



BOARD MINUTES

**ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
REGULAR MEETING
TUESDAY, MARCH 11, 2014
10:42 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 2014, 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: 10 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 11, 2014

0 YEAS

0 NAYS

10 PRESENT

P Bronner
P Fuentes
P Goetz
E Gold
E Knox

P Leonard
P Lonstein
E O’Brien
P Parish
E Pedersen

P Poole
P Tessler
E Vaught
P Zeller
P Mr. Chairman

E – Denotes Excused Absence

II. Chairman's Remarks

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

Chairman Brandt informed Members of the Board that Loyola University Chicago Stritch School of Medicine has received nine applications from qualified persons with Deferred Action for Childhood Arrivals ("DACA") immigration status or who are DACA-eligible.

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 11, 2014, 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 11, 2014 were taken up for consideration.

Member Parish moved for the adoption of the Minutes.

Vice Chairman Goetz seconded the motion.

And on that motion, a vote was taken resulting as follows: 10 Yeas; 0 Nays; 0 Answering Present.

The motion prevailed and the Minutes were adopted.

IV. Acceptance of the Financial Statements

Financial Statements for the Month Ended February 28, 2014 were taken up for consideration.

Vice Chairman Goetz moved for the adoption of the Financial Statements.

Member Fuentes seconded the motion.

And on that motion, a vote was taken resulting as follows: 10 Yeas; 0 Nays; 0 Answering Present.

The motion prevailed and the Financial Statements were adopted.

V. Approval of Project Reports and Resolutions

Chairman Brandt directed Mr. Frampton to present the projects and resolutions without guests or abstentions to the Board.

Mr. Frampton presented the following project:

Agriculture Projects

Item 1(A): Item 1(A) is a request for Beginning Farmer Revenue Bond financing.

Braden L. Short is requesting approval of a **Final** Bond Resolution in an amount not-to-exceed **One Hundred Fifty-Two Thousand Dollars** (\$152,000). This financing is being presented for one-time consideration.

Bond proceeds will be used to finance the acquisition of approximately 85.5 acres of farmland located in Mayberry Township in Hamilton County.

Vice Chairman Goetz moved for the adoption of the following project: Item 1(A).

Member Fuentes seconded the motion.

And on that motion, a vote was taken resulting as follows: 10 Yeas; 0 Nays; 0 Answering Present.

This project, having received the votes of a quorum of the Members of the Board, was declared passed.

Chairman Brandt directed Mr. Frampton to present the project and resolutions without guests or abstentions to the Board.

Mr. Frampton presented the following project and resolutions:

Educational, Cultural and Non-Healthcare 501(c)(3) Projects

Item 2: Item 2 is a request for 501(c)(3) Revenue Bond financing.

Little City Foundation is requesting approval of a **Final** Bond Resolution in an amount not-to-exceed **Five Million Three Hundred Seventy Thousand Dollars** (\$5,370,000). This financing is being presented for one-time consideration.

Bond proceeds, together with certain other funds, will be loaned to **Little City Foundation**, an Illinois not-for-profit corporation (the “**Borrower**”), to be used, together with certain other funds, to (i) current refund the outstanding principal amount of the Illinois Development Finance Authority Special Facility Revenue Bonds, Series 1994 (Little City Foundation Project) (the “**Series 1994 Bonds**”), (ii) pay or reimburse the Borrower for the payment of the costs of acquiring, constructing, renovating and equipping certain facilities of the Borrower, including but not limited to constructing and equipping a portion of the Children’s Village Initiative Project, group homes that will be specifically designated for individuals with autism and located on the Borrower’s main campus in Palatine, Illinois (the “**Project**”), and (iii) pay certain expenses incurred in connection with the issuance of the Bond and the refunding of the Series 1994 Bonds (and together with the Project, the “**Financing Purposes**”).

Mr. Frampton informed the Board that this financing is currently scheduled to close by the end of next week.

Resolutions

Item 4: Item 4 is a Resolution Authorizing the Execution and Delivery of an Amended Intergovernmental Agreement and Ancillary Documents Among the Authority and Various State Agencies and Other Parties to Implement the Energy Efficiency Program; Authorizing Request for Proposals for a Bond Purchaser in Connection with the Energy Performance Contracting Pilot Program; Delegating Certain Powers to the Executive Director of the Authority; and Ratifying Certain Actions Relating Thereto.

Item 5: Item 5 is a Resolution Authorizing the Authority to Renegotiate the Terms and Conditions of the Illinois Intermediary Relending Program Work Plan with the United States Department of Agriculture; Deploy the Program to Units of Local Governments Affected by Natural Disasters; and Allocate Monies from the General Fund of the Authority to Match the Funds Available through the Program.

