

ILLINOIS FINANCE AUTHORITY

Tuesday, April 9, 2013

AGENDA

COMMITTEE OF THE WHOLE MEETING

9:30 a.m.

**IFA Chicago Office
Two Prudential Plaza
180 North Stetson Avenue, Suite 2555
Chicago, Illinois 60601**

- I. Call to Order & Roll Call
- II. Chairman's Remarks
- III. Message from the Executive Director
- IV. Consideration of the Minutes
- V. Presentation and Consideration of the Financial Statements
- VI. Committee Reports
- VII. Project Reports and Resolutions
- VIII. Other Business
- IX. Public Comment
- X. Adjournment

BOARD MEETING

10:30 a.m.

**Conference Center
One Prudential Plaza
130 East Randolph Street, Suite 750
Chicago, Illinois 60601**

- I. Call to Order & Roll Call
- II. Chairman's Remarks
- III. Adoption of the Minutes
- IV. Acceptance of the Financial Statements
- V. Approval of Project Reports and Resolutions
- VI. Other Business
- VII. Public Comment
- VIII. Adjournment

Board Meeting

April 9, 2013

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PROJECT REPORTS AND RESOLUTIONS**EDUCATIONAL, CULTURAL AND NON-HEALTHCARE 501(c)(3) PROJECTS**

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
501(c)(3) Revenue Bonds						
<i>Final</i>						
1	DePaul University	Chicago (Cook County)	\$42,000,000	N/A	N/A	RF/BF
2	The University of Chicago	Chicago (Cook County)	\$400,000,000	N/A	N/A	RF/BF
501(c)(3) Revenue Bonds						
<i>Preliminary</i>						
3	Concordia University	River Forest (Cook County)	\$29,500,000	N/A	N/A	RF/BF
TOTAL EDUCATIONAL, CULTURAL, AND NON-HEALTHCARE 501(c)(3) PROJECTS			\$471,500,000	-	-	

HEALTHCARE PROJECTS

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
501(c)(3) Revenue Bonds						
<i>Preliminary</i>						
4	Riverside Health System	Kankakee and Bourbonnais (Kankakee County)	\$35,000,000	75	200	PL/NO
5	Rehabilitation Institute of Chicago	Chicago (Cook County)	\$450,000,000	330	1,460	PL/NO
TOTAL HEALTHCARE PROJECTS			\$485,000,000	405	1,660	
GRAND TOTAL			\$956,500,000	405	1,660	

April 9, 2013

TO: William A. Brandt, Jr., Chairman
Dr. William Barclay
Gila J. Bronner
James J. Fuentes
Norman M. Gold
Roger E. Poole
Mordecai Tessler

Michael W. Goetz, Vice-Chairman
Terrence M. O'Brien
Heather D. Parish
Mayor Barrett F. Pedersen
Lerry Knox
Edward H. Leonard, Sr.
Bradley A. Zeller

RE: Message from the Executive Director

Dear Members of the Authority:

This month, we are pleased to present a robust agenda for consideration by the Members of the Authority.

Higher Education Projects

Of particular interest, we are pleased to present three private universities which will advance key projects this month. Both DePaul University and The University of Chicago are returning for approval of a Final Bond Resolution after receiving preliminary approval by the Authority in March.

Furthermore, Concordia University is requesting approval of an Inducement Resolution to refund its outstanding Adjustable Rate Demand Revenue Bonds issued by the Authority in 2009. Concordia University is a private liberal arts educational institution located in River Forest, Illinois that operates under the auspices of the Lutheran Church-Missouri Synod. The University, located on a 40-acre campus, has approximately 1,515 undergraduate students and approximately 3,939 graduate students enrolled for the 2012-2013 academic year.

The Authority remains steadfast in its commitment to higher education. These aforementioned private university offerings represent repeat borrowers for the Authority and we are pleased to once again service their capital needs.

Healthcare Projects

Also this month, we are pleased to present for preliminary approval Rehabilitation Institute of Chicago ("RIC"). RIC is planning to construct a 27-level building to house a 242-bed hospital located at 630 N. McClurg Court, two blocks south of the current campus. Project costs are expected to total approximately \$550 million. Philanthropy, RIC cash from investments and operations, and the sale of RIC's existing hospital building will contribute to financing total development cost.

I look forward to continuing to work with you in support of jobs and growth throughout our great state.

Respectfully,

A handwritten signature in black ink, appearing to read 'C. Meister', followed by a long horizontal line extending to the right.

Christopher B. Meister
Executive Director

Attachments:

Attachment 1 - Monthly Bonds Activity Report; Schedule of Debt



Bonds Issued and Outstanding as of March 31, 2013

Bonds Issued Since Inception of Illinois Finance Authority

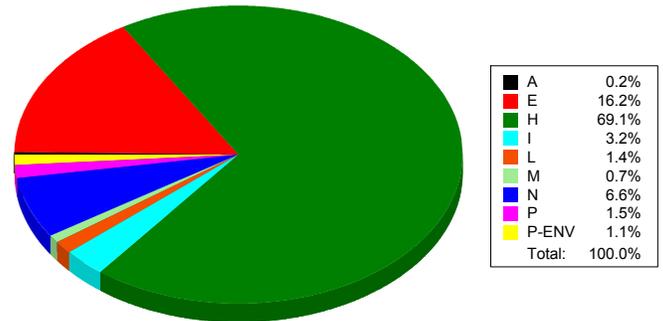
#	Market Sector	Principal Amount (\$)
428	Agriculture **	69,471,587
92	Education	4,583,793,100
199	Healthcare *	19,842,326,776
87	Industrial ***	917,516,132
26	Local Government	420,155,000
17	Multifamily/Senior Housing	194,047,900
129	501(c)(3) Not-for Profits	1,929,714,791
11	Exempt Facilities Bonds ***	425,700,000
8	Environmental issued under 20 ILCS 3515/9	326,630,000
997		\$ 28,709,355,286

* Includes CCRC's

** Number of Agriculture bonds has been adjusted to reflect the actual number of Beginner Farmer Bonds issued.

*** Three Peoples Gas bonds moved from Industrial to Exempt Facilities Bonds

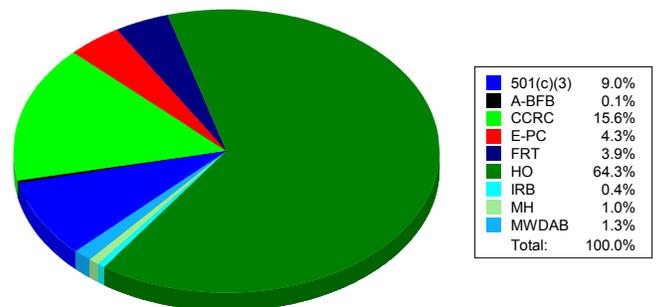
Bonds Issued Since Inception



Current Fiscal Year

#	Market Sector	Principal Issued
9	Agriculture - Beginner Farmer	2,557,005
6	Education	81,560,000
9	Healthcare - Hospital	1,230,625,000
3	Healthcare - CCRC	299,040,068
2	Industrial Revenue	8,112,280
3	Midwest Disaster Area Bonds	25,700,000
1	Freight Transfer Facilities Bonds	75,000,000
9	501(c)(3) Not-for-Profit	171,844,750
1	MultiFamily/Senior Housing	18,630,000
43		\$ 1,913,069,103

Bonds Issued - Current Fiscal Year



Bonds Issued between July 01, 2012 and March 31, 2013

<u>Bond Issue</u>	<u>Date Issued</u>	<u>Initial Interest Rate</u>	<u>Principal Issued</u>	<u>Bonds Refunded</u>
A-BFB Beginner Farmer Bonds, Series 2013A	07/01/2012	Various-See Below	2,557,005	0
501(c)(3) Carmel Catholic High School, Series 2012	07/10/2012	DP-VRB 1.23%	17,000,000	8,500,000
MH St. Anthony of Lansing, Series 2012	07/13/2012	6.50%	18,630,000	0
E-PC Lake Forest College, Series 2012	07/24/2012	4.25% to 5.75%	15,960,000	0
IRB Freedman Seating Company, Series 2012	09/06/2012	DP-VRB 1.60434%	6,045,000	1,085,000
HO OSF Healthcare System, Series 2012A	09/26/2012	3.00% to 5.00%	179,845,000	151,408,939
HO SwedishAmerican Hospital, Series 2012	09/27/2012	4.00% to 5.00%	41,445,000	0
FRT CenterPoint Joliet Terminal Railroad, Series 2012	09/28/2012	DP-VRB 1.286625%	75,000,000	0
HO Hospital Sisters Services, Inc., Series 2012A,C,F-I	10/01/2012	DP-VRB 0.8732%	407,835,000	254,980,000
HO Rosecrance, Inc., Series 2012A&B	10/01/2012	DP-VRB 2.48%	17,360,000	8,200,000
E-PC Rosalind Franklin University of Medicine & Science, Series 2012	10/02/2012	DP-VRB 1.232%	15,500,000	0
501(c)(3) Sacred Heart Schools, Series 2012	10/11/2012	DP-VRB 0.91%	20,000,000	20,000,000
MWDAB ROA Riverside Development, LLC, Series 2012	10/15/2012	DP-VRB 1.87%	10,000,000	0
E-PC North Park University, Series 2012	10/17/2012	DP-VRB 2.10%	30,000,000	0
501(c)(3) Art Institute of Chicago, Series 2012A	10/18/2012	3.00% to 5.00%	59,940,000	69,240,000
CCRC Lutheran Home and Services, Series 2012	10/30/2012	3.00% to 5.75%	98,500,000	23,355,000
IRB Jonchris, LLC, Series 2012	11/15/2012	DP-VRB 2.20%	2,067,280	2,067,280
HO Centegra Health System, Series 2012	11/20/2012	4.00% to 5.00%	190,425,000	99,055,000
HO Advocate Health Care Network, Series 2012	11/29/2012	4.00% to 5.00%	145,620,000	0
MWDAB Cargill, Incorporated, Series 2012	11/29/2012	VRB 1.55%	11,300,000	0
501(c)(3) Big Ten Conference, Inc., Series 2012	12/20/2012	DP 2.10%	13,000,000	0
MWDAB Practice Velocity Holdings, LLC, Series 2012	12/28/2012	DP-VRB LIBOR	4,400,000	0
CCRC Clare Oaks Project, Series 2012A-C	12/31/2012	7.00%	89,000,068	89,000,068
E-PC Chicago School of Professional Psychology, Series 2013	01/02/2013	DP-VRB LIBOR	10,000,000	10,000,000
HO University of Chicago Medical Center, Series 2013A	01/24/2013	DP-VRB LIBOR	75,000,000	0
501(c)(3) Helping Hand Center, Series 2013	02/01/2013	DP-VRB 3.95%	7,000,000	4,395,000
501(c)(3) Chicago Academy of Sciences, Series 2013	01/28/2013	Variable	5,519,750	5,480,000
HO Ingalls Health System, Series 2013	02/06/2013	Fixed at Schedule	61,860,000	40,320,000
E-PC Catherine Cook School, Series 2013	02/16/2013	Fixed at Constant	4,000,000	5,820,000
HO Northwestern Memorial Healthcare, Series 2013	02/27/2013	Fixed at Schedule	111,235,000	52,917,058
501(c)(3) Steppenwolf Theatre Company, Series 2013	02/28/2013	Variable	17,000,000	6,100,000
501(c)(3) American College of Chest Physicians, Series 2013	03/07/2013	Variable	18,000,000	0
CCRC Franciscan Communities, Inc., Series 2013A&B	03/13/2013	Fixed at Schedule	111,540,000	0
501(c)(3) Concordia Place Apartments, Series 2013A&B	03/21/2013	Variable	14,385,000	0
E-PC Northern Illinois University Foundation, Series 2013	03/22/2013	Fixed at Schedule	6,100,000	0
Total Bonds Issued as of March 31, 2013			\$ 1,913,069,103	\$ 851,923,344

Legend: Fixed Rate Bonds as shown

DP-VRB = initial interest rate at the time of issuance on a Direct Purchase Bond

VRB = initial interest rate at the time of issuance on a Variable Rate Bond that does not include the cost of the LOC arrangement.

Beginner Farmer Bonds interest rates are shown in section below.

Beginner Farmer Bonds Funded between July 01, 2012 and March 31, 2013

<u>Borrower</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>Acres</u>	<u>County</u>
Justison, Patricia	07/25/2012	3.75%	209,000	38.00	Macon
Voumard, Scott & Angela	08/08/2012	3.75%	248,700	89.26	Madison
Barth, Brian C.	08/24/2012	3.75%	185,000	97.00	Bond
Dolder, Jonathan	10/02/2012	3.00%	446,650	122.00	LaSalle
Chandler, George	11/01/2012	3.40%	488,600	160.00	Henderson
Ellinger, Dustin & Dee	11/13/2012	3.75%	118,000	33.74	Montgomery

Beginner Farmer Bonds Funded between July 01, 2012 and March 31, 2013

<u>Borrower</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>Acres</u>	<u>County</u>
Wilson, Matthew D.	12/07/2012	3.25%	75,000	290.00	Jasper & Richland
Landheer, Arian A.	12/07/2012	3.25%	330,000	34.48	Whiteside
Ruppert, Jordan	12/28/2012	4.00%	456,055	157.00	Perry
Niemann, Caleb P.	03/15/2013	2.75%	240,000	40.00	Macoupin
Kabala, Keeley & Michael	03/15/2013	3.75%	346,800	57.50	Henry
Total Beginner Farmer Bonds Issued			\$ 3,143,805	1,118.98	

As of January 1, 2012, the amount of private activity volume cap available to the Illinois Finance Authority and allocable to Beginning Farmer Bonds is \$15,000,000. In addition, the maximum of any Beginning Farmer Bond is \$488,600.

Agricultural Guarantees Funded between July 01, 2012 and March 31, 2013

<u>Agri Industry Guarantee</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>State Guarantee</u>
Roanoke Milling Co.	09/27/2012	5.25%	796,906	677,370
Total Agri Industry Guarantee			\$ 796,906	\$ 677,370

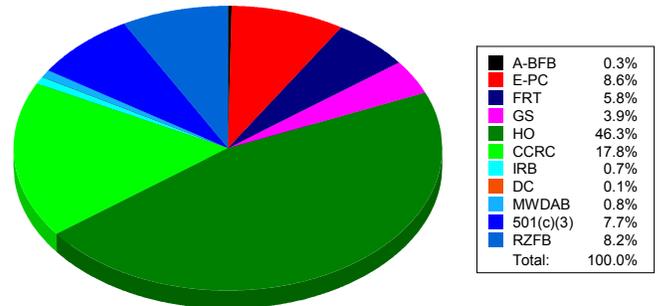
<u>Specialized Livestock</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>State Guarantee</u>
Duncan, Brian & Kelly	10/01/2012	3.71%	423,000	359,550
J Double R, LLC	10/19/2012	3.75%	1,000,000	850,000
Total Specialized Livestock			\$ 1,423,000	\$ 1,209,550
Total Agriculture Guarantees during the Period			\$ 2,219,906	\$ 1,886,920

Bonds Issued - Fiscal Year Comparison for the Period Ending March 31, 2013

Fiscal Year 2011

#	Market Sector	Principal Issued
40	Agriculture - Beginner Farmer	7,002,064
5	Education	221,290,000
2	Gas Supply	100,000,000
15	Healthcare - Hospital	1,195,055,000
5	Healthcare - CCRC	458,705,000
3	Industrial Revenue	17,329,184
1	Financially Distressed Cities	1,985,000
1	Midwest Disaster Area Bonds	20,200,000
4	501(c)(3) Not-for-Profit	199,535,000
8	Recovery Zone Facilities Bonds	211,488,000
1	Freight Transfer Facilities Bonds	150,000,000
85		\$ 2,582,589,248

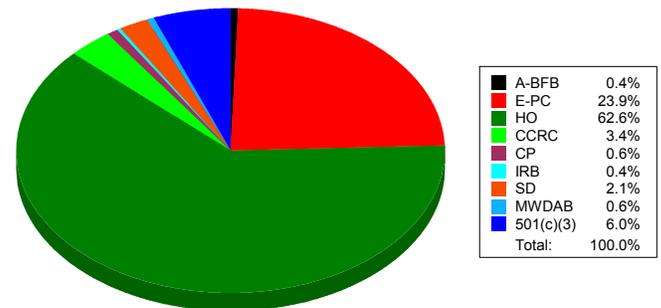
Bonds Issued in Fiscal Year 2011



Fiscal Year 2012

#	Market Sector	Principal Issued
41	Agriculture - Beginner Farmer	8,784,789
3	Education	474,685,000
14	Healthcare - Hospital	1,242,038,200
2	Healthcare - CCRC	66,765,000
1	Healthcare-Community Provider	12,700,000
2	Industrial Revenue	7,295,000
1	Local Government Schools	42,010,000
1	Midwest Disaster Area Bonds	11,066,000
13	501(c)(3) Not-for-Profit	118,256,846
78		\$ 1,983,600,835

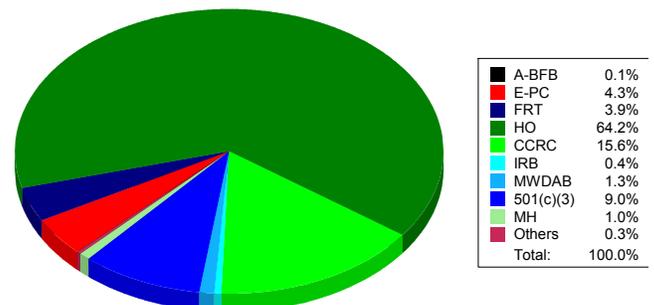
Bonds Issued in Fiscal Year 2012



Fiscal Year 2013

#	Market Sector	Principal Issued
9	Agriculture - Beginner Farmer	2,557,005
6	Education	81,560,000
9	Healthcare - Hospital	1,230,625,000
3	Healthcare - CCRC	299,040,068
2	Industrial Revenue	8,112,280
3	Midwest Disaster Area Bonds	25,700,000
9	501(c)(3) Not-for-Profit	171,844,750
1	MultiFamily/Senior Housing	18,630,000
1	Freight Transfer Facilities Bonds	75,000,000
43		\$ 1,913,069,103

Bonds Issued in Fiscal Year 2013



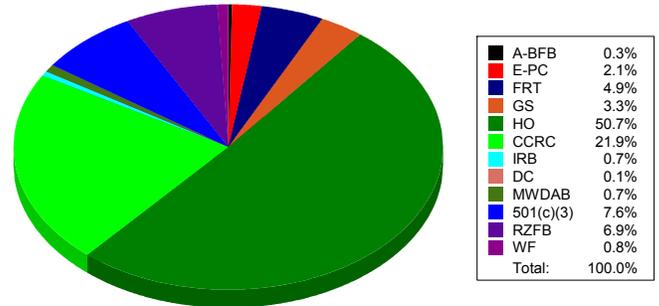


Bonds Issued - Calendar Year Comparison as of March 31, 2013

Calendar Year 2011

#	Market Sector	Principal Issued
52	Agriculture - Beginner Farmer	7,853,465
2	Education	177,390,000
13	Healthcare - Hospital	1,459,760,000
2	Healthcare - CCRC	66,765,000
1	Industrial Revenue	3,795,000
1	Local Government Schools	42,010,000
9	501(c)(3) Not-for-Profit	272,851,846
80		\$ 2,030,425,311

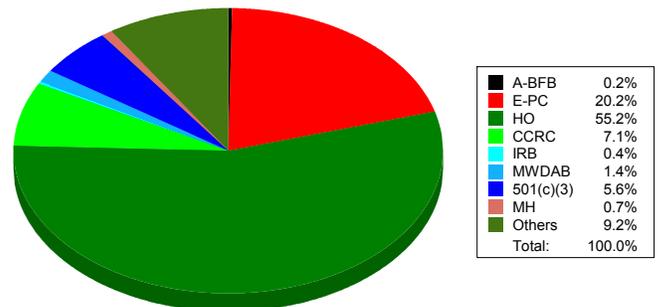
Bonds Issued in Calendar Year 2011



Calendar Year 2012

#	Market Sector	Principal Issued
40	Agriculture - Beginner Farmer	5,964,724
6	Education	536,145,000
13	Healthcare - Hospital	1,462,043,200
2	Healthcare - CCRC	187,500,068
3	Industrial Revenue	11,612,280
4	Midwest Disaster Area Bonds	36,766,000
10	501(c)(3) Not-for-Profit	147,180,000
1	MultiFamily/Senior Housing	18,630,000
83		\$ 2,648,391,272

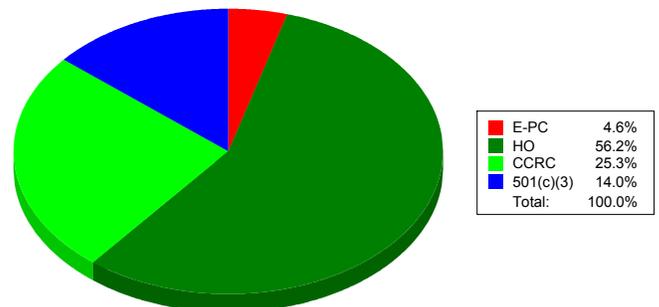
Bonds Issued in Calendar Year 2012



Calendar Year 2013

#	Market Sector	Principal Issued
3	Education	20,100,000
3	Healthcare - Hospital	248,095,000
1	Healthcare - CCRC	111,540,000
5	501(c)(3) Not-for-Profit	61,904,750
12		\$ 441,639,750

Bonds Issued in Calendar Year 2013



ILLINOIS FINANCE AUTHORITY

Schedule of Debt ^[a]

Conduit debt issued under the Illinois Finance Authority Act [20 ILCS 3501/845-5(a)] which does not constitute an indebtedness or an obligation, either general or moral, or a pledge of the full faith or a loan of the Authority, the State of Illinois or any Political Subdivision of the State within the purview of any constitutional or statutory limitation or provisions with special limited obligations of the Authority secured under provisions of the individual Bond Indentures and Loan Agreements with the exception of the bonds identified below in Section I (b) -- General Purpose Moral Obligation/State Component Parts -- which are subject to the \$28.15B cap in Section 845-5(a).

