ILLINOIS FINANCE AUTHORITY

April 14, 2016

AGENDA

BOARD MEETING
9:30 a.m.
Michael A. Bilandic Building
160 North LaSalle Street
Suite S-1000
Chicago, Illinois 60601

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

PROJECT REPORTS AND RESOLUTIONS

EDUCATIONAL, CULTURAL AND NON-HEALTHCARE 501(c)(3) PROJECTS

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	Staff
501(c)(3) Revenue Bonds ***Final (One-Time Consideration)***						
1	Association House of Chicago	Chicago (Cook County)	$6,000,000	-	-	RF/BF
2	Lindran Properties LLC and IRG Bronzeville Group LLC (Better Housing Foundation Shoreline Properties Portfolio)	Chicago (Cook County)	$19,000,000	-	8	RF/BF
TOTAL EDUCATIONAL, CULTURAL, AND NON-HEALTHCARE 501(c)(3) PROJECTS			**$25,000,000**	**-**	**8**	

HEALTHCARE PROJECTS

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	Staff
501(c)(3) Revenue Bonds ***Final***						
3	MercyRockford Health System Corporation	Rockford (Winnebago County)	$525,000,000	331	1,000	PL/TH
4	Iowa Health System d/b/a UnityPoint Health	Peoria (Peoria County)	$60,000,000	-	365	PL/TH
TOTAL HEALTHCARE PROJECTS			**$585,000,000**	**331**	**1,365**	
GRAND TOTAL			**$610,000,000**	**331**	**1,373**	

RESOLUTIONS

Tab	Action	Staff
Resolutions		
5	Resolution Amending $5,000,000 Aggregate Principal Amount of Variable Rate Demand Revenue Bonds (Chinese American Service League Project) Series 2002 of the Illinois Development Finance Authority; Authorizing the Execution and Delivery of a Supplemental Indenture of Trust and Related Documents in Connection Therewith; and Related Matters	RF/BF
6	Resolution Authorizing the Execution and Delivery by the Illinois Finance Authority of a First Supplemental Indenture of Trust Relating to its Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013, Along with Related Documents	RF/BF
7	Resolution Approving the Transfer of Allocation for Bonding Authority of Qualified Energy Conservation Bonds by the Illinois Finance Authority to the Metropolitan Water Reclamation District of Greater Chicago in an Aggregate Principal Amount not to exceed $4,000,000; and Related Matters	RF/BF
8	Resolution Approving Emergency Contracts with MABSCO Capital, Inc., Catalyst Consulting Group, Inc., and Accounting Principals, Inc.	CM/EW
9	Resolution Authorizing the Executive Director to Enter into Contracts with ADP TotalSource, Inc./ADP TotalSource MI VII, LLC or other Providers for Employee Benefits and Payroll Services	CM/EW
10	Resolution to Approve Going Forward with Procurements for Underwriters and a Trustee, Bond Counsel, Issuer's Counsel and Other Professionals for the State Revolving Fund	CM
11	Resolution Authorizing an Intergovernmental Agreement with the Department of Human Services (DHS) and Authorizing other Arrangements with DHS or its Service Providers, or Both, including, without limitation, Grants, Loans or other Financial Arrangements, to Assist in Providing Supportive Housing Rental Subsidies for Low Income Individuals with Mental Illness	CM

ILLINOIS FINANCE AUTHORITY

160 North LaSalle Street
Suite S-1000
Chicago, IL 60601
312-651-1300
312-651-1350 fax
www.il-fa.com

Date: April 14, 2016

To: R. Robert Funderburg, Jr., Chairman
Eric Anderberg
Gila J. Bronner
James J. Fuentes
Michael W. Goetz
Robert Horne
Mayor Arlene A. Juracek
Lerry Knox
Lyle McCoy
Terrence M. O'Brien
Roger Poole
Mordecai Tessler
John Yonover
Bradley A. Zeller

From: Christopher B. Meister, Executive Director

Subject: Message from the Executive Director

Dear Members of the Authority:

High Impact Financing

This month the Authority is pleased to assist Association House of Chicago with a $6 million refunding and new money bond issue. Association House is one of the original, older Chicago "settlement houses" founded to help newly arrived immigrants. It continues with this mission today by serving nearly 20,000 individuals, mostly Latino and African-American, in Chicago's Humboldt Park, West Town, Logan Square, Avondale and Hermosa communities through human services and educational programs.

The Authority is also working with the Metropolitan Water Reclamation District of Greater Chicago ("MWRD") to help finance the acquisition and installation of energy conservation projects at the MWRD's Calumet Water and Stickney Water Reclamation facilities by utilizing the Authority's allocation of Qualified Energy Conservation Bonds ("QECBs") from the American Recovery and Reinvestment Act of 2009 as part of a larger MWRD bond issue. The energy efficiency improvements financed by this QECB project will benefit up to 3.18 million people in MWRD's northeastern Illinois service area.

Finally, we welcome MercyRockford Health System's Final Bond Resolution of not to exceed $525 million for its new Riverside Campus. This project will preserve and improve a major community healthcare asset and employer for the Rockford region.

Senate Confirmation

Congratulations to Authority Members Bronner, Fuentes, Knox, O'Brien and Tessler who were confirmed by the Illinois Senate with bipartisan support and no opposition on April 6, 2016.

Thank you Adam Israelov

We thank Member Israelov for his relatively brief but robust tenure with us. The Members of the Authority, together with Authority staff, wish him luck with his future plans in the Peach State.

As always, we look forward to continuing to work with you in support of jobs and financing capital expansion projects across Illinois.

Respectfully,

____
Christopher B. Meister
Executive Director

ILLINOIS FINANCE AUTHORITY

160 North LaSalle Street
Suite S-1000
Chicago, IL 60601
312-651-1300
312-651-1350 fax
www.il-fa.com

Date: April 14, 2016

To:

R. Robert Funderburg, Jr., Chairman	Lerry Knox
Eric Anderberg	Lyle McCoy
Gila J. Bronner	Terrence M. O'Brien
James J. Fuentes	Roger Poole
Michael W. Goetz	Mordecai Tessler
Robert Horne	John Yonover
Mayor Arlene A. Juracek	Bradley A. Zeller

From: Brad R. Fletcher, Assistant Vice President

Subject: Minutes of the March 10, 2016 Regular Meeting of the Board

Dear Member of the Authority:

Please find enclosed the Report of Proceedings prepared by Marzullo Reporting Agency, Inc. (the "**Minutes**") in connection with the regular meeting of the Board of Directors of the Illinois Finance Authority (the "**Board**"), begun and held at the Michael A. Bilandic Building, 160 North LaSalle Street, Suite S-1000, Chicago, Illinois 60601, on the second Thursday of March in the year 2016, 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**").

To aid in your review of the Minutes, please reference the following pages and line numbers for corresponding sections of the respective meeting's agenda:

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS MEETING
Thursday, March 10, 2016
9:30 AM

AGENDA:

I. Call to Order & Roll Call
(page 3, line 1 through page 5, line 4; and page 6, lines 5 through 6)

II. Approval of Agenda
(page 5, lines 5 through 17)

III. Chairman's Remarks
(page 5, lines 18 through 20)

IV. Message from the Executive Director
(page 5, line 21 through page 6, line 4)

V. Consideration of the Minutes
(page 6 lines 7 through 20)

VI. Presentation and Consideration of Financial Reports
(page 6, line 21 through page 9, line 13)

VII. Monthly Procurement Report
(page 9, line 14 through page 10, line 7)

VIII. Committee Reports
(page 10, line 8 through page 12, line 4)
IX. Presentation and Consideration of Project Reports and Resolutions
(page 12, line 5 through page 30, line 4)
X. Other Business
(page 30, line 5 through page 33, line 11; and page 33, line 14 through page 34, line 5)
XI. Public Comment
(page 33, lines 11 through 13)
XII. Adjournment
(page 34, lines 6 through 17)

The Minutes of the regular meeting of the Board are further supplemented by a summary of the respective meeting's voting record prepared by Authority staff (the "**Voting Record**"), which is also enclosed.

Please contact an Assistant Secretary of the Board to report any substantive edits to the enclosures.

Respectfully submitted,

/s/ Brad R. Fletcher
Assistant Vice President

Enclosures:
1. Minutes of the March 10, 2016 Regular Meeting of the Board
2. Voting Record of the March 10, 2016 Regular Meeting of the Board

ILLINOIS FINANCE AUTHORITY BOARD

BOARD OF DIRECTORS REGULAR MEETING

March 10th, 2016 at 9:30 a.m.

Report of Proceedings had at the Meeting of the Illinois Finance Authority Board of Directors Regular Meeting on March 10th, 2016, at the hour of 9:30 a.m., pursuant to notice, at 160 North LaSalle Street, Suite S1000, Chicago, Illinois.

APPEARANCE:

ILLINOIS FINANCE AUTHORITY BOARD OF DIRECTORS

MR. R. ROBERT FUNDERBURG, Chairman
MR. ERIC ANDERBERG
MR. JAMES J. FUENTES
MR. ADAM ISRAELOV
MS. ARLENE JURACEK
MR. LERRY KNOX
MR. MICHAEL W. GOETZ
MR. LYLE McCOY
MR. TERRY O'BRIEN
MR. MORDECAI TESSLER (Added at 9:34)
MR. JOHN YONOVER (Via audio conference)
MS. GILA J. BRONNER (Via audio conference)
MR. ROGER POOLE (Via audio conference)

ILLINOIS FINANCE AUTHORITY STAFF MEMBERS

MR. BRAD FLETCHER, Assistant Vice-President
MR. RICH FRAMPTON, Vice-President
MS. MELINDA GILDART, CFO
MS. PAMELA LENANE,Vice-President
MS. ELIZABETH WEBER, General Counsel
MS. SIX GRANDA, Controller
MS. TAMMY HARTER, Assistant/Healthcare
MR. CHRISTOPHER B. MEISTER, Executive Director
MR. PATRICK EVANS, Agricultural Banker (Via audio conference)
MR. MASANARI KATSUMI, Legal extern

CHAIRMAN FUNDERBURG: Okay, it's 9:30. I would like to go ahead and call to order the Board meeting of the Illinois Financial Authority.

Mr. Fletcher, will you please take roll?

FLETCHER: Certainly. Mr. Anderberg?

ANDERBERG: Here.

FLETCHER: Mr. Fuentes?

FUENTES: Here.

FLETCHER: Mr. Goetz?

GOETZ: Here.

FLETCHER: Mr. Israelov?

ISRAELOV: Here.

FLETCHER: Ms. Juracek?

JURACEK: Here.

FLETCHER: Mr. Knox?

KNOX: Here.

FLETCHER: Mr. McCoy?

McCOY: Here.

FLETCHER: Mr. O'Brien?

O'BRIEN: Here.

FLETCHER: Mr. Chairman?

CHAIRMAN FUNDERBURG: Here.

FLETCHER: Mr. Chairman, at this time we have a quorum of members physically present in the room.

CHAIRMAN FUNDERBURG: Okay, thank you.

FLETCHER: Are there any Board Members on the line?

YONOVER: Yonover.

BRONNER: Yes, Gila Bronner here.

FLETCHER: And can you state your reasons for attending by audio conference, please?

BRONNER: I am participating via audio conference due to the fact that I'm out of town for business reasons.

MR. YONOVER: I'm requesting to attend the

audio conference due to employment.

FLETCHER: Are there any other members on the line?

POOLE: Roger Poole. I'm requesting to attend the conference due to personal illness.

FLETCHER: Thank you. Request a motion.

CHAIRMAN FUNDERBURG: Is there a motion, then, to approve said requests, pursuant to the Bylaws and Policies of the Authority?

JURACEK: So moved.

CHAIRMAN FUNDERBURG: Is there a second?

ANDERBERG: Second.

CHAIRMAN FUNDERBURG: Discussion? All in

favor, please say aye.

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)

CHAIRMAN FUNDERBURG: Okay. Next up is the Approval of the Agenda. Are there any additions or corrections or errors in today's agenda. If not, then, is there a motion to approve the agenda?

FUENTES: So moved. I make a motion.

CHAIRMAN FUNDERBURG: Mr. Fuentes. Is there a second?

McCOY: Second.

CHAIRMAN FUNDERBURG: Discussion? All in favor, please say aye.

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)
CHAIRMAN FUNDERBURG: As far as Chairman remarks, I have none at this point.
Director Meister, comments?
MEISTER: Thank you, Chairman Funderburg. Again, I would like to highlight two of the projects, UnityPoint health, which is financing improvements and refunding bonds for Peoria's

Methodist, and Proctor Hospitals, and of course we're always pleased to welcome DePaul University. Thank you very much.
CHAIRMAN FUNDERBURG: Okay, thank you.
FLETCHER: The Assistant Secretary will note the arrival of Member Tessler.
CHAIRMAN FUNDERBURG: Yes, 9:34. Okay. At this point, then, I would like to ask for consideration of the minutes or any additions, corrections or edits to the minutes.
If not, then, is there a motion to approve them?
GOETZ: So moved.
ANDERBERG: Second.
CHAIRMAN FUNDERBURG: Moved by Mr. Geotz, seconded by Mr. Anderberg. Any discussion?
All in favor, please say aye.
(A chorus of ayes.)
CHAIRMAN FUNDERBURG: Any opposed?
(No response.)

CHAIRMAN FUNDERBURG: Okay. Minutes are approved. Thank you. Next up, Agenda Item 6 are the Presentation and Consideration of Financial Reports.

GILDART: Good morning. I'm Melinda Gildart, Chief Financial Officer of the Authority, and this month's financial report for February 2016 is as follows: Fiscal year 2016 unaudited results in the general operating fund. We have total annual revenues of $3.4 million and at 6 percent above budget. That's due primarily to higher closing fees earlier in the fiscal year.
Closing fees year to date are at $2.4 million, and that's 8 percent higher than budget. Our net investment income stands at $90,000 for the fiscal year, and that's $35,000 lower than budget.
In the month of February, the Authority generated $155,000 in closing fees. Previously fees from the University of St. Francis for $60,000, Chicago Shakespeare Theater for $53,000 and Christian Homes for $42,000.
Investment information for February is not yet available, but in January the Authority booked $88,000 net investment gain for the month, and that's our highest monthly total net in fiscal year 2016.
Total annual expenses are at $2.8 million,

and that's 17 percent lower than budget. Our employee expenses are at 1.2 million, and that's 25 percent lower than budget.

Total cash transfers out of the general operating fund to the primary government borrowing fund, and that's on behalf of the State of Illinois, is at 2.4 million.

In the month of February, the Authority recorded operating expenses of $374,000, and our monthly budgeted amount is about $419,000. For February, we have a total monthly net loss of $127,000, and that's primarily driven by lower closing fees and an uptick in operating expenses.

Our total annual net income is $695,000. The major driver behind that is 17 percent below budget in overall spending, and also we have higher administrative service and application fees.

In the general operating fund, again, we have a strong balance sheet. We have a net position of $53.9 million. I'm sorry, $53.3 million, with assets of $53.9 million, and liabilities of just $600,000.

The schedule of debt and other documents are available in your Board package this morning

immediately following the financial reports. Are there any questions?

CHAIRMAN FUNDERBURG: Questions? Okay, if no questions, then, is there a motion to accept the financial records?

GOETZ: So moved.

CHAIRMAN FUNDERBURG: By Mr. Goetz.

FUENTES: Second.

CHAIRMAN FUNDERBURG: By Mr. Fuentes. Discussion? All in favor, please say aye.

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)

CHAIRMAN FUNDERBURG: Okay, next is procurement.

GILDART: In February, the Authority renewed 35 of the 38 contracts for our master legal firm pool. In addition, we're working to execute a contract for our debt management software application.

We're currently awaiting Chief Procurement Officer approval to extend emergency contracts for IT network services, paying agent and loan servicing, board book printing and temporary staffing services.

Our upcoming contract renewals in calendar year 2016 include financial advisory services, State revolving fund trustee services, and investment management services.

Lastly, underwriting agreements for the State revolving fund are set to expire in July 2016 with no renewals pending.

CHAIRMAN FUNDERBURG: Okay. Thank you very much. Next up are Committee reports. Committee Chair Bronner, do you have a report?

BRONNER: I have no formal report, other than we accepted the financial statements, and both the Financial and Compliance Audits. We're in the process of staff putting together as well as implementing a correction action plan related to any findings from the Compliance and Financial Audits.

CHAIRMAN FUNDERBURG: Thank you very much. Alternative financing did not meet. I would like to note that the Executive Committee did meet in session this morning to further discuss Executive Director compensation and potential bonus.

It's a continuation of discussions that began on January 8th of this year, and we will address that a little further later.

Next is tax exempt. Lyle, anything to report?

McCOY: Thank you, Mr. Chairman. The Tax-Exempt Conduit Transaction Committee convened yesterday, at which time staff presented the projects in detail, which are up for consideration by the full Board today.

Mr. Evans presented the agricultural projects, and Mr. Frampton presented the -- excuse me, the educational ones. Ms. Lenane presented the healthcare projects, and Mr. Fletcher presented the

local government project.

The Committee reviewed and asked questions concerning each of these projects. Discussion items included DePaul University's use of bond proceeds and jobs forecast, as well as the operating and financial history of the obligor related to Westminster Place and Lake Forest Place, LLC, the Presbyterian Homes Obligated Group financing.

Finally, the Committee asked questions about the security and structure of the proposed Community Unit School District No. 3 in Saline County transaction, which the credit will be enhanced with bond insurance.

The Committee voted unanimously to recommend approval by the full Board of each of these projects on a Tax-Exempt Conduit -- on the Tax-Exempt Conduit Transactions Committee agenda.

CHAIRMAN FUNDERBURG: Okay, thank you very much. Any questions on any of those reports?

Okay, if not, the next item on the agenda is I would like to ask for a general consent of the members to consider Items No. 1 through 6 under Project Reports and Resolutions collectively.

Is there agreement with that?

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Okay. So that being said, let's go right to that. Who is up first?

MEISTER: Patrick Evans on the phone.

CHAIRMAN FUNDERBURG: Pat? Pat, are you there?

EVANS: Can you hear me?

CHAIRMAN FUNDERBURG: Yes, Pat.

EVANS: Can you hear me?

CHAIRMAN FUNDERBURG: Please go ahead and make your two presentations.

EVANS: Sure. Today we have two beginner farmer bonds. Both loans have FSA guarantees relating to mean that our portion of the bonds will

be a first mortgage. The first one is Timothy W. Ringger. He'll retain the first mortgage on 45 percent of $617,639 land purchase or debt of $301,000.

FSA will provide a beginning farmer bond for this portion of the debt. These funds will be used to purchase 80 acres of farmland at $7,720.

This will be a 30-year bond with an initial rate of 3.25 adjustable every five years thereafter. The first -- the interest rate will be adjusted at 25 basis below Wall Street prime. The property is located in North Central Stark County.

The second borrower is Kyler Loepker. First National Bank of Carlyle will retain a first mortgage loan on 59.8 percent of $870,000 land purchase, or $502,000 of debt. IFA will provide beginner farmer bond for this portion. There will be -- the funds will be used to purchase 153.5 acres of farmland for $5,668 per acre.

This will be a 30-year bond with an

initial rate of 2.5 adjustable after five years. The interest rate will adjust to the five-year treasury plus 1 percent. The interest rate will have a floor of 2.75 with a ceiling of 8 percent.

There will be a cap on any adjustment period of 2 percent. The property is located in Southwest part of Clinton County. Is there any questions?

CHAIRMAN FUNDERBURG: Okay, thank you.

FRAMPTON: Okay. Next we'll move to Tab 2 in your Board book, DePaul University. As many veteran Members of the IFA Board are aware, DePaul University has been IFA's most frequent borrower in the higher-education sector.

DePaul University is requesting approval of a Final Bond Resolution in an amount not to exceed $85,000,000. I would note that the presently-contemplated issuance amount is now estimated at approximately $70.4 million.

The principal component of this project is going to involve construction of a new School of Music building, which will be described further in a few moments by Mr. Jeff Bethke of DePaul.

In terms of the financing structure over the past week, all three rating agencies have assigned their ratings, each rated the Series '16 bonds and affirmed ratings on DePaul's existing debt in the single A rating category with stable outlooks.

Specially, Moody's assigned an A2 rating, while S&P and Fitch each rated DePaul at single A. The underlying bonds will be a general obligation of the University.

The parameters of the Bond Resolution provide for a maturity of not-to-exceed 40 years, although the expected final maturity date of the bonds is expected at 25 to 30 with bonds for each maturity featuring a fixed-interest rate.

