2 buildings containing approximately 42,000 square feet of net rentable area among 22 town house style units 3 4 for lease at market rate to tenants located at the 5 northeast corner of 425 Bloom Street and 2625 6 Waukegan Avenue in Highland Park, Illinois, including 7 but not limited to, one, attic and wall insulation, floor insulation above attached garages and insulated 9 windows; two, furnace and air conditioner systems; 10 three, power vendor demand water heaters; four, high 11 efficiency water fixtures; and five, LED lighting. 12 Second, on January 18, 2022, the Authority 13 issued its PACE bond Series 2022 A on behalf of the 14 village of Rosemont for the benefit of Gateway 15 Rosemont, LLC in the amount of \$5,700,000. 16 proceeds will assist the record owner in providing 17 all or a portion of funds necessary for the 18 acquisition, construction, installation or 19 modification of certain energy projects affixed to 20 approximately 89,000 square feet of real property to 21 be duly branded as a Holiday Inn Staybridge Suites 22 Hotel located at 6600 Mannheim Road in Rosemont, 23 Illinois, including but not limited to, one, roof 24 membrane with recovery board; two, package terminal

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1 air conditioners, related thermostats, variable air 2 volume controls, dampers, fans and a 20 horsepower variable frequency drive motor on the property's 3 cooling tower; three, 200 to 300 gallon water tanks 4 5 as well as high efficiency water fixtures; and four, 6 LED lighting. Finally, it should be noted that both of 7 8 these bond issues were authorized pursuant to a bond 9 resolution adopted by this body on November 9, 2021 10 on behalf of Pace Loan Group, who was the capital 11 provider for each of these transactions. Now I will 12 turn things back over to Ms. Granda. 13 MS. GRANDA: Does anyone have any questions or 14 comments? Hearing none, I will turn it over to Chair 15 Thank you. Hobert. 16 CHAIR HOBERT: This is Will Hobert. Thank you, 17 Six and Brad. I would like to request a motion to 18 accept the financial report. Is there such a motion? 19 MS. NAVA: This is Roxanne Nava. So moved. 20 MR. OBERNAGLE: This is George Obernagel. 21 Second. CHAIR HOBERT: This is Will Hobert. Will the 22

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Certainly. This is Brad Fletcher.

Assistant Secretary please call the roll.

MR. FLETCHER:

- On a motion by Vice Chair Nava and second by Member
 Obernagel, I'll call the roll. Mr. Amaro.

 MR. AMARO: Yes.

 MR. FLETCHER: Mr. Beres.
- MR. BERES: Yes.
- 6 MR. FLETCHER: Mr. Fuentes.
- 7 MR. FUENTES: Yes.
- MR. FLETCHER: Ms. Juracek.
- 9 MS. JURACEK: Yes.
- MR. FLETCHER: Ms. Nava.
- MS. NAVA: Yes.
- MR. FLETCHER: Mr. Obernagel.
- MR. OBERNAGEL: Yes.
- MR. FLETCHER: Mr. Poole.
- MR. POOLE: Yes.
- MR. FLETCHER: Mr. Ryan.
- MR. RYAN: Yes.
- MR. FLETCHER: Mr. Tobon.
- MR. TOBON: Yes.
- MR. FLETCHER: Ms. Watson.
- MS. WATSON: Yes.
- MR. FLETCHER: And Mr. Wexler.
- MR. WEXLER: Yes.
- MR. FLETCHER: Mr. Wright.