Section I (a)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2012	March 31, 2013		
Illinois Finance Authority "IFA" ^[b]				
362	Agriculture	\$ 52,193,900	\$ 54,750,900	
92	Education	4,096,631,500	4,101,206,100	
262	Healthcare	12,594,858,400	13,202,418,000	
69	Industrial Development [includes Recovery Zone/Midwest Disaster]	643,150,500	725,232,000	
19	Local Government	235,995,000	214,135,000	
18	Multifamily/Senior Housing	157,841,200	174,670,300	
98	501(c)(3) Not-for Profits	1,244,199,800	1,336,274,200	
8	Exempt Facilities Bonds	280,090,000	280,020,000	
928	Total IFA Principal Outstanding	\$ 19,304,960,300	\$ 20,088,706,500	
Illinois Development Finance Authority "IDFA" ^[b]				
2	Education	13,666,400	12,911,400	
5	Healthcare	198,620,000	191,085,000	
45	Industrial Development	212,338,600	183,239,100	
18	Local Government	261,252,100	231,999,000	
10	Multifamily/Senior Housing	95,496,700	92,217,800	
74	501(c)(3) Not-for Profits	881,344,300	782,653,900	
2	Exempt Facilities Bonds	125,000,000	125,000,000	
154	Total IDFA Principal Outstanding	\$ 1,787,718,100	\$ 1,619,106,200	
Illinois Rural Bond Bank "IRBB" ^[b]				
14	Bond Bank Revenue Bonds	16,825,000	13,365,000	
14	Total IRBB Principal Outstanding	\$ 16,825,000	\$ 13,365,000	
60	Illinois Health Facilities Authority "IHFA"	\$ 1,797,621,000	\$ 1,451,098,000	
43	Illinois Educational Facilities Authority "IEFA"	\$ 1,169,752,000	\$ 1,034,721,000	
401	Illinois Farm Development Authority "IFDA" ^[f]	\$ 27,398,700	\$ 27,398,700	
1,600	Total Illinois Finance Authority Debt	\$ 24,104,275,100	\$ 24,234,395,400	\$ 28,150,000,000

Issued under the Illinois Finance Authority Act [20 ILCS 3501/845-5(a)]

Section I (b)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2012	March 31, 2013		
General Purpose Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/801-40(w)]				
14	Issued through IRBB - Local Government Pools	16,825,000	\$ 13,365,000	
7	Issued through IFA - Local Government Pools	25,305,000	23,875,000	
2	Issued through IFA - Illinois Medical District Commission	39,120,000	38,440,000	
23	Total General Purpose Moral Obligations	\$ 81,250,000	\$ 75,680,000	\$ 150,000,000
Financially Distressed Cities Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/825-60]				
2	Issued through IFA	\$ 3,240,000	\$ 2,630,000	
1	Issued through IDFA	2,430,000	1,250,000	
3	Total Financially Distressed Cities	\$ 5,670,000	\$ 3,880,000	\$ 50,000,000
State Component Unit Bonds ^[c]				
14	Issued through IRBB	\$ 16,825,000	\$ 13,365,000	
2	Issued through IDFA ^[1]	69,685,000	58,665,000	
10	Issued through IFA ^[1]	111,625,900	102,019,700	
26	Total State Component Unit Bonds	\$ 198,135,900	\$ 174,049,700	

Designated exclusive Issuer by the Governor of the State of Illinois to issue Midwest Disaster Area Bonds in Illinois, February 11, 2010.

Section I (c)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2012	March 31, 2013		
5	Midwest Disaster Bonds [Flood Relief]	\$ 30,678,861	\$ 66,376,402	\$ 1,515,271,000

Designated by the Governor of the State of Illinois to manage and coordinate the re-allocation of Federal ARRA Volume Cap and the issuance of Recovery Zone Bonds in the State of Illinois to fully utilize RZBs before December 31, 2010.

Section I (d)	ARRA Act of 2009 Volume Cap Allocated ^[h]	City/Counties Ceded Voluntarily to IFA	Bonds Issued as of March 31, 2013	Available "Ceded" Volume Cap
-	Recovery Zone Economic Development Bonds;	\$ 666,972,000	\$ 16,940,000	\$ 4,040,000
8	Recovery Zone Facilities Bonds	\$ 1,000,457,000	\$ 292,400,000	\$ 77,004,000
-	Qualified Energy Conservation Bonds	\$ 133,846,000	\$ -	\$ -



COMMITTEE MINUTES

**ILLINOIS FINANCE AUTHORITY
COMMITTEE OF THE WHOLE
REGULAR MEETING
TUESDAY, MARCH 12, 2013
9:34 A.M.**

I. Call to Order & Roll Call

At the regular meeting of the Committee of the Whole of the Illinois Finance Authority (the “Committee” or “COW”), begun and held at Two Prudential Plaza, 180 North Stetson Avenue, Suite 2555, Chicago, Illinois 60601, on the second Tuesday of March in the year 2013, pursuant to the provisions of Section 801-25 and Section 801-30 of the Illinois Finance Authority Act, 20 ILCS 3501/801-1 et seq. of the State of Illinois (the “Act”), William A. Brandt, Jr., Chairman of the Committee, called the Committee to order and presided over deliberations.

By direction of the Chairman, a roll call was taken to ascertain the attendance of Members, as follows: 11 Present.

On the question of a quorum of Members physically present at the location of this open meeting, the Assistant Secretary of the Board of Directors (the “Board”) declared that a quorum had been constituted.

Having been absent when the Quorum Roll Call for Attendance was taken, Member Barclay was recorded as present at the time of 9:37 a.m.

**ILLINOIS FINANCE AUTHORITY
COMMITTEE OF THE WHOLE
COMMITTEE ROLL CALL
QUORUM ROLL CALL FOR ATTENDANCE**

March 12, 2013

0 YEAS

0 NAYS

11 PRESENT

P	Barclay (ADDED)	P	KNOX (VIA AUDIO CONFERENCE)	P	Poole
P	Bronner	P	Leonard	E	Tessler
P	Fuentes	E	O’Brien	P	Zeller
P	Goetz	E	Parish	P	Mr. Chairman
P	Gold	P	Pedersen		

E – Denotes Excused Absence

II. Chairman's Remarks

Chairman Brandt discussed the recent article appearing in *Crain's Chicago Business* about the Authority's movement towards reconstituting its venture capital fund. More specifically, Chairman Brandt informed Members of the Committee that despite what the article reported, the Authority's since-divested venture capital fund did in fact make a profit of approximately \$462,000. Chairman Brandt stated that the discrepancy is due to research by *Crain's Chicago Business* only dating back to the early 1990s, not 1984 when the venture capital fund was truly started.

Furthermore, Chairman Brandt reiterated that the mission of the Authority is to foster economic development, create and retain jobs, and improve quality of life for Illinois residents – not to return millions of dollars to the Authority's balance sheet.

Chairman Brandt explained that while the Authority is still drawing up investment criteria to avoid missteps with the new fund, it will not be hiring additional staff or conducting its own analysis. Rather, the Authority will likely be investing alongside local venture-capital firms that are looking for an infusion of cash.

Next, Chairman Brandt informed Members of the Committee that it was recently brought to his attention through his service as a Trustee for Loyola University Chicago that the Dream Act, which allows undocumented students to attend college at the same tuition rate as documented students, does not currently allow undocumented students to attend medical school and utilize federal student aid programs. Moreover, U.S. Senator Dick Durbin (D-IL) expressed awareness of this problem to Chairman Brandt during a recent conversation in which Senator Durbin also stated that undocumented students also face the same dilemma with respect to dental school.

Chairman Brandt outlined possible parameters where the Authority could conceivably assist these undocumented students in securing loans at affordable interest rates to attend medical or dental school. Finally, further research would be needed to decipher if legislation would have to be amended at the state level regarding licensing requirements.

III. Message from the Executive Director

Executive Director Meister informed Members of the Committee that Governor Pat Quinn had presented his Fiscal Year 2014 budget to the Illinois General Assembly. The Governor presented the General Assembly with a difficult budget, but one that is balanced and designed to grow the Illinois' economy, even as our state faces ongoing budgetary pressures due to inaction on pensions. The Authority strongly supports Governor Quinn's "Balance, Build and Grow" budget.

Executive Director Meister also informed Members of the Committee that the State settled yesterday with the U.S. Securities and Exchange Commission over charges it misled investors from 2005 to 2009 about shortfalls in retirement funds. While the Authority is primarily an issuer of conduit debt, the name of the State of Illinois ultimately affects qualified borrowers that the Authority serves.

The Illinois House Appropriations Committee will hold its hearing on March 13, 2013 for the Authority.

Executive Director Meister introduced Mr. Bailey as the new Acting Chief Financial Officer.

Executive Director Meister was pleased to present a robust agenda for consideration by the Members. Two Local Government issues will advance key projects for the City Of Elgin and Elgin Community

College District Number 509. Also of note, the Countryside Montessori Schools, Inc. project is an excellent illustration of the benefits small borrowers (\$2.5 million) derive when utilizing tax-exempt conduit bonds for their capital needs. Also this month, the Authority anticipates the closing of up to \$160 million in bonds for Franciscan Communities, Inc. This issuance falls under the relatively recent statutory authority to finance eligible non-profit projects across state lines.

Finally, recognizing the leadership of State Senator Mattie Hunter and in partnership with the Chicago Community Loan Fund, the Authority is pleased to present Small Contractor Working Capital Participation Loan Program to provide access to low-cost capital for these businesses in communities across the state. It is the Authority's hope that this program will help remove financial barriers to participation by small and emerging contractors in government construction projects in Illinois.

IV. Consideration of the Minutes

Chairman Brandt asked if the Members wished to direct the Assistant Secretary of the Board to correct any errors in the Minutes of the regular meeting of the Committee held on February 12, 2013 or any errors in the Minutes of the regular meeting of the Board held on February 12, 2013.

Member Pedersen moved the adoption of the Minutes of the regular meeting of the Committee held on February 12, 2013.

Vice Chairman Goetz seconded the motion.

The motion prevailed and the Minutes were adopted.

V. Presentation and Consideration of the Financial Statements

Revenue

Mr. Bailey, explained that Total Revenue for February 2013 exceeded budget. General fund revenues were \$344,095 against a monthly budget of \$311,140 for a positive variance of \$32,955 (10.6%) above Fiscal Year ("FY") 2013 budget. For February, there were five closings on bond issuances totaling \$202 million – three in the non-healthcare 501(c)(3) sector and two in the healthcare sector generating closing fees of \$373,860. Year-to-Date Total Revenues were \$3,692,425 or 3.6% above the budget of \$3,563,779.

Expenses

Total Expenses for February 2013 were \$319,263 or 5.9% higher than the budgeted level of \$301,596 for the general fund. This increase was primarily due to employee related expenses. Year-to-Date Total Expenses ended at \$2,511,615 or 3% above the FY 2013 budget. Comparing Actual Total Expenses FY 2013 to Actual FY 2012, Authority expenses were up by \$26,354 or 9% due to increases in employee related expenses.

With respect to the consolidated statements, expenses for the month were \$487,870 and exceeded the budget by 3.6%. This increase was primarily due to employee related expenses.

Net Income

February 2013 ended with a Net Income of \$24,832 in the general fund, \$15,288 higher than budget for a 160% favorable variance. This was primarily due to a 20% increase in administration/closing fee revenues over budget. Year-to-Date Net Income was \$1,567,584 or 39% above the FY 2013 budget of \$1,126,494. This increase in income was due to the recovery of bad debt, the transfers received from Venture Capital and the closeout of the Title IX program in previous months.

With respect to the consolidated statements, Net Income for the month was \$66,327 or 46.7% higher than the budgeted level of \$45,204.

Balance Sheet

The Authority's General Fund Balance Sheet remains strong. As of February 28, 2013, Total Assets were \$50.9 million as compared with \$46.2 million in assets one year ago. Cash and investments were up \$7.7 million from 2012 to 2013.

The consolidated balance sheet as of February 28, 2013 reflects a similar 7.7% increase in Total Assets.

Chairman Brandt asked Executive Director Meister to expand upon Mr. Bailey's presentation. Mr. Meister noted for the Members of the Committee that the Authority has been fortunate to experience a robust first three months of calendar year 2013 and further stated the next three to four months offer promise as well. These factors will allow the Authority to complete the year on or ahead of budget.

Chairman Brandt reminded Members of the Committee that while revenues are significantly lower in comparison to years prior, this year's budget contains no unexpected infusions of cash from unlikely sources.

Executive Director Meister noted that (i) an uptick in interest rates, (ii) state legislation allowing the financing of facilities in multiple states and (iii) overall conduit issuance by the Authority increasing from approximately \$2.0 billion in 2011 to approximately \$2.5 billion as of December 2012 are all good signs for the Authority.

Chairman Brandt expressed his desire to see the economy continue to improve so that Industrial Development Revenue Bonds can return as a more significant source of revenue for the Authority.

VI. Committee Reports

Audit Committee

Member Bronner informed Members of the Committee that the Compliance Report for Fiscal Year 2012 is being finalized and is expected to be released by the end of March 2013. A draft of the 2012 compliance findings has been received and discussed with the auditors at the exit conference. Responses to the audit recommendations will be finalized over the next week.

Member Bronner indicated many of the findings dealt with monitoring and compliance and engaged fellow Members of the Committee in a conversation concerning anticipated outcomes as a result of Mr. Bailey's addition to the staff.

Agriculture Committee

Member Leonard reported that the Agriculture Committee reviewed three Beginning Farmer Bond projects and one Agri-Debt Guarantee for this month's agenda. The Agriculture Committee recommended approval of the four projects.

Healthcare Committee

Member Barclay deferred to Ms. Lenane, Vice President, who reported that the Healthcare Committee reviewed one project returning for a Final Bond Resolution. The Healthcare Committee recommended approval of the project

Venture Capital Committee

Member Fuentes, Vice Chairman Goetz and Chairman Brandt engaged in a conversation about relaunching the Authority's Venture Capital portfolio. As the Authority will not hire additional staff for the new fund, it is probable that the agency will be investing alongside local venture-capital firms that are looking for an infusion to "top off" a round of startup financing.

Executive Director Meister commented that the Authority is also exploring opportunities to leverage resources with the Invest Illinois Venture Fund ("IIVF") - a venture capital program part of *Advantage Illinois* from the Illinois Department of Commerce & Economic Opportunity which seeks to support young, innovative companies and start-ups that show a high potential for future growth resulting in the creation of high-paying professional Illinois jobs.

VII. Project Reports and Resolutions

Mr. Senica, Senior Financial Analyst, presented each of the following projects:

Agriculture Projects

Item 1(A): Agenda Item 1(A) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Richard and Danielle Bergmann are requesting approval of a Final Bond Resolution in an amount not-to-exceed Ninety-Five Thousand Dollars (\$95,000). Bond proceeds will be used to finance the acquisition of approximately 20 acres of farmland located in Sante Fe Township in Clinton County.

Item 1(B): Agenda Item 1(B) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Cyrus M. Hopper is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Hundred Seventy-Three Thousand Seven Hundred and Fifty Dollars (\$273,750). Bond proceeds will be used to finance the acquisition of approximately 50 acres of farmland located in Whitley Township in Moultrie County.

Item 1(C): Agenda Item 1(C) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Brian Pool is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Hundred Forty Thousand Dollars (\$240,000). Bond proceeds will be used to finance the acquisition of approximately 40 acres of farmland located in Ridgeland Township in Iroquois County.

Members Barclay and Zeller engaged in a conversation concerning the value of land securitizing the Beginning Farmer Bond transactions.

Ms. Shea, Senior Vice President of Acacia Financial Group, Inc., noted that demand for U.S. farmland remains strong, with an Illinois farm selling for \$15,375 an acre yesterday - a record high for a central Illinois county.

Member Leonard described details of a recent purchase of agricultural land he had personal knowledge of.

Chairman Brandt questioned the current market valuation of mineral rights; Member Zeller explained that the valuation of mineral rights varies significantly based on geographic location.

Item 2: Agenda Item 2 is an Agri-Debt Guarantee Project. The applicant is requesting approval of a State Guarantee. This financing is being presented for one-time consideration.

Mildred L. Bastert is requesting approval of a State Guarantee in an amount not-to-exceed 85% of a proposed first mortgage loan of Five Hundred Thousand Dollars (\$500,000). Loan proceeds will refinance an existing First Bankers Trust real estate loan in the amount of Three Hundred Thirteen Thousand One Hundred and Eighty-Two Dollars (\$313,182), a First Bankers Working Capital Loan in the amount of One Hundred Twenty-Eight Thousand Dollars (\$128,000) and a Farm Credit Services Loan of Fifty-Eight Thousand Eight Hundred and Eighteen Dollars (\$58,818). The State of Illinois will guarantee Four Hundred Twenty-Five Thousand Dollars (\$425,000) of the face first mortgage loan amount. This State Guarantee represents Illinois Agricultural Loan Guarantee Funds in the State Treasury at risk.

Mr. Senica, Chairman Brandt and Member Zeller discussed the amortization schedule of the loan in connection with the borrower's age.

Local Government Projects

Item 5: Agenda Item 5 is a request for Local Government Bond financing.

City of Elgin is requesting approval of a Final Bond Resolution in an amount not-to-exceed Five Million Twenty-Five Thousand Dollars (\$5,025,000). This financing is being presented for one-time consideration.

The project will (i) entail the acquisition and installation of a radio communication system and improvements made to the water and sewer systems *and* (ii) pay for certain costs associated with the issuance of the Bonds.

Item 6: Agenda Item 6 is a request for Local Government Bond financing.

Elgin Community College District Number 509 is requesting approval of a Final Bond Resolution in an amount not-to-exceed Ten Million Dollars (\$10,000,000). This financing is being presented for one-time consideration.

Bond proceeds will be used by Elgin Community College District Number 509 (the “College”, the “District”, or the “Borrower”) to (i) build and equip a Health Careers Center, a Library and a Regional Public Safety Training Facility; build, equip, alter, renovate and repair academic buildings; build and equip additions to community college buildings; purchase and improve land for community college purposes; install technology (the “Project”) and (ii) pay for certain costs associated with the issuance of the Bonds (and together with the Project, the “Financing Purposes”).

Mr. Frampton, Vice President, presented each of the following projects and resolutions:

Business and Industry Projects

Item 3: Agenda Item 3 is a request for Gas Supply Revenue Bond financing.

The Peoples Gas Light and Coke Company is requesting approval of a Final Bond Resolution in an amount not-to-exceed Fifty Million Dollars (\$50,000,000). This financing is being presented for one-time consideration.

Bond proceeds will be used by The Peoples Gas Light and Coke Company (“Peoples Gas” or the “Borrower”) for the purpose of refunding \$50,000,000 aggregate principal amount of the Illinois Development Finance Authority, Gas Supply Refunding Revenue Bonds, Series 2003A (the “Prior Bonds”), the proceeds of which were issued to refund \$50,000,000 aggregate principal amount of the City of Chicago, Illinois, Adjustable-Rate Gas Supply Revenue Bonds, 1985 Series A (the “Original Bonds”) which were issued for the purpose of defraying the cost of certain gas supply facilities, designed as “facilities for the local furnishing of electric energy or gas” within the meaning of Section 103(b)(4)(E) of the Internal Revenue Code of 1954, as amended (the “Prior Project”).

Chairman Brandt explained that he is happy to report market participants appear to more willing to engage minority co-managers on public offerings.

In fact, Mr. Frampton informed Members of the Committee that the Borrower has engaged minority co-managers on every transaction by the Authority since 2003.

Item 4: Agenda Item 4 is a request for Solid Waste Disposal Revenue Bond financing.

Kuusakoski USA LLC and its affiliates are requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Seventeen Million Dollars (\$17,000,000).

Bond proceeds will used by Kuusakoski USA LLC and its affiliates (collectively, “Kuusakoski”, the “Company”, or the “Borrower”) to (i) finance, refinance, and reimburse the Borrower for costs associated with the purchase, renovation, and equipping of two buildings totaling approximately 165,000 square feet located on an approximately

12.25 acre site at 13543 South U.S. Highway 30 in Plainfield, Illinois (the “Project”), (ii) pay capitalized interest during construction and renovation, if deemed necessary or desirable by the Borrower, and (iii) pay bond issuance costs (collectively with the Project, the “Financing Purposes”). The Project will be used as a qualified solid waste facility.

Mr. Frampton explained that bond counsel will determine whether to issue the bonds under the Illinois Environmental Facilities Act or under the Illinois Finance Authority Act upon returning for a Final Bond Resolution before the Board.

Mr. Frampton and Executive Director Meister reiterated that this project’s use of tax-exempt bonds is made possible thanks to new guidance issued by the Internal Revenue Service in 2011.