In terms of the financials, those are reported beginning on page 8 of the report. DePaul features strong debt service coverage, strong and improving liquidity, as evidenced by days cash, as well as steadily amortizing long-term debt schedules as noted on the balance sheet.

Some of the factors that the rating agencies pointed to in their recently released reports are that DePaul has actively managed expenses to match enrollment fluctuations. DePaul's enrollment is reported in the table on page 11. The enrollment trends that have been posted by DePaul have actually been something that is common among many of the private institutions that have been borrowing through the Authority.

DePaul's recent expense control efforts are detailed on page 9, and primarily revolve around

the University's early retirement incentive program implemented during 2014.

And I would point out that one-time expenses associated with the 2014 early retirement incentive program were the primary driver resulting in the decline and debt service coverage posted in 2014. So the variance reported in 2014 is attributable to that factor.

Finally, just to comment on employment, DePaul's focus on expense and overhead control, given enrollment trends are really explained, the University's conservative outlook and forecast is reported both in the agenda and in the Board report. They really are linking any future employment to correlate with student enrollment and demand.

And with that, I would like to introduce Mr. Jeff Bethke, who is Executive Vice-President of DePaul, who will be making a few remarks about the School of Music project.

BETHKE: Thank you, Rich. On behalf of the President, Trustees, faculty staff and students of DePaul University, I want to thank the Board

Chairman and the Authority for considering this project application as the largest Catholic University and one of the ten largest private universities in the United States. DePaul is an economic engine for the City of Chicago and the State of Illinois.

80 percent of our graduates stay in

Chicago and make their lives in this city and in this state, making DePaul a net importer of talent into the region.

We want Chicago and Illinois to thrive, and we're proud of the more than $200,000,000 we've invested in new capital development in the state in just the past five years.

We have ten colleges and schools at DePaul, each distinguished and special in its own way. Our Music School, which is one of our smallest programs in terms of enrollments, is actually one of our most academically preeminent.

It is a nationally-ranked music program that features some of the world's finest and most respected conductors, composers, performers and recording artists, including members of the Chicago Sympathy Orchestra, Lyric Opera of Chicago, and

Chicago's most prominent music and Jazz ensembles.

The proceeds from the planned bond issue will be used to construct a new 185,000 square-foot music center at Halsted and Fullerton on DePaul's Lincoln Park Campus. The facility will feature teaching studios, rehearsal space, a 500-seat concert hall, two recital halls and a Jazz hall.

The project will not only serve as a state-of-the art educational facility, but as a professional quality performance venue serving the public and enhancing the artistic community in the

neighborhood, the city and state.

Project construction began in November 2015 and will be completed in April 2018. During that time, the project will support approximately 300 well-paying construction jobs in the State of Illinois.

So thank you, Chairman Funderburg, and thank you to the Members of the IFA Board for considering our application.

This is an important project for DePaul University, and one that we believe will produce long-lasting benefit for the people of the city and of the state. Thank you.

CHAIRMAN FUNDERBURG: Thank you. Rich, anything further?

FRAMPTON: Unless there are any questions, that concludes our remarks.

CHAIRMAN FUNDERBURG: Okay. Very good. Thank you.

LENANE: Mr. Chairman, Board Members. Westminster Place and Lake Forest Place, LLC, affiliates of Presbyterian Homes Obligated Group, is seeking a final approval for $135,000,000.

They came to the Board meeting in February and received a preliminary approval. The bond proceeds will be used to refund the Series 1996A, 2001, 2006 and 2007 variable rate demand bonds.

The proceeds will also be used to fund the Town Center renovation at Lake Forest Place Campus, which consists of renovation of the common spaces, the living room and the dining room.

MEISTER: Please proceed.

LENANE: Thank you. And other routine capital projects for Westminster Place and Lake Forest Place and paying cost of issuance.

These renovations and construction will produce 50 construction jobs over the timeframe that

the work is being done. The bonds will be carrying an investment grade rating from Fitch and S&P.

Since this has already been to the Board last month, I won't go over the financials again in depth, but they do have strong debt service coverage of 7.02 and days cash on hand of $1,061.

FLETCHER: Days.

LENANE: Days, sorry. They are a very strong continuing care retirement community. They've been around for a long time, since 1922. So are there any questions?

Turning to the next project, as the Director mentioned, Iowa Health Systems, doing business as UnityPoint Health, is seeking a Preliminary Bond Resolution authorizing the issuance of not to exceed $53,000,000 in bonds.

As you'll remember, UnityPoint Health came to the Authority at the end of last year to refund 51-- approximately $51,000,000 of outstanding bonds for Methodist Memorial Hospital in Peoria. Now they

are asking for approval to refund the Proctor Hospital bonds.

Proctor is also located in Peoria. They have acquired Proctor, the 2006A bonds, and also

seeking $17,000,000 for the benefit of the Methodist Medical Center, located at Glen Oak in Peoria, to purchase, renovate and acquire an 81,000 square-foot building, which will include classrooms, laboratories, faculty offices and support space for the College of Nursing.

They will also acquire an additional 45,000 square feet of warehouse space for the College of Nursing. They are also planning on a $11,500,000 project for exterior renovation of the Glen Oak and east-west buildings of Methodist Memorial Hospital.

These construction, the College of Nursing, the warehouse space, and the renovation of the main hospital buildings will provide 365 jobs in Peoria. Iowa Health System -- UnityPoint Health is an Iowa Health System that includes 12 hospitals, 10 in Iowa cities, four hospitals in three Illinois cities, and one hospital in Madison Wisconsin, which they recently acquired.

That hospital is Meriter Health Services, which is the teaching hospital of the University of Wisconsin at Madison. They have approximately 860 employed physicians full-time equivalents and 420 mid-level full-time equivalents.

Morgan Stanley is the underwriter of the bonds. They will issue the tax-exempt, fixed-rate debt. Their current underlying ratings of Iowa Health System is Moody's AA3 and Fitch double A minus.

I think if we go back to the financials, you will see that UnityPoint Health System is very strong with debt service coverage of 5.0 and 219 days cash on hand. As I said, they will be back for a Final Bond Resolution. At that time their bond ratings will have been affirmed.

Any questions?

CHAIRMAN FUNDERBURG: Okay.

LENANE: Okay.

CHAIRMAN FUNDERBURG: Thank you.

LENANE: Thank you.

FLETCHER: Mr. Chairman, Members of the Board, Tab No. 5 is the proposed Final Bond Resolution for School District No. 3, which is based in Harrisburg out of Saline County.

Saline County District No. 3 first received approval from the IFA Board in July 2015. Subsequent to that approval, the two co-managers on

the transaction were replaced with the now single co-manger, which RBC Capital Markets.

Additionally, the IFA transaction has been scaled back from approximately $22,000,000 to now $15,000,000, while the overall project cost remains the same.

The district, itself, will issue about $7,000,000, while we'll issue the other $15,000,000. The Authority will only be issuing one series of bonds at this time, which will be used to demolish and rebuild one of three wings at the Harrisburg main facility high school.

The bonds financing these capital expenditures will be issued as alternate revenue bonds. For some of the newer members of the Board, we put a nice summary on page 10 of the report what issuing alternate revenue bond entails, to provide some context.

In summary, the District is pledging county facilities sales tax proceeds as security for the alternate revenue bonds, and then further collateralizing them with a general property tax levy.

The pledged facilities sales tax revenues

must equal 1.25 debt service coverage or better through the life of the bonds as they remain outstanding. In Illinois, voters outside of Cook County can vote to impose this 1 percent facilities sales tax increase for school districts and for pending capital expenditures.

So D.A. Davidson & Company is still

running this transaction as the senior manager. The District is currently rated single A minus stable by S&P; however, the bonds will carry a rating of double A stable because the bonds will be issued with bond insurance through Assured Guaranty.

Bond insurance, as you know, is not something we see quite frequently, but it is available on this transaction.

Concerning the report, pages 11 through 15 provide some tables with respect to financial information of the school district, which is provided to potential bond investors in the POS/Official Statement.

We recommend approval, as does the Tax-Exempt Conduit Committee. At this time I can take any questions.

CHAIRMAN FUNDERBURG: Questions?

FLETCHER: Thank you.

CHAIRMAN FUNDERBURG: Okay, thank you.

GILDART: This Resolution is asking the Board to accept the Fiscal Year 2015 Financial Audit and the FY4 and FY15 Compliance Examination, in addition to the Fiscal Year 2015 Comprehensive Annual Financial Report.

Per the Illinois State Auditing Act, the Authority is required to undergo an annual financial audit and a two-year compliance examination. On January 28th, the Office of the Auditor General

released the Authority's FY15 Financial Audit.

On February 18th of 2016, the OAG released the Authority's two-year compliance examination. The Authority received an unmodified opinion on the financial audit and an unmodified opinion for the compliance examination, with the exclusions of the findings noted in the audit report.

In addition, the Authority submitted its FY15 Comprehensive Annual Financial Report for submission to the Government Finance Officers Association in respects to the Certificate of Excellence, which the Authority was awarded for the first time in Fiscal Year 2014.

CHAIRMAN FUNDERBURG: Okay, thank you. Okay, at this point, I would like to ask if there are any follow-up questions on any of the resolutions or other items?

If not, then I would like to ask is there a motion to pass and adopt the following project reports and resolutions: Items 1A, 1B, 2, 3, 4, 5 and 6?

ISRAELOV: So moved.

KNOX: Second.

CHAIRMAN FUNDERBURG: Okay. Roll call vote, please.

FLETCHER: Certainly. On the motion, Mr. Anderberg?

ANDERBERG: Yes.

FLETCHER: Ms. Bronner on the line?

BRONNER: Yes.
FLETCHER: Mr. Fuentes?
FUENTES: Yes.
FLETCHER: Mr. Goetz?
GOETZ: Yes.
FLETCHER: Mr. Israelov?
ISRAELOV: Yes.
FLETCHER: Ms. Juracek?

JURACEK: Yes.
FLETCHER: Mr. Knox?
KNOX: Yes.
FLETCHER: Mr. McCoy?
McCOY: Yes.
FLETCHER: Mr. O'Brien?
O'BRIEN: Yes.
FLETCHER: Mr. Poole on the line?
POOLE: Yes.
FLETCHER: Mr. Tessler?
TESSLER: Yes.
FLETCHER: Mr. Yonover on the line?
YONOVER: Yes.
FLETCHER: And Mr. Chairman?
CHAIRMAN FUNDERBURG: Yes.
FLETCHER: Mr. Chairman, the motion carries.
CHAIRMAN FUNDERBURG: Okay, thank you. Items No. 10 and 11 on the agenda we're going to skip and decide not to go into closed session.
Item No. 12 is Presentation and

Consideration of Item No. 7, which you have in your Board packets. I would like to comment that in regard to Executive Director's compensation, Mr. Meister for 2014-2015 is paid the same base

salary.
We are recommending, via consensus of the Executive Committee, an increase of 5.06 percent for 2016 retroactive to January 1st. There is the actual resolution that Ms. Weber will address.
I do want to point out a few things. First, it's been a pleasure working with Executive Director Meister and want to thank you and appreciate the hard work and good job that you do leading the IFA team on all fronts.
And then I also want to point out, too, just for the record, that the IFA employees are not paid via taxpayer dollars. They are paid via revenues that are generated through IFA activities as an enterprise business, if you will.
I also want to point out that no IFA employees participate in the State of Illinois pension plan. Okay, Ms. Weber?
WEBER: Yes. And just to follow up on the comments of Chairman Funderburg, the report of the Executive Committee that is part of this resolution is in your -- for those here in attendance, it's in your folder right after the jobs report.
It's a two-page exhibit to the resolution,

the first dealing with the compensation as described by Chairman Funderburg, and the second dealing with the Proposed Criteria Factors and Goals for Evaluating Future Performance of the Executive Director.

For those participating by phone, I did E-mail those two items out to you, so hopefully you have those available as well.

Are it any questions on Item 7?

CHAIRMAN FUNDERBURG: Okay. There does not appear. Any questions on the phone? No questions.

Then I would like to ask is there a motion to pass and adopt the following Resolution: Item No. 7.

GOETZ: So moved.

FUENTES: So moved.

CHAIRMAN FUNDERBURG: It was a tie here. Who wants to? Mr. Goetz I heard first. Mr. Goetz made the motion.

ANDERBERG: I'll second.

CHAIRMAN FUNDERBURG: Seconded by Mr. Anderberg. Further discussion, comments? Okay, all in favor, please say aye.

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)

CHAIRMAN FUNDERBURG: Okay, the ayes have it. Motion passes. Thank you.

Next up under other business, I would like to ask Adam Israelov if you would, please, if you have a few comments for us.

ISRAELOV: Sure. Thank you, Chairman Funderburg. My personal and professional life will be taking me outside the state of Illinois. I've accepted a job offer with a law firm in Atlanta.

I'm grateful for the support of Governor Rauner and Chairman Funderburg. It has been an honor to work with the other Board Members and the IFA staff to serve the citizens of Illinois. I intend to submit my resignation as a Member of the IFA later this month.

CHAIRMAN FUNDERBURG: Thank you. Thank you on behalf of the entire team, the Governor and the administration, and certainly myself and the entire IFA Board and team. We have enjoyed working with you. Thank you for your service. Thank you for your very active participation.

You've made all of us better through all

of your efforts, your questions and your observations. We really truly appreciate it, and we all wish you the very best in the future.

ISRAELOV: Thank you very much.

CHAIRMAN FUNDERBURG: Good luck in Atlanta.

MEISTER: And, Adam, on behalf of all of the IFA staff, I would like to second Chairman

Funderburg's comments and again thank you for your service. It's been a pleasure to work with you.

ISRAELOV: Thank you, Chris.

CHAIRMAN FUNDERBURG: Okay, best of luck. Okay, next?

WEBER: Not nearly as exciting. I just want to bring to the attention of the Members of the Authority some information about economic disclosure filings.

Shortly, you'll be receiving in the mail two economic disclosure forms that need to be completed and filed with State entities. Samples of both forms are in your packet today and look like this. These are just samples.

You will be receiving from the Secretary of State a Statement of Economic Interests. It's expected that that will be mailed to your home

address around March 14th. Do not complete what's in your package here. You should complete the original form that you receive in the mail, and then if you would please send it to me for any necessary review by the Authority and me as the Ethics Officer.

And since all forms must be filed no later than May 2nd, I recommend that you send the completed form to me, hopefully in the first week of April.

The second form you'll be receiving is a

Supplemental Statement of Economic Interest, and that comes from the State of Illinois Executive Ethics Commission, and that form must be filed by May 1st.

Note that both forms will be matters of public record, and I will be sending an E-mail to all members after this going over this information. So you don't have to worry about writing down notes.

And as always, I remain available to answer any questions about the forms or the process. Yes?

JURACEK: Do you want both forms sent to you or just the first one?

WEBER: I think the second one can be done electronically, but I will clarify that in the E-mail that I send out. Any other questions?

CHAIRMAN FUNDERBURG: I think this is a good point to just reaffirm and thank all of the Board Members, who are volunteers and unpaid and part-time position, for your service to the State and to the IFA.

This is important and, you know, please do your best to comply with this. Okay. That's it for other business. So at this point, I would like to ask is there any public comment? I see some familiar --

FLETCHER: Excuse the absences of Members.

CHAIRMAN FUNDERBURG: Excuse me. Thank you very much, Mr. Fletcher. I would like to ask if there's a motion to excuse the absences of the members unable to participate in person today. Is there such a motion?

KNOX: So moved.

FUENTES: Second.

CHAIRMAN FUNDERBURG: All in favor, please say aye.

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)

CHAIRMAN FUNDERBURG: Thank you, Mr. Fletcher. Any other business to come before the Board?

(No response.)

CHAIRMAN FUNDERBURG: No, okay. Is there a motion to adjourn?

GOETZ: So moved.

BRONNER: So moved.

CHAIRMAN FUNDERBURG: Okay, seconded by Mrs. Bronner. All in favor, please say aye?

(A chorus of ayes.)

CHAIRMAN FUNDERBURG: Any opposed?

(No response.)

CHAIRMAN FUNDERBURG: Meeting is adjourned. Thank you all very much.

FLETCHER: The time is 10:06 a.m.

(WHICH WERE ALL THE PROCEEDINGS HAD at 10:06 a.m.)

STATE OF ILLINOIS)
) SS:
COUNTY OF C O O K)

PAMELA A. MARZULLO, C.S.R., being first duly sworn, says that she is a court reporter doing business in the city of Chicago; that she reported in shorthand the proceedings had at the Proceedings of said cause; that the foregoing is a true and correct transcript of her shorthand notes, so taken as aforesaid, and contains all the proceedings of said meeting.

____
PAMELA A. MARZULLO
License No. 084-001624

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD VOICE VOTE
APPROVAL OF REQUESTS TO PARTICIPATE VIA AUDIO CONFERENCE
ADOPTED

March 10, 2016

9 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	NV	Poole
NV	Bronner	Y	Juracek	NV	Tessler
Y	Fuentes	Y	Knox	NV	Yonover
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD VOICE VOTE
MARCH 10, 2016 AGENDA OF THE REGULAR MEETING OF THE BOARD
ADOPTED

March 10, 2016

12 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	NV	Tessler
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD VOICE VOTE
FEBRUARY 11, 2016 MINUTES OF THE REGULAR MEETING
OF THE BOARD
ADOPTED

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD VOICE VOTE
FINANCIAL REPORTS
ACCEPTED

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

E – Denotes Excused Absence

NO. 1A

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-AG1A
BEGINNING FARMER REVENUE BOND – TIMOTHY W. RINGGER
FINAL (ONE-TIME CONSIDERATION)
PASSED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-AG1B
BEGINNING FARMER REVENUE BOND – KYLER LOEPKER
FINAL (ONE-TIME CONSIDERATION)
PASSED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

NO. 02

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-NP02
501(c)(3) REVENUE BOND – DEPAUL UNIVERSITY
FINAL (ONE-TIME CONSIDERATION)
PASSED

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O’Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

NO. 03

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-HC03
501(c)(3) REVENUE BOND – WESTMINSTER PLACE AND LAKE FOREST PLACE, LLC
(PRESBYTERIAN HOMES OBLIGATED GROUP)
FINAL
PASSED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

NO. 04

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-HC04
501(c)(3) REVENUE BOND – IOWA HEALTH SYSTEM D/B/A UNITYPOINT HEALTH
PRELIMINARY
PASSED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O’Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

NO. 05

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-LG05
LOCAL GOVERNMENT REVENUE BOND – COMMUNITY UNIT SCHOOL DISTRICT NO. 3, SALINE COUNTY (HARRISBURG)
FINAL
PASSED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O'Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD ROLL CALL
RESOLUTION 2016-0310-AD06
RESOLUTION TO ACCEPT THE FISCAL YEAR 2015 FINANCIAL AUDIT AND COMPREHENSIVE ANNUAL FINANCIAL REPORT AND THE FISCAL YEARS 2014 AND 2015 COMPLIANCE EXAMINATION
ADOPTED*

March 10, 2016

13 YEAS		0 NAYS		0 PRESENT	
Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O’Brien	Y	Mr. Chairman

* – Consent Agenda
E – Denotes Excused Absence

NO. 07

ILLINOIS FINANCE AUTHORITY
BOARD OF DIRECTORS
BOARD VOICE VOTE
RESOLUTION 2016-0310-AD07
RESOLUTION REGARDING THE EVALUATION, COMPENSATION AND GOALS OF THE EXECUTIVE DIRECTOR
ADOPTED

March 10, 2016

13 YEAS | 0 NAYS | 0 PRESENT

Y	Anderberg	Y	Israelov	Y	Poole (VIA AUDIO CONFERENCE)
Y	Bronner (VIA AUDIO CONFERENCE)	Y	Juracek	Y	Tessler (ADDED)
Y	Fuentes	Y	Knox	Y	Yonover (VIA AUDIO CONFERENCE)
Y	Goetz	Y	McCoy	E	Zeller
E	Horne	Y	O’Brien	Y	Mr. Chairman

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY

160 North LaSalle Street
Suite S-1000
Chicago, IL 60601
312-651-1300
312-651-1350 fax
www.il-fa.com

FINANCIAL ANALYSIS
April 14, 2016

V. PRESENTATION AND CONSIDERATION OF THE FINANCIAL REPORTS MONTHLY AND ANNUAL SUMMARY AS OF MARCH 31, 2016*

***All information is preliminary and unaudited.**

FISCAL YEAR 2016-UNAUDITED

1. GENERAL OPERATING FUND REVENUES, EXPENSES AND NET INCOME

a. **Total Annual Revenues** equal $3.5 million and are $62 thousand or 2% lower than budget-due primarily to **lower** closing fees since December 2015. Closing fees year to date of $2.5 million, are $26 thousand or 1% **lower** than budget. Annual fees of $218 thousand are $50 thousand lower than the budgeted amount. Administrative service fees are $93 thousand for the year and 7 times higher than budget. Application fees total $39 thousand and are 1 and ½ times the budgeted amount. Total accrued interest income from the former IRBB local governments and others totaled $712 thousand. Net investment income stands at $110 thousand for the fiscal year and is $23 thousand lower than budget.

b. In **March**, the Authority generated $85 thousand in closing fees, the lowest monthly total in FY16, and less than the monthly budget of $276 thousand. Closing fees were received from: ***Adler University*** for $68 thousand***; Loyola University c/o Deferred Action for Children (DACA)*** for $8 thousand and various ***Agriculture-relating closings*** for $9,900. Administrative service fees totaled $4,200. Investment information for March is not yet final, but in February, we recorded a net investment gain of $19 thousand, down from the $88 thousand received in January, which was the highest monthly total in Fiscal Year 2016.

c. **Total Annual Expenses** of $3.2 million, which is $545 thousand or 15% lower than budget, are mostly driven by vacant budgeted staff positions and delays in IT projects and purchases. Year to date, employee and professional services expenses each total $1.3 million; with each function at 24% and 4% under budget, respectively. Annual occupancy costs of $199 thousand are 6% higher than the budget, while general and administrative costs are $307 thousand for the year, which is 3% over budget. Total depreciation costs are $100 thousand below budget, as the debt management software implementation has been delayed. Total cash transfers out of the General Operating Fund to the Primary Government Borrowing Fund (set up to track financial activity on behalf of the State of Illinois) are $4.5 million. Total cash transfers out of the General Operating Fund to the DACA Loan Fund are $1.2 million.

d. In **March**, the Authority recorded operating expenses of $462 thousand, which is higher than the monthly budgeted amount of $419 thousand. The increase is due to payments made for legal fees on behalf of the State of Illinois Procurement in March for $108 thousand and an accrual for outstanding legal fees of $75 thousand.

e. **Total Monthly Net Loss** of -$291 thousand is driven by lower closing fees and an increase in professional services spending.

f. **Total Annual Net Income** is $463 thousand. The major driver of the annual positive bottom line continues to be the level of overall spending at 15% below budget, as well as higher administrative service and application fees.