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        MR. WRIGHT:
                     Yes.
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        MR. FLETCHER:
                       Mr. Zeller.
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        MR. ZELLER:
                    Yes.
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        MR. FLETCHER:
                       Finally, Chair Hobert.
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        CHAIR HOBERT:
                      Yes.
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        MR. FLETCHER: Again, this is Brad Fletcher.
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    Chair Hobert, the ayes have it and the motion
8
    carries.
9
        CHAIR HOBERT: Thank you, Brad. This is Will
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             Thank you, Brad. Craig, will you please
    Hobert.
11
    present the procurement report.
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        MR. HOLLOWAY: This is Craig Holloway. Thanks,
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    Chair Hobert. The contracts listed in the February
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    procurement report to support the Authority
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    operations. The report also includes expiring
16
    contracts into June of 2022. The Authority recently
    executed a contract with Bridges Court Reporting
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    services through December of 2023. Thanks, Chair
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    Hobert.
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        CHAIR HOBERT: This is Will Hobert. Thank you,
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    Craig. Does anyone wish to make any additions, edits
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    or corrections to the minutes from December 14, 2021?
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    Hearing none, I'd like to request a motion to approve
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    the minutes. Is there such a motion?
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        MR. POOLE: Yes, sir. This is Roger Poole.
                                                       So
2
   moved.
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        MR. RYAN:
                   This is Tim Ryan, second.
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                       This is Will Hobert. Will the
        CHAIR HOBERT:
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    Assistant Secretary please call the roll.
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        MR. FLETCHER: Certainly. This is Brad Fletcher.
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    On a motion by Member Poole and second by Member
    Ryan, I'll call the roll. Mr. Amaro.
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        MR. AMARO: Yes.
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        MR. FLETCHER: Mr. Beres.
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        MR. BERES: Yes.
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        MR. FLETCHER: Mr. Fuentes.
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        MR. FUENTES: Yes.
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        MR. FLETCHER: Ms. Juracek.
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        MS. JURACEK:
                      Yes.
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        MR. FLETCHER: Ms. Nava.
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        MS. NAVA:
                   Yes.
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        MR. FLETCHER: Mr. Obernagel.
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        MR. OBERNAGEL:
                        Yes.
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        MR. FLETCHER: Mr. Poole.
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        MR. POOLE:
                    Yes.
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        MR. FLETCHER: Mr. Ryan.
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        MR. RYAN:
                   Yes.
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        MR. FLETCHER: Mr. Tobon.
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        MR.
            TOBON:
                    Yes.
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        MR. FLETCHER:
                       Ms. Watson.
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        MS. WATSON:
                     Yes.
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                       Mr. Wexler.
        MR. FLETCHER:
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        MR. WEXLER:
                     Yes.
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        MR. FLETCHER:
                       Mr. Wright.
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        MR. WRIGHT:
                     Yes.
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        MR. FLETCHER:
                       Mr. Zeller.
9
        MR. ZELLER: Yes.
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                       Finally, Chair Hobert.
        MR. FLETCHER:
11
        CHAIR HOBERT:
                       Yes.
12
        MR. FLETCHER: Thank you. Again, this is Brad
13
    Fletcher. Chair Hobert, the ayes have it and the
14
    motion carries.
15
                       This is Will Hobert.
        CHAIR HOBERT:
                                              Thank you,
16
           Is there any other business to come before the
17
    members?
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        MR. FLETCHER:
                       This is Brad Fletcher.
                                                 Chair
19
    Hobert, we have a full complement of members today.
20
    We can move on next to agenda item 12.
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        CHAIR HOBERT:
                       This is Will Hobert.
                                              Thank you,
22
    Brad.
           Is there any matter for discussion in closed
23
              Hearing none, the next regularly scheduled
    session?
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    meeting will be March 8, 2022. I would like to
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1 request a motion to adjourn. Additionally, when 2 responding to the roll call for this motion, I'd ask 3 each member to confirm that they were able to hear the participants, discussion and testimony in this 4 5 proceeding. Is there such a motion? 6 MR. TOBON: This is Eduardo Tobon. So moved. MR. WRIGHT: This is Jeffrey Wright, second. 7 8 CHAIR HOBERT: This is Will Hobert. Will the 9 assistant secretary please call the roll. 10 This is Brad Fletcher. On the MR. FLETCHER: 11 motion by Member Tobon and second, I believe I had 12 Jeffrey Wright. Jeffrey, could you please confirm. 13 MR. WRIGHT: Confirm. 14 Thank you, sir. On the motion by MR. FLETCHER: 15 Member Tobon and second by Member Wright, I'll call 16 the roll. Mr. Amaro. We're on page 15, everyone. 17 MR. AMARO: Aye, and I can confirm that I could 18 hear all participants, discussion and testimony. 19 MR. FLETCHER: Thank you. Mr. Beres. 20 MR. BERES: Aye, and I confirm that I could hear 21 all participants, discussion and testimony. 22 MR. FLETCHER: Thank you. Mr. Fuentes. 23 MR. FUENTES: Aye, and I confirm that I could hear all participants, discussion and testimony.

1 Thank you. Ms. Juracek. MR. FLETCHER: 2 MS. JURACEK: Aye, and I confirm that I could 3 hear all participants, discussion and testimony. Thank you. Vice Chair Nava. 4 MR. FLETCHER: MS. NAVA: Aye, and I confirm that I could hear 5 6 all participants, discussions and testimony. 7 Thank you. Mr. Obernagel. MR. FLETCHER: MR. OBERNAGEL: Aye, and I conform that I could 8 9 hear all participants, testimony and discussion. 10 Thank you. Mr. Poole. MR. FLETCHER: 11 MR. POOLE: Aye, and I confirm that I could hear 12 all participants, discussions and testimonies. 13 MR. FLETCHER: Thank you. Mr. Wright. 14 MR. WRIGHT: Aye, and I confirm that I could hear 15 all participants, discussion and testimony. 16 MR. FLETCHER: Thank you. Mr. Tobon. 17 MR. TOBON: Aye, and I confirm that I could hear 18 all participants, discussion and testimony. 19 MR. FLETCHER: Thank you. Ms. Watson. 20 MS. WATSON: Aye, and I confirm that I could hear 21 all participants, discussions and testimony. 22 MR. FLETCHER: Thank you. Mr. Wexler. 23 MR. WEXLER: Aye. I confirm I could hear all 24 participants, all discussion, all testimony.

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1
                       Thank you. Mr. Wright.
        MR. FLETCHER:
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                     Aye, and I confirm that I could hear
        MR. WRIGHT:
    all participants, discussion and testimony.
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                                    Mr. Zeller.
        MR. FLETCHER:
                       Thank you.
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            ZELLER: Aye, and I confirm that I could hear
6
    all participants, discussions and testimony.
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        MR. FLETCHER: And finally, Chair Hobert.
        CHAIR HOBERT: Aye, and I confirm that I could
8
9
    hear all participants, discussion and testimony.
10
                       Thank you. Again, this is Brad
        MR. FLETCHER:
11
    Fletcher. Chair Hobert, the ayes have it and the
12
    motion carries. The time is currently 10:24 a.m. and
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    this regular meeting of the Authority is adjourned.
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    Thank you, everyone.
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    STATE OF ILLINOIS )
    COUNTY OF C O O K
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            I, LYDIA B. PINKAWA, CSR, do hereby certify
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    that I reported in shorthand the proceedings had at
6
    the meeting aforesaid, and that the foregoing is a
7
    true, complete and accurate transcript of the
8
    proceedings at said hearing as appears from my
9
    stenographic notes so taken and transcribed under my
10
    personal direction this 23rd day of February, 2022.
11
12
                               Lydia S. Sonhavo
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14
                            Certified Shorthand Reporter
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    CSR No. 84-002342
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