Chairman Brandt and Executive Director Meister noted that the parent company of the Borrower originates from Finland, similar to the KONE Corporation which utilized Midwestern Disaster Area Revenue Bonds in early 2011.

Educational, Cultural and Non-Healthcare Projects

Item 7: Agenda Item 7 is a request for 501(c)(3) Revenue Bond financing.

Northern Illinois University Foundation is requesting approval of a Final Bond Resolution in an amount not-to-exceed Six Million Six Hundred Thousand Dollars (\$6,600,000).

Bond proceeds will be issued on behalf of Northern Illinois University Foundation (“Foundation” or the “Borrower”) and used, together with certain other funds, to (i) finance the costs of the constructing and equipping the Chessick Practice Center Facility at Northern Illinois University (the “University”), which facility will be connected to the Yordon Center at the corner of Stadium Drive East and Stadium Drive North on the University’s campus in DeKalb, Illinois (the “Project”), (ii) pay capitalized interest during the construction period and (ii) pay a portion of the costs of bond issuance (collectively, the “Financing Purposes”).

Mr. Frampton, at the request of Chairman Brandt, explained the difference between the Foundation and the University for the benefit of the Members of the Committee.

Chairman Brandt outlined how charitable associations and alumni associations have become necessary partners to augment capital expansion projects at universities throughout the country.

Furthermore, Executive Director Meister explained that State legislation has been drafted which will provide an exception for not-for-profit entities from the State Procurement Code in connection with their capital expansion projects undertaken in connection with State universities; currently, the State Procurement Code restricts the length of university ground lease agreements which ultimately undermines the ability of not-for-profits and charitable foundations to provide bondholders with sufficient collateral (i.e., leasehold mortgages) for project financings.

Resolutions

- Item 12: Resolution Authorizing the Execution and Delivery of a First Amendment to Bond and Loan Agreement Relating to the Illinois Finance Authority Revenue Bonds (Northern Illinois University Foundation Project) Series 2006; Approving Certain Other Documents; and Authorizing and Approving Certain Related Matters

Educational, Cultural and Non-Healthcare Projects

- Item 8: Agenda Item 8 is a request for 501(c)(3) Revenue Bond financing.

Countryside Montessori School is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Million Five Hundred Thousand Dollars (\$2,500,000). This financing is being presented for one-time consideration.

Bond proceeds will be loaned to Countryside Montessori Schools, Inc. (the “School” or “Borrower”) for the purpose of providing the Borrower with all or a portion of the funds to (i) refinance existing debt, (ii) finance acquisition of additional property at 1965 Pfingsten Road in Northbrook, Illinois, (iii) finance the construction and rehabilitation of additional classrooms to accommodate 7th and 8th grade students within the new building and to finance renovations and improvements at the Borrower’s existing campus, the main address of which is located at 1985 Pfingsten Road, Northbrook, Illinois, including, but not limited to connecting the buildings on the Borrower’s campus (collectively, the “Project”), and (iv) pay certain costs incurred in connection with the issuance of the Bond, all as permitted by the Act (collectively, the “Financing Purposes”).

- Item 9: Agenda Item 9 is a request for 501(c)(3) Revenue Bond financing.

DePaul University is requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Forty-Two Million Dollars (\$42,000,000).

The proposed financing will enable DePaul University (the “University” or the “Borrower”) to issue one or more series of Revenue Bonds to refund, advance refund, or provide for payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bonds (DePaul University, Series 2004C), the proceeds of which were used to finance certain educational facilities of the University (the “Financing Purposes”).

- Item 10: Agenda Item 10 is a request for 501(c)(3) Revenue Bond financing.

The University of Chicago is requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Four Hundred Million Dollars (\$400,000,000).

Bond proceeds will be combined with other funds to finance all or a portion of the costs of various educational facilities and used by The University of Chicago (the “University” or the “Borrower”) to (i) finance, refinance, or reimburse the Borrower for all or a portion of the costs, including capitalized interest, if any, of the planning, design, acquisition, construction, renovation, improvement and expansion of certain of its educational facilities, including, without limitation, the construction and equipping of the William Eckhardt Research Center, the renovation, expansion and equipping of the Borrower’s Laboratory Schools, the renovation, construction and equipping of the Borrower’s educational facilities located at 5757 S. University Avenue in Chicago, Illinois, the

planning, design, construction and equipping of a new residence hall, and the acquisition, construction, renovation, improvement and completion of various other administrative, academic, research, infrastructure and campus projects and the equipping of the foregoing, and including related landscaping, signage and other similar improvements (collectively, the “New Projects”), (ii) refund, advance refund or provide for the payment of all or a portion of certain tax-exempt revenue bonds (the “Prior Bonds”), the proceeds of which were used, among other things, to finance, refinance or reimburse the Borrower for certain costs relating to the acquisition, construction, renovation, improvement, expansion and equipping of certain of its educational facilities, including, without limitation, the planning, design, construction, renovation and equipping of the Booth School of Business Harper Center, the Gordon Center for Integrative Science, the Donnelly Biological Sciences Learning Center/Knapp Building, the Knapp Center for Biomedical Discovery and other new research and academic buildings, the renovation, expansion and equipping of Biological Sciences Division, the planning, design, construction and equipping of new residence halls, the renovation and equipping of existing residence halls, the renovation of the Searle Chemistry Building, the renovation and expansion of the law school building, the construction and equipping of a library addition, the expansion and renovation of the steam plant, chillers and other infrastructure improvements, the construction, expansion, renovation and equipping of various administrative and academic buildings and residence halls and the completion of a wide range of other campus improvements, (iii) pay certain working capital expenditures if deemed desirable by the Borrower, (iv) fund one or more debt service reserve funds required to be maintained (if any) in accordance with one or more trust indentures between the Authority and one or more trust companies or banks having the powers of a trust company, as trustee, and (v) pay certain costs relating to the issuance of the Bonds, including the costs of bond insurance or other credit or liquidity enhancement, if any, and certain costs incurred in connection with the refunding, advance refunding or provision for payment of all or a portion of the Prior Bonds, all as permitted under the Act (collectively, the “Financing Purposes”).

Resolutions

Item 13: Resolution Authorizing the Issuance of Not-To-Exceed \$10,000,000 Aggregate Principal Amount of Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013 of the Illinois Finance Authority and Authorizing the Sale Thereof; Authorizing the Execution and Delivery of a Loan Agreement, an Indenture of Trust, a Tax Exemption Certificate and Agreement and Related Documents in Connection with the Bonds, and Approving the Distribution of Related Documents in Connection with the Bonds; and Related Matters

Ms. O’Brien, Financial/Legal Analyst, presented the following project:

Healthcare Projects

Item 11: Agenda Item 11 is a request for 501(c)(3) Revenue Bond financing.

Three Crowns Park is requesting approval of a Final Bond Resolution in an amount not-to-exceed Four Million Dollars (\$4,000,000).

Bond proceeds will be used by Three Crowns Park (the “Corporation” or the “Borrower”) to: (i) pay or reimburse the Borrower or a corporate affiliate for the payment of the costs

of acquiring, constructing, renovating, remodeling and equipping the Borrower's continuing care retirement community, including but not limited to the costs of the renovation, remodeling and equipping of the Corporation's existing 48-bed nursing care facility and all necessary attendant facilities, equipment, site work and utilities, all located on the Borrower's existing campus in Evanston, Illinois (the "Project"); (ii) fund a debt service reserve fund for the benefit of the Bonds; (iii) pay a portion of the interest on the Bonds, if deemed necessary or advisable by the Borrower; (iv) provide working capital, if deemed necessary or advisable by the Borrower; and (v) pay certain expenses incurred in connection with the issuance of the Bonds, including but not limited to fees for credit enhancement or a liquidity facility for the Bonds, if deemed necessary or advisable by the Borrower.

Ms. Omar, Policy & Operations Analyst, presented the following resolution:

Resolutions

Item 14: Resolution Authorizing the Illinois Finance Authority to Fund and Administer a Pilot Program to Provide Working Capital Participation Loans to Small and Emerging Contractors to Assist Them in Obtaining Surety Bonding for Public Works Contracts in Illinois

VIII. Other Business

None.

IX. Public Comment

None.

X. Adjournment

At the time of 10:30 a.m., Member Pedersen moved that the Committee do now adjourn until April 9, 2013, at 9:30 a.m.

Chairman Brandt seconded the motion.

The motion prevailed.

And the Committee stood adjourned.

Minutes published by:
Brad R. Fletcher
Assistant Secretary of the Board



BOARD MINUTES

**ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
REGULAR MEETING
TUESDAY, MARCH 12, 2013
10:40 A.M.**

I. Call to Order & Roll Call

At the regular meeting of the Board of Directors of the Illinois Finance Authority (the “Board”), begun and held at One Prudential Plaza, 130 East Randolph Avenue, Suite 750, Chicago, Illinois 60601, on the second Tuesday of March in the year 2013, pursuant to the provisions of Section 801-25 and Section 801-30 of the Illinois Finance Authority Act, 20 ILCS 3501/801-1 et seq. of the State of Illinois (the “Act”), William A. Brandt, Jr., Chairman of the Board, called the Board to order and presided over deliberations.

By direction of the Chairman, a roll call was taken to ascertain the attendance of Members, as follows: 11 Present.

On the question of a quorum of Members physically present at the location of this open meeting, the Assistant Secretary of the Board declared that a quorum had been constituted.

**ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
QUORUM ROLL CALL FOR ATTENDANCE**

March 12, 2013

0 YEAS

0 NAYS

11 PRESENT

P	Barclay	P	KNOX (VIA AUDIO CONFERENCE)	P	Poole
P	Bronner	P	Leonard	E	Tessler
P	Fuentes	E	O’Brien	P	Zeller
P	Goetz	E	Parish	P	Mr. Chairman
P	Gold	P	Pedersen		

E – Denotes Excused Absence

II. Chairman's Remarks

Chairman Brandt welcomed Members of the Board, Authority staff and all guests present.

Chairman Brandt, Chairman, from the Committee of the Whole to which all items of this meeting's agenda were referred, action taken earlier on March 12, 2013, reported the same back and that all items were thoroughly reviewed.

III. Adoption of the Minutes

Minutes of the regular meeting of the Board held on February 12, 2013 and the Financial Statements for the Month Ended February 28, 2013 were taken up for consideration.

Member Pedersen moved the adoption of the Minutes and the Financial Statements.

Vice Chairman Goetz seconded the motion.

And on that motion, a vote was taken resulting as follows: 11 Yeas; 0 Nays; 0 Answering Present.

The motion prevailed and the Minutes and Financial Statements were adopted.

IV. Acceptance of the Financial Statements

See Agenda Item III.

V. Approval of Project Reports and Resolutions

Chairman Brandt directed Ms. Lenane to present the projects and resolutions to the Board.

Ms. Lenane presented each of the following projects and resolutions:

Agriculture Projects

Item 1(A): Agenda Item 1(A) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Richard and Danielle Bergmann are requesting approval of a Final Bond Resolution in an amount not-to-exceed Ninety-Five Thousand Dollars (\$95,000). Bond proceeds will be used to finance the acquisition of approximately 20 acres of farmland located in Sante Fe Township in Clinton County.

Item 1(B): Agenda Item 1(B) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Cyrus M. Hopper is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Hundred Seventy-Three Thousand Seven Hundred and Fifty Dollars (\$273,750). Bond proceeds will be used to finance the acquisition of approximately 50 acres of farmland located in Whitley Township in Moultrie County.

Item 1(C): Agenda Item 1(C) is a Beginning Farmer Bond Project. The applicant is requesting approval of a Final Bond Resolution. This financing is being presented for one-time consideration.

Brian Pool is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Hundred Forty Thousand Dollars (\$240,000). Bond proceeds will be used to finance the acquisition of approximately 40 acres of farmland located in Ridgeland Township in Iroquois County.

Item 2: Agenda Item 2 is an Agri-Debt Guarantee Project. The applicant is requesting approval of a State Guarantee. This financing is being presented for one-time consideration.

Mildred L. Bastert is requesting approval of a State Guarantee in an amount not-to-exceed 85% of a proposed first mortgage loan of Five Hundred Thousand Dollars (\$500,000). Loan proceeds will refinance an existing First Bankers Trust real estate loan in the amount of Three Hundred Thirteen Thousand One Hundred and Eighty-Two Dollars (\$313,182), a First Bankers Working Capital Loan in the amount of One Hundred Twenty-Eight Thousand Dollars (\$128,000) and a Farm Credit Services Loan of Fifty-Eight Thousand Eight Hundred and Eighteen Dollars (\$58,818). The State of Illinois will guarantee Four Hundred Twenty-Five Thousand Dollars (\$425,000) of the face first mortgage loan amount. This State Guarantee represents Illinois Agricultural Loan Guarantee Funds in the State Treasury at risk.

Business and Industry Projects

Item 4: Agenda Item 4 is a request for Solid Waste Disposal Revenue Bond financing.

Kuusakoski USA LLC and its affiliates are requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Seventeen Million Dollars (\$17,000,000).

Bond proceeds will be used by Kuusakoski USA LLC and its affiliates (collectively, “Kuusakoski”, the “Company”, or the “Borrower”) to (i) finance, refinance, and reimburse the Borrower for costs associated with the purchase, renovation, and equipping of two buildings totaling approximately 165,000 square feet located on an approximately 12.25 acre site at 13543 South U.S. Highway 30 in Plainfield, Illinois (the “Project”), (ii) pay capitalized interest during construction and renovation, if deemed necessary or desirable by the Borrower, and (iii) pay bond issuance costs (collectively with the Project, the “Financing Purposes”). The Project will be used as a qualified solid waste facility.

Executive Director Meister recognized and thanked Mr. Joseph Pilewski, who was present on behalf of the project.

Local Government Projects

Item 5: Agenda Item 5 is a request for Local Government Bond financing.

City of Elgin is requesting approval of a Final Bond Resolution in an amount not-to-exceed Five Million Twenty-Five Thousand Dollars (\$5,025,000). This financing is being presented for one-time consideration.

The project will (i) entail the acquisition and installation of a radio communication system and improvements made to the water and sewer systems *and* (ii) pay for certain costs associated with the issuance of the Bonds.

Item 6: Agenda Item 6 is a request for Local Government Bond financing.

Elgin Community College District Number 509 is requesting approval of a Final Bond Resolution in an amount not-to-exceed Ten Million Dollars (\$10,000,000). This financing is being presented for one-time consideration.

Bond proceeds will be used by Elgin Community College District Number 509 (the “College”, the “District”, or the “Borrower”) to (i) build and equip a Health Careers Center, a Library and a Regional Public Safety Training Facility; build, equip, alter, renovate and repair academic buildings; build and equip additions to community college buildings; purchase and improve land for community college purposes; install technology (the “Project”) and (ii) pay for certain costs associated with the issuance of the Bonds (and together with the Project, the “Financing Purposes”).

Educational, Cultural and Non-Healthcare Projects

Item 7: Agenda Item 7 is a request for 501(c)(3) Revenue Bond financing.

Northern Illinois University Foundation is requesting approval of a Final Bond Resolution in an amount not-to-exceed Six Million Six Hundred Thousand Dollars (\$6,600,000).

Bond proceeds will be issued on behalf of Northern Illinois University Foundation (“Foundation” or the “Borrower”) and used, together with certain other funds, to (i) finance the costs of the constructing and equipping the Chessick Practice Center Facility at Northern Illinois University (the “University”), which facility will be connected to the Yordon Center at the corner of Stadium Drive East and Stadium Drive North on the University’s campus in DeKalb, Illinois (the “Project”), (ii) pay capitalized interest during the construction period and (ii) pay a portion of the costs of bond issuance (collectively, the “Financing Purposes”).

Item 8: Agenda Item 8 is a request for 501(c)(3) Revenue Bond financing.

Countryside Montessori School is requesting approval of a Final Bond Resolution in an amount not-to-exceed Two Million Five Hundred Thousand Dollars (\$2,500,000). This financing is being presented for one-time consideration.

Bond proceeds will be loaned to Countryside Montessori Schools, Inc. (the “School” or “Borrower”) for the purpose of providing the Borrower with all or a portion of the funds to (i) refinance existing debt, (ii) finance acquisition of additional property at 1965 Pfingsten Road in Northbrook, Illinois, (iii) finance the construction and rehabilitation of additional classrooms to accommodate 7th and 8th grade students within the new building and to finance renovations and improvements at the Borrower’s existing campus, the main address of which is located at 1985 Pfingsten Road, Northbrook, Illinois, including, but not limited to connecting the buildings on the Borrower’s campus (collectively, the “Project”), and (iv) pay certain costs incurred in connection with the issuance of the Bond, all as permitted by the Act (collectively, the “Financing Purposes”).

Resolutions

- Item 12: Resolution Authorizing the Execution and Delivery of a First Amendment to Bond and Loan Agreement Relating to the Illinois Finance Authority Revenue Bonds (Northern Illinois University Foundation Project) Series 2006; Approving Certain Other Documents; and Authorizing and Approving Certain Related Matters
- Item 13: Resolution Authorizing the Issuance of Not-To-Exceed \$10,000,000 Aggregate Principal Amount of Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013 of the Illinois Finance Authority and Authorizing the Sale Thereof; Authorizing the Execution and Delivery of a Loan Agreement, an Indenture of Trust, a Tax Exemption Certificate and Agreement and Related Documents in Connection with the Bonds, and Approving the Distribution of Related Documents in Connection with the Bonds; and Related Matters
- Item 14: Resolution Authorizing the Illinois Finance Authority to Fund and Administer a Pilot Program to Provide Working Capital Participation Loans to Small and Emerging Contractors to Assist Them in Obtaining Surety Bonding for Public Works Contracts in Illinois

Chairman Brandt requested leave of the Board to use the last unanimous roll call vote for the adoption of the following projects and resolutions: Items 1A, 1B, 1C, 2, 4, 5, 6, 7, 8, 12, 13 and 14.

Leave was granted.

These projects and resolutions, having received the votes of a quorum of the Members of the Board, were declared passed and adopted, respectively.

Chairman Brandt then directed Ms. Lenane to present the projects to the Board which may have guests present:

Ms. Lenane presented the following projects:

Business & Industry Projects

- Item 3: Agenda Item 3 is a request for Gas Supply Revenue Bond financing.

The Peoples Gas Light and Coke Company is requesting approval of a Final Bond Resolution in an amount not-to-exceed Fifty Million Dollars (\$50,000,000). This financing is being presented for one-time consideration.

Bond proceeds will be used by The Peoples Gas Light and Coke Company (“Peoples Gas” or the “Borrower”) for the purpose of refunding \$50,000,000 aggregate principal amount of the Illinois Development Finance Authority, Gas Supply Refunding Revenue Bonds, Series 2003A (the “Prior Bonds”), the proceeds of which were issued to refund \$50,000,000 aggregate principal amount of the City of Chicago, Illinois, Adjustable-Rate Gas Supply Revenue Bonds, 1985 Series A (the “Original Bonds”) which were issued for the purpose of defraying the cost of certain gas supply facilities, designed as “facilities for the local furnishing of electric energy or gas” within the meaning of Section 103(b)(4)(E) of the Internal Revenue Code of 1954, as amended (the “Prior Project”).

Chairman Brandt announced that Mr. Tchapo Napoe and Ms. Vicki Langer were present and ready to speak on behalf of the project.

Mr. Napoe thanked the Members of the Board for their consideration of the financing.

Chairman Brandt recognized and thanked Mr. Napoe and Ms. Langer.

Educational, Cultural and Non-Healthcare Projects

Item 10: Agenda Item 10 is a request for 501(c)(3) Revenue Bond financing.

The University of Chicago is requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Four Hundred Million Dollars (\$400,000,000).

Bond proceeds will be combined with other funds to finance all or a portion of the costs of various educational facilities and used by The University of Chicago (the “University” or the “Borrower”) to (i) finance, refinance, or reimburse the Borrower for all or a portion of the costs, including capitalized interest, if any, of the planning, design, acquisition, construction, renovation, improvement and expansion of certain of its educational facilities, including, without limitation, the construction and equipping of the William Eckhardt Research Center, the renovation, expansion and equipping of the Borrower’s Laboratory Schools, the renovation, construction and equipping of the Borrower’s educational facilities located at 5757 S. University Avenue in Chicago, Illinois, the planning, design, construction and equipping of a new residence hall, and the acquisition, construction, renovation, improvement and completion of various other administrative, academic, research, infrastructure and campus projects and the equipping of the foregoing, and including related landscaping, signage and other similar improvements (collectively, the “New Projects”), (ii) refund, advance refund or provide for the payment of all or a portion of certain tax-exempt revenue bonds (the “Prior Bonds”), the proceeds of which were used, among other things, to finance, refinance or reimburse the Borrower for certain costs relating to the acquisition, construction, renovation, improvement, expansion and equipping of certain of its educational facilities, including, without limitation, the planning, design, construction, renovation and equipping of the Booth School of Business Harper Center, the Gordon Center for Integrative Science, the Donnelly Biological Sciences Learning Center/Knapp Building, the Knapp Center for Biomedical Discovery and other new research and academic buildings, the renovation, expansion and equipping of Biological Sciences Division, the planning, design, construction and equipping of new residence halls, the renovation and equipping of existing residence halls, the renovation of the Searle Chemistry Building, the renovation and expansion of the law school building, the construction and equipping of a library

addition, the expansion and renovation of the steam plant, chillers and other infrastructure improvements, the construction, expansion, renovation and equipping of various administrative and academic buildings and residence halls and the completion of a wide range of other campus improvements, (iii) pay certain working capital expenditures if deemed desirable by the Borrower, (iv) fund one or more debt service reserve funds required to be maintained (if any) in accordance with one or more trust indentures between the Authority and one or more trust companies or banks having the powers of a trust company, as trustee, and (v) pay certain costs relating to the issuance of the Bonds, including the costs of bond insurance or other credit or liquidity enhancement, if any, and certain costs incurred in connection with the refunding, advance refunding or provision for payment of all or a portion of the Prior Bonds, all as permitted under the Act (collectively, the “Financing Purposes”).