[1] ***Operating Revenues and Expenses*** are direct results of our basic business operations. ***Non-Operating Revenues and Expenses*** are netted against each other and include interest and investment income and expenses, bad debt adjustments, transfers to the State of Illinois and realized/unrealized gains and losses on investments. ***Net Income/ (Loss)*** is our bottom line.

V. PRESENTATION AND CONSIDERATION OF THE FINANCIAL STATEMENTS
MONTHLY AND ANNUAL SUMMARY AS OF MARCH 31, 2016*

2. ALL FUNDS-ASSETS, LIABILITIES AND NET POSITION

The Statement of Net Position (Balance Sheet) represents results as of February 29, 2016. As of this date, the Authority is a $123 million dollar agency which also currently accounts for $269 million in total activity (including the Other State of Illinois Debt Fund) and maintains compliance for $24 billion in outstanding debt.

3. GENERAL OPERATING FUND-ASSETS, LIABILITIES AND NET POSITION

In the General Fund, the Authority continues to maintain a strong balance sheet, with total net position of $53.2 million. The total assets in the General Fund are $56.6 million (consisting mostly of cash, investments, and receivables). Unrestricted cash and investments total $32.4 million (with $6.6 million in liquidated securities to purchase State of Illinois receivables). Notes receivables from the former IRBB local governments total $17.2 million. Participation, DACA and other loans receivables are at $2.9 million. Restricted cash and investments in the DACA Loan Fund-Program FY15 total $1.3 million. Subsequent to the report date, the DACA Loan Fund-Program FY16, was funded with $1.2 million in cash from the General Operating Fund. Liabilities (current and non-current), including amounts due to brokers for pending investment purchases, total $2.7 million.

4. YEAR TO DATE ACTIVITY FOR ALL OTHER FUNDS

a. In accordance with governmental accounting standards, the "Other State of Illinois Debt Fund" is comprised of bond activity for the Illinois Environmental Protection Agency (IEPA), the Illinois Medical District Commission (IMDC) and Northern Illinois University Foundation (NIUF). The majority of the activity in this fund derives from the Clean Water Initiative (CWI) bonds for IEPA. Total assets and liabilities in this fund each total $146.2 million.

b. The Locally Held Fire Truck and Ambulance Revolving Loan Funds have total year to date receipts of $281 thousand. In FY16, 29 new Fire Truck revolving loans were issued totaling $7.5 million. Additional loans are pending the Authority's final administrative review. In conjunction with the Office of the State Fire Marshal, 13 new Ambulance loans totaling $1.7 million will be tentatively disbursed in April/May of 2016. Net position of $22.4 million for Fire Truck and $4.2 million for Ambulance, are reported on the Authority's balance sheet.

c. The Illinois Agricultural Loan Guarantee Fund and the Illinois Farmer Agribusiness Loan Guarantee Fund include restricted assets held by the State Treasurer to make payouts of losses, in relation to the Authority's agricultural loan guarantee program. As of FY2015, the Agricultural Guarantee Fund has expensed an actual payout of $155 thousand, in relation to previous litigation and the Agribusiness Fund includes a loss reserve of $563 thousand for potential loan loss payouts. The $155 thousand dollar payout was originally made from the Authority's locally held Industrial Project Insurance Fund. The Authority has requested reimbursement of the FY2015 payout from the Illinois Comptroller. Restricted net position for these funds totals $10.2 million and $7.9 million respectively.

d. All other nonmajor funds booked combined year to date revenues of $139 thousand, of which, $111 thousand is derived from investment activity. Year to date expenses total $17 thousand as of March. Total Net Position in the remaining nonmajor funds is $39.7 million.

e. The Metro East Police District Commission is reported as an agency/fiduciary fund, which has total assets of $26 thousand in the custody of the Authority. The Illinois Finance Authority NFP Development Fund has a total net position of $18 thousand.

5. AUTHORITY AUDITS AND REGULATORY UPDATES

a. Authority management has completed and submitted a follow-up report on its FY2014/FY2015 Financial Audit and Compliance Examination findings, which details mitigation/remediation plans for the noted findings.

b. Upcoming Governmental Accounting Standards Board (GASB) accounting and financial reporting issues critical to the Authority's financial presentation in FY2016/FY2017 include changes in investment reporting, fiduciary activities, leases, grants, nonexchange transaction compliance and indirectly, new guidance on tax abatements for local governments. The Financial Accounting Standards Board (FASB) has also (in response to GASB's initiative), submitted a proposal for all private sector entities to also disclose assistance received from governmental entities.

c. The Authority will welcome new external auditors for its FY2016 and FY2017 Financial Audit and Compliance Examination. The kick-off for the FY2016 Financial Audit will be held in May 2016.

6. OTHER SUPPLEMENTARY FINANCIAL INFORMATION

a. The Schedule of Debt, State of Illinois Receivables Summary and other documents are being presented as supplementary financial information, immediately following the financial reports in your Board package.

ILLINOIS FINANCE AUTHORITY
STATEMENT OF REVENUES, EXPENSES AND NET INCOME
GENERAL OPERATING FUND
FOR FISCAL YEAR 2016 AS OF MARCH 31, 2016
(PRELIMINARY AND UNAUDITED)

	JUL	AUG	SEP	OCT	NOV	DEC	JAN	FEB	MAR	APR	MAY	JUNE	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	BUDGET VARIANCE ($)	BUDGET VARIANCE (%)
Operating Revenues:																
Closing Fees	177,507	292,080	792,030	447,890	163,066	114,611	227,594	155,443	84,991	-	-	-	2,455,212	2,480,959	(25,747)	-1.0%
Annual Fees	16,990	11,752	14,204	76,691	-	40,004	34,357	10,152	14,089	-	-	-	218,239	268,276	(50,037)	-18.7%
Administrative Service Fees	-	15,000	10,000	-	-	43,429	25,000	-	-	-	-	-	93,429	11,250	82,179	730.5%
Application Fees	3,000	4,800	6,100	11,100	4,900	2,400	1,200	4,200	1,500	-	-	-	39,200	23,175	16,025	69.1%
Miscellaneous Fees	139	1,213	-	341	-	-	94	-	24	-	-	-	1,811	4,125	(2,314)	-56.1%
Interest Income-Loans	83,318	82,857	82,675	82,712	82,661	84,109	81,346	62,392	70,355	-	-	-	712,425	767,949	(55,524)	-7.2%
Other Revenue	-	973	169	207	206	207	200	4,748	198	-	-	-	6,908	33,000	(26,092)	-79.1%
Total Operating Revenue:	**$280,954**	**$ 408,675**	**$905,178**	**$618,941**	**$ 250,833**	**$ 284,760**	**$369,791**	**$ 236,935**	**$ 171,157**	**$ -**	**$ -**	**$ -**	**$ 3,527,224**	**$ 3,588,734**	**$ (61,510)**	**-1.7%**
Operating Expenses:																
Employee Related Expense	141,053	142,455	148,939	148,049	140,690	140,655	159,303	156,660	157,852	-	-	-	1,335,656	1,751,422	(415,766)	-23.7%
Professional Services	106,155	59,247	135,606	191,582	161,386	202,640	111,720	89,371	232,271	-	-	-	1,289,978	1,341,057	(51,079)	-3.8%
Occupancy Costs	19,832	23,793	11,217	42,809	13,219	15,474	14,647	17,006	41,297	-	-	-	199,294	187,811	11,483	6.1%
General & Administrative	29,890	28,028	30,407	27,060	35,013	35,370	36,173	57,653	27,868	-	-	-	307,462	297,282	10,180	3.4%
Depreciation and Amortization	6,078	6,120	6,120	3,942	3,942	3,942	3,942	3,942	2,892	-	-	-	40,920	141,062	(100,142)	-71.0%
Total Operating Expense	**$303,008**	**$ 259,643**	**$332,289**	**$413,442**	**$ 354,250**	**$ 398,081**	**$325,785**	**$ 324,632**	**$ 462,180**	**$ -**	**$ -**	**$ -**	**$ 3,173,310**	**$ 3,718,634**	**$ (545,324)**	**-14.7%**
Operating Income(Loss)	**$ (22,054)**	**$ 149,032**	**$572,889**	**$205,499**	**$(103,417)**	**$ (113,321)**	**$ 44,006**	**$ (87,697)**	**$ (291,023)**	**$ -**	**$ -**	**$ -**	**$ 353,914**	**$ (129,900)**	**$ 483,814**	**372.5%**
Nonoperating Revenues (Expenses):																
Miscellaneous Non-Opertg Rev/(Exp)	-	-	-	-	(610)	-	-	-	-	-	-	-	(610)	(375)	(235)	62.7%
Bad Debt Adjustments (Expense)	-	-	-	-	-	-	-	-	-	-	-	-	-	7,500	(7,500)	-100.0%
Interest and Investment Income*	25,941	26,361	26,202	21,742	27,014	20,166	16,590	23,642	N/A	-	-	-	187,658	244,650	(56,992)	-23.3%
Realized Gain (Loss) on Sale of Invest:	(473)	(1,332)	(442)	(502)	(9,686)	(9)	14,798	(51)	N/A	-	-	-	2,303	(9,750)	12,053	-123.6%
Net Appreciation (Depr) in FV of Invest	(12,645)	(26,167)	32,129	(35,752)	(58,174)	(32,358)	56,645	(4,113)	N/A	-	-	-	(80,435)	(102,750)	22,315	-21.7%
Total Nonoperating Rev (Exp)	**$ 12,823**	**$ (1,138)**	**$ 57,889**	**$ (14,512)**	**$ (41,456)**	**$ (12,201)**	**$ 88,033**	**$ 19,478**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 108,916**	**$ 139,275**	**$ (30,359)**	**-21.8%**
Net Income (Loss) Before Transfers	**$ (9,231)**	**$ 147,894**	**$630,778**	**$190,987**	**$(144,873)**	**$ (125,522)**	**$132,039**	**$ (68,219)**	**$ (291,023)**	**$ -**	**$ -**	**$ -**	**$ 462,830**	**$ 9,375**	**$ 453,455**	**4836.9%**
Transfers:																
Transfers in from other funds	-	-	-	-	251,683	2,076,383	72,226	124,479	3,389,347	-	-	-	5,914,118	-	-	0.0%
Transfers out to other funds	-	-	-	-	(251,665)	(2,076,383)	(72,226)	(124,479)	(3,389,347)	-	-	-	(5,914,100)	-	-	0.0%
Total Transfers In (Out)	**$ -**	**$ -**	**$ -**	**$ -**	**$ 18**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 18**	**$ -**	**$ -**	**0.0%**
Net Income (Loss)	**$ (9,231)**	**$ 147,894**	**$630,778**	**$190,987**	**$(144,855)**	**$ (125,522)**	**$132,039**	**$ (68,219)**	**$ (291,023)**	**$ -**	**$ -**	**$ -**	**$ 462,848**	**$ 9,375**	**$ 453,473**	**4837.0%**

Investment information is as of February 2016. Data for March 2016 will be provided at the May 2016 board meeting.

ILLINOIS FINANCE AUTHORITY
STATEMENT OF REVENUES, EXPENSES AND NET INCOME
IFA FUNDS AND AGENCY FUND ACTIVITY
FOR FISCAL YEAR 2016 AS OF MARCH 31, 2016

	GENERAL FUND	LOCALLY HELD FIRE TRUCK REV LOAN FUND	LOCALLY HELD AMBULANCE REV LOAN FUND	ALL OTHER NON-MAJOR FUNDS	SUBTOTAL IFA FUNDS	OTHER STATE OF IL DEBT FUNDS*	TOTAL ALL FUNDS	AGENCY FUNDS
Operating Revenues:								
Closing Fees	2,455,212	-	-	-	2,455,212	-	2,455,212	-
Annual Fees	218,239	-	-	-	218,239	-	218,239	-
Administrative Service Fees	93,429	-	-	-	93,429	-	93,429	-
Application Fees	39,200	-	-	-	39,200	-	39,200	-
Miscellaneous Fees	1,811	278,628	-	-	280,439	-	280,439	-
Interest Income-Loans	712,425	1,934	-	27,736	742,095	2,735,322	3,477,417	-
Other Revenue	6,908	-	-	-	6,908	-	6,908	-
Total Operating Revenue:	**$ 3,527,224**	**$ 280,562**	**$ -**	**$ 27,736**	**$ 3,835,522**	**$ 2,735,322**	**$ 6,570,844**	**$ -**
Operating Expenses:								
Employee Related Expense	1,335,656	-	-	-	1,335,656	-	1,335,656	-
Professional Services	1,289,978	1,318	1,209	7,200	1,299,705	-	1,299,705	-
Occupancy Costs	199,294	-	-	-	199,294	-	199,294	-
General & Administrative	307,462	-	-	7,089	314,551	-	314,551	-
Interest Expense	-	-	-	2,519	2,519	3,011,556	3,014,075	-
Depreciation and Amortization	40,920	-	-	-	40,920	-	40,920	-
Total Operating Expense	**$ 3,173,310**	**$ 1,318**	**$ 1,209**	**$ 16,808**	**$ 3,192,645**	**$ 3,011,556**	**$ 6,204,201**	**$ -**
Operating Income(Loss)	**$ 353,914**	**$ 279,244**	**$ (1,209)**	**$ 10,928**	**$ 642,877**	**$ (276,234)**	**$ 366,643**	**$ -**
Nonoperating Revenues (Expenses):								
Miscellaneous non-opertg rev/(exp)	(610)	-	-	-	(610)	-	(610)	-
Interest and invesment income*	187,658	29,684	21,709	156,204	395,255	276,234	671,489	15
Realized Gain (Loss) on sale of investment*	2,303	1,516	1,630	(785)	4,664	-	4,664	-
Net Appreciation (Depr) in fair value of investments*	(80,435)	(3,820)	(12,380)	(44,005)	(140,640)	-	(140,640)	-
Total Nonoperating Revenues (Expenses)	**$ 108,916**	**$ 27,380**	**$ 10,959**	**$ 111,414**	**$ 258,669**	**$ 276,234**	**$ 534,903**	**$ 15**
Net Income (Loss) Before Transfers	**$ 462,830**	**$ 306,624**	**$ 9,750**	**$ 122,342**	**$ 901,546**	**$ -**	**$ 901,546**	**$ 15**
Transfers:				**139,150**				
Transfers in from other funds	5,914,118	-	-	-	5,914,118	-	5,914,118	-
Transfers out to other funds	(5,914,100)	-	-	(18)	(5,914,118)	-	(5,914,118)	-
Total Transfers In (Out)	**$ 18**	**$ -**	**$ -**	**$ (18)**	**$ -**	**$ -**	**$ -**	**$ -**
Net Income (Loss)	**$ 462,848**	**$ 306,624**	**$ 9,750**	**$ 122,324**	**$ 901,546**	**$ -**	**$ 901,546**	**$ 15**

Investment information is as of February 2016. Data for March 2016 will be provided at the May 2016 board meeting.

ILLINOIS FINANCE AUTHORITY
STATEMENT OF NET POSITION
IFA FUNDS AND AGENCY FUND ACTIVITY
February 29, 2016
(PRELIMINARY AND UNAUDITED)

	GENERAL FUND	LOCALLY HELD FIRE TRUCK REV LOAN FUND	LOCALLY HELD AMBULANCE REV LOAN FUND	ALL OTHER NON-MAJOR FUNDS	SUBTOTAL IFA FUNDS	OTHER STATE OF IL DEBT FUNDS	TOTAL ALL FUNDS	METRO EAST POLICE DISTRICT COMMISSION
Assets and Deferred Outflows:								
Current Assets:								
Unrestricted:								
Cash & cash equivalents	14,928,988	-	-	96,083	15,025,071	-	15,025,071	-
Investments	7,145,810	-	-	787,272	7,933,082	-	7,933,082	-
Accounts receivable, Net	2,611,813	-	-	-	2,611,813	-	2,611,813	-
Loans receivables, Net	2,152,872	-	-	-	2,152,872	-	2,152,872	-
Accrued interest receivable	62,570	-	-	6,817	69,387	-	69,387	-
Bonds and notes receivable	1,732,600	-	-	-	1,732,600	-	1,732,600	-
Due from other funds	22,925	-	-	-	22,925	-	22,925	-
Due from other local government agencies	-	-	-	3,000,000	3,000,000	-	3,000,000	-
Prepaid Expenses	107,034	-	-	-	107,034	-	107,034	-
Total Current Unrestricted Assets	**$ 28,764,612**	**$ -**	**$ -**	**$ 3,890,172**	**$ 32,654,784**	**$ -**	**$ 32,654,784**	**$ -**
Restricted:								
Cash & Cash Equivalents	465,869	852,405	2,924,060	3,983,513	8,225,847	39,493,733	47,719,580	26,024
Deposits in transit	-	-	42	-	42	-	42	-
Investments	265,008	90,008	1,040,147	4,777,137	6,172,300	-	6,172,300	-
Accrued interest receivable	3,430	2,391	7,411	45,951	59,183	18,886	78,069	-
Due from primary government	-	-	-	155,000	155,000	-	155,000	-
Bonds and notes receivable from State component units	-	-	-	-	-	1,074,042	1,074,042	-
Loans receivables, Net	-	1,359,288	74,320	38,589	1,472,197	-	1,472,197	-
Total Current Restricted Assets	**$ 734,307**	**$ 2,304,092**	**$ 4,045,980**	**$ 9,000,190**	**$ 16,084,569**	**$ 40,586,661**	**$ 56,671,230**	**$ 26,024**
Total Current Assets	**$ 29,498,919**	**$ 2,304,092**	**$ 4,045,980**	**$ 12,890,362**	**$ 48,739,353**	**$ 40,586,661**	**$ 89,326,014**	**$ 26,024**
Non-current Assets:								
Unrestricted:								
Investments	10,333,896	-	-	1,027,560	11,361,456	-	11,361,456	-
Loans receivables, Net	770,633	-	-	-	770,633	-	770,633	-
Bonds and notes receivable	15,457,337	-	-	-	15,457,337	-	15,457,337	-
Total Noncurrent Unrestricted Assets	**$ 26,561,866**	**$ -**	**$ -**	**$ 1,027,560**	**$ 27,589,426**	**$ -**	**$ 27,589,426**	**$ -**
Restricted:								
Cash & Cash Equivalents	-	-	-	600,000	600,000	-	600,000	-
Investments	547,084	84,972	-	5,751,519	6,383,575	-	6,383,575	-
Funds in the custody of the Treasurer	-	32,723	-	18,055,255	18,087,978	-	18,087,978	-
Loans receivables, Net	-	19,965,258	172,960	1,379,419	21,517,637	-	21,517,637	-
Bonds and notes receivable from primary government	-	-	-	-	-	73,570,070	73,570,070	-
Bonds and notes receivable from State component units	-	-	-	-	-	31,367,934	31,367,934	-
Total Noncurrent Restricted Assets	**$ 547,084**	**$ 20,082,953**	**$ 172,960**	**$ 25,786,193**	**$ 46,589,190**	**$ 104,938,004**	**$ 151,527,194**	**$ -**
Capital Assets								
Capital Assets	785,136	-	-	-	785,136	-	785,136	-
Accumulated Depreciation	(750,597)	-	-	-	(750,597)	-	(750,597)	-
Total Capital Assets	**$ 34,539**	**$ -**	**$ -**	**$ -**	**$ 34,539**	**$ -**	**$ 34,539**	**$ -**
Total Noncurrent Assets	**$ 27,143,489**	**$ 20,082,953**	**$ 172,960**	**$ 26,813,753**	**$ 74,213,155**	**$ 104,938,004**	**$ 179,151,159**	**$ -**
Total Assets	**$ 56,642,408**	**$ 22,387,045**	**$ 4,218,940**	**$ 39,704,115**	**$ 122,952,508**	**$ 145,524,665**	**$ 268,477,173**	**$ 26,024**