Item 6: Item 6 is a Resolution Granting Executive Director Authorization to Act on Behalf of Authority to Negotiate and Execute an Intergovernmental Agreement with the Office of

the State Fire Marshal for the Fire Truck Revolving Loan Program and Related OSFM Programs.

- Item 7:** Item 7 is a Resolution Authorizing the Authority to Enter into an Intergovernmental Agreement with the Department of Transportation of the State of Illinois, and Concerning Related Matters.
- Item 8:** Withdrawn.
- Item 9:** Item 9 is a Resolution Expanding the Healthcare Committee of the Authority to Include Education and Creating the Healthcare and Education Committee of the Authority.
- Item 10:** Item 10 is a Resolution Authorizing the Executive Director to Renew the Existing Financial Advisor Contracts with Acacia Financial Group, Inc. and Public Financial Management, Inc. and to Initiate a Procurement of Additional Financial Advisory Firms in Light of the Authority's Express Policy to Use Businesses Owned by Minorities, Women, Persons with Disabilities and Small Businesses.
- Item 11:** Item 11 is a Resolution Authorizing the Executive Director of the Authority to Explore Office Lease Opportunities for the Authority.
- Item 12:** Item 12 is a Resolution Authorizing the Chairman of the Authority to Select Co-Chairs and Members of the Strategic Planning Committee of the Authority.

Chairman Brandt requested leave of the Board to use the last unanimous vote for the adoption of the following project and resolutions: Items 2, 4, 5, 6, 7, 9, 10, 11 and 12.

Leave was granted.

This project and these resolutions, having received the votes of a quorum of the Members of the Board, were declared passed and adopted, respectively.

Chairman Brandt directed Mr. Frampton to present the project which may require an abstention to the Board.

Mr. Frampton presented the following project:

Healthcare Projects

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

Centegra Health System is requesting approval of a **Final Bond Resolution** in an amount not-to-exceed **One Hundred Ninety Three Million Dollars** (\$193,000,000) (excluding original issue discount or premium, if any) in aggregate principal amount of revenue bonds consisting of one or more series of Revenue Bonds, Series 2014A (Centegra Health System) (the "Series 2014 Bonds") (provided that if the Authority shall also authorize the issuance of another series of revenue bonds to benefit the Borrower or its affiliates in 2014 for purposes related to the Financing Purposes defined below, the combined principal amount of all such revenue bonds, including the Series 2014A Bonds, shall not exceed \$193,000,000 in the aggregate.

The proceeds of the Series 2014 Bonds will be used by Centegra Health System, an Illinois not for profit corporation ("**Centegra**") to: (i) pay or reimburse Centegra and

Northern Illinois Medical Center (d/b/a Centegra Hospital – McHenry) (“NIMC”), Memorial Medical Center – Woodstock (d/b/a Centegra Hospital – Woodstock) (“MMC”), NIMED Corp. (“NIMED”) and Centegra Hospital – Huntley (“CHH” and, collectively with NIMC, MMC and NIMED, the “Users”), each an Illinois not for profit corporation, for the payment of certain costs of acquiring, constructing, renovating, remodeling and equipping certain “projects” (as such term is defined in the Act), including, but not limited to, the construction and equipping of an approximately 384,000-square foot, 128-bed acute care hospital facility expected to be owned, operated and managed by CHH; (ii) provide working capital to Centegra or one or more of the Users, if deemed necessary or advisable by Centegra; (iii) pay a portion of the interest on the Series 2014 Bonds, if deemed necessary or advisable by Centegra; (iv) fund a debt service reserve fund, if deemed necessary or advisable by Centegra; and (v) pay certain expenses incurred in connection with the issuance of the Series 2014 Bonds, all as permitted by the Act (collectively, the “Financing Purposes”).

Member Leonard moved for the adoption of the following project: Item 3.

Member Fuentes seconded the motion.

And on that motion, a vote was taken resulting as follows: 9 Yeas; 0 Nays; 1 Abstention (Goetz); 0 Answering Present.

Vice Chairman Goetz desired to be recorded as abstaining from the vote due to a family member’s contractual relationship with the Borrower.

This project, having received the votes of a quorum of the Members of the Board, was declared passed.

VI. Other Business

None.

VII. Public Comment

None.

VIII. Adjournment

Chairman Brandt reminded Members of the Board, Authority staff and all guests present that the regular meeting of the Board in March will be held on April 8, 2014.

At the time of 10:54 a.m., Member Bronner moved that the Board do now adjourn until April 8, 2014, at 10:30 a.m.

Vice Chairman Goetz seconded the motion.

The motion prevailed.

And the Board stood adjourned.

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