Chairman Brandt announced that Ms. Lorraine Arvin, Mr. Russell J. Herron and Mr. Cory Sandrock were present and ready to speak on behalf of the project.

Ms. Arvin thanked the Members of the Board for their consideration of the financing.

Chairman Brandt recognized and thanked Ms. Arvin, Mr. Herron and Mr. Sandrock.

Healthcare Projects

Item 11: Agenda Item 11 is a request for 501(c)(3) Revenue Bond financing.

Three Crowns Park is requesting approval of a Final Bond Resolution in an amount not-to-exceed Four Million Dollars (\$4,000,000).

Bond proceeds will be used by Three Crowns Park (the “Corporation” or the “Borrower”) to: (i) pay or reimburse the Borrower or a corporate affiliate for the payment of the costs of acquiring, constructing, renovating, remodeling and equipping the Borrower’s continuing care retirement community, including but not limited to the costs of the renovation, remodeling and equipping of the Corporation’s existing 48-bed nursing care facility and all necessary attendant facilities, equipment, site work and utilities, all located on the Borrower’s existing campus in Evanston, Illinois (the “Project”); (ii) fund a debt service reserve fund for the benefit of the Bonds; (iii) pay a portion of the interest on the Bonds, if deemed necessary or advisable by the Borrower; (iv) provide working capital, if deemed necessary or advisable by the Borrower; and (v) pay certain expenses incurred in connection with the issuance of the Bonds, including but not limited to fees for credit enhancement or a liquidity facility for the Bonds, if deemed necessary or advisable by the Borrower.

Chairman Brandt announced that Ms. Susan Morse was present and ready to speak on behalf of the project.

Ms. Morse thanked the Members of the Board for their consideration of the financing.

Chairman Brandt recognized and thanked Ms. Morse.

Chairman Brandt requested leave of the Board to use the last unanimous roll call vote for the adoption of the following projects: Items 3, 10 and 11.

Leave was granted.

These projects, having received the votes of a quorum of the Members of the Board, were declared passed.

Educational, Cultural and Non-Healthcare Projects

Item 9: Agenda Item 9 is a request for 501(c)(3) Revenue Bond financing.

DePaul University is requesting approval of a Preliminary Bond Resolution in an amount not-to-exceed Forty-Two Million Dollars (\$42,000,000).

The proposed financing will enable DePaul University (the “University” or the “Borrower”) to issue one or more series of Revenue Bonds to refund, advance refund, or provide for payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bonds (DePaul University, Series 2004C), the proceeds of which were used to finance certain educational facilities of the University (the “Financing Purposes”).

Chairman Brandt announced that Mr. Jeff Bethke, Mr. Pete Harris and Mr. Doug Stanford were present and ready to speak on behalf of the project.

Mr. Bethke thanked the Members of the Board for their consideration of the financing.

Chairman Brandt recognized and thanked Mr. Bethke, Mr. Harris and Mr. Stanford.

By direction of the Chairman, a roll call was taken for the adoption of the following project: Item 9.

And on that direction, a vote was taken resulting as follows: 10 Yeas; 0 Nays; 1 Abstain (Gold); 0 Answering Present.

Member Gold desired to be recorded as abstaining from the vote as his employer serves as borrower’s counsel in connection with Item 9.

VI. Other Business

None.

VII. Public Comment

None.

VIII. Adjournment

At the time of 11:04 a.m., Vice Chairman Goetz moved that the Board do now adjourn until April 9, 2013, at 10:30 a.m.

Member Barclay seconded the motion.

The motion prevailed.

And the Board stood adjourned.

Minutes published by:
Brad R. Fletcher
Assistant Secretary of the Board

Illinois Finance Authority
General Fund - Actual to Budget
Statement of Activities
for Period Ending
March 31, 2013

	Actual March 2013	Budget March 2013	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Budget YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2013	% of Budget Expended
REVENUE										
INTEREST ON LOANS	15,348	23,900	(8,552)	-35.78%	167,875	220,299	(52,424)	-23.80%	269,742	62.24%
INVESTMENT INTEREST & GAIN(LOSS)	3,284	2,083	1,201	57.66%	37,940	18,747	19,193	102.38%	25,000	151.76%
ADMINISTRATIONS & APPLICATION FEES	253,016	236,263	16,753	7.09%	3,131,959	3,194,319	(62,360)	-1.95%	3,789,504	82.65%
ANNUAL ISSUANCE & LOAN FEES	30,867	32,992	(2,125)	-6.44%	264,940	288,068	(23,128)	-8.03%	386,222	68.60%
OTHER INCOME	13,683	17,198	(3,515)	-20.44%	405,910	154,782	251,128	162.25%	206,375	196.69%
TOTAL REVENUE	316,198	312,436	3,762	1.20%	4,008,624	3,876,215	132,409	3.42%	4,676,843	85.71%
EXPENSES										
EMPLOYEE RELATED EXPENSES										
COMPENSATION & TAXES	140,351	120,543	19,808	16.43%	1,084,248	1,102,100	(17,852)	-1.62%	1,462,277	74.15%
BENEFITS	21,786	20,658	1,128	5.46%	190,584	183,922	6,662	3.62%	244,896	77.82%
TEMPORARY HELP	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
EDUCATION & DEVELOPMENT	-	500	(500)	-100.00%	595	4,500	(3,905)	-86.78%	6,000	9.92%
TRAVEL & AUTO	2,803	5,000	(2,197)	-43.94%	32,176	45,000	(12,824)	-28.50%	60,000	53.63%
TOTAL EMPLOYEE RELATED EXPENSES	164,940	146,701	18,239	12.43%	1,307,603	1,335,522	(27,919)	-2.09%	1,773,173	73.74%
PROFESSIONAL SERVICES										
CONSULTING, LEGAL & ADMIN	37,873	37,458	415	1.11%	429,292	337,122	92,170	27.34%	449,500	95.50%
LOAN EXPENSE & BANK FEE	7,247	8,750	(1,503)	-17.18%	71,445	78,750	(7,305)	-9.28%	105,000	68.04%
ACCOUNTING & AUDITING	24,906	24,754	152	0.61%	243,633	222,786	20,847	9.36%	297,000	82.03%
MARKETING GENERAL	-	1,250	(1,250)	-100.00%	2,457	11,250	(8,793)	-78.16%	15,000	16.38%
FINANCIAL ADVISORY	8,333	8,333	-	0.00%	110,941	74,997	35,944	47.93%	100,000	110.94%
CONFERENCE/TRAINING	1,844	2,500	(656)	-26.24%	12,599	22,500	(9,901)	-44.00%	30,000	42.00%
MISC. PROFESSIONAL SERVICES	6,250	6,250	-	0.00%	84,921	56,250	28,671	50.97%	75,000	113.23%
DATA PROCESSING	6,044	5,833	211	3.62%	41,891	52,497	(10,606)	-20.20%	70,000	59.84%
TOTAL PROFESSIONAL SERVICES	92,497	95,128	(2,631)	-2.77%	997,179	856,152	141,027	16.47%	1,141,500	87.36%
OCCUPANCY COSTS										
OFFICE RENT	21,632	22,406	(774)	-3.45%	182,395	201,654	(19,259)	-9.55%	268,872	67.84%
EQUIPMENT RENTAL AND PURCHASES	1,392	1,333	59	4.43%	10,768	11,997	(1,229)	-10.24%	16,000	67.30%
TELECOMMUNICATIONS	2,607	2,917	(310)	-10.63%	25,211	26,253	(1,042)	-3.97%	35,000	72.03%
UTILITIES	980	1,000	(20)	-2.00%	8,479	9,000	(521)	-5.79%	12,000	70.66%
DEPRECIATION	4,063	2,708	1,355	50.04%	36,263	24,372	11,891	48.79%	32,500	111.58%
INSURANCE	504	2,083	(1,579)	-75.82%	14,675	18,747	(4,072)	-21.72%	25,000	58.70%
TOTAL OCCUPANCY COSTS	31,178	32,447	(1,269)	-3.91%	277,791	292,023	(14,232)	-4.87%	389,372	71.34%

**Illinois Finance Authority
General Fund - Actual to Budget
Statement of Activities
for Period Ending
March 31, 2013**

	Actual March 2013	Budget March 2013	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Budget YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2013	% of Budget Expended
GENERAL & ADMINISTRATION										
OFFICE SUPPLIES	3,041	2,983	58	1.94%	29,822	26,847	2,975	11.08%	35,800	83.30%
BOARD MEETING - EXPENSES	2,328	2,917	(589)	-20.19%	21,665	26,253	(4,588)	-17.48%	35,000	61.90%
PRINTING	1,679	833	846	101.56%	6,021	7,497	(1,476)	-19.69%	10,000	60.21%
POSTAGE & FREIGHT	1,220	1,250	(30)	-2.40%	11,922	11,250	672	5.97%	15,000	79.48%
MEMBERSHIP, DUES & CONTRIBUTIONS	315	2,000	(1,685)	-84.25%	23,998	28,000	(4,002)	-14.29%	34,000	70.58%
PUBLICATIONS	31	583	(552)	-94.68%	757	5,247	(4,490)	-85.57%	7,000	10.81%
OFFICERS & DIRECTORS INSURANCE	17,969	16,667	1,302	7.81%	150,057	150,003	54	0.04%	200,000	75.03%
MISCELLANEOUS	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL GENL & ADMIN EXPENSES	26,583	27,233	(650)	-2.39%	244,242	255,097	(10,855)	-4.26%	336,800	72.52%
LOAN LOSS PROVISION/BAD DEBT	-	-	-	-	-	-	-	0.00%	-	0.00%
OTHER										
INTEREST EXPENSE	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL OTHER	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL EXPENSES	315,198	301,509	13,689	4.54%	2,826,815	2,738,794	88,021	3.21%	3,640,845	77.64%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	1,000	10,927	(9,927)	-90.84%	1,181,809	1,137,421	44,388	3.90%	1,035,998	114.07%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TRANSFER	-	-	-	0.00%	386,774	-	386,774	0.00%	-	0.00%
REVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%	-	-
NET INCOME/(LOSS)	1,000	10,927	(9,927)	-90.84%	1,568,583	1,137,421	431,162	37.91%	1,035,998	151.41%

Illinois Finance Authority
General Fund - Actual to Actual
Statement of Activities
for Period Ending March 31, 2013

	Actual March 2013	Actual March 2012	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Actual YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance
REVENUE								
INTEREST ON LOANS	15,348	27,710	(12,362)	-44.61%	167,875	339,269	(171,394)	-50.52%
INVESTMENT INTEREST & GAIN(LOSS)	3,284	3,767	(483)	-12.82%	37,940	26,632	11,308	42.46%
ADMINISTRATIONS & APPLICATION FEES	253,016	106,694	146,322	137.14%	3,131,959	1,942,415	1,189,544	61.24%
ANNUAL ISSUANCE & LOAN FEES	30,867	38,845	(7,978)	-20.54%	264,940	354,500	(89,560)	-25.26%
OTHER INCOME	13,683	115,322	(101,639)	-88.13%	405,910	1,366,756	(960,846)	-70.30%
TOTAL REVENUE	316,198	292,338	23,860	8.16%	4,008,624	4,029,572	(20,948)	-0.52%
EXPENSES								
EMPLOYEE RELATED EXPENSES								
COMPENSATION & TAXES	140,351	121,057	19,294	15.94%	1,084,248	1,145,727	(61,479)	-5.37%
BENEFITS	21,786	21,669	117	0.54%	190,584	184,885	5,699	3.08%
TEMPORARY HELP	-	-	-	0.00%	-	778	(778)	0.00%
EDUCATION & DEVELOPMENT	-	263	(263)	0.00%	595	413	182	44.07%
TRAVEL & AUTO	2,803	5,056	(2,253)	-44.56%	32,176	35,519	(3,343)	-9.41%
TOTAL EMPLOYEE RELATED EXPENSES	164,940	148,045	16,895	11.41%	1,307,603	1,367,322	(59,719)	-4.37%
PROFESSIONAL SERVICES								
CONSULTING, LEGAL & ADMIN	37,873	119,883	(82,010)	-68.41%	429,292	397,768	31,524	7.93%
LOAN EXPENSE & BANK FEE	7,247	8,549	(1,302)	-15.23%	71,445	148,269	(76,824)	-51.81%
ACCOUNTING & AUDITING	24,906	20,780	4,126	19.86%	243,633	202,374	41,259	20.39%
MARKETING GENERAL	-	68	(68)	-100.00%	2,457	4,845	(2,388)	-49.29%
FINANCIAL ADVISORY	8,333	5,000	3,333	66.66%	110,941	56,185	54,756	97.46%
CONFERENCE/TRAINING	1,844	3,508	(1,664)	-47.43%	12,599	20,005	(7,406)	-37.02%
MISC. PROFESSIONAL SERVICES	6,250	5,000	1,250	25.00%	84,921	15,013	69,908	465.65%
DATA PROCESSING	6,044	4,260	1,784	41.88%	41,891	31,725	10,166	32.04%
TOTAL PROFESSIONAL SERVICES	92,497	167,048	(74,551)	-44.63%	997,179	876,184	120,995	13.81%
OCCUPANCY COSTS								
OFFICE RENT	21,632	21,603	29	0.13%	182,395	185,230	(2,835)	-1.53%
EQUIPMENT RENTAL AND PURCHASES	1,392	1,322	70	5.30%	10,768	13,625	(2,857)	-20.97%
TELECOMMUNICATIONS	2,607	2,949	(342)	-11.60%	25,211	23,405	1,806	7.72%
UTILITIES	980	955	25	2.62%	8,479	9,366	(887)	-9.47%
DEPRECIATION	4,063	4,038	25	0.62%	36,263	32,915	3,348	10.17%
INSURANCE	504	1,948	(1,444)	-74.15%	14,675	17,508	(2,833)	-16.18%
TOTAL OCCUPANCY COSTS	31,178	32,815	(1,637)	-4.99%	277,791	282,049	(4,258)	-1.51%

**Illinois Finance Authority
General Fund - Actual to Actual
Statement of Activities
for Period Ending March 31, 2013**

	Actual March 2013	Actual March 2012	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Actual YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance
GENERAL & ADMINISTRATION								
OFFICE SUPPLIES	3,041	3,106	(65)	-2.09%	29,822	27,143	2,679	9.87%
BOARD MEETING - EXPENSES	2,328	2,294	34	1.48%	21,665	20,533	1,132	5.51%
PRINTING	1,679	492	1,187	241.26%	6,021	5,206	815	15.66%
POSTAGE & FREIGHT	1,220	1,217	3	0.25%	11,922	10,538	1,384	13.13%
MEMBERSHIP, DUES & CONTRIBUTIONS	315	50	265	530.00%	23,998	31,566	(7,568)	-23.98%
PUBLICATIONS	31	87	(56)	-64.37%	757	1,324	(567)	-42.82%
OFFICERS & DIRECTORS INSURANCE	17,969	15,343	2,626	17.12%	150,057	138,089	11,968	8.67%
MISCELLANEOUS	-	400	(400)	0.00%	-	400	(400)	0.00%
TOTAL GENL & ADMIN EXPENSES	26,583	22,989	3,594	15.63%	244,242	234,799	9,443	4.02%
LOAN LOSS PROVISION/BAD DEBT	-	-	-	-	-	-	-	0.00%
OTHER								
INTEREST EXPENSE	-	-	-	0.00%	-	-	-	0.00%
TOTAL OTHER	-	-	-	0.00%	-	-	-	0.00%
TOTAL EXPENSES	315,198	370,897	(55,699)	-15.02%	2,826,815	2,760,354	66,461	2.41%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	1,000	(78,559)	79,559	-101.27%	1,181,809	1,269,218	(87,409)	-6.89%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%
TRANSFER	-	-	-	0.00%	386,774	177,989	208,785	0.00%
REVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%
NET INCOME/(LOSS)	1,000	(78,559)	79,559	-101.27%	1,568,583	1,447,207	121,376	8.39%

**Illinois Finance Authority
General Fund
Unaudited
Balance Sheet
for the Nine Months Ending March 31, 2013**

	<u>Actual March 2013</u>	<u>Actual March 2012</u>
ASSETS		
CASH & INVESTMENTS, UNRESTRICTED	\$ 44,430,689	\$ 37,336,940
RECEIVABLES, NET	57,097	49,290
LOAN RECEIVABLE, NET	4,988,979	7,456,343
OTHER RECEIVABLES	27,241	38,523
PREPAID EXPENSES	<u>98,213</u>	<u>74,478</u>
 TOTAL CURRENT ASSETS	 49,602,219	 44,955,574
 FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION	 122,070	 119,888
 DEFERRED ISSUANCE COSTS	 214,310	 259,291
OTHER ASSETS		
CASH RESTRICTED, INVESTMENTS & RESERVES	875,523	874,739
VENTURE CAPITAL INVESTMENTS	-	-
OTHER	<u>(573)</u>	<u>(15,568)</u>
 TOTAL OTHER ASSETS	 874,950	 859,171
 TOTAL ASSETS	 <u>\$ 50,813,549</u>	 <u>\$ 46,193,924</u>
 LIABILITIES		
CURRENT LIABILITIES	\$ 1,250,229	\$ 780,908
LONG-TERM LIABILITIES	<u>271,141</u>	<u>381,484</u>
 TOTAL LIABILITIES	 1,521,370	 1,162,392
EQUITY		
CONTRIBUTED CAPITAL	4,111,479	4,111,479
RETAINED EARNINGS	31,640,819	27,501,548
NET INCOME / (LOSS)	1,568,583	1,447,207
RESERVED/RESTRICTED FUND BALANCE	1,732,164	1,732,164
UNRESERVED FUND BALANCE	<u>10,239,134</u>	<u>10,239,134</u>
 TOTAL EQUITY	 49,292,179	 45,031,532
 TOTAL LIABILITIES & EQUITY	 <u>\$ 50,813,549</u>	 <u>\$ 46,193,924</u>

Illinois Finance Authority
Consolidated - Actual to Budget
Statement of Activities
for Period Ending
March 31, 2013

	Actual March 2013	Budget March 2013	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Budget YTD FY 2013	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2013	% of Budget Expended
REVENUE										
INTEREST ON LOANS	153,661	160,433	(6,772)	-4.22%	1,413,034	1,466,312	(53,278)	-3.63%	1,931,461	73.16%
INVESTMENT INTEREST & GAIN(LOSS)	92,724	45,404	47,320	104.22%	657,825	407,136	250,689	61.57%	543,350	121.07%
ADMINISTRATIONS & APPLICATION FEES	253,016	236,263	16,753	7.09%	3,131,959	3,194,319	(62,360)	-1.95%	3,789,504	82.65%
ANNUAL ISSUANCE & LOAN FEES	30,867	32,992	(2,125)	-6.44%	264,940	288,068	(23,128)	-8.03%	386,222	68.60%
OTHER INCOME	18,155	42,198	(24,043)	-56.98%	706,989	379,782	327,207	86.16%	506,375	139.62%
TOTAL REVENUE	548,423	517,290	31,133	6.02%	6,174,747	5,735,617	439,130	7.66%	7,156,912	86.28%
EXPENSES										
EMPLOYEE RELATED EXPENSES										
COMPENSATION & TAXES	140,351	120,543	19,808	16.43%	1,084,248	1,102,100	(17,852)	-1.62%	1,462,277	74.15%
BENEFITS	21,786	20,658	1,128	5.46%	190,584	183,922	6,662	3.62%	244,896	77.82%
TEMPORARY HELP	-	500	-	0.00%	-	4,500	-	0.00%	-	0.00%
EDUCATION & DEVELOPMENT	-	500	(500)	-100.00%	595	4,500	(3,905)	-86.78%	6,000	9.92%
TRAVEL & AUTO	2,803	5,000	(2,197)	-43.94%	32,176	45,000	(12,824)	-28.50%	60,000	53.63%
TOTAL EMPLOYEE RELATED EXPENSES	164,940	146,701	18,239	12.43%	1,307,603	1,335,522	(27,919)	-2.09%	1,773,173	73.74%
PROFESSIONAL SERVICES										
CONSULTING, LEGAL & ADMIN	39,956	39,542	414	1.05%	448,039	355,878	92,161	25.90%	474,500	94.42%
LOAN EXPENSE & BANK FEE	168,733	170,236	(1,503)	-0.88%	1,523,885	1,532,124	(8,239)	-0.54%	2,042,832	74.60%
ACCOUNTING & AUDITING	26,205	26,653	(448)	-1.68%	255,325	239,877	15,448	6.44%	319,791	79.84%
MARKETING GENERAL	-	1,250	(1,250)	-100.00%	2,457	11,250	(8,793)	-78.16%	15,000	16.38%
FINANCIAL ADVISORY	8,333	8,333	-	0.00%	110,941	74,997	35,944	47.93%	100,000	110.94%
CONFERENCE/TRAINING	1,844	2,500	(656)	-26.24%	12,599	22,500	(9,901)	-44.00%	30,000	42.00%
MISC. PROFESSIONAL SERVICES	9,584	9,583	1	0.01%	114,919	86,247	28,672	33.24%	115,000	99.93%
DATA PROCESSING	6,044	5,833	211	3.62%	41,890	52,497	(10,607)	-20.20%	70,000	59.84%
TOTAL PROFESSIONAL SERVICES	260,699	263,930	(3,231)	-1.22%	2,510,055	2,375,370	134,685	5.67%	3,167,123	79.25%
OCCUPANCY COSTS										
OFFICE RENT	21,632	22,406	(774)	-3.45%	182,395	201,654	(19,259)	-9.55%	268,872	67.84%
EQUIPMENT RENTAL AND PURCHASES	1,392	1,333	59	4.43%	10,768	11,997	(1,229)	-10.24%	16,000	67.30%
TELECOMMUNICATIONS	2,607	2,917	(310)	-10.63%	25,211	26,253	(1,042)	-3.97%	35,000	72.03%
UTILITIES	980	1,000	(20)	-2.00%	8,479	9,000	(521)	-5.79%	12,000	70.66%
DEPRECIATION	4,063	2,708	1,355	50.04%	36,263	24,372	11,891	48.79%	32,500	111.58%
INSURANCE	504	2,083	(1,579)	-75.80%	14,675	18,747	(4,072)	-21.72%	25,000	58.70%
TOTAL OCCUPANCY COSTS	31,178	32,447	(1,269)	-3.91%	277,791	292,023	(14,232)	-4.87%	389,372	71.34%