ILLINOIS FINANCE AUTHORITY

ILLINOIS FINANCE AUTHORITY
STATEMENT OF NET POSITION
IFA FUNDS AND AGENCY FUND ACTIVITY
February 29, 2016
(PRELIMINARY AND UNAUDITED)

	GENERAL FUND	LOCALLY HELD FIRE TRUCK REV LOAN FUND	LOCALLY HELD AMBULANCE REV LOAN FUND	ALL OTHER NON-MAJOR FUNDS	SUBTOTAL IFA FUNDS	OTHER STATE OF IL DEBT FUNDS	TOTAL ALL FUNDS	METRO EAST POLICE DISTRICT COMMISSION
DEFERRED OUTFLOWS OF RESOURCES:								
Deferred loss on debt refunding	-	-	-	-	-	671,983	671,983	-
TOTAL DEFERRED OUTFLOWS OF RESOURCES	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 671,983**	**$ 671,983**	**$ -**
Total Assets & Deferred Inflows of Resources	**$ 56,642,408**	**$ 22,387,045**	**$ 4,218,940**	**$ 39,704,115**	**$ 122,952,508**	**$ 146,196,648**	**$ 269,149,156**	**$ 26,024**

ILLINOIS FINANCE AUTHORITY
STATEMENT OF NET POSITION
IFA FUNDS AND AGENCY FUND ACTIVITY
February 29, 2016
(PRELIMINARY AND UNAUDITED)

	GENERAL FUND	LOCALLY HELD FIRE TRUCK REV LOAN FUND	LOCALLY HELD AMBULANCE REV LOAN FUND	ALL OTHER NON-MAJOR FUNDS	SUBTOTAL IFA FUNDS	OTHER STATE OF IL DEBT FUNDS	TOTAL ALL FUNDS	METRO EAST POLICE DISTRICT COMMISSION
Liabilities:								
Current Liabilities:								
Payable from unrestricted current assets:								
Accounts payable	41,230	-	-	65,174	106,404	-	106,404	-
Payables from pending investment purchases	2,639,056	-	-	-	2,639,056	-	2,639,056	-
Accrued liabilities	204,499	-	-	-	204,499	-	204,499	-
Due to employees	101,017	-	-	-	101,017	-	101,017	-
Due to primary government	80,001	-	-	-	80,001	-	80,001	-
Due to other funds	-	-	-	22,925	22,925	-	22,925	-
Other liabilities	50,000	-	-	-	50,000	-	50,000	26,012
Unearned revenue, net of accumulated amortization	319,440	-	-	-	319,440	-	319,440	-
Total Current Liabilities Payable from Unrestricted Current Assets	**$ 3,435,243**	**$ -**	**$ -**	**$ 88,099**	**$ 3,523,342**	**$ -**	**$ 3,523,342**	**$ 26,012**
Payable from restricted current assets:								
Accounts payable	-	-	-	35,066	35,066	-	35,066	-
Accrued interest payable	-	-	-	773	773	1,326,864	1,327,637	-
Bonds and notes payable from primary government	-	-	-	-	-	-	-	-
Bonds and notes payable from State component units	-	-	-	-	-	841,018	841,018	-
Current portion of long term debt	-	-	-	60,584	60,584	-	60,584	-
Other liabilities	-	-	-	155,000	155,000	-	155,000	-
Unamortized bond premium	-	-	-	-	-	1,566,584	1,566,584	-
Total Current Liabilities Payable from Restricted Current Assets	**$ -**	**$ -**	**$ -**	**$ 251,423**	**$ 251,423**	**$ 3,734,466**	**$ 3,985,889**	**$ -**
Total Current Liabilties	**$ 3,435,243**	**$ -**	**$ -**	**$ 339,522**	**$ 3,774,765**	**$ 3,734,466**	**$ 7,509,231**	**$ 26,012**
Noncurrent Liabilities								
Payable from unrestricted noncurrent assets:								
Noncurrent payables	585	-	-	-	585	-	585	-
Assets	**$ 585**	**$ -**	**$ -**	**$ -**	**$ 585**	**$ -**	**$ 585**	**$ -**
Payable from restricted noncurrent assets:								
Bonds and notes payable from primary government	-	-	-	-	-	97,675,000	97,675,000	-
Bonds and notes payable from State component units	-	-	-	-	-	36,862,465	36,862,465	-
Noncurrent portion of long term debt	-	-	-	248,512	248,512	-	248,512	-
Noncurrent loan reserve	-	-	-	562,675	562,675	-	562,675	-
Unamortized bond premium	-	-	-	-	-	7,924,717	7,924,717	-
Total Noncurrent Liabilities Payable from Restricted Noncurrent	**$ -**	**$ -**	**$ -**	**$ 811,187**	**$ 811,187**	**$ 142,462,182**	**$ 143,273,369**	**$ -**
Total Noncurrent Liabilities	**$ 585**	**$ -**	**$ -**	**$ 811,187**	**$ 811,772**	**$ 142,462,182**	**$ 143,273,954**	**$ -**
Total Liabilities	**$ 3,435,828**	**$ -**	**$ -**	**$ 1,150,709**	**$ 4,586,537**	**$ 146,196,648**	**$ 150,783,185**	**$ 26,012**
Net Position:								
Net Investment in Capital Assets	34,539	-	-	-	34,539	-	34,539	-
Restricted	-	22,080,421	4,209,190	33,588,662	59,878,273	-	59,878,273	-
Unrestricted	52,709,193	-	-	4,844,161	57,553,354	-	57,553,354	-
Current Change in Net Position	462,848	306,624	9,750	120,583	899,805	-	899,805	12
Total Net Position	**$ 53,206,580**	**$ 22,387,045**	**$ 4,218,940**	**$ 38,553,406**	**$ 118,365,971**	**$ -**	**$ 118,365,971**	**$ 12**
Total Liabilities & Net Position	**$ 56,642,408**	**$ 22,387,045**	**$ 4,218,940**	**$ 39,704,115**	**$ 122,952,508**	**$ 146,196,648**	**$ 269,149,156**	**$ 26,024**

STATE of ILLINOIS
DETAILED RECEIVABLES SUMMARY (UNAUDITED)
AS OF APRIL 4, 2016

As of April 4, 2016 the Illinois Finance Authority has purchased the following receivables on behalf of the State of Illinois, pursuant to Resolutions 2015-1112-AD11 and 2016-0211-AD07:

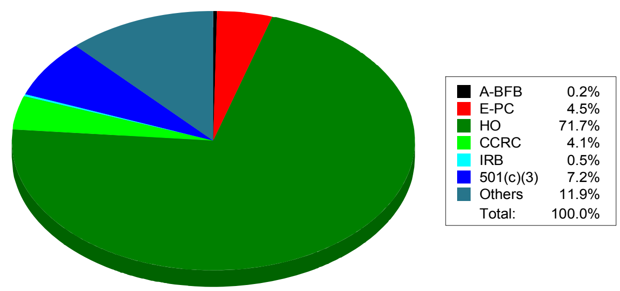
Vendor	Payment dates		Amount
Cosgrove Distributors	12/21/15	$	9,225.92
Grayboy	12/16/15	$	15,790.36
M. J. Kellner	12/28/15	$	1,806,912.20
M. J. Kellner	03/31/16		1,929,224.10
	Total M.J. Kellner	$	3,736,136.30
Smith Maintenance	11/25/15	$	251,665.26
Smith Maintenance	12/29/15		125,832.63
Smith Maintenance	02/10/16		129,811.11
Smith Maintenance	03/21/16		151,826.83
	Total Smith Maintenance	$	659,135.83
Sysco	12/16/15	$	32,418.85
	Total State of Illinois Assigned/Purchased Receivables	**$**	**4,452,707.26**

Bonds Issued - Fiscal Year Comparison
for the Period Ending March 31, 2016

Fiscal Year 2014

#	Market Sector	Principal Issued
21	Agriculture - Beginner Farmer	3,729,751
4	Education	93,895,000
9	Healthcare - Hospital	1,493,795,000
4	Healthcare - CCRC	84,995,000
1	Industrial Revenue	10,000,000
11	501(c)(3) Not-for-Profit	165,617,000
6	Local Government	247,360,000
56		$ 2,099,391,751

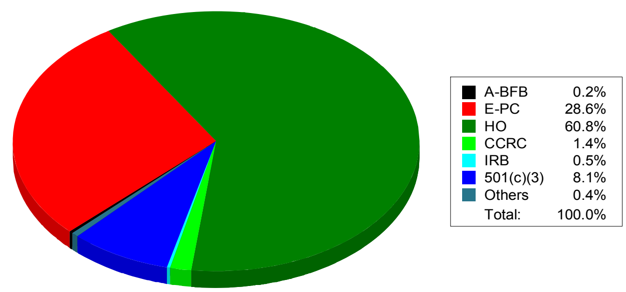
Bonds Issued in Fiscal Year 2014



Fiscal Year 2015

#	Market Sector	Principal Issued
15	Agriculture - Beginner Farmer	4,154,742
4	Education	788,149,000
11	Healthcare - Hospital	1,416,385,000
1	Healthcare - CCRC	39,640,000
2	Industrial Revenue	14,000,000
11	501(c)(3) Not-for-Profit	236,986,075
1	Local Government	12,000,000
45		$ 2,511,314,817

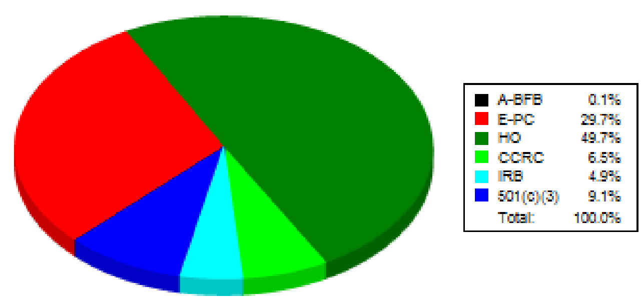
Bonds Issued in Fiscal Year 2015



Fiscal Year 2016

#	Market Sector	Principal Issued
11	Agriculture - Beginner Farmer	2,641,495
8	Education	607,365,000
9	Healthcare - Hospital	1,014,973,000
4	Healthcare - CCRC	132,692,000
1	Industrial Revenue	100,000,000
6	501(c)(3) Not-for-Profit	186,265,000
39		$2,043,936,495

Bonds Issued in Fiscal Year 2016



Bonds Issued and Outstanding
_as of_
March 31, 2016

Bonds Issued between July 01, 2015 and March 31, 2016

Bond Issue		Date Issued	Initial Interest Rate	Principal Issued	Bonds Refunded
A-BFB	Beginning Farmer Bond	07/01/2015	Fixed at Schedule	1,779,775	0
E-PC	North Central College	07/09/2015	Variable	30,177,000	0
501(c)(3)	Shedd Aquarium Society	07/24/2015	Fixed at Schedule	22,945,000	22,945,000
501(c)(3)	Field Museum of Natural History	07/28/2015	Variable	88,500,000	88,500,000
HO	Little Company of Mary Hospital	08/18/2015	Variable	102,000,000	72,000,000
501(c)(3)	The Joint Commission	08/26/2015	Fixed at Schedule	16,000,000	0
501(c)(3)	Providence St. Mel	09/01/2015	Variable	19,040,000	9,800,000
501(c)(3)	Goodman Theatre	09/01/2015	Fixed at Schedule	24,680,000	24,680,000
CCRC	Villa St. Benedict	09/10/2015	Fixed at Schedule	39,030,000	37,210,000
E-PC	The University of Chicago	09/10/2015	Fixed at Schedule	415,825,000	224,030,000
HO	Advocate Health Care	09/25/2015	Fixed at Schedule	100,000,000	100,000,000
HO	OSF HealthCare System	09/28/2015	Fixed at Schedule	368,150,000	216,231,343
HO	Palos Community Hospital	10/01/2015	Variable	232,015,000	220,145,000
HO	Riverside Health Systems	10/14/2015	Variable	37,165,000	37,165,000
E-PC	Columbia College Chicago	10/15/2015	Fixed at Schedule	58,465,000	58,465,000
CCRC	Plymouth Place	10/20/2015	Fixed at Schedule	56,260,000	56,260,000
HO	Advocate Health Care	10/22/2015	Fixed at Schedule	71,645,000	0
E-PC	Nazareth Academy	10/28/2015	Variable	25,200,000	10,500,000
HO	Sarah Bush Lincoln Health Center	11/24/2015	Variable	30,000,000	0
HO	Passavant Hospital	11/30/2015	Variable	22,778,000	0
CCRC	Norwegian Lutheran Bethesda Home Association	12/16/2015	Variable	7,517,000	582,446
E-PC	Intrinsic Schools-Belmont School Project	12/17/2015	Fixed at Schedule	21,855,000	0
A-BFB	Beginning Farmer Bonds	01/01/2016		861,720	0
E-PC	Loyola Academy	01/26/2016	Variable	21,743,000	21,500,000
IRB	CenterPoint Joliet Terminal Railroad, LLC	01/28/2016	Variable	100,000,000	0
HO	UnityPoint Health	02/08/2016	Variable	51,220,000	51,220,000
501(c)(3)	Chicago Shakespeare Theater	02/11/2016	Variable	15,100,000	4,100,000
E-PC	University of St. Francis	02/23/2016	Variable	15,000,000	0
CCRC	Christian Homes	03/10/2016	Fixed at Schedule	29,885,000	11,160,000
E-PC	Adler University Project	03/28/2016	Fixed at Schedule	19,100,000	0
		Total Bonds Issued as of March 31, 2016		$ 2,043,936,495	$ 1,266,493,789

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, 2015 and March 31, 2016

Date Funded	Initial Interest Rate	Loan Proceeds	Acres	County
09/30/2015	5.00	460,000	80.00	Montgomery
10/02/2015	5.00	98,100	39.24	Saline
10/14/2015	5.00	333,750	50.00	Ford
11/09/2015	2.9	174,000	58.00	Wayne
12/11/2015	3.25	230,000	33.00	Whiteside
12/29/2015	3.00	483,925	74.45	Henry
03/01/2016	3.50	333,500	86.44	White
03/04/2016	3.50	192,500	110.00	White
03/04/2016	3.25	79,375	40.00	Hamilton
03/04/2016	3.25	79,375	40.00	Hamilton
03/24/2016	3.25	176,970	68.00	Jasper
Total Beginner Farmer Bonds Issued		$ 2,641,495	679.13	

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 June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity
Illinois Finance Authority "IFA" [b]				
Agriculture	$ 48,313,152	$ 50,954,647		
Education	4,273,041,117	4,658,745,519		
Healthcare	13,533,399,874	13,974,660,241		
Industrial Development [includes Recovery Zone/Midwest Disaster]	695,925,824	828,775,070		
Local Government	294,800,000	301,440,000		
Multifamily/Senior Housing	168,364,435	166,347,211		
501(c)(3) Not-for Profits	1,406,590,039	1,568,205,042		
Exempt Facilities Bonds	249,915,000	199,915,000		
1 **Total IFA Principal Outstanding**	**$ 20,670,349,441**	**$ 21,749,042,730**		
Illinois Development Finance Authority "IDFA" [b]				
Education	496,388	496,388		
Healthcare	80,200,000	80,200,000		
Industrial Development	113,009,098	209,932,914		
Local Government	358,231,651	225,947,285		
Multifamily/Senior Housing	704,441,769	83,679,117		
501(c)(3) Not-for Profits	118,035,000	629,242,624		
Exempt Facilities Bonds				
Total IDFA Principal Outstanding	**$ 1,374,413,906**	**$ 1,229,498,328**		
Illinois Rural Bond Bank "IRBB" [b]				
Total IRBB Principal Outstanding	**$ -**	**$ -**		
Illinois Health Facilities Authority "IHFA"	**$ 739,875,000**	**$ 642,304,894**		
Illinois Educational Facilities Authority "IEFA"	**$ 640,921,000**	**$ 572,718,000**		
Illinois Farm Development Authority "IFDA" [f]	**$ 15,646,526**	**$ 15,587,111**		
Total Illinois Finance Authority Debt	**$ 23,441,205,873**	**$ 24,209,151,063**	**$ 28,150,000,000**	**$ 3,940,848,937**

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

Section I (b)

	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity
General Purpose Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/801-40(w)]				
* Issued through IRBB - Local Government Pools				
*Issued through IFA - Local Government Pools				
Issued through IFA - Illinois Medical District Commission	36,280,000	34,885,000		
Total General Moral Obligations	**$ 36,280,000**	**$ 34,885,000**	**$ 150,000,000**	**$ 115,115,000**
* All the Local Government bonds were defeased as of August 1, 2014.				
Financially Distressed Cities Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/825-60]				
Issued through IFA	$ -	$ -		
Issued through IDFA	-	-		
Total Financially Distressed Cities	**$ -**	**$ -**	**$ 50,000,000**	**$ 50,000,000**
State Component Unit Bonds [c]				
Issued through IDFA [i]	-	-		
Issued through IFA [i]	122,656,626	99,938,207		
Total State Component Unit Bonds	**$ 122,656,626**	**$ 99,938,207**		

Designated exclusive Issuer by the Governor of the State of Illinois to issue Midwestern Disaster Area Bonds in Illinois. This Federal program expired as of December 31, 2012.

Section I (c)

	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Remaining MDAB Volume Cap
Midwestern Disaster Area Bonds [Flood Relief]	**$ 65,257,870**	**$ 64,672,891**	**N/A**

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/(by) IFA	Bonds issued as of December 31, 2014	Remaining ARRA Volume Cap for each Program as of December 31, 2014
Recovery Zone Economic Development Bonds**	**$ 666,972,000**	**$ 16,940,000**	**$ 12,900,000**	N/A
Recovery Zone Facilities Bonds**	**$ 1,000,457,000**	**$ 204,058,967**	**$ 214,849,804**	N/A
Qualified Energy Conservation Bonds***	**$ 133,846,000**	**$ (17,865,000)**	**$ 82,795,000**	**IFA Cap: $4,755,783 Cities/Counties Cap: $46,295,717**

** Programs expired as of 12/31/2010. There have been no new issues subsequent to the expiration date of these Federal programs.

*** The IFA manages the QECB allocation for the entire State of Illinois. All QECB's to date have been issued by local governments or state universities. The QECB program currently has no set expiration date under Federal law. *IFA's remaining QECB allocation of $4,755,783 has been reserved for use by state universities.*

ILLINOIS FINANCE AUTHORITY

Schedule of Debt [a]

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

Section II	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity
Illinois Power Agency	$ -	$ -	$ 4,000,000,000	$ 4,000,000,000

Illinois Finance Authority Act [20 ILCS 3501 Section 825-65(f); 825-70 and 825-75] - see also P.A. 96-103 effective 01/01/2010

Section III	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity
Clean Coal, Coal, Renewable Energy and Energy Efficiency Projects	$ -	$ -	$ 3,000,000,000 [d]	$ 3,000,000,000

Issued under the Illinois Finance Authority Act [20 ILCS 3501 Sections 830-25 (see also P.A.96-103); 830-30; 830-35; 830-45 and 830-50]

Section IV	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity	State Exposure
Agri Debt Guarantees [Restructuring Existing Debt]					
Fund # 994 - Fund Balance $10,187,531**	$ 8,108,370	$ 7,199,714	$ 160,000,000	$ 152,800,286	$ 6,117,903
AG Loan Guarantee Program					
Fund # 205 - Fund Balance $7,867,724**	$ 8,511,765	$ 7,345,232	$ 225,000,000 [e]	$ 217,654,768	$ 6,243,447
Agri Industry Loan Guarantee Program	$ 4,543,157	$ 3,871,878			3,291,096
Farm Purchase Guarantee Program	909,887	898,197			763,468
Specialized Livestock Guarantee Program	2,163,574	1,701,243			1,446,057
Young Farmer Loan Guarantee Program	895,146	873,914			742,826
Total State Guarantees	$ 16,620,134	$ 14,544,946	$ 385,000,000	$ 370,455,054	$ 12,361,350

Issued under the Illinois Finance Authority Act [20 ILCS 3501 Sections 825-80 and 825-85

Section V			Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Cash and Investment Balance
132	Fire Truck Revolving Loan Program**	Fund # 572	$ 17,052,813	$ 21,324,546	$ 1,020,917
8	Ambulance Revolving Loan Program **	Fund # 334	$ 415,920	$ 247,280	$ 3,965,199

Note: Due to deposits in transit, the Fund Balance at the IOC may differ from the IFA General Ledger. In May, 2014 the OSF transferred the Fund Balance to a Locally Held Fund by the IFA.

Issued under the Illinois Environmental Facilities Financing Act [20 ILCS 3515/9]

Section VI	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Program Limitations	Remaining Capacity
Environmental [Large Business]				
Issued through IFA	$ 16,495,000	$ 63,570,000		
Issued through IDFA	118,035,000	113,710,000		
Total Environmental [Large Business]	$ 134,530,000	$ 177,280,000	$ 2,425,000,000	$ 2,247,720,000
Environmental [Small Business]	$ -	$ -	$ 75,000,000	$ 75,000,000
Total Environment Bonds Issued under Act	$ 134,530,000	$ 177,280,000	$ 2,500,000,000	$ 2,322,720,000

Illinois Finance Authority Funds at Risk

Section VII	Original Amount	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016
Participation Loans			
Business & Industry	23,020,158	1,107,646	1,071,092
Agriculture	6,079,859	96,159	96,159
Participation Loans exluding Defaults & Allowances	29,100,017	1,203,805	1,167,251
Plus: Legacy IDFA Loans in Default		858,458	843,173
Less: Allowance for Doubtful Accounts		1,002,182	976,359
Total Participation Loans		1,060,081	1,034,065
Local Government Direct Loans	1,289,750	126,000	114,000
Rural Bond Bank Local Government Note Receivable**		20,462,037	17,189,937
FmHA Loans	963,250	207,658	187,404
Renewable Energy [RED Fund]	2,000,000	1,302,261	1,230,330
Total Loans Outstanding	34,353,017	23,158,036	19,755,736

IRBB funds were defeased and transferred into a note receivable with the IFA.

Higher Education Loan Act (110 ILCS 945 or "HELA")

Section VIII	Principal Outstanding June 30, 2015	Principal Outstanding March 31, 2016	Statutory Debt Limitation	Remaining HELA Debt Limitation
Midwestern University Foundation - Student Loan Program Revenue Bonds	$ 15,000,000	$ 15,000,000	$ 200,000,000 [d]	$ 185,000,000

[a] Total subject to change; late month payment data may not be included at issuance of report.
[b] State Component Unit Bonds included in balance.
[c] Does not include Unamortized issuance premium as reported in Audited Financials.
[d] Program Limitation reflects the increase to $3 billion effective 01/01/2010 under P.A. 96-103.
[e] Program Limitation reflects the increase from $75 million to $225 million effective 01/01/2010 under P.A. 96-103.
[f] Beginner Farmer Bonds are currently updated annually; new bonds will be added under the Illinois Finance Authority when the bond closes.
[g] Midwestern Disaster Area Bonds - Illinois Counties eligible for Midwest Disaster Bonds included Adams, Calhoun, Clark, Coles, Crawford, Cumberland, Douglas, Edgar, Hancock, Henderson, Jasper, Jersey, Lake, Lawrence, Mercer, Rock Island, Whiteside and Winnebago.
[h] Recovery Zone Facility Revenue Bonds - Federal government allocated volume cap directly to all 102 Illinois counties and 8 municipalities with population of 100,000 or more. [Public Act 96-1020]
[i] Includes EPA Clean Water Revolving Fund
* Preliminary balances that are subject to change.
** Balances as of February, 2016.

ILLINOIS FINANCE AUTHORITY
MEMORANDUM

PRELIMINARY AND UNAUDITED
Amounts are estimated and unaudited

To:	Illinois Finance Authority Board of Directors
From:	Melinda M. Gildart, Chief Financial Officer
Date:	April 14, 2016
Re:	Monthly Procurement Report

CONTRACTS EXECUTED

Services Provided	Vendor	Proposed Initial Term (Yrs)	Estimated Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
Illinois Procurement Code-Emergency Contracts							
IT Network Consulting Services	Catalyst Consulting, Inc.	9 mos	03/16-12/16	$ 67,500	$ 15,000	$ 15,000	$ 60,000
Loan Management Services	Mabsco, Inc.	9 mos	03/16-12/16	75,000	25,000	25,000	100,000
Paying Agent/Custodian Services	U.S. Bank National Association	90 days	03/16-06/16	4,500	4,750	4,750	20,000
Board Book Printing Services	Swift Impressions, Inc.	90 days	03/16-06/16	3,000	2,500	2,500	10,000
Exempt from Illinois Procurement Code -Anticipation of Litigation							
State of Illinois Procurement for Legal Services	Jenner & Block	1	12/15-02/16	$ 125,000	$ -	$ -	$ 125,000
State of Illinois Procurement for Legal Services	G & R Public Law Strategies	1	11/15-11/16	50,000	-	-	50,000

CONTRACTS PENDING EXECUTION

Services Provided	Vendor	Proposed Initial Term (Yrs)	Estimated Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
Illinois Procurement Code-Competitive Bids/Proposals							
Debt Management Software Application	Technology Partnership Group, Inc.	3	06/16-05/18	$ 552,250	N/A	N/A	N/A

EXPIRED AND EXPIRING CONTRACTS

Services Provided	Vendor	Previous Term (Yrs)	Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
Illinois Procurement Code-Competitive Bids/Proposals							
Legislative Services (Expired 9/30/15)	Howard Kenner Government Consulting	90 days	07/15-09/15	$ 15,000	$ 60,000	$ 60,000	$ 60,000
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Bank Of America/Merrill Lynch Inc.	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Citigroup	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Piper Jaffray & Co.	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Ramirez & Co., Inc.	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Siebert Brandford Shank & Co.	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Wells Fargo Bank	3	08/13-07/16	-	-	-	-

ILLINOIS FINANCE AUTHORITY
MEMORANDUM

PRELIMINARY AND UNAUDITED

Amounts are estimated and unaudited

To: Illinois Finance Authority Board of Directors
From: Melinda M. Gildart, Chief Financial Officer
Date: April 14, 2016
Re: Monthly Procurement Report

State of Illinois Revolving Fund Program Financing - Underwriting Services*	J.P. Morgan Securities LLC	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Jeffries LLC	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Loop Capital Markets LLC	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Morgan Stanley & Co. LLC	3	08/13-07/16	-	-	-	-
State of Illinois Revolving Fund Program Financing - Underwriting Services*	Raymond James	3	08/13-07/16	-	-	-	-
Financing for energy effiency projects*	Noresco, LLC	5	11/11-11/16	-	-	-	-

***Per the direction of the Executive Director, these contracts will not be renewed and/or new solicitations will not be initiated**

Illinois Procurement Code-CPO Emergency Contracts							
Temporary Finance/Procurement/Compliance Staffing	Accounting Principals, Inc.	90 days	01/16-04/16	$ 71,103	$ 46,992	$ 46,992	$ 150,000
Payroll Services and Employee Benefits	ADP TotalSource, Inc.	121 days	01/16-05/16	99,800	74,850	74,850	233,000
Illinois Procurement Code-CPO Small Purchases							
Insurance Brokering Services-Director's/Officers; Property/Casualty	Mesirow Insurance Services, Inc.	1	06/15-06/16	$ 22,900	$ 22,900	$ 22,900	$ 22,900
Electronic Records Management Software-Maintenance/Support	Com Microfilm	16 mos	03/15-06/16	24,000	N/A	N/A	12,000
Electronic Records Management Software-Document Scanning	Com Microfilm	15 mos	03/15-06/16	49,500	175,000	175,000	66,726
Temporary Staffing Services	Anchor Staffing	1	07/15-06/16	49,500	25,000	25,000	25,000
Moving and Storage Services	Midwest Moving and Storage, Inc.	1	07/15-06/16	35,000	45,000	45,000	45,000
Public Meeting Reporting Services	Marzullo Reporting Agency	9 mos	09/15-06/16	3,000	-	-	-

UPCOMING RENEWALS

Services Provided	Vendor	Proposed Renewal Term (Yrs)	Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
IFA Exemption for Professional and Artistic, Legal or Financial Services-Competitive Bids/Proposals							
Financial Advisory Services	Acacia	1	07/16-07/17	$ 175,000	$ 443,750	N/A	$ 123,690
Financial Advisory Services	Sycamore Advisors, LLC	1	07/16-07/17	175,000	-	-	13,289
Custodial Services for State Revolving Fund and the Authority	Amalgamated Bank of Chicago	2	11/16-11/18	32,000	32,000	32,000	16,000
Investment Management Services for the Locally Held funds	Clear Arc Capital, Inc.	2	12/16-12/18	N/A	-	-	33,014
Bloomberg Anywhere License for Remote Access to Services	Bloomberg Finance L.P.	2	12/16-12/18	37,538	42,000	18,769	18,769

ILLINOIS FINANCE AUTHORITY
MEMORANDUM

PRELIMINARY AND UNAUDITED
Amounts are estimated and unaudited

To:	Illinois Finance Authority Board of Directors
From:	Melinda M. Gildart, Chief Financial Officer
Date:	April 14, 2016
Re:	Monthly Procurement Report

ACTIVE SOLICITATIONS

Services Provided	Vendor	Proposed Initial Term (Yrs)	Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
IFA Exemption for Professional and Artistic, Legal or Financial Services-Competitive Bids/Proposals							
Specialty Accounting/Audit Services	TBD	2	08/16-07/18	N/A	$ -	$ -	$ -

UPCOMING SOLICITATIONS

Services Provided	Vendor	Proposed Initial Term (Yrs)	Start/End	Estimated NTE Value	Prior Contract NTE Value	Prior Contract Expense	Avg Yrly Expense
Illinois Procurement Code-Competitive Bids/Proposals							
Employee Benefits and Payroll Services	TBD	-	-	N/A	$ 233,000	$ 233,000	$ 233,000
IT Software Support and Temporary Staffing	Anticipated award Aug 2016	2	09/16-08/18	N/A	-	-	-
IT Network Support	Anticipated award Aug 2016	3	09/16-08/19	N/A	90,000	90,000	30,000
Typesetting and Printing Services	Anticipated award Aug 2016	3	09/16-08/19	N/A	40,000	40,000	40,000
Financial Advisory Services (State Revolving Fund)	Anticipated award Aug 2016	3	09/16-08/19	N/A	-	-	-
Underwriters (State Revolving Fund)	Anticipated award Aug 2016	3	09/16-08/19	N/A	-	-	-
Trustee (State Revolving Fund)	Anticipated award Aug 2016	3	09/16-08/19	N/A	-	-	-
Bond/Issuers Counsel (State Revolving Fund)	Anticipated award Aug 2016	3	09/16-08/19	N/A	-	-	-
Marketing Services	Anticipated award Aug 2016	3	09/16-08/19	N/A	300,000	179,276	89,638
Insurance Broker	Anticipated award Jun 2016	3	06/16-06/19	N/A	68,700	68,700	22,900
IFA Exemption for Professional and Artistic, Legal or Financial Services-Competitive Bids/Proposals							
Loan Management and Paying Agent/Custodian Services	Anticipated award Aug 2016	3	09/16-08/19	N/A	$ 110,000	$ 158,662	$ 52,887
Financial Deposit Institution/Cash Management	Anticipated award Aug 2016	5	09/16-08/21	N/A	105,000	105,000	105,000
Investment Advisor and/or Mgmt. Services	Per BOD Direction	2	N/A	N/A	N/A	N/A	N/A

For comparison purposes only. Includes only the initial term, not renewals.

PROPOSED CHANGES TO IFA PROCUREMENT POLICY

Per discussion with Procurement Policy Board, Chief Procurement Officer, and Authority, an intergovernmental agreement will be drafted and submitted to the Board for approval to further clarify specific compliance, procedures and responsibilities needed for Authority management to fulfill its obligation under the Illinois Procurement Code and IFA's own Procurement Policy.

MONTHLY PROCUREMENT REPORT CONTINUED
April 14, 2016

SUMMARY OF PROCUREMENT ACTIVITY SINCE MAY 2014									
	CONTRACTS AWARDED			SOLICITATIONS/PROCUREMENTS INITIATED			CONTRACTS EXECUTED		
MONTH	IL PROC CODE	IFA EXEMPTION	TOTAL	IL PROC CODE	IFA EXEMPTION	TOTAL	IL PROC CODE	IFA EXEMPTION	TOTAL
May, 2014	0	2	2	0	0	0	0	1	1
June, 2014	0	2	2	0	0	0	0	2	2
July, 2014	0	2	2	0	0	0	0	7	7
August, 2014	0	2	2	1	1	2	0	2	2
September, 2014	0	0	0	1	1	2	0	0	0
October, 2014	0	0	0	1	1	2	0	0	0
November, 2014	0	0	0	1	1	2	0	0	0
December, 2014	0	0	0	1	1	2	0	0	0
February, 2015	0	1	1	1	0	1	0	0	0
March, 2015	0	1	1	2	0	2	0	0	0
April, 2015	0	2	2	2	0	2	0	0	0
May, 2015	13	1	14	1	2	3	0	0	0
June, 2015	8	1	9	1	2	3	0	0	0
July, 2015	0	0	0	1	2	3	10	2	12
August, 2015	0	0	0	1	1	2	0	0	0
September, 2015	1	0	1	1	1	2	5	0	5
October, 2015	3	0	3	0	1	1	0	0	0
November, 2015	2	0	2	3	1	4	5	0	5
December, 2015	0	0	0	0	1	1	3	0	3
January, 2016	7	1	8	9	1	10	10	1	11
February, 2016	1	36	37	0	1	1	1	36	37
March, 2016	4	0	4	9	0	9	4	0	4
Totals	**39**	**51**	**90**	**36**	**18**	**54**	**38**	**51**	**89**

**Above totals do not include including memberships, office supply orders, publications, conferences, or other day to day small purchases, etc.*

CONDUIT

ILLINOIS FINANCE AUTHORITY

April 14, 2016

$6,000,000 (not-to-exceed)
Association House of Chicago

REQUEST	**Purpose**: Bond proceeds will be loaned to **Association House of Chicago**, an Illinois not for profit corporation (the "**Borrower**"), in order to assist the Borrower in providing a portion of the funds necessary to do any or all of the following: (i) finance, refinance or reimburse the Borrower for all or a portion of the costs, including capitalized interest, if any, of the acquiring, constructing, improving, renovating, furnishing and equipping of certain administrative and social services facilities located 1116 N. Kedzie, Chicago, Illinois, including without limitation, replacing steam boilers, an elevator and cooling tower, tuckpointing and adjustment to chimney height, (ii) refund, advance refund or provide for the payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bond (Association House of Chicago Project), Series 2007 (the "**Series 2007 Bond**"), (iii) pay certain working capital expenditures if deemed desirable by the Borrower, (iv) fund a debt service reserve fund, if deemed necessary or desirable by the Borrower, and (v) pay certain costs relating to the issuance of the Series 2016 Bond, if deemed necessary or desirable by the Borrower, all as permitted under the Illinois Finance Authority Act, as amended (collectively, the "**Financing Purposes**"). **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: None.
BOARD ACTIONS	Final Bond Resolution (*One-time consideration*)
MATERIAL CHANGES	None. This is the first time this has been presented to the Board.
JOB DATA	190 Current jobs; 0 New jobs projected N/A Retained jobs; 0 Construction jobs projected
DESCRIPTION	● Location: Chicago/Cook County/Northeast Region ● Since 1899, Association House has worked with Chicagoans who seek tools to lead more productive lives. It is one of the oldest "settlement houses" in Chicago originally designed to provide relief and guidance to new immigrants. ● Association House is based in the Humboldt Park community and currently offers programming locally and city-wide to a multicultural, mostly Latino and African-American, population of all ages. It provides immediate assistance and helps participants gain independence through bilingual, evidence-based programs conducted by seasoned staff. ● Association House is seeking to refinance its outstanding Series 2007 Bonds as well as finance improvements at its administrative and social services facilities located at 1116 North Kedzie Avenue, Chicago, Illinois 60651, including, without limitation, replacing steam boilers, an elevator, a cooling tower, tuckpointing and adjustment to chimney height. Additionally, bond proceeds may be expended on window upgrades, plumbing work and parking lot paving pursuant to the availability of funds after contracts are awarded to respective bidders.
CREDIT INDICATORS	● The IFA Bonds will be sold on a non-rated, unenhanced basis, and accordingly, will be a direct-purchase by **PNC Community Development Company, LLC** ("**PNC**" or the "**Direct Lender/Investor**"). The Borrower is a non-rated entity.
SECURITY	● PNC will be secured by a first mortgage on the subject property. Additionally, PNC will cross-collateralize and cross-default all other credit facilities between the Bank and the Borrower (and its affiliates).
MATURITY	● Initial term of 10 years amortized over 16.5 years (i.e., 2032)
INTEREST RATE	● The Bond will bear a variable or synthetically fixed interest rate during the initial 10-year term that is negotiated and established prior to closing, currently estimated at between 2.50% and 3.25% (as of April 1, 2016).
SOURCES AND USES	See table below
RECOMMENDATION	Credit Review Committee recommends approval.

SOURCES AND USES

Sources:		Uses:	
IFA Bonds	$5,850,000	Project Costs	$1,035,000
Equity	150,000	Series 2007 Refunding	4,815,000
		Costs of Issuance	150,000
Total	**$6,000,000**	**Total**	**$6,000,000**

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 14, 2016

Project: Association House of Chicago

STATISTICS

Project Number:	12336	Amount:	$6,000,000 (Not-to-Exceed Amount)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad R. Fletcher
Location:	Chicago	County/Region:	Cook/Northeast

BOARD ACTION

Final Bond Resolution (*One-time consideration*)	No IFA Funds at Risk
Conduit 501(c)(3) Revenue Bonds	No extraordinary conditions
Credit Review Committee recommends approval	

VOTING RECORD

None. This is the first time that been presented to the Board.

PURPOSE

Bond proceeds will be loaned to **Association House of Chicago**, an Illinois not for profit corporation (the "**Borrower**") in order to assist the Borrower in providing a portion of the funds necessary to do any or all of the following: (i) finance, refinance or reimburse the Borrower for all or a portion of the costs, including capitalized interest, if any, of the acquiring, constructing, improving, renovating, furnishing and equipping of certain administrative and social services facilities located 1116 N. Kedzie, Chicago, Illinois, including without limitation, replacing steam boilers, an elevator and cooling tower, tuckpointing and adjustment to chimney height, (ii) refund, advance refund or provide for the payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bond (Association House of Chicago Project), Series 2007 (the "**Series 2007 Bond**"), (iii) pay certain working capital expenditures if deemed desirable by the Borrower, (iv) fund a debt service reserve fund, if deemed necessary or desirable by the Borrower, and (v) pay certain costs relating to the issuance of the Series 2016 Bond if deemed necessary or desirable by the Borrower, all as permitted under the Illinois Finance Authority Act, as amended (collectively, the "**Financing Purposes**").