Illinois Finance Authority
Consolidated - Actual to Budget
Statement of Activities
for Period Ending
March 31, 2013

	Actual March 2013	Budget March 2013	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Budget YTD FY 2013	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2013	% of Budget Expended
GENERAL & ADMINISTRATION										
OFFICE SUPPLIES	3,041	2,983	58	1.94%	29,822	26,847	2,975	11.08%	35,800	83.30%
BOARD MEETING - EXPENSES	2,328	2,917	(589)	-20.19%	21,665	26,253	(4,588)	-17.48%	35,000	61.90%
PRINTING	1,679	833	846	101.56%	6,021	7,497	(1,476)	-19.69%	10,000	60.21%
POSTAGE & FREIGHT	1,220	1,250	(30)	-2.40%	11,922	11,250	672	5.97%	15,000	79.48%
MEMBERSHIP, DUES & CONTRIBUTIONS	315	2,000	(1,685)	-84.25%	23,997	28,000	(4,003)	-14.30%	34,000	70.58%
PUBLICATIONS	31	583	(552)	-94.68%	757	5,247	(4,490)	-85.57%	7,000	10.81%
OFFICERS & DIRECTORS INSURANCE	17,969	16,667	1,302	7.81%	150,057	150,003	54	0.04%	200,000	75.03%
MISCELLANEOUS	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL GENL & ADMIN EXPENSES	26,583	27,233	(650)	-2.39%	244,241	255,097	(10,856)	-4.26%	336,800	72.52%
LOAN LOSS PROVISION/BAD DEBT	-	-	-	-	-	-	-	0.00%	-	0.00%
OTHER										
INTEREST EXPENSE	406	406	-	0.00%	4,400	3,948	452	11.45%	5,166	85.17%
TOTAL OTHER	406	406	-	0.00%	4,400	3,948	452	11.45%	5,166	0.00%
TOTAL EXPENSES	483,806	470,717	13,089	2.78%	4,344,090	4,261,960	82,130	1.93%	5,671,634	76.59%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	64,617	46,573	18,044	38.74%	1,830,657	1,473,657	357,000	24.23%	1,485,278	123.25%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TRANSFER	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
REVENUE GRANT	-	-	-	0.00%	841,399	-	841,399	0.00%	-	0.00%
TRANSFER FROM STATE	-	-	-	0.00%	-	-	-	0.00%	-	-
NET INCOME/(LOSS)	64,617	46,573	18,044	38.74%	2,672,056	1,473,657	1,198,399	81.32%	1,485,278	179.90%

Illinois Finance Authority
Consolidated Statement of Activities
Comparison
for Period Ending
March 31, 2013

	Actual March 2013	Actual March 2012	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Actual YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance
REVENUE								
INTEREST ON LOANS	153,661	(12,951)	166,612	-1286.48%	1,413,034	1,673,724	(260,690)	-15.58%
INVESTMENT INTEREST & GAIN(LOSS)	92,724	(4,041)	96,765	-2394.58%	657,825	457,829	199,996	43.68%
ADMINISTRATIONS & APPLICATION FEES	253,016	106,694	146,322	137.14%	3,131,959	1,942,415	1,189,544	61.24%
ANNUAL ISSUANCE & LOAN FEES	30,867	38,845	(7,978)	-20.54%	264,940	354,501	(89,561)	-25.26%
OTHER INCOME	18,155	106,619	(88,464)	-82.97%	706,989	1,675,193	(968,204)	-57.80%
TOTAL REVENUE	548,423	235,166	313,257	133.21%	6,174,747	6,103,662	71,085	1.16%
EXPENSES								
EMPLOYEE RELATED EXPENSES								
COMPENSATION & TAXES	140,351	121,057	19,294	15.94%	1,084,248	1,145,727	(61,479)	-5.37%
BENEFITS	21,786	21,669	117	0.54%	190,584	184,885	5,699	3.08%
TEMPORARY HELP	-	-	-	0.00%	-	778	(778)	0.00%
EDUCATION & DEVELOPMENT	-	263	(263)	0.00%	595	413	182	44.07%
TRAVEL & AUTO	2,803	5,056	(2,253)	-44.56%	32,176	35,519	(3,343)	-9.41%
TOTAL EMPLOYEE RELATED EXPENSES	164,940	148,045	16,895	11.41%	1,307,603	1,367,322	(59,719)	-4.37%
PROFESSIONAL SERVICES								
CONSULTING, LEGAL & ADMIN	39,956	121,966	(82,010)	-67.24%	448,039	416,514	31,525	7.57%
LOAN EXPENSE & BANK FEE	168,733	(37,859)	206,592	-545.69%	1,523,885	1,705,969	(182,084)	-10.67%
ACCOUNTING & AUDITING	26,205	22,328	3,877	17.36%	255,325	216,313	39,012	18.03%
MARKETING GENERAL	-	68	(68)	-100.00%	2,457	4,845	(2,388)	-49.29%
FINANCIAL ADVISORY	8,333	5,000	3,333	66.66%	110,941	56,185	54,756	97.46%
CONFERENCE/TRAINING	1,844	3,508	(1,664)	-47.43%	12,599	20,005	(7,406)	-37.02%
MISC. PROFESSIONAL SERVICES	9,584	(28,329)	37,913	-133.83%	114,919	44,348	70,571	159.13%
DATA PROCESSING	6,044	4,260	1,784	41.88%	41,890	31,725	10,165	32.04%
TOTAL PROFESSIONAL SERVICES	260,699	90,942	169,757	186.67%	2,510,055	2,495,904	14,151	0.57%
OCCUPANCY COSTS								
OFFICE RENT	21,632	21,603	29	0.13%	182,395	185,230	(2,835)	-1.53%
EQUIPMENT RENTAL AND PURCHASES	1,392	1,322	70	5.30%	10,768	13,625	(2,857)	-20.97%
TELECOMMUNICATIONS	2,607	2,949	(342)	-11.60%	25,211	23,405	1,806	7.72%
UTILITIES	980	955	25	2.62%	8,479	9,366	(887)	-9.47%
DEPRECIATION	4,063	4,039	24	0.59%	36,263	32,915	3,348	10.17%
INSURANCE	504	1,948	(1,444)	-74.13%	14,675	17,508	(2,833)	-16.18%
TOTAL OCCUPANCY COSTS	31,178	32,816	(1,638)	-4.99%	277,791	282,049	(4,258)	-1.51%

**Illinois Finance Authority
Consolidated Statement of Activities
Comparison
for Period Ending
March 31, 2013**

	Actual March 2013	Actual March 2012	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2013	Actual YTD FY 2012	Year to Date Variance Actual vs. Budget	YTD % Variance
GENERAL & ADMINISTRATION								
OFFICE SUPPLIES	3,041	3,106	(65)	-2.09%	29,822	27,143	2,679	9.87%
BOARD MEETING - EXPENSES	2,328	2,294	34	1.48%	21,665	20,533	1,132	5.51%
PRINTING	1,679	492	1,187	241.26%	6,021	5,207	814	15.63%
POSTAGE & FREIGHT	1,220	1,217	3	0.25%	11,922	10,538	1,384	13.13%
MEMBERSHIP, DUES & CONTRIBUTIONS	315	50	265	530.00%	23,997	31,566	(7,569)	-23.98%
PUBLICATIONS	31	87	(56)	-64.37%	757	1,324	(567)	-42.82%
OFFICERS & DIRECTORS INSURANCE	17,969	15,343	2,626	17.12%	150,057	138,089	11,968	8.67%
MISCELLANEOUS	-	400	(400)	0.00%	-	400	(400)	0.00%
TOTAL GENL & ADMIN EXPENSES	26,583	22,989	3,594	15.63%	244,241	234,800	9,441	4.02%
LOAN LOSS PROVISION/BAD DEBT	-	-	-	0.00%	-	-	-	#DIV/0!
OTHER								
INTEREST EXPENSE	406	455	(49)	-10.77%	4,400	4,379	21	0.48%
TOTAL OTHER	406	455	(49)	0.00%	4,400	4,379	21	0.00%
TOTAL EXPENSES	483,806	295,247	188,559	63.86%	4,344,090	4,384,454	(40,364)	-0.92%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	64,617	(60,081)	124,698	-207.55%	1,830,657	1,719,208	111,449	6.48%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT		-	-	0.00%		(140,000)	140,000	0.00%
TRANSFER		8	(8)	0.00%		-	-	0.00%
REVENUE GRANT	-	-	-	0.00%	841,399	-	841,399	0.00%
TRANSFERS FROM STATE		-	-	0.00%		-	-	0.00%
NET INCOME/(LOSS)	64,617	(60,073)	124,690	-207.56%	2,672,056	1,579,208	1,092,848	69.20%

Illinois Finance Authority
Consolidated
Unaudited
Balance Sheet
for the Nine Months Ending March 31, 2013

	Actual March 2013	Actual March 2012
ASSETS		
CASH & INVESTMENTS, UNRESTRICTED	\$ 44,430,689	\$ 37,336,940
RECEIVABLES, NET	57,097	49,290
LOAN RECEIVABLE, NET	25,974,316	27,348,167
NOTES RECEIVABLE	32,466,437	34,895,113
OTHER RECEIVABLES	1,324,749	377,134
PREPAID EXPENSES	98,213	74,478
TOTAL CURRENT ASSETS	104,351,501	100,081,122
FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION	122,070	119,888
DEFERRED ISSUANCE COSTS	289,762	347,184
OTHER ASSETS		
CASH RESTRICTED, INVESTMENTS & RESERVES	58,079,110	52,368,984
VENTURE CAPITAL INVESTMENTS	-	1,947,981
OTHER	3,000,000	3,000,000
TOTAL OTHER ASSETS	61,079,110	57,316,965
TOTAL ASSETS	<u>\$ 165,842,443</u>	<u>\$ 157,865,159</u>
LIABILITIES		
CURRENT LIABILITIES	1,345,850	890,545
BONDS PAYABLE	41,885,000	42,130,000
OTHER LIABILITIES	2,129,978	1,238,722
TOTAL LIABILITIES	45,360,828	44,259,267
EQUITY		
CONTRIBUTED CAPITAL	35,608,692	35,608,692
RETAINED EARNINGS	30,492,093	28,655,681
NET INCOME / (LOSS)	2,672,056	1,579,208
RESERVED/RESTRICTED FUND BALANCE	39,060,603	35,114,140
UNRESERVED FUND BALANCE	12,648,171	12,648,171
TOTAL EQUITY	120,481,615	113,605,892
TOTAL LIABILITIES & EQUITY	<u>\$ 165,842,443</u>	<u>\$ 157,865,159</u>

\$42,000,000

April 9, 2013

DePaul University

REQUEST	<p>Purpose: The proposed financing will enable DePaul University (the “University” or the “Borrower”) to issue one or more series of Revenue Bonds to refund, advance refund, or provide for payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bonds (DePaul University, Series 2004C), the proceeds of which were used to finance certain educational facilities of the University (the “Financing Purposes”).</p> <p>Program: Conduit 501(c)(3) Revenue Refunding Bonds (Advance Refunding)</p> <p>Extraordinary Conditions: None.</p>																
BOARD ACTIONS	<p>Final Bond Resolution</p> <p>Preliminary Bond Resolution approved 3/13/2013: Yeas: 10 (Knox via audio conference); Nays: 0; Abstention: 1 (Gold); Absent: 3 (O’Brien; Parish; Tessler); Vacancy: 1</p>																
MATERIAL CHANGES	<p>None.</p>																
JOB DATA	<table> <tr> <td>2,434</td> <td>Current</td> <td>N/A</td> <td>New jobs projected</td> </tr> <tr> <td></td> <td>jobs</td> <td></td> <td></td> </tr> <tr> <td>N/A</td> <td>Retained</td> <td>N/A</td> <td>Construction jobs projected</td> </tr> <tr> <td></td> <td>jobs</td> <td></td> <td></td> </tr> </table>	2,434	Current	N/A	New jobs projected		jobs			N/A	Retained	N/A	Construction jobs projected		jobs		
2,434	Current	N/A	New jobs projected														
	jobs																
N/A	Retained	N/A	Construction jobs projected														
	jobs																
DESCRIPTION	<ul style="list-style-type: none"> • Location: Chicago (Cook County/Northeast Region) • DePaul’s original predecessor was founded in 1898 by the Congregation of the Mission and was known as St. Vincent’s College. • The proposed Series 2013 Refunding Bonds will enable DePaul to refund or advance refund all or a portion of its Series 2004C Bonds to generate present value savings. 																
CREDIT INDICATORS	<ul style="list-style-type: none"> • DePaul is currently rated “A2”/ “A-”/“A” long-term by Moody’s/S&P/Fitch. 																
PROPOSED STRUCTURE	<ul style="list-style-type: none"> • The Bonds will be underwritten by Goldman Sachs & Company (Senior Manager) based on the direct, underlying ratings of DePaul University. • Estimated interest rates range between 2.50% and 3.00% based on market conditions as of 3/25/2013. 																
SOURCES AND USES (*PRELIMINARY, SUBJECT TO CHANGE)	<table> <thead> <tr> <th colspan="2">Sources:</th> <th colspan="2">Uses:</th> </tr> </thead> <tbody> <tr> <td>IFA Refunding Bonds</td> <td>\$42,000,000</td> <td>Refunding Escrow</td> <td>\$42,000,000</td> </tr> <tr> <td>Borrower Equity</td> <td><u>1,150,000</u></td> <td>*Costs of Issuance</td> <td><u>1,150,000</u></td> </tr> <tr> <td>Total</td> <td><u>\$43,150,000</u></td> <td>Total</td> <td><u>\$43,150,000</u></td> </tr> </tbody> </table>	Sources:		Uses:		IFA Refunding Bonds	\$42,000,000	Refunding Escrow	\$42,000,000	Borrower Equity	<u>1,150,000</u>	*Costs of Issuance	<u>1,150,000</u>	Total	<u>\$43,150,000</u>	Total	<u>\$43,150,000</u>
Sources:		Uses:															
IFA Refunding Bonds	\$42,000,000	Refunding Escrow	\$42,000,000														
Borrower Equity	<u>1,150,000</u>	*Costs of Issuance	<u>1,150,000</u>														
Total	<u>\$43,150,000</u>	Total	<u>\$43,150,000</u>														
RECOMMENDATION	<p>Credit Review Committee recommends approval.</p>																

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 9, 2013**

Project: DePaul University

STATISTICS

Project Number:	E-PC-TE-CD-8606	Amount:	Not to exceed \$42,000,000
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad R. Fletcher
Location:	Chicago	County/ Region:	Cook County/Northeast

BOARD ACTION

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

PURPOSE

Bond proceeds will be issued in one or more series and used to refund, advance refund, or provide for payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bonds (DePaul University, Series 2004C), the proceeds of which were used to finance certain educational facilities of the University.

IFA CONTRIBUTION AND PROGRAM

IFA will convey federal tax-exempt status on interest paid to investors on the Bonds, thereby resulting in a lower interest rate that will be passed through to the Borrower.

VOTING RECORD

Preliminary Bond Resolution approved 3/13/2013:
Yeas: 10 (Knox via audio conference); Nays: 0; Abstention: 1 (Gold); Absent: 3 (O'Brien; Parish; Tessler); Vacancy: 1

SOURCES AND USES OF FUNDS

Sources:	IFA Refunding Bonds	\$42,000,000	Uses:	Refunding Escrow	\$42,000,000
	Equity	<u>1,150,000</u>		*Costs of Issuance	<u>1,150,000</u>
	Total	<u>\$43,150,000</u>		Total	<u>\$43,150,000</u>

***Estimated and subject to change prior to pricing**

JOBS

Current employment:	2,434	Projected new jobs:	N/A
Jobs retained:	N/A	Construction jobs:	N/A

BUSINESS SUMMARY

Background: DePaul University is a 501(c)(3) organization incorporated under Illinois law. DePaul's original predecessor was founded in 1898 by the Congregation of the Mission and was known as St. Vincent's College.

The University is governed by a two-tiered governance committee consisting of (1) the Members of the University, a self-perpetuating body of 14 individuals, representing the Congregation of the Mission (C.M.), the religious community that sponsors the University. The Members are empowered to elect the Board of Trustees, whose responsibility is to direct and manage the affairs of the University and other officers. Currently, there are 44 trustees elected to serve staggered 3-year terms (40 to 45 trustees are required under the University's By-Laws). A list of the University's current Board of Trustees is attached (see page 6).

Description: The University's mission is to provide education in liberal and professional studies. DePaul has evolved into a major urban institution, serving metropolitan Chicago. The University is the largest Catholic university in the nation and among the nation's ten largest private universities. In Fall 2012, the University posted total enrollment of 24,966 students, including 16,498 undergraduate students and 8,468 graduate and professional students.

The University is comprised of five campuses, including two core campuses in Chicago, and three satellite campuses in Chicago and suburban Chicago. DePaul's Lincoln Park and Loop Campuses in Chicago form the core of the University's academic and administrative activities. The Lincoln Park campus is a residential campus located on approximately 34 acres and is located approximately 3 miles north of downtown Chicago. The Lincoln Park campus now consists of more than 45 buildings comprising approximately 2.3 million square feet. The Loop Campus, located in the Chicago Central Business District at the corner of Wabash Ave. and Jackson Blvd., consists of 3 interconnected and 2 adjacent buildings of over 1.3 million SF and provides facilities for the College of Law, Graduate Programs, and undergraduate programs.

DePaul's three satellite campus locations were established and have expanded to satisfy a growing demand for higher education in suburban Chicago. DePaul's three satellite facilities include: (1) The DePaul O'Hare Campus (near Cumberland Ave. [Illinois Hwy. 171] and the Kennedy Expressway [I-90]) in Chicago, Illinois, (2) South Suburban Community College in Oak Forest, Illinois, and (3) its Naperville Campus (located in a portion of the BP [Amoco] Research Center facility adjacent to the Reagan/East-West Tollway [I-88]).

The University offers 123 undergraduate and over 175 graduate and professional graduate degree programs, including seven programs offered by the College of Law.

During calendar year 2012, key business developments included:

1. Dedicating the **Arts and Letters Hall**, a new academic building at the Lincoln Park campus featuring 47 classrooms and housing the Department of English and the Department of History of Art and Architecture. The facility also contains faculty offices and meeting rooms.
2. Dedicating the **Richard H. Driehaus College of Business** in support of faculty excellence in graduate and undergraduate business programs.
3. Announcing the establishment of the **Alliance for Health Sciences** (the "**Alliance**"), a unique, wide-ranging alliance with **Rosalind Franklin University of Medicine and Science** ("**Rosalind Franklin**") in North Chicago. The Alliance will help address the expanding need for health care professionals. The objectives of the Alliance are to: (1) establish a curricular pathway for DePaul students to graduate professional degree programs at Rosalind Franklin, (2) expand and strengthen academic programs at both universities, (3) foster collaboration between the faculties of the two institutions, and (4) create additional research opportunities for students. DePaul plans to use Rosalind Franklin's fully-equipped North Chicago campus as a second instructional site for its nursing program.

FINANCING SUMMARY

Security/ Ratings:	The Bonds will be sold based on the direct, underlying rating of DePaul University. DePaul is currently rated “A2”/ “A-”/“A” long-term by Moody’s/S&P/Fitch.
Structure:	The Bonds will be underwritten by Goldman Sachs & Company (Senior Manager) and sold on the basis of the University’s long-term debt ratings.
Interest Rate:	Estimated all-in interest rates on the two series range between 2.50% and 3.00% as of 3/25/2013.
Maturity:	The IFA Series 2013 Revenue Refunding Bonds are expected to mature in 2024 or 2025. The final maturity date of the IFA Series 2004C Bond is 10/1/2024.
Anticipated Closing Date:	May 2013
Rationale:	Advance refunding to attain present value savings.

PROJECT SUMMARY (FROM FINAL BOND RESOLUTION)

The proposed financing will enable **DePaul University** (the “**University**” or the “**Borrower**”) to issue one or more series of Revenue Bonds to refund, advance refund, or provide for payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bonds (DePaul University - Series 2004C), the proceeds of which were used to finance certain educational facilities of the University (the “**Financing Purposes**”).

ECONOMIC DISCLOSURE STATEMENT

Applicant/ Contacts:	DePaul University, 55 East Jackson Boulevard, Chicago, Illinois 60604-4101; www.depaul.edu (1) Jeffrey J. Bethke, Treasurer, Ph.: 312/362-6715; jbethke@depaul.edu (2) Doug Stanford, Director of Treasury Operations, Ph.: 312/ 362-6714; dstanford@depaul.edu
Project name:	DePaul University Series 2013 Refunding Revenue Bonds
Locations:	DePaul’s Lincoln Park Campus, 2550 N. Sheffield Ave., Chicago, IL 60614-3298 and DePaul’s Loop Campus, 55 East Jackson Blvd., Chicago, IL 60604
Organization: Board	Illinois 501(c)(3) organization
Membership:	<i>For list of Board of Trustees, see page 6.</i>

PROFESSIONAL AND FINANCIAL

Borrower's Counsel:	Perkins Coie LLP	Chicago, IL	Daniel Coyne
Auditor:	KPMG, LLP	Chicago, IL	
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Jim Luebchow, Nancy Burke
Senior Manager:	Goldman Sachs & Co.	New York, NY	Thornton Lurie
Co-Manager:	Loop Capital Markets, LLC	Chicago, IL	Al Dinwiddle
Underwriter's Counsel:	Michael Best & Friedrich LLP	Chicago, IL	Gregory Tears
Trustee:	Deutsche Bank National Trust Co.	Chicago, IL	George Kubin
Rating Agencies:	Moody's Investors Service	New York, NY	
	Standard & Poor's	Chicago, IL	
	Fitch Ratings	New York, NY	
IFA Counsel:	Burke Burns & Pinelli, Ltd.	Chicago, IL	Steve Welcome
IFA Financial Advisor:	Public Financial Management, Inc.	Chicago, IL	Shannon Williams

LEGISLATIVE DISTRICTS

	Loop Campus	Lincoln Park Campus
Congressional:	7	5
State Senate:	3	6
State House:	5	11

DePaul University Board of Trustees

Name	Affiliation
Rev. Thomas Anslow, C.M.	Canonical Vicar, Archdiocese of Los Angeles
Peter C. Argianas*	Chairman, President and CEO, Gold Coast Bank
Karen M. Atwood	President, Blue Cross Blue Shield of Illinois
Gerald A. Beeson	COO, Citadel Investment Group, LLC
William E. Bennett*	
John L. Brennan	Head of Private Wealth Management, William Blair & Co.
Ruth W. Brinkley	President and CEO, KentuckyOne Health
Frank M. Clark	Retired Chairman and CEO, ComEd
Curtis J. Crawford	President and CEO, XCEO, Inc.
Sebastian S. Cualoping	President, AMPAC International, Inc.
Connie R. Curran*	President, Curran Associates
Mary A. Dempsey*	President, Philip H. Corboy Foundation
Sister Margaret M. Fitzpatrick, D.C.	President, St. Thomas Aquinas College
Sue L. Gin	Chairman, Flying Food Group Inc.
Chester A. Gougis	Managing Partner, Cognitive Capital Partners
Jack M. Greenberg	Retired Chairman and CEO, McDonald's Corporation
Arnold T. Grisham	President and CEO, Peer Review Solutions
Richard A. Hanson	Principal, Mesa Development, LLC
Harry J. Harczak	
William E. Hay*	President, William E. Hay & Co.
Donald H. Heller	Dean, College of Education, Michigan State University
Rev. Perry Henry	Provincial Superior, Western Province of the Congregation of the Mission
Roberto Herencia	President and CEO, BXM Holdings, Inc.
Lori Holland	Managing Director, Neuberger Berman
Rev. Dennis H. Holtschneider, C.M.*	President, DePaul University
Stacy Janiak*	Managing Partner, Deloitte and Touche
James M. Jenness*	Chairman, Kellogg Company
Jeffrey J. Kroll	Partner, Law Offices of Jeffrey J. Kroll
Rev. James Maher, C.M.*	Vice President of Student Affairs, St. John's University
Rev. Thomas McKenna, C.M.	Member, Congregation of the Mission, Western Province
Carla Michelotti*	Executive VP/General Counsel, Leo Burnett Company, Inc.
Patrick J. Moore	President and CEO, PJM Advisors
Peter J. Pesce	Chief Human Resources Officer, A.T. Kearney, Inc.
Anne R. Pramaggiore	President and CEO, ComEd
Rev. Mark Pranaitis, C.M.	Assistant Provincial, Congregation of the Mission, Western Province
Larry R. Rogers	Partner, Powers Rogers & Smith, P.C.
George Ruff*	Senior Principal, Trinity Hotel Investors, LLC
James Ryan	President, CEO and Chairman of the Board, W.W. Grainger, Inc.
Bertram L. Scott*	Partner, Jenner & Block
John B. Simon	
John C. Staley	Retired Managing Partner, Ernst & Young, LLP
Daniel C. Ustian	Retired Chairman and CEO, Navistar
Dia S. Weil	Retired CFO and COO, Verizon Airfone

\$400,000,000 (not-to-exceed amount)

April 9, 2013

The University of Chicago

REQUEST	<p>Purpose: Bond proceeds will be combined with other funds to finance all or a portion of the costs of various educational facilities and used by The University of Chicago (the “University” or the “Borrower”) to (i) finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of its facilities constituting “educational facilities,” as defined in the Illinois Finance Authority Act (the “Project”), including capitalized interest and working capital expenditures related to the Project, if deemed desirable by the University, (ii) currently refund, advance refund or provide for the payment of all or a portion (if any) of (a) the Illinois Educational Facilities Authority Revenue Bonds, The University of Chicago, Series 2001A, issued in the original aggregate principal amount of \$75,000,000 and currently outstanding in the aggregate principal amount of \$2,860,000 (the “Series 2001A Bonds”), (b) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2004A, issued in the original aggregate principal amount of \$100,000,000 and currently outstanding in the aggregate principal amount of \$13,625,000 (the “Series 2004A Bonds”), (c) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2007, issued in the original aggregate principal amount of \$244,030,000 and outstanding in the aggregate principal amount of \$239,500,000 (the “Series 2007 Bonds”), and (d) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2008B, issued and currently outstanding in the original aggregate principal amount of \$500,000,000 (the “Series 2008B Bonds” and, collectively with the Series 2001A Bonds, the Series 2004A Bonds and the Series 2007 Bonds, the “Prior Bonds”), the proceeds of which were loaned to the University and used to finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of the University’s facilities constituting “educational facilities,” as defined in the Act (collectively with the Project, the “Financed Properties”), (ii) fund one or more debt service reserve funds for the Bonds (as hereinafter defined) if deemed desirable by the University and (iv) pay certain costs relating to the issuance of the Bonds and the current refunding, advance refunding or provision for the payment of all or a portion (if any) of the Prior Bonds, all as permitted under the Act (collectively referred to as the “Financing Purposes”).</p> <p>Program: 501(c)(3) Revenue Bonds and Revenue Refunding Bonds</p> <p>Extraordinary Conditions: None.</p>																				
BOARD ACTIONS	<p>Final Bond Resolution</p> <p>Preliminary Bond Resolution approved 3/13/2013: Yeas: 11 (Knox via audio conference); Nays: 0; Abstentions: 0; Absent: 3 (O’Brien; Parish; Tessler); Vacancy: 1</p>																				
MATERIAL CHANGES	<p>None.</p>																				
JOB DATA	<table border="0"> <tr> <td style="text-align: center;">11,200</td> <td style="text-align: center;">Current jobs</td> <td style="text-align: center;">*N/A</td> <td style="text-align: center;">New jobs projected (see Jobs section on Page 3 of report)</td> </tr> <tr> <td style="text-align: center;">N/A</td> <td style="text-align: center;">Retained jobs</td> <td style="text-align: center;">*N/A</td> <td style="text-align: center;">Construction jobs projected (see Jobs section on Page 3 of report)</td> </tr> </table>	11,200	Current jobs	*N/A	New jobs projected (see Jobs section on Page 3 of report)	N/A	Retained jobs	*N/A	Construction jobs projected (see Jobs section on Page 3 of report)												
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DESCRIPTION	<ul style="list-style-type: none"> • Project Location: City of Chicago (Cook County) • Type of entity: The University, a 501(c)(3) organization incorporated under Illinois law, is a private, non-sectarian, co-educational institution of higher learning founded by John D. Rockefeller in 1890 that is governed by a fifty-member Board of Trustees. 																				
CREDIT INDICATORS	<ul style="list-style-type: none"> • The plan of finance contemplates Bonds to be sold in one or more series. Fixed Rate Bonds will be sold based on the University’s underlying long-term debt ratings of Aa1/AA (Moody’s/S&P). Any Variable Rate Bonds may be further secured by a liquidity facility. The University’s short-term ratings are P-1/A-1 + (Moody’s/S&P). • Morgan Stanley has been engaged by the Borrower as Underwriter/Senior Manager. The Co-Senior Manager and Co-Managers, also selected pursuant to the University’s procurement policies, are identified on page 6 of this report. 																				
SECURITY	<ul style="list-style-type: none"> • The Bonds will be a general unsecured corporate obligation of the University and as such will not be secured by a mortgage or security interest on any of the University’s assets, properties or funds. 																				
MATURITY	<ul style="list-style-type: none"> • Bonds will mature no later than 40 years from the issue date. • Both sizing and interest rate modes to be determined based on evaluation of market conditions by the University and its financing team at pricing. <u>The amounts represented in this report represent not-to-exceed parameters.</u> 																				
SOURCES AND USES	<table border="0"> <tr> <td colspan="2">Sources:</td> <td colspan="2">Uses:</td> </tr> <tr> <td>IFA New Money Bonds</td> <td style="text-align: right;">\$200,000,000</td> <td>New Money Project Fund</td> <td style="text-align: right;">\$499,040,000</td> </tr> <tr> <td>IFA Refunding Bonds</td> <td style="text-align: right;">200,000,000</td> <td>Refunding Bonds</td> <td style="text-align: right;">200,000,000</td> </tr> <tr> <td>Taxable Financing</td> <td style="text-align: right;"><u>300,000,000</u></td> <td>Costs of Issuance</td> <td style="text-align: right;"><u>960,000</u></td> </tr> <tr> <td>Total</td> <td style="text-align: right;">\$700,000,000</td> <td>Total</td> <td style="text-align: right;">\$700,000,000</td> </tr> </table>	Sources:		Uses:		IFA New Money Bonds	\$200,000,000	New Money Project Fund	\$499,040,000	IFA Refunding Bonds	200,000,000	Refunding Bonds	200,000,000	Taxable Financing	<u>300,000,000</u>	Costs of Issuance	<u>960,000</u>	Total	\$700,000,000	Total	\$700,000,000
Sources:		Uses:																			
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IFA Refunding Bonds	200,000,000	Refunding Bonds	200,000,000																		
Taxable Financing	<u>300,000,000</u>	Costs of Issuance	<u>960,000</u>																		
Total	\$700,000,000	Total	\$700,000,000																		
RECOMMENDATION	<p>Credit Review Committee recommends approval.</p>																				

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 9, 2013**

Project: The University of Chicago

STATISTICS

Project Number:	E-PC-TE-CD-8612	Amount:	\$400,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad R. Fletcher
Location:	Chicago	County/ Region:	Cook County/Northeast

BOARD ACTION

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

VOTING RECORD

Preliminary Bond Resolution approved 3/13/2013:
Yeas: 11 (Knox via audio conference); Nays: 0; Abstentions: 0; Absent: 3 (O'Brien; Parish; Tessler); Vacancy: 1

PURPOSE

Bond proceeds will be combined with other funds to finance all or a portion of the costs of various educational facilities and used by The University of Chicago (the "**University**" or the "**Borrower**") and issued in one or more series to (i) finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of its facilities constituting "educational facilities," as defined in the Act (the "**Project**"), including capitalized interest and working capital expenditures related to the Project, if deemed desirable by the University, (ii) currently refund, advance refund or provide for the payment of all or a portion (if any) of (a) the Illinois Educational Facilities Authority Revenue Bonds, The University of Chicago, Series 2001A, issued in the original aggregate principal amount of \$75,000,000 and currently outstanding in the aggregate principal amount of \$2,860,000 (the "**Series 2001A Bonds**"), (b) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2004A, issued in the original aggregate principal amount of \$100,000,000 and currently outstanding in the aggregate principal amount of \$13,625,000 (the "**Series 2004A Bonds**"), (c) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2007, issued in the original aggregate principal amount of \$244,030,000 and currently outstanding in the aggregate principal amount of \$239,500,000 (the "**Series 2007 Bonds**"), and (d) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2008B, issued and currently outstanding in the original aggregate principal amount of \$500,000,000 (the "**Series 2008B Bonds**" and, collectively with the Series 2001A Bonds, the Series 2004A Bonds and the Series 2007 Bonds, the "**Prior Bonds**"), the proceeds of which were loaned to the University and used to finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of the University's facilities constituting "educational facilities," as defined in the Act (collectively with the Project, the "**Financed Properties**"), (ii) fund one or more debt service reserve funds for the Bonds (as hereinafter defined) if deemed desirable by the University and (iv) pay certain costs relating to the issuance of the Bonds and the current refunding, advance refunding or provision for the payment of all or a portion (if any) of the Prior Bonds, all as permitted under the Act (collectively referred to as the "**Financing Purposes**").

IFA PROGRAM AND CONTRIBUTION

IFA will convey federal tax-exempt status on interest paid to investors on the Bonds, thereby resulting in a lower interest rate that will be passed through to the Borrower.

VOLUME CAP

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

ESTIMATED SOURCES AND USES OF FUNDS (SUBJECT TO CHANGE)

Sources:	IFA New Money Bonds	\$200,000,000	Uses:	New Money Project Fund	\$499,040,000
	IFA Refunding Bonds	200,000,000		Refunding Bonds	200,000,000
	Taxable Bonds	<u>300,000,000</u>		Costs of Issuance	<u>960,000</u>
Total		<u>\$700,000,000</u>	Total		<u>\$700,000,000</u>

Note: Final Bond Sizing will be based on market conditions at pricing. The amounts represented in this report represent not-to-exceed parameters and the final amount is subject to change.

***JOBS**

Current employment:	11,200 (2,200 faculty; 9,000 staff)	Projected new jobs:	N/A – See below
Jobs retained:	N/A	Construction jobs:	N/A – See below

***Note on employment forecasts:** Proceeds of the IFA Series 2013 New Money Bonds will primarily finance the build-out of various projects previously financed with the IFA Series 2012 Bonds. The University has updated its employment forecast previously presented in December 2011 and the University forecasts at least 24 new jobs (detailed below) and a revised forecast of 4,741 construction jobs.

Jobs Created – Post-Construction

<u>Project</u>	<u>Details</u>
William Eckhardt Research Center	Center will support the hiring of 24 new faculty members over the next decade as well as the future hiring of additional staff members.
Laboratory Schools expansion and renovation	Expanded capacities enabled by this project will support the future hiring of additional staff.
Adaptive Reuse of 5757 S. University	Project will house 10 - 20 visiting scholars annually along with other new faculty and staff.
New Residential Hall	Project will replace aging building with a larger facility, leading to the expected hiring of additional staff members.
All other construction, renovation and replacement projects	Certain staff increases may occur due to various smaller projects.

FINANCING SUMMARY

Security:	The Bonds will be a general unsecured corporate obligation of the University and as such will not be secured by a mortgage or security interest on any of the University's assets, properties, or funds.
Structure:	The plan of finance contemplates the public issuance of an amount not-to-exceed \$400 million of tax-exempt debt to be issued in one or more series. Fixed Rate Bonds would be sold based on the University's underlying long-term debt ratings of Aa1/AA (Moody's/S&P). Morgan Stanley has been engaged by the Borrower as Senior Manager. Variable Rate Bonds (to the extent issued) would be sold based on the University's P1/A-1+ (Moody's/S&P) short-term ratings (and likely further backed by a liquidity facility from a financial institution with P1/A-1+ short-term ratings).
Interest Rate:	The University and their financing team will determine interest rate modes and the mix of Fixed Rate Bonds and Variable Rate Bonds after evaluating market conditions and prospective transaction sizing in advance of pricing.
Underlying Debt Ratings:	The University's underlying ratings are: (1) long-term: Aa1/AA (Moody's/S&P) and (2) short-term: P1/A-1+ (Moody's/S&P).
Maturity:	No later than 2053 (40 years from issuance date; maximum parameter) on any New Money Bonds. Maturity to be determined on any Refunding Bonds.
Estimated Closing Date:	May 2013

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

Bond proceeds will be combined with other funds to finance all or a portion of the costs of various educational facilities and used by The University of Chicago (the "**University**" or the "**Borrower**") to (i) finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of its facilities constituting "educational facilities," as defined in the Act (the "**Project**"), including capitalized interest and working capital expenditures related to the Project, if deemed desirable by the University, (ii) currently refund, advance refund or provide for the payment of all or a portion (if any) of (a) the Illinois Educational Facilities Authority Revenue Bonds, The University of Chicago, Series 2001A, issued in the original aggregate principal amount of \$75,000,000 and currently outstanding in the aggregate principal amount of \$2,860,000 (the "**Series 2001A Bonds**"), (b) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2004A, issued in the original aggregate principal amount of \$100,000,000 and currently outstanding in the aggregate principal amount of \$13,625,000 (the "**Series 2004A Bonds**"), (c) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2007, issued in the original aggregate principal amount of \$244,030,000 and currently outstanding in the aggregate principal amount of \$239,500,000 (the "**Series 2007 Bonds**"), and (d) the Illinois Finance Authority Revenue Bonds, The University of Chicago, Series 2008B, issued and currently outstanding in the original aggregate principal amount of \$500,000,000 (the "**Series 2008B Bonds**" and, collectively with the Series 2001A Bonds, the Series 2004A Bonds and the Series 2007 Bonds, the "**Prior Bonds**"), the proceeds of which were loaned to the University and used to finance, refinance or be reimbursed for all or a portion of the costs of the planning, design, acquisition, construction, renovation, improvement, expansion and equipping of certain of the University's facilities constituting "educational facilities," as defined in the Act (collectively with the Project, the "**Financed Properties**"), (ii) fund one or more debt service reserve funds for the Bonds (as hereinafter defined) if deemed desirable by the University and (iv) pay certain costs relating to the issuance of the Bonds and the current refunding, advance refunding or provision for the payment of all or a portion (if any) of the Prior Bonds, all as permitted under the Act (collectively referred to as the "**Financing Purposes**").

BUSINESS SUMMARY

Description: **The University of Chicago** (the “**University**” or the “**Borrower**”) is a 501(c)(3) organization incorporated under Illinois law. The University is a private, non-sectarian, co-educational institution of higher learning founded by John D. Rockefeller in 1890 that is governed by a fifty-member Board of Trustees (see page 6 for listing).

Description: The University has emphasized both research and teaching from its inception. It has had a major impact on American higher education -- including devising the four-quarter academic year, developing extension courses and programs in the liberal arts for adults, establishing a general education program for undergraduates, initiating a full-time medical school teaching faculty, and establishing the first executive MBA program. The University has a highly respected education department and the University is a nationally recognized leader in both the sciences and social sciences.

At the University, campus and community are interconnected in partnerships that serve both to support the community and to train future policymakers, social workers, artists, and social and political leaders. The University of Chicago Charter School, run by the Center for Urban School Improvement, serves students with four campuses for students in pre-kindergarten through high school. The Mandel Legal Aid Clinic teaches Law School students advocacy skills, professional ethics, and the effect of legal institutions on the poor, while assisting indigent clients.

The University of Chicago’s 211-acre Hyde Park Campus is located eight miles south of downtown Chicago. The Hyde Park Campus, designated a botanic garden in 1997, stretches along both sides of the Midway Plaisance, a broad parkway designed by Frederick Law Olmstead for the city’s South Park System developed in connection with the World’s Columbian Exposition in 1893. The campus is arranged in a series of quadrangles, with a blend of traditional English Gothic and award-winning modern buildings designed by renowned international architects.

Applications to the University’s **Undergraduate College** (the “**College**”) have increased substantially since 2008-2009, which in turn has allowed the University to become more selective.

In 2012-2013, the College received 25,268 applications of which 3,340 were selected (compared to 12,377 applications and 3,454 offers of admission in 2008-2009). Indicative of the College’s increasing selectivity, the mean SAT/ACT scores were 1495/33 for the 2012-2013 academic year, compared to 1412/31 (SAT/ACT) in the 2008-2009 academic year. According to the April 1, 2013 edition of *Crain’s Chicago Business*, the Hyde Park-based school accepted 8.8 percent of the record 30,369 applications it received for the 2013-14 academic year, making entry more selective than several Ivy League institutions (including Cornell University, University of Pennsylvania, Dartmouth College, and Brown University).

The College’s selectivity has increased while undergraduate enrollment has increased from 4,642 students in 2005-2006 to 5,607 in 2012-2013. This continued growth in the undergraduate student body reflects successful implementation of the University’s strategic plan.