IFA PROGRAM AND CONTRIBUTION

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

VOLUME CAP

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

JOBS

Current employment:	190	New jobs projected:	0
Retained Jobs:	N/A	Construction jobs projected:	0

ESTIMATED SOURCES AND USES OF FUNDS

Sources:		**Uses:**	
IFA Bonds	$5,850,000	Project Costs	$1,035,000
Equity	150,000	Series 2007 Refunding	4,815,000
		Costs of Issuance	150,000
Total	**$6,000,000**	**Total**	**$6,000,000**

FINANCING SUMMARY

Structure:	The Bonds will be purchased directly by PNC Community Development Company, LLC ("**PNC**") and held as a direct investment for an expected initial term of 10 years.
Security:	PNC Community Development Company, LLC will be secured by a first mortgage on the subject property. Additionally, PNC will cross-collateralize and cross-default all other lending agreements between the Bank and the Borrower.
Underlying Rating:	Association House is a non-rated entity.
Interest Rate:	The Bond will bear a variable or synthetically fixed interest rate during the initial 10-year term that is negotiated and established prior to closing, currently estimated at between 2.50% and 3.25% (as of April 1, 2016).
Maturity:	Initial term of 10 years amortized over 16.5 years (i.e., 2032)
Estimated Closing Date:	April 2016

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

Bond proceeds will be loaned to **Association House of Chicago**, an Illinois not for profit corporation (the "**Borrower**") in order to assist the Borrower in providing a portion of the funds necessary to do any or all of the following: (i) finance, refinance or reimburse the Borrower for all or a portion of the costs, including capitalized interest, if any, of the acquiring, constructing, improving, renovating, furnishing and equipping of certain administrative and social services facilities located 1116 N. Kedzie, Chicago, Illinois, including without limitation, replacing steam boilers, an elevator and cooling tower, tuckpointing and adjustment to chimney height, (ii) refund, advance refund or provide for the payment of all or a portion of the outstanding Illinois Finance Authority Revenue Bond (Association House of Chicago Project), Series 2007 (the "**Series 2007 Bond**"), (iii) pay certain working capital expenditures if deemed desirable by the Borrower, (iv) fund a debt service reserve fund, if deemed necessary or desirable by the Borrower, and (v) pay certain costs relating to the issuance of the Series 2016 Bond if deemed necessary or desirable by the Borrower, all as permitted under the Illinois Finance Authority Act, as amended (collectively, the "**Financing Purposes**").

Estimated Project costs consist of the following:

Replace two Low-Pressure Steam Boilers	$500,000
Tuckpoint and Adjust Chimney Height	35,000
Elevator Replacement	240,000
Cooling Tower Replacement	225,000
Architectural/Engineering	35,000
Total:	**$1,035,000**

Additionally, bond proceeds may be expended on window upgrades, plumbing work and parking lot paving pursuant to the availability of funds after contracts are awarded to respective bidders.

BUSINESS SUMMARY

Description: **Association House of Chicago** ("**Association House**" or the "**Borrower**") is a not-for-profit corporations as described in Section 501(c)(3) of the Internal Revenue Code and exempt from federal income taxes. Association House is incorporated under the laws of the State of Illinois.

Please see Economic Disclosure Section (pp. 5-6) for a list of the Board of Directors of the Borrower.

Background: Association House of Chicago is a private, not-for-profit service agency, which provides community social services to nearly 20,000 individuals, children, and families in Humboldt Park and surrounding communities. Association House is accredited by the Council on Accreditation and most recently was accredited in February 2013 for four years through February 2017.

Association House provides behavioral health, child welfare, and community based social services to individuals and families in under-served, multicultural neighborhoods: Humboldt Park, West Town, Logan Square, Avondale, Hermosa, and beyond. Since 1899, Association House has been working with Chicagoans who seek tools to lead more productive lives. It is one of the older "settlement houses" in Chicago originally designed to provide relief and guidance to new immigrants. For more than a century, the Association House of Chicago has played a significant and historic role as a community resource in what are now the greater West Town and Humboldt Park neighborhoods of Chicago.

Today, it offers programming locally and city-wide to a multicultural, mostly Latino and African-American, population of all ages. The Agency provides immediate assistance and helps participants gain independence through programs across five service areas:

1. Behavioral Health Services
2. Child Welfare
3. Community Services
4. Association House High School, a Chicago Public Schools Contract School, and
5. Prevention and Educational Development.

Association House is home to a community mental health center, the Association House High School, and a career center that focuses on training and support for job seekers. Association House continues to develop involved programming and services to meet the ever-changing immediate needs and long-term goals of the community.

Associated House's recent program service accomplishments have included 196,076 direct clinical hours through various Behavioral Health Services programs; 290 children served in Child Welfare with an array of services designed to ensure a safe home environment; 542 participants have utilized computer and internet services through the Technology Center's Open Lab for Community Services; 55 students received their high school diploma through graduation from Association House High School, and 94 health nutrition workshops and cooking classes have been held (Prevention and Educational Development) for youth and adults at local elementary schools.

More information about Association House of Chicago, Inc. is available at its website http://www.associationhouse.org/.

All bond payments on Association House's outstanding IFA Series 2007 Bonds were current as of 4/1/2016. All payments have been made as scheduled.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Association House of Chicago, 1116 North Kedzie Ave., Chicago (Cook County), IL 60651
Contact:	Mr. Anthony Lopez, Chief Financial Officer: (T) 773-772-7170 ext. 9004
Website:	http://www.associationhouse.org/
Project name:	IFA Revenue Bond (Association House of Chicago Project), Series 2016
Organization:	Illinois not-for-profit corporation established as a 501(c)(3) corporation under the Internal Revenue Code

Board of Directors:

PRESIDENT
Harriet Sadauskas

BOARD CHAIR
Hugo R. Rodriguez
ReMax Signature
Member: Board Development Committee

AUXILIARY BOARD CHAIR
Vincent Delgado
BMO Harris Bank N.A.

BOARD OF DIRECTORS
Hayley S. Block
Charles Schwab
Board Secretary

Jeffrey Brubaker
PricewaterhouseCoopers
Member: Finance & Audit Committee

Dawn Eber
PricewaterhouseCoopers
Member: Finance & Audit Committee

Bradley J. Henderson
The Boston Consulting Group

Tadd M. Ingles
Ernst & Young LLP
Vice Chair: Finance & Audit Committee, Treasurer

Ronald W. Kurz
RBC Wealth Management
Member: Finance & Audit Committee

Amy Kyhos
Loyola University
Member: Marketing & Development Committee

Shawn Leist
Geneva Advisors
Member: Marketing & Development Committee

Paul T. Metzger
Sheppard Mullin Richter & Hampton LLP
Member: Finance & Audit Committee, Assistant Secretary

Robert W. Parsons MD
Community Presbyterian Church of Clarendon Hills

Julio H. Rodriguez
LRC CPA Management Consultants
Member: Finance & Audit Committee

Helena C. Stangle
DeVry Education Group
Member: Vice-Chair: Board Development Committee

Bhavini Shah
Carle Health System
Member: Finance & Audit Committee

Annette A. Stover
Stover Management Company

Jennifer L. Tedjeske
Chapman and Cutler LLP
Member: Board Development Committee

Cynthia A. Ullrich
BMO Harris Bank N.A.
Vice-Chair: Marketing & Development Committee, Board Secretary

PROFESSIONAL & FINANCIAL

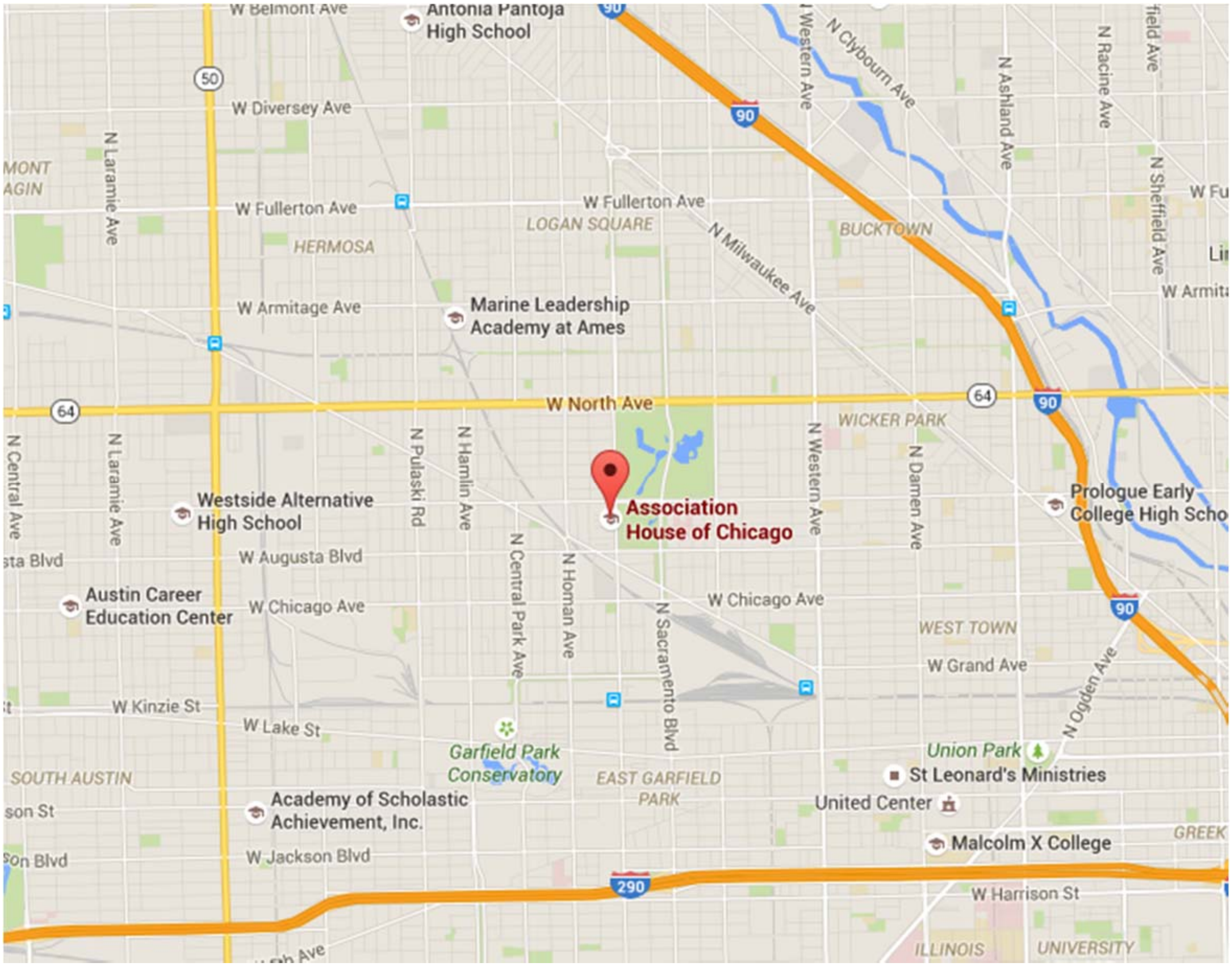
Auditor:	CliftonLarsonAllen LLP	Oak Brook	
Borrower's Advisor:	Longhouse Capital Advisors, LLC	La Grange Park, IL	Michael Boisvert Lindsay Wall Soo Antoine
Borrower's Counsel:	Sheppard, Mullin, Richter & Hampton LLP	Chicago	Paul Metzger
Bond Counsel:	Chapman and Cutler LLP	Chicago	Nancy Burke
Bank (Direct Purchaser):	PNC Community Development Company, LLC	Chicago	Dorothy Abreu
Bank Counsel:	Quarles & Brady LLP	Chicago	Mary Ann Murray
IFA Counsel:	Cahill Law Offices	Chicago	Kevin Cahill
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago	Phoebe S. Selden

LEGISLATIVE DISTRICTS

Congressional: 4
State Senate: 2
State House: 4

SERVICE AREA

Association House provides behavioral health, child welfare, and community based social services to individuals and families in under-served, multicultural neighborhoods: Humboldt Park, West Town, Logan Square, Avondale, Hermosa, and beyond.



CONDUIT

April 14, 2016

$19,000,000 (not-to-exceed amount)
Lindran Properties LLC and IRG Bronzeville Group LLC (Better Housing Foundation Shoreline Portfolio Project)

REQUEST	**Purpose**: Bond proceeds will assist **Better Housing Foundation**, an Ohio nonprofit, 501(c)(3) corporation (the "**Sole Member**"), as the sole member of both **Lindran Properties LLC**, an Illinois limited liability company ("**Lindran**") and **IRG Bronzeville Group LLC**, an Illinois limited liability company ("**IRG**" and with Lindran, each a "**Borrower**" and together with Lindran, the "**Borrowers**"), in providing a portion of the funds necessary to acquire, rehabilitate and equip the 14 multifamily affordable residential rental properties (identified on p. 11 of this report and collectively, the "**Project**"), to provide for reimbursement of pre-acquisition due diligence, escrow payments, and other related pre-development costs, and if deemed necessary or desirable, to pay a portion of the interest on the Series 2016 Bonds, establish one or more debt service reserve funds for the benefit of the Series 2016 Bonds, and pay certain expenses incurred in connection with the issuance of the Series 2016 Bonds, all as permitted by the Illinois Finance Authority Act (collectively, the "**Financing Purposes**"). **Program**: Conduit 501(c)(3) Revenue Bonds **Volume Cap Not Required:** This financing will not require Volume Cap due to the 100% 501(c)(3) ownership status of the Sole Member of the two limited liability companies that will be purchasing the subject 14-property portfolio. The Bonds will be issued to also satisfy the low-moderate income tenant requirements specified under Section 142(d) of the Internal Revenue Code of 1986, as amended. Additionally, each of the 14 properties will be subject to one or more Land Use Restriction Agreements that will require that the 14 properties comply with applicable tenant income restrictions and limit rental rates until the later of (i) a minimum of 15 years following the date of closing or (ii) until the IFA Series 2016 Bonds are paid in full. Additionally, a minimum of 75% of the units must be allocated for lease to income qualified low-and moderate income individuals and families pursuant to the Better Housing Foundation's corporate mission. **Extraordinary Conditions**: None.
BOARD ACTIONS	Final Bond Resolution (One-time consideration)
MATERIAL CHANGES	None. This is the first time this Project has been considered by the IFA Board of Directors.
JOB DATA	10 Current jobs; N/A New jobs projected N/A Retained jobs; 8 Construction jobs projected (9 months)
DESCRIPTION	● Project Locations: 14-property multifamily housing portfolio in Chicago (Cook County), Illinois. (Please see p. 11 for a detailed listing of the 14 Projects.) ● Type of entity: Lindran Properties LLC and IRG Bronzeville Group LLC are each an Illinois limited liability company. Lindran will be acquiring a portfolio of 13 properties while IRG will be acquiring one property. Lindran and IRG are each a single purpose legal entity formed to acquire, rehab, equip and own the subject 14 property multifamily portfolio, on behalf of their sole Member (i.e., the Better Housing Foundation). ● Better Housing Foundation, a 501(c)(3) organization incorporated under Ohio law and established in 2015, will engage (through its legal affiliates) Integrus Realty Group LLC (Chicago, IL) to manage the subject 14-property, 321-residential unit affordable multifamily rental portfolio. Integrus Realty Group LLC is a for-profit management company engaged by the Borrowers to undertake contractual pre-acquisition work and related pre-acquisition due diligence, including third-party reports, and will be responsible for managing the Project. Integrus' principal owners and senior management manage hundreds of affordable housing units in the City of Chicago (including properties located near the subject 14-property portfolio). ● In addition to the 501(c)(3) ownership, all properties will be subject to a Land Use Restriction Agreement that will require that the subject projects are maintained as affordable housing properties for the greater of (i) a minimum of 15 years or (ii) the date on which the IFA Bonds (or any subsequent Refunding Bonds) are repaid in full. The Foundation's mission requires that a minimum of 75% of units be allocated to qualified low- and moderate income tenants consistent with HUD income limits. ● It is anticipated that the Series 2016B Taxable Proceeds will be used to finance the acquisition of the commercial unit space.

CREDIT INDICATORS

● The plan of finance contemplates Bonds to be sold in up to three series, each of which would be investment grade rated. Each series of Bonds would bear a fixed rate of interest and would be sold based on assigned investment grade ratings by S&P.

● **Senior Tax-Exempt Series 2016A and Senior Taxable Series 2016B Bonds are expected to receive a rating of at least "A-" (S&P) while the Subordinate Tax-Exempt Series 2016C Bonds are expected to receive a rating of at least "BBB-" (S&P).** S&P will be evaluating the portfolio as a "stand alone project financing". (The Taxable Series 2016B Bonds will be issued to cover the allocated acquisition cost of ground floor commercial rental space located at 3 of the 14 properties that is ineligible for Tax-Exempt financing.) The Subordinate Series 2016C Bonds will only be issued (and split from a portion of the anticipated Series 2016A Bonds) if deemed necessary to improve the debt service coverage ratio (and debt rating) on the Tax-Exempt Series 2016A Bonds. ***Note: IFA is requiring the minimum rating awarded on all IFA Series 2016 Bonds (including any Subordinate Series 2016C Bonds) to be at least "BBB-" as a condition of this financing – see "Recommendation and Conditions" section below.***

● Stifel Nicolaus & Company, Inc. has been engaged by the Borrowers as Underwriter.

SECURITY

● The Bonds will be secured by a First Mortgage on the subject properties (Project) and a collateral assignment of Rents and Leases. *Also see side headings "Security" on pp. 4-5.*

MATURITY

● Bonds will mature no later than 40 years from the issuance date (35-year term is currently anticipated)

● Both sizing and interest rate modes (tax-exempt and taxable) to be determined based on evaluation of the underlying use of proceeds.

SOURCES AND USES (SUBJECT TO CHANGE)

Sources:		**Uses:**	
Senior Series 2016A & Subordinate Series 2016C Bonds (Tax-Exempt)	$16,297,205	Acquisition – 14 Projects	$14,247,000
Series 2016B Bonds (Taxable)	1,000,000	Rehabilitation	500,000
		Third Party Reports and Other Pre-Acquisition Costs	556,225
		Escrowed Expenses – Ins., Taxes	134,806
		Debt Service Reserve Fund	1,069,000
		Administrative & Legal	213,705
		Underwriters Discount	262,725
		Costs of Issuance	380,000
Total	**$17,363,461**	**Total**	**$17,363,461**

RECOMMENDATION AND CONDITIONS

Credit Review Committee recommends approval subject to the following standard condition:

- The minimum required debt rating on any IFA Series 2016 Bonds (including any Subordinate Series 2016C Bonds) that will be sold on a retail basis (i.e., in $5,000 denominations) will be "BBB-", consistent with IFA Bond Program Handbook requirements. Otherwise, any non-rated or sub-investment grade bonds (i.e., Bonds rated less than "BBB-" by S&P (in this case) shall in minimum denominations of $100,000 with investor letter requirements specified in the IFA Bond Program Handbook.

REPORT CONTENTS

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 14, 2016

Project: **Lindran Properties LLC and IRG Bronzeville Group LLP (Better Housing Foundation Shoreline Portfolio Project)**

STATISTICS

Project Number:	N-NP-TE-CD-8668	Amount:	$19,000,000 (not-to-exceed amount)
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 (one-time consideration)
Conduit 501(c)(3) Revenue Bonds No IFA funds at risk
Credit Review Committee recommends approval subject to the standard condition noted in the "Recommendations and Conditions" section presented above on p. 2.

VOTING RECORD

This is the first time this Project has been considered by the IFA Board of Directors.

PURPOSE

Bond proceeds will assist **Better Housing Foundation**, an Ohio nonprofit corporation (the "**Sole Member**"), as the sole member of **Lindran Properties LLC**, an Illinois limited liability company ("**Lindran**") and **IRG Bronzeville Group LLC**, an Illinois limited liability company ("**IRG**" and, together with Lindran, the "**Borrowers**"), in providing a portion of the funds necessary to acquire, rehabilitate and equip the multifamily residential rental properties listed as Appendix A to this Resolution (collectively, the "**Projects**"), and if deemed necessary or desirable, to pay a portion of the interest on the Series 2016 Bonds, establish one or more debt service reserve funds for the benefit of the Series 2016 Bonds, and pay certain expenses incurred in connection with the issuance of the Series 2016 Bonds, all as permitted by the Illinois Finance Authority Act (collectively, the "**Financing Purposes**").

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bond financing 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 income tax-exempt status on interest earned on the Bond 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 (SUBJECT TO CHANGE)

Sources:		**Uses:**	
Series 2016A-C Bonds (Net of Original Issue Discount)	$16,363,461	Project Acquisition – 14 Projects	$14,247,000
Series 2016B Bonds (Taxable)	1,000,000	Rehabilitation	500,000
		Third Party Reports and Pre-Acquisition Costs (incl. escrow deposits) – 14 Properties	556,225
		Escrowed Expenses	134,806
		Debt Service Reserve Fund (equals 1 year Maximum Annual Debt Service)	1,069,000
		Administrative & Legal	213,705
		Underwriters Discount	262,725
		Costs of Issuance	380,000
Total	**$17,363,461**	**Total**	**$17,363,461**

Note: Any IFA Series 2016C Subordinate Bonds would be Tax-Exempt and would only be sold if deemed necessary by the ratings decision if deemed necessary by the Underwriter to attain the minimum benchmark interest rates on the Senior Series 2016A and Series 2016B Bonds while providing a lower net rate overall than Bonds sold in a single ratings category. Any Subordinate Series 2016C Bonds, if issued, will feature (i) a lower debt service coverage ratio and lower debt rating – anticipated at "BBB" or "BBB-" than the Senior Bonds – for which the anticipated rating is expected to be in the "A" or "A-" range by S&P.