ECONOMIC DISCLOSURE STATEMENT

Applicant: The University of Chicago, 5801 S. Ellis Avenue, Chicago, IL 60637
Contact: Lorraine J. Arvin, Associate VP for Finance & Administration and Treasurer
T: (773) 702-1940; E-mail: ljarvin@uchicago.edu
Website: www.uchicago.edu

Site Locations
(New Projects): The University’s Hyde Park Campus: The University’s general campus is bordered by 47th Street on the north; Lake Shore Drive on the east; 61st Street on the south; and Cottage Grove Ave. on the west.

Project name: IFA Series 2013 Revenue Bonds and Revenue Refunding Bonds (The University of Chicago Project); to be issued in one or more series

Board

Of Trustees: **Andrew M. Alper, Chair** Chairman, EQA Partners, LP
Paul G. Yovovich, Vice Chair President, Lake Capital
Sekhar Bahadur Retired Vice Chair of Global Banking, Deutsche Bank
David G. Booth CEO, Dimensional Fund Advisors, Inc.
David B. Brooks Op-Ed Columnist, The New York Times Company
Thomas A. Cole Chairman of the Executive Committee and Partner, Sidley Austin LLP
E. David Coolidge III Vice Chairman, William Blair & Company, L.L.C.
James S. Crown President, Henry Crown and Company
Katharine P. Darrow Retired Senior Vice President, The New York Times Company
Daniel L. Doctoroff CEO and President, Bloomberg LP
Brady W. Dougan Credit Suisse Group AG
Craig J. Duchossois CEO, The Duchossois Group, Inc.
James S. Frank President and CEO, Wheels, Inc.
Jack W. Fuller Retired President, Tribune Publishing Company
Timothy M. George Managing Director, Lazard Ltd.
Rodney L. Goldstein Chairman and Managing Director, Frontenac Company
Mary Louise Gorno Managing Director, Hudson Global, Inc.
Kathryn C. Gould Co-Founder, Foundation Capital
Sanford J. Grossman Chairman and CEO, QFS Asset Management, L.P.
King W. Harris Chairman, Harris Holdings, Inc.
Kenneth M. Jacobs Chairman and Chief Executive Officer, Lazard LLC
Karen L. Katen Senior Advisor, Essex Woodlands Health Ventures
Dennis J. Keller Retired Chairman and CEO, Co-Founder, DeVry Inc.
Steven A. Kersten President, Water Saver Faucet Company
James M. Kilts, Jr. Founding Partner, Centerview Partners
Michael J. Klingensmith Publisher and CEO, Minneapolis Star Tribune
Michael L. Klowden President and CEO, Milken Institute
Robert W. Lane Chairman, Deere & Company
Charles Ashby Lewis Chairman, Lewis-Sebring Family Foundation
John Liew Co-Founder, AQR Capital Management
Peter W. May President and Founding Partner, Trian Partners
Joseph Neubauer Chairman & CEO, ARAMARK Corporation
Emily Nicklin Partner, Kirkland & Ellis LLP
Harvey B. Plotnick Former President and CEO, Paradigm Holdings Inc.
Michael P. Polsky Founder, President, and CEO, Invenergy, LLC
Myrtle S. Potter Chief Executive Officer, Myrtle Potter and Company LLC
Thomas J. Pritzker Chairman, Hyatt Hotels Corporation
John W. Rogers, Jr. Chairman and CEO, Ariel Investments, LLC
Andrew M. Rosenfield Managing Partner, Guggenheim Partners
David M. Rubenstein Co-Founder and Co-CEO, The Carlyle Group
Alvaro J. Saieh President, CorpGroup Holding
Steve G. Stevanovich Chairman and President, SGS Group of Companies
Elizabeth M. Thompson Burr Ridge, IL
Mary A. Tolan Founder and CEO, Accretive Health
Byron D. Trott Managing Partner, BDT Capital Partners
Marshall I. Wais, Jr. Chief Executive Officer, Marwais International LLC
Gregory Westin Wendt Senior Vice President, Capital Research Company
Paula Wolff Senior Executive, Metropolis Strategies
Francis T.F. Yuen Chairman, Ortus Capital Management Ltd.
Robert J. Zimmer President, The University of Chicago

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Schiff Hardin LLP	Chicago, IL	Bruce Weisenthal
Auditor:	KPMG LLP	Chicago, IL	David Seid
Borrower Financial Advisor:	Prager & Co., LLC	San Francisco, CA New York, NY	Susan Fitzgerald Mary Jane Darby
Bond Counsel:	Chapman & Cutler, LLP	Chicago, IL	Nancy Burke
Underwriter/Senior Manager:	Morgan Stanley & Co.	Chicago, IL	Bill Mack
Co-Senior Manager:	JPMorgan Securities	Chicago, IL	
Co-Managers:	Loop Capital Markets, LLC	Chicago, IL	
	Cabrera Capital Markets, LLC	Chicago, IL	
	Northern Trust Securities, Inc.	Chicago, IL	
Underwriter's Counsel:	Pugh Jones	Chicago, IL	Lorraine Tyson
Trustee:	Wells Fargo Bank, N.A.	Chicago, IL	Gail Klewin
Architects:	HOK	Chicago, IL	
	James Carpenter Design Associates, Inc.	New York, NY	
	FGM/Valerio Dewalt Train Associates	Chicago, IL	
	Ann Beha Architects	Boston, MA	
Construction Managers:	W.E. O'Neill Construction Company	Chicago, IL	
	Lend Lease (US) Construction, Inc.	Chicago, IL	
IFA Counsel:	Charity & Associates, P.C.	Chicago, IL	Alan M. Bell
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago, IL	Courtney Shea

LEGISLATIVE DISTRICTS

	Hyde Park Campus
Congressional:	1
State Senate:	13
State House:	25



April 9, 2013 **\$29,500,000**
Concordia University

REQUEST	<p>Purpose: Bond proceeds will be used for the purposes of (and including but not limited to) providing Concordia University (the “University” or the “Borrower”) with all or a portion of the funds necessary to (i) refund a portion of the outstanding Illinois Finance Authority Adjustable Rate Demand Revenue Bonds, Concordia University, Series 2009, (ii) fund a debt service reserve fund if deemed necessary or desirable by the Borrower and (iii) pay certain costs relating to the issuance of the Bonds if deemed necessary or desirable by the Borrower, all as permitted under the Act (collectively, the “Financing Purposes”).</p> <p>Program: Conduit 501(c)(3) Revenue Refunding Bonds</p> <p>Extraordinary Conditions: None</p>																
BOARD ACTIONS	Preliminary Bond Resolution																
MATERIAL CHANGES	Not applicable. This is the first time this matter has been presented for consideration.																
JOB DATA	<table border="0"> <tr> <td>631</td> <td>Current jobs</td> <td>N/A</td> <td>New jobs projected</td> </tr> <tr> <td>N/A</td> <td>Retained jobs</td> <td>N/A</td> <td>Construction jobs projected</td> </tr> </table>	631	Current jobs	N/A	New jobs projected	N/A	Retained jobs	N/A	Construction jobs projected								
631	Current jobs	N/A	New jobs projected														
N/A	Retained jobs	N/A	Construction jobs projected														
BORROWER DESCRIPTION	<ul style="list-style-type: none"> • Type of entity: Private University • Location: River Forest/ Cook County/ Northeast Region • When it was established: Concordia University was founded in 1864 in Addison, Illinois as a private teachers college (originally, the Addison Lutheran Teachers Seminary). The University relocated to River Forest in 1913. • Concordia University is an Illinois not for profit corporation, and is a private liberal arts educational institution located in River Forest, Illinois, and operates under the auspices of The Lutheran Church-Missouri Synod (the “Synod”), a Missouri not for profit corporation headquartered in St. Louis, Missouri which has a 501(c)(3) Determination Letter from the Internal Revenue Service. The University is one of ten colleges and universities that are part of the Missouri Synod’s nationwide system. • Concordia’s mission is to equip its students to serve and lead with integrity, creativity, competence, and compassion in a diverse, interconnected, and increasingly urbanized world. • The Series 2013 Bonds will enable the University to convert from a Bank Letter of Credit structure to a Bank Direct Purchase structure. 																
CREDIT INDICATORS	<ul style="list-style-type: none"> • Bonds will be purchased directly by FirstMerit Bank. • The University is a non-rated entity. Given the anticipated Bank Direct Purchase structure, the Borrower does not contemplate applying for a debt rating from a rating agency. 																
PROPOSED STRUCTURE	<p>Bonds will be purchased directly by FirstMerit Bank at an interest rate to be determined.</p> <p>Maturity: 2039 (proposed; same as IFA Series 2009 Bonds)</p>																
SOURCES AND USES	<table border="0"> <tr> <td colspan="2">Sources:</td> <td colspan="2">Uses:</td> </tr> <tr> <td>IFA Refunding Bonds</td> <td><u>\$29,500,000</u></td> <td>Refunding Escrow</td> <td>\$29,100,000</td> </tr> <tr> <td></td> <td></td> <td>Costs of Issuance:</td> <td><u>400,000</u></td> </tr> <tr> <td>Total</td> <td><u>\$29,500,000</u></td> <td>Total</td> <td><u>\$29,500,000</u></td> </tr> </table>	Sources:		Uses:		IFA Refunding Bonds	<u>\$29,500,000</u>	Refunding Escrow	\$29,100,000			Costs of Issuance:	<u>400,000</u>	Total	<u>\$29,500,000</u>	Total	<u>\$29,500,000</u>
Sources:		Uses:															
IFA Refunding Bonds	<u>\$29,500,000</u>	Refunding Escrow	\$29,100,000														
		Costs of Issuance:	<u>400,000</u>														
Total	<u>\$29,500,000</u>	Total	<u>\$29,500,000</u>														
RECOMMENDATION	Credit Review Committee recommends approval.																

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 9, 2013**

Project: Concordia University

STATISTICS

Project Number:	E-PC-TE-CD-8617	Amount:	\$29,500,000 (not to exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad R. Fletcher
Location:	River Forest	County/Region:	Cook/Northeast

BOARD ACTION

Preliminary Bond Resolution	
Conduit 501(c)(3) Revenue Refunding Bonds	No IFA funds at risk
Credit Review Committee recommends approval	No extraordinary conditions

VOTING RECORD

Not applicable. This is the first time this matter has been presented for consideration.

PURPOSE

Bond proceeds will be used for the purposes of (and including but not limited to) providing **Concordia University** (the “**University**” or the “**Borrower**”) with all or a portion of the funds necessary to (i) refund a portion of the outstanding Illinois Finance Authority Adjustable Rate Demand Revenue Bonds, Concordia University, Series 2009, (ii) fund a debt service reserve fund if deemed necessary or desirable by the Borrower, and (iii) pay certain costs relating to the issuance of the Bond if deemed necessary or desirable by the Borrower, all as permitted under the Act (collectively, the “Financing Purposes”).

IFA PROGRAM AND CONTRIBUTION

IFA will convey federal tax-exempt status on interest paid to investors on the Bonds, thereby resulting in a lower interest rate that will be passed through to the Borrower.

VOLUME CAP

501(c)(3) bond issues do not require Volume Cap.

JOBS

Current employment:	631 FT (+ 757 PT and temporary)	Projected new jobs:	N/A
Jobs retained:	N/A	Construction jobs:	N/A

ESTIMATED SOURCES AND USES OF FUNDS

Sources:		Uses:	
IFA Refunding Bonds	<u>\$29,500,000</u>	Refunding Escrow	\$29,100,000
		Costs of Issuance	<u>400,000</u>
Total:	<u>\$29,500,000</u>	Total:	<u>\$29,500,000</u>

FINANCING SUMMARY/STRUCTURE

Security:	FirstMerit Bank (the “ Bank ”) will be secured by a general obligation of the University. Accordingly, the Bank will not be secured by a mortgage or security interest on any of the University’s assets, properties or funds.
Structure:	Bank Direct Purchase
Interest Rate Mode:	Fixed for an initial term of 5 years and then reset periodically thereafter.
Final Maturity Date:	2039 (preliminary, subject to change)
Rating:	Not applicable since the Bonds will be purchased directly by a commercial bank (i.e., FirstMerit Bank) that will serve as the University’s secured lender (as well as Bond Investor)
Estimated Closing Date:	May or June 2013

Project

Rationale: The refinancing of the IFA Series 2009 Bonds will (i) eliminate Bank Letter of Credit (“**LOC**”) renewal risk, (ii) eliminate LOC re-pricing risk attributable to future scheduled capital requirements, and (iii) establish fixed interest rate for the next five years on the existing bonds.

PROJECT SUMMARY

Bond proceeds will be used for the purposes of (and including but not limited to) providing **Concordia University** (the “**University**” or the “**Borrower**”) with all or a portion of the funds necessary to (i) refund a portion of the outstanding Illinois Finance Authority Adjustable Rate Demand Revenue Bonds, Concordia University, Series 2009, (ii) fund a debt service reserve fund if deemed necessary or desirable by the Borrower, and (iii) pay certain costs relating to the issuance of the Bond if deemed necessary or desirable by the Borrower, all as permitted under the Act (collectively, the “**Financing Purposes**”).

Proceeds of the Series 2009 Bonds were used to finance various campus improvements at the University’s main campus located at 7400 W. Augusta Street, River Forest, Illinois 60305 and to refinance the outstanding balance of the University’s IEFA Series 2001 Bonds.

BUSINESS SUMMARY

Background: Concordia University (“**Concordia**”, the “**University**”, or the “**Borrower**”) was originally incorporated under Illinois law as a not-for-profit corporation in 1915 (as “**Concordia Teachers College**”) and is also an organization described in Section 501(c)(3) of the Internal Revenue Service by virtue of a group ruling issued by the Internal Revenue Service to **The Lutheran Church-Missouri Synod** (the “**Synod**”). (*Since 2006, the University has also done business as “Concordia University Chicago”.*)

Discussion: Concordia University was established in 1864 in Addison, Illinois as the Addison Lutheran Teachers Seminary and relocated to River Forest in 1913. The University is a private co-educational institution focusing on teacher education and the liberal arts. Concordia’s mission is to equip its students to serve and lead with integrity, creativity, competence, and compassion in a diverse, interconnected, and increasingly urbanized world.

The University is located on an approximately 40-acre campus approximately 10 miles west of the Chicago Loop.

Accreditations:

1. Higher Learning Commission, Member, North Central Association
2. National Council for Accreditation of Teacher Education
3. Council for Accreditation of Counseling and Related Educational Programs, and
4. National Association of Schools of Music.

Students can obtain Bachelor’s degrees in many liberal arts disciplines, and Masters and Ph.D. Degrees in Education and Teacher Leadership. The undergraduate student-to-faculty ratio is 17:1 with an average class size of 20. Enrollment for the 2012-2013 academic year as of the Fall 2012 Semester was 5,454, comprised of 1,515 (1,156 in 2009) undergraduate and 3,939 (3,054 in 2009) graduate students (compared to a total of 4,210 students in 2009-2010).

According to the University’s website, 100% of full-time undergraduate students receive some type of financial assistance based on need, merit, background, and/or academic program. In 2012-2013, the University awarded \$15.5 million in institutional merit, scholarships, and grant awards to students.

The University’s 2012-2013 undergraduate student body represents 20 states and 12 countries. Approximately 68.0% of freshmen live on campus in one of the six residence halls.

The University’s Board of Regents consists of 17 members, five of whom are elected by the Synod. A list of Board members can be found on Page 4 of this report.

The Synod: Five not-for-profit corporate and trust entities operate under the auspices of the Synod including:

1. Lutheran Church Extension Fund (“**LCEF**”)
2. Concordia Publishing House (“**CPH**”)
3. The Lutheran Church-Missouri Synod Foundation (“**LCMS**”)
4. Concordia Plan Services (“**CPS**”), and
5. Concordia Historical Institute (“**CHI**”).

The Synod has established several Program and Service Boards to guide and carry out the programmatic activities of the Synod. One of these Boards, **The Board for University Education**, broadly oversees the activities of ten colleges and universities, including Concordia University. Concordia University System, a not for profit corporate entity operating under the auspices of the Synod, carries out the activities and policies of the Synod as it applies to the Synod’s higher education institutions. Thirty-five Synod Districts operate across the United States. The University is located in the Synod’s Northeast District.

OWNERSHIP / ECONOMIC DISCLOSURE STATEMENT

Applicant	Concordia University
Project:	Series 2013 Bonds
Project Location:	7400 Augusta Street, River Forest (Cook County), Illinois 60305
Contact:	Mr. Tom Hallett, CFO; (T): 708-209-3350; Email: (tom.hallett@cuchicago.edu)
Ownership:	Illinois 501(c)(3) not-for-profit corporation
Board of Regents:	Please see attached listing below (page 4).

PROFESSIONAL & FINANCIAL

Borrower’s Counsel:	Spencer Fane Britt & Browne	St. Louis, MO	Ed Holderle
Borrower’s Advisor:	Mickeni LLC	Chicago, IL	Ken Kerzner
Auditor:	Grant Thornton LLP	Chicago, IL	Tom Brean
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Nancy A. Burke
Bank/Bond Purchaser:	FirstMerit Bank	Orland Park, IL	Steven Villate
Bank Counsel:	To be determined		
Series 2009 Bond Trustee:	Bank of New York	Chicago, IL	Michael Countryman
Issuer’s Counsel:	Requested		
IFA Advisor:	Public Financial Management, Inc.	Chicago, IL	Shannon Williams

LEGISLATIVE DISTRICTS

Congressional:	7
State Senate:	4
State House:	7

CONCORDIA UNIVERSITY’S BOARD OF REGENTS: 2012-2013

Dr. Thomas M. Buck	Mr. Terry E. Pfortmiller
Mr. Jeffrey Blackman	Mr. Robert Rauscher
Dr. Elizabeth Duda	The Rev. Gerald Schalk
Mrs. Joanne Dull	Mr. Leopold (Lee) A. Schmidt
Mr. Kirk Farney	Dr. Mark M. Silzer
The Rev. Dan Gilbert	Mark O. Stern
Mr. James Grebe	The Rev. Kent A. Tibben
Debra Grime, M.D.	Mr. Robert Wartan
Dr. John F. Johnson	Rev, William Weedon
Mr. E. Theodore (Ted) Lams	
Mark P. Muehl	Consulting Member
Mr. Chris Nelson	Dr. Nancy A. Lass



\$35,000,000
Riverside Health System

April 9, 2013

<p>REQUEST</p>	<p>Purpose: The proceeds will be used by Riverside Health System (“Riverside”, “RHS” or the “Borrower”) to (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrowers’ health care facilities (the “Project”), (ii) advance refund all or a portion of the outstanding principal amount of the Illinois Finance Authority Revenue Bonds, Series 2009 (Riverside Health System), (iii) provide for funded interest during construction of the Project, (iv) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrowers and (v) pay certain expenses incurred in connection with the issuance of the Bonds.</p> <p>Program: Conduit 501(c)(3) Revenue Bonds</p> <p>Extraordinary Conditions: None.</p>																								
<p>BOARD ACTIONS</p>	<p>Preliminary Bond Resolution</p>																								
<p>MATERIAL CHANGES</p>	<p>Not applicable. This is the first time this project is being presented to the Board.</p>																								
<p>JOB DATA</p>	<table border="0"> <tr> <td>1,872</td> <td>Current jobs</td> <td>75</td> <td>New jobs projected</td> </tr> <tr> <td>1,872</td> <td>Retained jobs</td> <td>200</td> <td>Construction jobs projected</td> </tr> </table>	1,872	Current jobs	75	New jobs projected	1,872	Retained jobs	200	Construction jobs projected																
1,872	Current jobs	75	New jobs projected																						
1,872	Retained jobs	200	Construction jobs projected																						
<p>DESCRIPTION</p>	<ul style="list-style-type: none"> • Location: Kankakee County • Riverside Health System (“RHS”) is the parent corporation of a regional health system operating in the far southern portion of the Chicago metropolitan market and headquartered in Kankakee. • Included in this Project is the reimbursement for a portion of the cost of constructing a new patient tower that opened in December 2011 and the construction of a new assisted living facility in Bourbonnais, which is scheduled to begin in Spring 2013. 																								
<p>CREDIT INDICATORS</p>	<ul style="list-style-type: none"> • Riverside is currently rated A2 Stable Outlook/A Positive Outlook by Moody’s and S&P 																								
<p>SECURITY</p>	<ul style="list-style-type: none"> • Secured with a Master Trust Indenture Note 																								
<p>MATURITY</p>	<ul style="list-style-type: none"> • Bonds will mature no later than November 15, 2043 																								
<p>SOURCES AND USES</p>	<table border="0"> <tr> <td colspan="2">Sources:</td> <td colspan="2">Uses:</td> </tr> <tr> <td>IFA Bonds</td> <td>\$35,000,000</td> <td>Project Fund</td> <td>\$21,680,335</td> </tr> <tr> <td>Premium</td> <td>\$3,560,861</td> <td>Refunding Escrow</td> <td>17,966,026</td> </tr> <tr> <td>DSRF</td> <td><u>\$1,610,500</u></td> <td>Costs of Issuance*</td> <td><u>525,000</u></td> </tr> <tr> <td colspan="2">Total</td> <td colspan="2">Total</td> </tr> <tr> <td colspan="2">\$40,171,361</td> <td colspan="2">\$40,171,361</td> </tr> </table>	Sources:		Uses:		IFA Bonds	\$35,000,000	Project Fund	\$21,680,335	Premium	\$3,560,861	Refunding Escrow	17,966,026	DSRF	<u>\$1,610,500</u>	Costs of Issuance*	<u>525,000</u>	Total		Total		\$40,171,361		\$40,171,361	
Sources:		Uses:																							
IFA Bonds	\$35,000,000	Project Fund	\$21,680,335																						
Premium	\$3,560,861	Refunding Escrow	17,966,026																						
DSRF	<u>\$1,610,500</u>	Costs of Issuance*	<u>525,000</u>																						
Total		Total																							
\$40,171,361		\$40,171,361																							
<p>*estimated</p>	<p>Total \$40,171,361 Total \$40,171,361</p>																								
<p>RECOMMENDATION</p>	<p>Credit Committee recommends approval.</p>																								

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 9, 2013**

Project: Riverside Health System

STATISTICS

Project Number:	H-HO-TE-CD-8616	Amount:	\$35,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane and Nora O'Brien
Locations:	Kankakee, Bourbonnais	County/Region:	Kankakee/Northeast

BOARD ACTION

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

VOTING RECORD

This is the first time this project has been presented to the Board.

PURPOSE

The proceeds will be used by **Riverside** to (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrowers' health care facilities (the "**Project**"), (ii) advance refund all or a portion of the outstanding principal amount of the \$66,500,000 Illinois Finance Authority Revenue Bonds, Series 2009 (**Riverside Health System**) (the "**Prior Debt**"), (iii) provide for funded interest during construction of the Project, (iv) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrowers, and (v) pay certain expenses incurred in connection with the issuance of the Bonds.

IFA PROGRAM AND CONTRIBUTION

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

VOLUME CAP

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	\$35,000,000	Uses:	Project Fund	\$21,680,335
	Premium	3,560,861		Refunding Escrow	17,966,026
	DSRF Release	1,610,500		Cost of Issuance	525,000
	Total	<u>\$40,171,361</u>		Total	<u>\$40,171,361</u>

JOBS

Current employment:	1,872 FTEs	Projected new jobs:	75 FTEs
Jobs retained:	1,872 FTEs	Construction jobs:	200 FTEs

FINANCING SUMMARY

Credit Enhancement:	None
Structure:	Fixed Rate Debt to be issued in a public offering.
Interest Rate:	Estimated at approximately 4.0% to 5.0%, dependent on market conditions on the day of pricing
Interest Rate Modes:	Fixed Rate Debt
Underlying Ratings:	Moody's - A2 (Stable Outlook); S&P - A (Positive Outlook)
Maturity:	No later than November 15, 2043
Estimated Closing Date:	May 31, 2013

PROJECT SUMMARY (FOR PRELIMINARY BOND RESOLUTION)

The proceeds will be used by **Riverside** to (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrowers' health care facilities (the "**Project**"), (ii) advance refund all or a portion of the outstanding principal amount of the \$66,500,000 Illinois Finance Authority Revenue Bonds, Series 2009 (**Riverside Health System**) (the "**Prior Debt**"), (iii) provide for funded interest during construction of the Project, (iv) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrowers, and (v) pay certain expenses incurred in connection with the issuance of the Bonds, including but not limited to the costs of refunding the Prior Debt, all as permitted by the Act (collectively, the "**Financing Purposes**").

BUSINESS SUMMARY

Riverside Health System ("**RHS**") is the parent corporation of a regional health system operating in the far southern portion of the Chicago metropolitan market and headquartered in Kankakee. RHS is the sole corporate member of **Riverside Medical Center** ("**Medical Center**"), **Oakside Corporation** ("**Oakside**"), **Butterfield Service Corporation** ("**Butterfield**") and **Riverside Senior Living Center** ("**Living Center**"). **Riverside Medical Center Foundation** (the "**Foundation**") is a not-for profit organization serving in an agency capacity by holding and managing certain investment assets contributed for the benefit of the Medical Center. All of these entities except for Butterfield Service Corporation are Illinois not-for-profit corporations and are organized as described under Section 501(c)(3) of the Internal Revenue Code. Butterfield is an Illinois business corporation.

In 1989, RHS, the Medical Center and Oakside became the initial members of an obligated group (the "**Obligated Group**") established under a Master Trust Indenture dated as of December 15, 1989, as amended and supplemented from time to time, among the members of the Obligated Group and The Bank Of New York Mellon Trust Company, N.A., successor to Bank One, National Association, as Master Trustee. Living Center became a member of the Obligated Group in 1990. Butterfield and the Foundation are not members of the Obligated Group.

- The Medical Center owns and operates a general acute care hospital in Kankakee, IL, which is licensed for 325 beds, of which 267 beds are currently staffed. In addition to the main hospital facility, the Medical Center operates the Resolve Center in Manteno, Illinois, which houses an 18-bed licensed inpatient substance abuse program and associated outpatient services. The Medical Center also operates Riverside Ambulance which provides ambulance service to the Medical Center's primary service area from six remote locations in Momence, Kankakee, St. Anne, Herscher, Limestone, and Ashkum. Riverside Ambulance is also responsible for 16 communities through its Emergency Medical Service System. In addition, the Medical Center operates multiple community, primary and specialty health centers located in Kankakee, Bourbonnais, Manteno, Monee, Momence, Hopkins Park, Watseka, Wilmington, Peotone and Coal City.
- The Medical Center also owns the Atrium Building in Bradley, Illinois which provides medical office space, space for a joint venture single-specialty ambulatory surgery center, and industrial medicine services. Located in Bourbonnais and owned by the Medical Center is the Medical Plaza, a comprehensive

ambulatory campus which includes radiation therapy, diagnostic imaging, ambulatory surgery, and physician office space. Located in Coal City and owned by the Medical Center is the West Campus, consisting of a state of the art diagnostic imaging center, and physician office complex.

- In 2011, the Medical Center opened a new multi-speciality physician and cancer infusion center in its southern market located in Watseka, Illinois. The facility provides diagnostic services including lab and CT. In December of 2012 the Medical Center expanded services at the Watseka Center to include physical therapy, additional radiology, a two suite sleep center, primary care physicians, and mid-level providers.
- Oakside operates the 70,000 square foot Riverside Health Fitness Center located in Bourbonnais, Illinois. Additionally, Oakside operates a community counseling program, two outreach clinics – Kankakee and Wilmington, a commercial pharmacy, a health equipment sales and leasing program and supports the new business activities of other affiliates.
- Living Center was incorporated in 1989 and owns and operates a senior living community that includes 90 independent living apartments known as Westwood Oaks, 96 assisted living apartments known as Butterfield Court, 18 ranch style family homes for seniors known as Westwood Estates and a 160-bed nursing facility. The senior living community is located directly across from the Medical Center in Kankakee and was constructed in phases beginning in 1990.
- There are no activities currently operated by Butterfield.

The **Riverside HealthCare Foundation** (“RHCF”) raises funds for RHS and its affiliates. From 2009 to 2011 the RHCF had total revenues of \$2.1 million and provided \$2.1 million in support of programs and initiatives for the Medical Center including over \$1.0 million in support of nursing education through scholarships. The Foundation had assets of \$14.0 million as of December 31, 2012.

Project Rationale: The Project will reimburse RHS for funds used to increase its capital assets over the last 18 months. Such funds will increase RHS’ financial flexibility and allow it to then fund from operating cash flow other projects as necessary. RHS will also use a portion of the funds for the construction of a new assisted living facility to be constructed in Bourbonnais.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Riverside HealthCare
Site Address:	Riverside Medical Center 350 N. Wall Street Kankakee, IL 60901
Contact:	Bill Douglas Senior Vice President, Chief Financial Officer
Website:	www.RiversideMC.net
Project name:	Riverside Health System (Series 2013)
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois

Ownership/2013 Board Members (501(c)(3)):

Connie Ashline, *Chairman*
Jerald Hoekstra, *Vice Chairman*
Philip Kambic, *President*
Bill Douglas, *Treasurer*
J Edgar Lambert, *Secretary*
Pamela Hull, *Assistant Secretary*
Harry Bond
Larry Goodman
Patrick Martin
Renuka Ramakrishna, M.D.
Karen Reid
Jaymie Simmon
Gary Wright

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Katten Muchin Rosenman LLP	Chicago	Janet Hoffman
Accountant:	KPMG	Chicago	Darryl Buikema
Bond Counsel:	Jones Day LLP	Chicago	Michael Mitchell
Bond Underwriter:	Barclays Capital Inc.	Chicago	Jay Sterns
Underwriter's Counsel:	SNR Denton	Chicago	Katherine Ashton
Bond Trustee:	BNY Mellon Trust Company		
Issuer's Counsel:	Pugh Jones & Johnson, P.C.	Chicago	Lorraine Tyson
Issuer's Advisor:	Acacia Financial Group, Inc.	Chicago	Courtney Shea

LEGISLATIVE DISTRICTS

Congressional: 11
State Senate: 40
State House: 79

SERVICE AREA

The primary service area is defined as Kankakee County. The secondary service area consists of portions of Will, Iroquois, Ford, Grundy, and Livingston Counties.

\$450,000,000

April 9, 2013

Rehabilitation Institute of Chicago

REQUEST	<p>Purpose: The proceeds will be used by Rehabilitation Institute of Chicago (“RIC” or the “Borrower”) to (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrower’s health care facilities, including but not limited to the construction and equipping of a 27-floor building which will house a 242-bed replacement rehabilitation hospital occupying 17 floors, a seven-floor parking garage, and three floors of medical office space (the “Project”), (ii) refinance all or a portion the Illinois Educational Facilities Authority Commercial Paper Revenue Notes (Pooled Financing Program), (iii) refund all or a portion of the Illinois Finance Authority Variable Rate Demand Revenue Bonds (Series 2009A, 2009B and 2009C), (iv) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrower, (v) fund working capital, if deemed necessary or advisable by the Authority or the Borrower, (vi) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by Borrower, and (vii) pay certain expenses incurred in connection with the issuance of the Bonds, the refinancing of the Commercial Paper and the refunding of the Series 2009 Bonds.</p> <p>Program: Conduit 501(c)(3) Revenue Bonds</p> <p>Extraordinary Conditions: None.</p>																								
BOARD ACTIONS	Preliminary Bond Resolution																								
MATERIAL CHANGES	Not applicable. This is the first time this project is being presented to the Board.																								
JOB DATA	<table border="0"> <tr> <td>1,359 (FTEs)</td> <td>Current jobs</td> <td>330 (FTEs)</td> <td>New jobs projected</td> </tr> <tr> <td>1,359 (FTEs)</td> <td>Retained jobs</td> <td>1,460</td> <td>Construction jobs projected</td> </tr> </table>	1,359 (FTEs)	Current jobs	330 (FTEs)	New jobs projected	1,359 (FTEs)	Retained jobs	1,460	Construction jobs projected																
1,359 (FTEs)	Current jobs	330 (FTEs)	New jobs projected																						
1,359 (FTEs)	Retained jobs	1,460	Construction jobs projected																						
DESCRIPTION	<ul style="list-style-type: none"> • Location (Chicago/ Cook County/ Northeast Region) • RIC is planning to construct a 27-level building to house a 242-bed hospital located at 630 N. McClurg Court. • Project costs are expected to total approximately \$550 million. Philanthropy, RIC cash from investments and operations, and the sale of RIC’s existing hospital building will also contribute to financing total development cost. 																								
CREDIT INDICATORS AND PROPOSED STRUCTURE	<ul style="list-style-type: none"> • RIC is in the process of obtaining long-term credit ratings. • The plan of finance contemplates a combination of fixed and variable rate debt issued publicly and private bank placements. 																								
SECURITY	<ul style="list-style-type: none"> • The Bonds are expected to be secured by an obligation of Rehabilitation Institute of Chicago, the sole member of the Obligated Group, under a Master Trust Indenture. Such obligation will include a pledge of revenues. 																								
MATURITY	<ul style="list-style-type: none"> • Bonds will mature no later than 40 years 																								
SOURCES AND USES	<table border="0"> <thead> <tr> <th colspan="2">Sources:</th> <th colspan="2">Uses:</th> </tr> </thead> <tbody> <tr> <td>IFA Bonds</td> <td>\$450,000,000</td> <td>Building Costs</td> <td>\$550,000,000</td> </tr> <tr> <td>Sale of Existing Hospital</td> <td>40,000,000</td> <td>Refinancing</td> <td>110,405,000</td> </tr> <tr> <td>Capital Campaign (through 2016) and RIC Cash</td> <td><u>220,405,000</u></td> <td>Capitalized Interest</td> <td>40,000,000</td> </tr> <tr> <td></td> <td></td> <td>Issuance Costs</td> <td><u>10,000,000</u></td> </tr> <tr> <td>Total</td> <td><u>\$710,405,000</u></td> <td>Total</td> <td><u>\$710,405,000</u></td> </tr> </tbody> </table>	Sources:		Uses:		IFA Bonds	\$450,000,000	Building Costs	\$550,000,000	Sale of Existing Hospital	40,000,000	Refinancing	110,405,000	Capital Campaign (through 2016) and RIC Cash	<u>220,405,000</u>	Capitalized Interest	40,000,000			Issuance Costs	<u>10,000,000</u>	Total	<u>\$710,405,000</u>	Total	<u>\$710,405,000</u>
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RECOMMENDATION	Credit Committee recommends approval.																								

**ILLINOIS FINANCE AUTHORITY
 BOARD SUMMARY
 April 9, 2013**

Project: Rehabilitation Institute of Chicago

STATISTICS

Project Number:	H-HO-TE-CD-8615	Amount:	\$450,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane and Nora O'Brien
Location:	Chicago	County/Region:	Cook/Northeast

BOARD ACTION

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

VOTING RECORD

This is the first time this project has been presented to the Board.

PURPOSE

Bond proceeds will be used by **RIC** to (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrower's health care facilities, including but not limited to the construction and equipping of a 27-floor building which will house a 242-bed replacement rehabilitation hospital occupying 17 floors, a seven-floor parking garage and three floors of medical office space (the "**Project**"), (ii) refinance all or a portion the **Illinois Educational Facilities Authority** Commercial Paper Revenue Notes (**Pooled Financing Program**), (iii) refund all or a portion of the **Illinois Finance Authority** Variable Rate Demand Revenue Bonds (**Series 2009A, 2009B and 2009C**), (iv) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrower, (v) fund working capital, if deemed necessary or advisable by the Authority or the Borrower, (vi) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the Authority or the Borrower, and (vii) pay certain expenses incurred in connection with the issuance of the Bonds, the refinancing of the Commercial Paper and the refunding of the Series 2009 Bonds.

IFA PROGRAM AND CONTRIBUTION

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

VOLUME CAP

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	\$450,000,000	Uses:	Building Costs	\$550,000,000
	Sale of Existing Hospital	40,000,000		Refinancing	110,405,000
	Capital Campaign (through 2016) and RIC Cash	<u>220,405,000</u>		Capitalized Interest	40,000,000
				Issuance Costs	<u>10,000,000</u>
Total		<u>\$710,405,000</u>	Total		<u>\$710,405,000</u>

JOBS

Current employment:	1,359 (FTEs)	Projected new jobs:	330 (FTEs)
Jobs retained:	1,359 (FTEs)	Construction jobs:	1,460

FINANCING SUMMARY

Credit Enhancement: The Bonds are expected to be secured by an obligation of Rehabilitation Institute of Chicago, the sole member of the Obligated Group, under a Master Trust Indenture. Such obligation will include a pledge of revenues.

Structure: The plan of finance contemplates a combination of fixed and variable rate debt. The fixed rate debt will be publicly sold and constitute approximately \$100-\$150 million of the total issuance. The remaining debt is expected to be variable rate bonds, likely a combination of bonds issued publicly and private bank placements.

Interest Rate: TBD based on market conditions

Interest Rate Modes: Fixed and Variable

Underlying Ratings: RIC is in the process of obtaining long-term credit ratings

Maturity: No later than 2053

Estimated Closing Date: June 20, 2013

PROJECT SUMMARY (FOR PRELIMINARY BOND RESOLUTION)

Bond proceeds will be used by **RIC** to: (i) pay or reimburse, or refinance certain indebtedness the proceeds of which were used to pay or reimburse, the costs of acquiring, constructing, renovating, remodeling and equipping certain of the Borrower's health care facilities, including but not limited to the construction and equipping of a 27-floor building which will house a 242-bed replacement rehabilitation hospital occupying 17 floors, a seven-floor parking garage and three floors of medical office space (the "**Project**"); (ii) refinance all or a portion of a loan by the Authority from the proceeds of the **Illinois Educational Facilities Authority Commercial Paper Revenue Notes (Pooled Financing Program)** (the "**Commercial Paper Notes**"); (iii) refund all or a portion of the \$22,765,000 original aggregate principal amount **Illinois Finance Authority Variable Rate Demand Revenue Bonds, Series 2009A (Rehabilitation Institute of Chicago)** (the "**Series 2009A Bonds**"); (iv) refund all or a portion of the \$52,700,000 original aggregate principal amount **Illinois Finance Authority Variable Rate Demand Revenue Bonds, Series 2009B (Rehabilitation Institute of Chicago)** (the "**Series 2009B Bonds**"); (v) refund all or a portion of the \$15,210,000 original aggregate principal amount **Illinois Finance Authority Variable Rate Demand Revenue Bonds, Series 2009C (Rehabilitation Institute of Chicago)** (the "**Series 2009C Bonds**" and, together with the Series 2009A Bonds and the Series 2009B Bonds, the "**Series 2009 Bonds**"); (vi) fund a debt service reserve fund, if deemed necessary or advisable by the Authority or the Borrower; (vii) fund working capital, if deemed necessary or advisable by the Authority or the Borrower; (viii) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the Authority or the Borrower; and (ix) pay certain expenses incurred in connection with the issuance of the Bonds, the refinancing of the Commercial Paper and the refunding of the Series 2009 Bonds, all as permitted by the Act (collectively, the "**Financing Purposes**").

BUSINESS SUMMARY

Description of Business:	The Rehabilitation Institute of Chicago (“ RIC ” or the “ Borrower ”) is the sole member of the Obligated Group. RIC’s mission is to provide for quality programs in patient care, education and research and to strive for the fullest assimilation and acceptance of the physically disabled in the community. It operates a health care system specializing in providing comprehensive rehabilitation services to the physically disabled through an array of diagnostic and therapeutic services including physical, occupational and speech therapies. RIC operates a 182-bed hospital and outpatient facility located in downtown Chicago near the medical center campus of Northwestern University as well as a number of other non-hospital facilities in the Chicago metropolitan area. These facilities provide various day rehabilitation, outpatient, vocational and recreational care and activities.
Project Rationale:	In order to continue to effectively support RIC’s mission and manage capacity constraints, RIC leadership determined that a replacement hospital was needed. This determination was driven by several factors, including: an aging current facility built almost 40 years ago that is no longer effective to meet current rehabilitation standards, the necessity to consistently turn away patients due to limited bed availability, and the difficulty of having to effectively manage operations with occupancy over 90%. RIC is planning to construct a 27-level building to house a 242-bed hospital located at 630 N. McClurg Court, two blocks south of the current campus. The existing 182-bed hospital, located at 345 East Superior Street will be discontinued upon the completion of the new hospital.
Timing:	Closing is expected to be June 20, 2013. RIC expects to break ground and start construction on July 1, 2013 and anticipates that the replacement hospital will be completed and open in the fourth quarter of calendar year 2016.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Rehabilitation Institute of Chicago
Site Address:	345 East Superior Street, Chicago, Illinois 60611
Contact:	Edward Case, Chief Financial Officer
Website:	www.ric.org
Project name:	Rehabilitation Institute of Chicago
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois
Ownership/2012-13 Board Members (501(c)(3)):	

M. Judy Reyes, *Chair*
Wesley M. Dixon Jr., *Vice Chair*
Mike P. Krasny, *Vice Chair*
Thomas A. Reynolds III, *Vice Chair*
Joanne C. Smith, *President & CEO*
Wayne R. Andersen
William Cernugel
Daniel D. Dolan Jr.
Michael L. Keiser
William E. Lowry Jr.
David D. Olson
Mark Stephan
William S. Wardrop Jr.
Linda S. Wolf

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	SNR Denton LLP	Chicago	Mary Wilson
Financial Advisor:	Hammond Hanlon Camp LLC	San Diego	Bill Hanlon
Bond Counsel	Jones Day	Chicago	John Bibby
Auditor:	Deloitte & Touche	Chicago	Don O'Callaghan
Underwriters:	J.P. Morgan Securities	Chicago	Timothy Wons
	Goldman Sachs	New York	Rondy Jennings
Underwriters' Counsel:	Ungaretti & Harris	Chicago	Thomas Fahey
IFA Counsel:	Pugh, Jones & Johnson, P.C.	Chicago	Lorraine Tyson
IFA Advisor:	Public Financial Management, Inc.	Chicago	Shannon Williams

LEGISLATIVE DISTRICTS

Congressional:	7
State Senate:	13
State House:	26

SERVICE AREA

RIC considers its primary service area to be Chicago and its surrounding suburbs and includes the counties of Cook, DuPage, Kane, Kankakee, Lake, McHenry and Will in Illinois.

RIC has developed strategic relationships with community hospitals extending its unique rehabilitation services to these communities as well as Central Illinois, Southern Illinois and Northwest Indiana. RIC also has strong referral relationships with Chicago's premier academic institutions.

In addition to servicing Illinois and greater Chicagoland, RIC maintains an increasing global reach -- serving patients from all 50 United States and 70 countries throughout the world.