JOBS

Current employment:	10	Projected new jobs:	N/A
Jobs retained:	N/A	Construction jobs:	8 (9 months)

FINANCING SUMMARY – SUMMARY OF STRUCTURE – BASIS OF RATING

Structure: The plan of finance contemplates the public issuance of an amount not-to-exceed $19.0 million of tax-exempt debt and taxable debt to be issued in multiple series that would be underwritten by Stifel Nicolaus & Company, Incorporated. Fixed Rate Bonds will be sold based on the Projects' assigned ratings (see discussions of Security for the Senior Bonds and for the Subordinate Series of Bonds below; also see the discussion presented under the heading of "Ratings" presented below). The anticipated issuance amount based on sizing estimates was approximately $17,363,461 as of 3/31/2016.

Security – Senior Series 2016A (Tax-Exempt) & Senior Series 2016B Taxable Bonds (the "Bonds"):

Trust Estate: The Bonds are secured by the Trust Estate created in the Trust Indenture, which includes all right, title and interest to (a) the Note, the Mortgages, the Land Use Restriction Agreements, and the Loan Agreement (other than the Unassigned Rights of the Authority) – *each of these items is discussed further below;* (b) all funds, money and securities held by the Trustee under the terms from the Indenture (except with respect to the Rebate Fund), (c) any and all other rights and interests in property conveyed, mortgaged, pledged, assigned, or transferred as and for additional security for the Bonds, and (d) all proceeds of the foregoing.

The Note: The Borrowers will be jointly and severally obligated under the Loan Agreement to make payments, when due, on the Bonds as well as certain other fees and expenses in connection with the Bonds. As evidence of their obligations to make the Loan Payments with respect to the Bonds, the Borrowers will execute and deliver to the Trustee a promissory note (the "Note").

Mortgages: As further security, the Bonds will be secured by a First Mortgage on each of the 14 properties and a collateral assignment of Rents and Leases (for all residential and commercial units across the 14 properties). The Mortgages will grant a first lien on and first security interest in the Borrowers' interest in the Projects.

Furthermore, the Mortgages will secure the Senior Bonds and the Subordinate Bonds in that order of priority.

Bond Payments will be derived solely from operation of the Projects and the various funds and accounts held by the Bond Trustee under the Trust Indenture: *This financing is being rated and evaluated by Standard & Poor's as a stand-alone project financing*. Again, The Borrowers' obligation to make scheduled payments on the Bonds will be derived from the operation and maintenance of the Project (consisting of the 14 subject properties) and of monies held in various Funds and Accounts established under the Indenture.

Please refer to the Flow of Funds Chart presented on p. 6 for a depiction of how Project Revenues are applied to pay debt service on the Senior Bonds and Subordinate Bonds (if any), respectively (and also relative to Project Operating Expenses). Also, see the discussion that follows in this *section under the caption "Ratings" – these discussions demonstrate the basis for S&P's ratings award: essentially, the Senior Bondholders and Subordinate Bondholders (if any) are to be paid before Project Operating Expenses are paid. (Additionally, to the extent necessary, the Debt Service Reserve Fund for each series of bonds must also replenished before any Operating Expenses are paid.)*

Rate Covenant: Additionally, the Borrowers have agreed in the Loan Agreement to use their best efforts to fix, charge, and collect rents, fees, and charges in connection with the operation and maintenance of the Projects such that for each fiscal year the Debt Service Coverage Ratio will not be less than the applicable Coverage Test of (i) not less than 1.30 to 1.00 on all outstanding Senior Bonds and (ii) not less than 1.10 to 1.00 on all Outstanding Senior and Subordinate Bonds (i.e., combined).

- In the event that the Borrowers are unable to satisfy the applicable Coverage Test requirements, the Borrowers will be required to engage an external management consultant with expertise in matters relating to owning and operating multifamily residential rental housing properties to make recommendations with respect to the operations of the Projects and the sufficiency of rates, fees, and charges imposed by the Borrowers to improve the applicable Debt Service Coverage Ratios to satisfy the applicable Coverage Tests.
- **Note:** *as provided for in the bond documents and disclosed in the Preliminary Official Statement, failure to satisfy the Rate Covenant will not constitute an Event of Default with respect to the Bonds.* Additionally, the ability of the Borrowers to increase Project rents may be limited by the applicable Land Use Restriction Agreements for these properties.

Security – Subordinate Series 2016C Bonds: The Subordinate Series 2016C Bonds will be secured by the same security as the Senior Series 2016A Bonds and Senior Series 2016B Taxable Bonds (collectively, the "**Senior Bonds"**), *but are subordinate in all respects to the Senior Bonds.*

- ***Note:*** A payment default on the Subordinate Bonds alone *does not* constitute an Event of Default on the IFA Series 2016 Bonds while the Series 2016 Senior Bonds remain outstanding. *In other words, as long as the Senior Bonds remain outstanding a failure to pay principal or interest on the Subordinate Series 2016C Bonds will not constitute an Event of Default (on its own) as long as the Senior Bonds remain outstanding.*

Ratings: The Borrowers and the Underwriter (Stifel Nicolaus & Company, Incorporated) anticipate that Standard & Poor's will assign a debt rating (or ratings) to these Bonds between April 14, 2016 and the end of April. Again, Stifel Nicolaus & Company, Incorporated presently anticipates a rating of "A" or "A-" on the Senior Series 2016A (Tax-Exempt) and Senior Series 2016B (Taxable Bonds). To the extent necessary, the Underwriter anticipates a rating of "BBB" or "BBB-" on any Subordinate Series 2016C Bonds (Tax-Exempt) that may be issued.

Note: The Borrowers and Underwriter are aware that any Bonds that are either rated sub-investment grade (i.e., below "BBB-" (S&P)) must be sold in minimum denominations of $100,000 pursuant to IFA Bond Program Handbook requirements.

The Key Structuring Element Supporting the S&P Debt Rating is the Flow of Project Revenues Described Below Under Which Bondholders Are Paid First, Before Operating Expenses: The key structuring element underlying the S&P rating on this and prior multifamily transaction that have received investment grade ratings under this structure is the priority of payment on both the Senior and Subordinate Bonds relative to operating expenses (see description and chart that follows immediately below on p. 6).

Description of How Project Revenues (i.e., "Revenue Fund") are Applied to Bond Payments and then, Operating Expenses *(as also depicted in the chart below):*

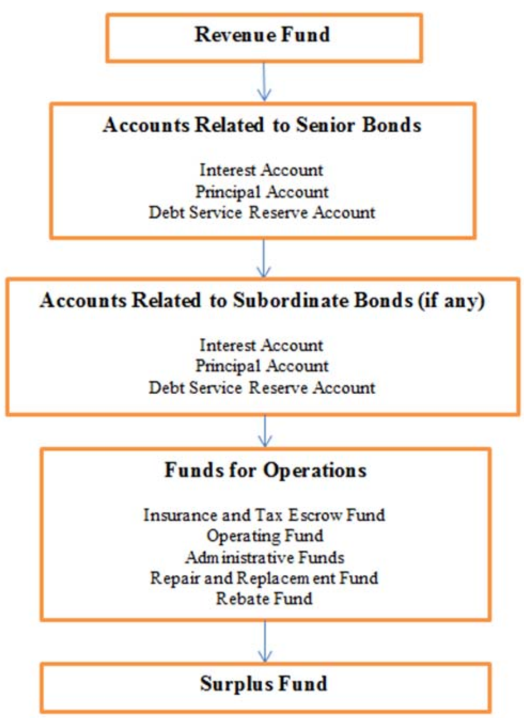
Accounts Related to the Senior Bonds *(i.e., Tax-Exempt Series 2016A and Taxable 2016B):*
1. To pay interest on the Senior Bonds.
2. To pay principal on the Senior Bonds.
3. To replenish the Debt Service Reserve Fund Account for the Senior Bonds, as necessary, to restore the amount on deposit therein to the Debt Service Reserve Requirement applicable to the Senior Bonds.

Accounts Related to the Subordinate Bonds *(Tax-Exempt Series 2016C – if issued)*:
4. To pay interest on the Subordinate Bonds.
5. To pay principal on the Subordinate Bonds.
6. To replenish the Debt Service Reserve Fund Account for the Subordinate Bonds, as necessary, to restore the amount on deposit therein to the Debt Service Reserve Requirement applicable to the Subordinate Bonds.

Funds for Operations:
7. Insurance and Tax Escrow Fund (for required insurance and any applicable annual real estate taxes) as provided for in the Annual Budget.
8. Operating Fund (e.g., Administrative, Payroll, Utilities, etc. – specified in Annual Budget)
9. Administration Fund: (e.g., Bond Trustee's Fees/Expenses; the Dissemination Agent's Fee; the (annual) Rating Agency Fees)
10. Repair and Replacement Fund, as necessary to satisfy the Replacement Reserve Requirement (as specified in the Trust Indenture)
11. Rebate Fund: to the extent that any deposits are required to pay for arbitrage rebate as required pursuant to the Tax Agreement

Surplus Fund:
12. Surplus Fund: any remaining amounts after the uses set forth in items #1 through #11 above shall be allocated to the Surplus Fund (which is available for distribution to the Borrowers after Annual Evaluation of (a) satisfying Debt Service Coverage Test, (b) confirming "No Event of Default has occurred", and (c) both the Debt Service Reserve (Fund) Requirement and the Repair and Replacement Fund have been fully funded).

Chart 1: Depicts the Flow of Project Revenues ("Revenue Fund") that Supports the Underlying Project Debt Rating for the Senior Bonds and Subordinate Bonds (from Trust Indenture):



Maturity: Not later than 2056 (i.e., 40 years from issuance date; maximum parameter). Final maturities to be determined based on S&P's rating. Anticipated final maturity date is in 35 years.

Estimated Interest Rate: The Borrower and its financing team will determine interest rate modes and the mix of Senior Tax-Exempt and Subordinate Tax-Exempt Bonds (if any) after evaluating market conditions and prospective transaction sizing in advance of pricing. It is anticipated that a combination of serial and term bonds may be issued, with each featuring a fixed interest rate to each maturity date.

The estimated all-in true interest cost on the debt issued in connection with this proposed transaction (and reflecting the proposed underlying ratings and bond terms) is estimated at approximately 4.95% as of 3/29/2016 (which reflects an all-in blended interest rate comprised of the tax-exempt and taxable series).

Estimated Closing Date: April 28, 2016

Rationale / Project Impact: Creation of new, affordable housing units (with improvements) at 13 properties for a minimum of 15 years or until the IFA Bonds are paid in full (whichever is later). Additionally, the financing will result in the preservation and rehabilitation of 59 existing affordable units at the 4724 S. Vincennes property for a minimum of approximately 10 years additional beyond the expiration date of the current Land Use Restriction Agreement (which will expire in 2021).

Each of the 14 Projects will be subject to its own Land Use Restriction Agreement that will be in effect for a minimum of 15 years (i.e., 2031) after the date of closing of the subject IFA Series 2016 Bonds. The maximum term of each Land Use Restriction Agreements associated with the IFA Series 2016 Bonds will coincide with the final maturity date of the IFA Series 2016 Bonds (unless any IFA Tax-Exempt Bonds (or Tax-Exempt Refunding Bonds) are paid in full prior to the final maturity date). *(Also see "Land Use Restriction Agreements" – p. 13.)*

Additionally, each of the properties will be renovated to meet HUD standards for HUD Voucher-eligible properties. Additionally, all 14 properties will be subject to an annual inspection to maintain eligibility for rent to HUD Voucher tenants. Finally, the bond documents associated with the financing will require that all properties and units will be subject to inspection a minimum of once each five years.

Additionally, this financing will result in renovations at the 59-unit, 4724 S. Vincennes property that will provide for handicapped adaptability at up to 25 units (as currently proposed). ***Note:*** because all units were constructed in the 1960's and earlier, no unit in any of the 14 buildings is (or will be) subject to Americans with Disabilities Act accessibility requirements.

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

Better Housing Foundation, an Ohio nonprofit corporation (the "**Sole Member**") and an organization described in 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "**Code**"), as the sole member of Lindran Properties LLC, an Illinois limited liability company ("**Lindran**") and IRG Bronzeville Group LLC, an Illinois limited liability company ("**IRG**" and, together with Lindran, the "**Borrowers**"), has requested that the Authority issue not to exceed $19,000,000 (excluding original issue discount or premium, if any) in aggregate principal amount of its Multifamily Housing Revenue Bonds (Better Housing Foundation Shoreline Portfolio Project), Series 2016, in one or more series (collectively, the "**Series 2016 Bonds**"), and loan the proceeds thereof to the Borrowers in order to assist the Borrowers in providing a portion of the funds necessary to acquire, rehabilitate and equip the multifamily residential rental facilities listed as **Appendix A** to this Resolution (collectively, the "**Projects**"), and if deemed necessary or desirable, to pay a portion of the interest on the Series 2016 Bonds, establish one or more debt service reserve funds for the benefit of the Series 2016 Bonds, and pay certain expenses incurred in connection with the issuance of the Series 2016 Bonds, all as permitted by the Act (collectively, the "**Financing Purposes**").

The proposed acquisition costs of the 14 underlying Projects are reported below:

Acquisition – 4724 S. Vincennes Ave. (59 units)	$2,797,000
Acquisition – 13 Properties (262 residential units)	10,450,000
Acquisition – 13 Properties (18 commercial units)	1,000,000
Total Acquisition Costs:	**$14,247,000**

BUSINESS SUMMARY

The Borrowers: **Lindran Properties LLC** and **IRG Bronzeville Group LLC** are each Illinois limited liability companies (each a "**Borrower**", and collectively, the "**Borrowers**").

The sole member of both Borrowers is Better Housing Foundation, an Ohio nonprofit corporation and an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and exempt from federal income taxation under Section 501(a) of the Code (the "**Sole Member**"). Additional information regarding the Sole Member is provided below (*on this page*) under the caption the "Sole Member".

Ownership of the Projects by the Borrower: Lindran Properties LLC will be acquiring a portfolio of 13 properties (which collectively include 262 residential units) in Chicago while IRG Bronzeville Group LLC will be acquiring one (1), 59-unit property located at 4724 S. Vincennes in Chicago. Overall, the 14 projects feature 321 residential units. *A site map of the 14 Projects is presented on p. 16.*

The Borrowers will be jointly and severally liable on the subject Series 2016 Bonds.

The asset or assets of each Borrower are the underlying properties owned by it. Each Borrower does not intend to acquire any substantial assets or engage in any substantial business activities other than those related to the ownership of its respective Project or Projects (i.e., 13 Projects for Lindran Properties LLC and 1 Project (4724 S. Vincennes) for IRG Bronzeville Group LLC.

The Sole Member: The Sole Member of the two acquiring entities in this transaction, Lindran Properties LLC ("Lindran") and IRG Bronzeville Group LLC ("IRG Bronzeville"), is the Better Housing Foundation ("BHF"), an Ohio based 501(c)(3) nonprofit corporation incorporated in 2015 and based in Rocky River, Ohio.

The Sole Member has a 100% membership interest in the Borrowers. The Sole Member is organized and operated exclusively for charitable purposes, and was not and is not organized nor controlled, directly or indirectly, by private interests.

The Sole Member received its 501(c)(3) letter of determination dated April 23, 2015 for its tax-exempt status effective April 15, 2015. The Sole Member is governed by a Board of Directors, which currently consists of three members – as described below. According to the draft Preliminary Official Statement, each has extensive experience managing and working with other affordable housing and other not-for-profit organizations:

- ***Jason Cook, President***. Mr. Cook has been a board member of the Sole Member since its inception in 2015. He is also the president of JPC Charities, a nonprofit based in Rocky River, Ohio that owns hundreds of units of affordable housing. Mr. Cook is involved in oversight of acquiring, rehabilitating and managing the organization's multifamily housing projects.

- ***Thomas Kern, Secretary***. Mr. Kern is an attorney at Benesch, Friedlander, Coplan and Aronoff, LLP in Columbus, Ohio. Mr. Kern has a specific interest in providing high quality, low income housing. According to the Preliminary Official Statement, Mr. Kern has diverse experience in serving on various nonprofit boards.

- ***Tracy Hughey, Treasurer***. Ms. Hughey is the Director of Operations for an Ohio-based long term care provider that operates over 20 long term care facilities in Ohio. Ms. Hughey is an experienced leader in the nonprofit community, leading initiatives ranging from education to affordable housing and community development. Ms. Hughey is committed to fulfilling the charitable mission of the Foundation -- providing quality, affordable housing to low income families.

As further detailed under the section "Property Manager" (see p. 10), the 14 Projects will be managed by **Integrus Realty Group LLC**, an Illinois limited liability company (the "**Manager**"). Companies related to Integrus will also be engaged to perform certain Pre-Acquisition Due Diligence, Negotiation, and Financing (e.g., **Desak Development, Inc.**). Integrus may also be engaged to undertake certain corporate administrative duties subsequent to acquisition (these engagements are discussed in the sections that follow immediately below (pp. 9-10) and in the Economic Disclosure Statement section (p. 14)).

Consultants Engaged by the Borrowers:

The Borrowers (on behalf of the Better Housing Foundation, the Sole Member of each Borrower) and Sole Member currently have no employees and, as a result, have engaged (and are continuing to use) an external, third-party consulting firm to manage comprehensive pre-development due diligence in connection with the financing, acquisition, and rehabilitation of the Projects, ultimately on behalf of the Better Housing Foundation.

Additional information regarding these external consulting agreements is presented below. All of this information was adapted from information presented in the draft Preliminary Official Statement and Appendix (and remains subject to change).

<u>Please note that the consulting companies engaged by the Borrowers (on behalf of the Sole Member) and described in the sections that follow below and on p. 10 are under common ownership and management.</u>

Acquisition Consulting Services:

Pursuant to the terms of an Acquisition Services Agreement (the "Acquisition Consulting Agreement"), **Desak Development Corp.,** an Illinois corporation (the "**Consultant**"), of Chicago, Illinois, will manage and supervise all aspects relating to the planning, acquisition and financing of the Projects for and on behalf of the Borrowers in connection with their financing and acquisition of the Projects.

According to the Preliminary Official Statement, the Consultant and the Consultant's President (L. Mark DeAngelis) currently assist other affordable housing operators throughout the country. Mr. DeAngelis has served as either general contractor or construction manager and has also managed leasing, as well as the repair and maintenance of acquired or managed properties.

These pre-acquisition activities have included the following: identifying prospective projects for acquisition, negotiating purchase prices and executing purchase contracts and payment of related legal expenses and pre-acquisition due diligence expenses, funding escrow deposits on behalf of the Borrowers (and Sole Member) pursuant to a Reimbursement Agreement with the Borrowers. More specifically, under this Acquisition Consulting Agreement, Desak will be responsible for engaging appraisers, environmental consultants, property condition inspectors, and other professionals to undertake pre-acquisition due diligence of the Projects as necessary. Additionally, Desak is responsible for obtaining financing for the acquisition and necessary rehabilitation of the Projects.

Desak and its affiliated companies with common managing shareholders (which includes Integrus Realty Service, LLC, which has been engaged to serve as the Property Manager (post-acquisition) and to perform certain corporate administrative and asset management services to the Borrowers (as Corporate Administrator)) collectively have over 30 employees. Additionally, Proeh Construction, whose owner (Jonathan Proeh) is employed by Integrus, is expected to serve as General Contractor on the proposed rehabilitation projects.

In consideration for such services, the Borrowers have agreed to pay the Consultant $250,000 upon closing of the IFA Series 2016 Bonds (see Third Party Reports and Other Pre-Acquisition Costs, which included upfront escrow payments made in connection with the execution and delivery of purchase contracts that will be assumed by the Borrowers at closing). Additionally, to the extent available from the Surplus Fund (see p. 6) the Consultant shall be entitled to an additional fee to recover additional Pre-Acquisition Costs upon attainment of a 90% occupancy rate at the 4724 S. Vincennes Ave. property (a 59-unit property, which currently has 21 of the 34 vacant units available across the 321-unit portfolio). Any improvements in performance at the 4724 S. Vincennes property will be a direct result of successful implementation of the Consultant's renovation and financing plans.

Property Manager:

The Projects will be managed by **Integrus Realty Group LLC**, an Illinois limited liability company established in 2015 and based in Chicago, Illinois (the "**Manager**"). The Manager currently manages a total of approximately 300 properties ranging in unit size from 3 units to 53 units each. The properties are located primarily in south side and west side neighborhoods. The key personnel of the Manager include Leo Feigenbaum, (who is the head of Integrus' property management group) and David Weiner, Director of Operations for Integrus.

According to Appendix A of the draft POS, Mr. Weiner has managed full-service property management and maintenance operations including leasing, accounting, tenant collections, tenant work order management, and HUD Housing Choice Voucher compliance. In addition to undertaking management and maintenance functions, Mr. Weiner has also assisted with the purchase, rehabilitation, and stabilization of hundreds of affordable housing units.

Pursuant to a Management Agreement with each Borrower, the Manager will be engaged to undertake the following functions on behalf of each Borrower, including marketing, leasing, rent collection, lease enforcement, maintenance and repairs, the provision of utilities and services, and obtaining insurance for the Projects.

Under each Management Agreement (there will be one Agreement for each of the 14 Properties), the Manager will be paid a monthly fee. The initial monthly fee will be equal to approximately 4.0% of effective gross income for each Project.

Corporate Administrator – Budgeting and Financial Reports:

The Borrowers are also engaging **Integrus Realty Group, LLC**, an Illinois limited liability company to provide certain corporate administrative and asset management services to the Borrowers (as the "**Corporate Administrator**") in connection with the ownership of the Projects pursuant to a Corporate Administration Agreement (the "Corporate Administration Agreement") between the Corporate Administrator and the Borrowers.

These services will include, among other duties: providing asset management oversight, reviewing financial and operating information relating to the Projects (including periodic financial statements, operating reports, and capital and operating budgets), meeting with the Borrowers to review the performance of the Projects, monitoring compliance with the Borrowers' financial and operating covenants, assisting the Borrowers with their continuing disclosure obligations, and coordinating the procurement of insurance for the Projects.

In exchange for these services, the Borrowers have agreed to pay the Corporate Administrator an annual fee (the approximate amount will be sufficient to cover the cost of one FTE employee).

Summary Description of the 14 Shoreline Portfolio Projects: Note: Better Housing Foundation is the Sole Member of both Borrowers (i.e., the Legal Owners of these Properties).

Legal Owner	Property Address (All Chicago)	# Res. Units	Res. Unit Types/# Units	# Commercial Units - Total SF
IRG Bronzeville Group LLC (1 Property)				
	4724 S. Vincennes Ave.	59	Studio-7 Units 1BR/1BA-10 Units 2BR/1BA-14 Units 3BR/2BA-28 Units	N/A
Lindran Properties LLC (13 Properties)				
	7940 S. Greenwood Ave	36	1BR/1BA-36 Units	N/A
	235 E. 115th Street	4	1BR/1BA-3 Units 2BR/1BA-1 Unit	5 Commercial Units; 4,000 sq. ft.
	6752 S. Michigan Ave.	30	1BR/1BA-6 Units 2BR/1BA-16 Units 3BR/2BA-8 Units	N/A
	7250 S. South Shore Drive	28	1BR/1BA-9 Units 2BR/1BA-18 Units 3BR/2BA-1 Unit	N/A
	7800 S. South Shore Drive	31	1BR/1BA-31 Units	N/A
	7719 S. Yates Blvd.	13	Studio-1 Unit 1BR/1BA-6 Units 2BR/1BA-6 Units	N/A
	7500 S. Cottage Grove Ave.	14	1BR/1BA-5 Units 2BR/1BA-8 Units 3BR/2BA-1 Unit	7 Commercial Units; 4,000 sq. ft.
	7451 S. Eberhart Ave.	19	2BR/1BA-19 Units	6 Commercial Units; 10,219 sq. ft.
	2025 E. 72nd St.	18	2BR/1BA-18 Units	N/A
	2050 E. 72nd Pl.	18	2BR/1BA-18 Units	N/A
	6904 S. Cregier Ave.	26	1BR/1BA-10 Units 2BR/1BA-12 Units 3BR/2BA-4 Units	N/A
	7657 S. East End Ave.	17	Studio-3 Units 1BR/1BA-11 Units 2BR/1BA-3 Units	N/A
	1516 E. 70th St.	8	1BR/1BA-6 Units 2BR/1BA-2 Units	N/A

Marketing Priority to HUD Voucher Recipients: Tenants: Based on Integrus' experience marketing and leasing to HUD Housing Choice Vouchers ("HCV") recipients, marketing for the vacancies at the 4724 S. Vincennes property (which currently has 21 out of 34 vacant units in the 321 unit portfolio) will focus on HCV recipients.

Integrus and the Foundation report that the current owner of the 4724 S. Vincennes property had not focused on HUD voucher holders, despite the applicable rent restrictions (from an existing Land Use Restriction Agreement) that limit rentals to residents not earning 30% of the Area Median Income.

Scope of Rehabilitation to 4724 S. Vincennes Project: Of the $500,000 allocated to renovation and repairs, approximately $433,400 has been allocated to the 4724 S. Vincennes property, which has only 64% occupancy rate (which reflects deferred maintenance). Improvements will replace all circuit breakers in each residential unit ($59,000 for 59 units); include kitchen upgrades ($4,000/unit; new cabinets; granite countertops; under-mount sink; new refrigerator and range; new pull-out faucet); bathroom upgrades ($2,100 /unit: new tub surround, tub, and vanity fixtures). Additionally, there will be common area improvements with flooring and carpeting replacements, lighting replacement, new paint, and reconfiguration, electrical upgrades to office space.

Additionally, approximately 25 of the 59 units will be made handicapped-adaptable (e.g., units would provide for roll-in showers and provide for adjustable counter, sink, and switch heights).

The Better Housing Foundation reports that the common areas at 4724 S. Vincennes will be enhanced to provide supportive and educational services to the building's residents and surrounding community provided by non-profit entities.

Planned Rehab to Other Units: Based on the summaries of the Property Condition Reports that will be cited in the Appraisal, the 13 other properties have maintained high occupancy rates (95% as of 3/1/2016) and are generally in good repair. Approximately $18,350 has been allocated to improvements at the 13 properties (i.e., all properties except 4724 S. Vincennes).

The Property Manager will retain $50,000 to make additional improvements over the next 2-3 years (and to cover any overruns associated with the planned projects).

Additionally, the Borrowers are budgeting significant (i.e., $600 per unit-per year of Repair & Replacement Reserve Expenses) to properly reflect ongoing investments necessary to maintain these properties

Results of Phase I Environmental Audit Reports: According to the Preliminary Official Statement, the Phase I Environmental Reports on each property did not identify the need for any additional (i.e., remedial) action at the 14 subject properties.

Land Use Restriction Agreements – Will Assure Use as Affordable Residential Rental Housing Projects

Project Regulation – Affordable Housing: Land Use Restriction Agreements: All 14 properties will be subject to a Land Use Restriction Agreement applicable to each property under which the Borrowers (and any successor as Owner) will be obligated (pursuant to Section 142(d) of the Internal Revenue Code of 1986 and during the Qualified Project Period (i.e., a minimum of 15 years from the closing date or the date on which the Series 2016 Bonds or any Refunding Bonds are repaid in full) at least 40% of the completed units be occupied by families or individuals whose adjusted income does not exceed 60% (adjusted for family size) of the median gross income for the area.

The Tax Agreement further imposes requirements relating to the 501(c)(3) tax-exempt treatment of the Sole Member, including the requirement that 75% of the units in the Projects be rented to persons whose income does not exceed 80% (adjusted for family size) of the area median gross income. *Accordingly, upon acquisition by the Borrowers, these properties must maintain a higher percentage of below-median-income units than specified in standard HUD income restrictions.*

Additionally, the operation of the 4724 S. Vincennes Avenue Project will also be subject to the terms and restrictions of a Foreclosure Sale Use Agreement dated August 10, 2001 with the U.S. Department of Housing and Urban Development (the "2001 HUD Use Agreement") which requires the following: (1) all 59 units of the 4724 S. Vincennes Ave. Project must be maintained as affordable housing and (2) during the term of the 2001 HUD Use Agreement, units may only be rented to families with adjusted gross annual incomes that do not exceed 30% of the area median income (adjusted for family size).

Although the 20-year term of the 2001 HUD Use Agreement is set to expire as of August 10, 2021, the 4724 S. Vincennes property will remain subject to both (1) the new 2016 Land Use Restriction Agreement approved in connection with the IFA Series 2016 Bonds and (2) the higher 75% set-aside for residents not earning more than 80% of area median gross income.

ECONOMIC DISCLOSURE STATEMENT

Borrowers – Sole Member: Lindran Properties LLC and IRG Bronzeville Group LLC, c/o Mr. Jason Cook, President, Better Housing Foundation, 1230 Erie Wood Drive, Rocky River, OH, 44116, Tel.: 440.552.0872

Alternate Contact – Counsel to Sole Member: Ms. Meredith Rosenbeck, Esq., Rosenbeck Law, LLC, 5701 Tynecastle Loop, Dublin, OH 43016; Tel: 614. 546.8042; Email: mrosenbecklaw@yahoo.com

Site Locations: The 14 site locations are identified below (see pp. 14-15 or p. 11) in connection with the Seller Disclosure on each of the 14 properties).

Project name: Illinois Finance Authority, 501(c)(3) Revenue Bonds (Better Housing Foundation Shoreline Portfolio Project), Series 2016A-C

Management of the Sole Member and Borrowers: The two Borrowers (**Lindran Properties LLC** and **IRG Bronzeville Group LLC**) are Illinois limited liability companies. The Sole Member of each of LLC is Better Housing Foundation, Rocky Ridge, Ohio, a 501(c)(3) corporation incorporated under Ohio law as a nonprofit corporation and governed by a three-member Board of Directors, which currently consists of the following Members:

- Mr. Jason Cook, President (Rocky River, Ohio)

- Mr. Thomas Kern, Secretary (Columbus, Ohio)
- Ms. Tracy Hughey, Treasurer (Columbus, Ohio)

Note: The plan of finance does not provide for 4% Low Income Housing Tax Credits, accordingly, the Better Housing Foundation (and the LLCs of which the Foundation is the Sole Member) will own 100% of the Projects upon closing of the financing.

Consultant to Borrowers/ Sole Member: Desak Development Corp., 2539 W. Peterson Ave., Chicago, IL 60659, Contact: Mr. L. Mark DeAngelis, President; Tel.: 773.728.4000

Property Manager – Post-Closing: Integrus Realty Services, LLC, an Illinois limited liability company, 2539 W. Peterson Ave., Chicago, IL 60659, Contact: Mr. L. Mark DeAngelis, Manager or David Weiner, Director of Operations; Tel: 773.28.4000

Disclosure - Listing of Current Owners (i.e., Sellers) of the 14 Project Sites:

- **Site: 1516 E. 70th St.:** Kooks, LLC, 8222 S. King Dr. Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Owner: Michel Ruiz 100%

- **Site: 7451-53 S. Eberhart / 500-512 E.75th St:** Eberhart Property Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Owner: Michel Ruiz 100%

- **Site: 7940-48 S. Greenwood:** Greenwood Property Holdings LLC, 8222 S. King Dr. Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Owner: Michel Ruiz 100%

- **Site: 7500-04 S. Cottage Grove:** Cottage Grove Property Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Owner: Michel Ruiz 100%

- **Site: 233-241 E. 115th St.:** 233 E 115th St Property Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Owner: Michel Ruiz 100%

- **Site: 7719-21 S. Yates:** 7719 S. Yates Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 6752-54 S. Michigan / 66-80 E. 68th St.:** 6752 S. Michigan Avenue Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member, Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 6904-06 S. Cregier / 1745-57 E. 69th St.:** 6904 Cregier Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%.
- **Site: 7655-57 S. East End / 1704-10 E. 77th St:** 7657 S. East End Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 7250 S. South Shore Dr.:** 7250 S. Shore Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619,773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 7800 S. South Shore Dr.:** 7800 S. Shore Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL. 60619,773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 2050-60 E.72nd Place:** 2050-60 East 72nd Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619,773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 2025-35 E.72nd St.:** 2025-35 East 72nd Holdings LLC, 8222 S. King Dr., Suite D, Chicago IL 60619, 773-651-3100, Managing Member: Michel Ruiz, Ownership: Antonija Kukuljan 80%, Michel Ruiz 20%

- **Site: 4724 South Vincennes Ave:** 4724 S Vincennes LLC, 855 W. Blackhawk, Chicago, IL 60642, 312-787-3372, Manager: Martha L Moran, Ownership/Membership of LLC: (1) Martha L. Moran Living Trust (Martha L. Moran, Trustee) – 50.0%; (2) William C. Moran Family Trust (Martha L. Moran, Trustee) – 10.16%, and (3) William C. Moran Marital Trust (Martha L. Moran, Trustee) – 34.51%.

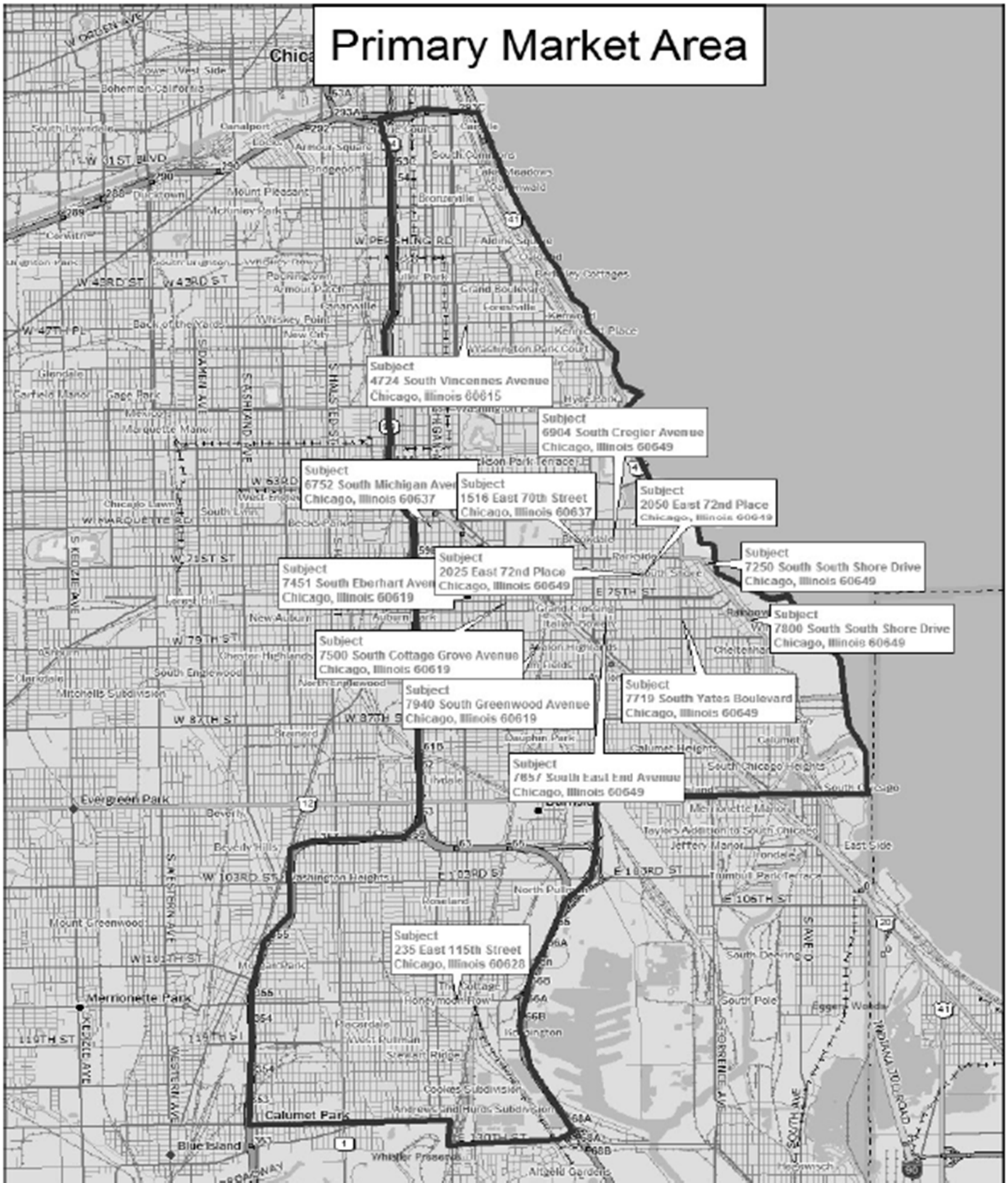
PROFESSIONAL & FINANCIAL

Sole Member:	Better Housing Foundation	Rocky River, OH	Jason Cook, President
Sole Member's Counsel:	Rosenbeck Law LLP	Dublin, OH	Meredith Rosenbeck
Borrowers' Counsel - Local:	Chuhak & Tecson P.C.	Chicago, IL	Adam Moreland
Bond Counsel:	Greenberg Traurig LLP	Chicago, IL	Tom Smith
Underwriter:	Stifel Nicolaus & Co., Inc.	Atlanta, GA	Cody Wilson
Underwriter's Counsel:	Butler Snow LLP	Atlanta, GA	David Williams Ryan Platt
Bond Trustee:	Wilmington Trust	Dallas, TX	Cam Lindsey
Trustee's Counsel:	Ballard Spahr LLP	Atlanta, GA	Han Choi, Stephanie Kim
Bond Rating:	Standard & Poor's Ratings Services (Structured Finance Group)	Chicago, IL	
Dissemination Agent:	Disclosure Advisors LLC	Columbus, OH	Paul Rutter
Development Consultant to Borrowers:	Desak Development, Inc.	Chicago, IL	L. Mark DeAngelis, David Weiner
Project Management Agent:	Integrus Realty Group LLC	Chicago, IL	Leo Feigenbaum David Weiner
Auditor to the Borrowers and Sole Member:	To be determined		
Architect:	Not applicable		
General Contractor:	Proeh Construction	Highland Park, IL	Jonathan Proeh
Appraiser:	Gill Group, Inc.	Dexter, MO	Samuel T. Gill
Property Condition Assessment:	Gill Group, Inc.	Dexter, MO	Nathan Gillette
Environmental Site Assessment:	Gill Group, Inc. and Spectrum Environmental, Inc.	Dexter, MO Alabaster, AL	Samuel L. Gill Scott Hassler
IFA Counsel:	Charity & Associates, P.C.	Chicago, IL	Tim Hinchman
IFA Financial Advisor:	Sycamore Advisors, LLC	Chicago, IL	Melanie Shaker

LEGISLATIVE DISTRICTS

Congressional: Multiple
State Senate: Multiple
State House: Multiple

Site Map of the 14 Projects to be Acquired with the proposed IFA Series 2016 Bonds:



CONDUIT

April 14, 2016

$525,000,000
MercyRockford Health System Corporation

REQUEST	**Purpose**: Bond proceeds will be used by **MercyRockford Health System Corporation and one or more of its affiliates** (the "**Borrower**") to (i) fund new money projects including the construction of a second campus for **Rockford Memorial Hospital** ("**RMH**"), the Riverside Campus, that will include 188 inpatient beds, extensive outpatient services and an Ambulatory Services building and renovations of the Rockford Memorial Hospital, Rockton Avenue Campus, (ii) refinance all or portion of the Rockford Memorial Hospital Obligated Group Series 2008 and Series 2012 debt, the proceeds of which were used to refinance prior debts, (iii) refinance all or a portion of the **Mercy Alliance, Inc. Obligated Group** ("**MAI**"), Series 2010A debt, the proceeds which were used to refinance prior debts and fund various projects at certain health facilities located in Wisconsin, (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Borrower, (v) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the Borrower, (vi) pay certain working capital expenditures, if deemed necessary or desirable by the Borrower, (vii) pay certain swap or placement termination payments, if deemed necessary or desirable by the Borrower and (viii) pay certain expenses incurred in connection with the issuance of the Bonds and the refinancing. **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: None.
BOARD ACTIONS	Final Bond Resolution Voting Record (February 11, 2016) – Preliminary Bond Resolution – 12 Yeas; 0 Nays; 0 Abstain; 3 Absent (O'Brien; Tessler; Yonover); 0 Vacancies.
MATERIAL CHANGES	Material changes to this report from the version presented in February 2016 include the following: (1) decrease in the not to exceed amount from $550,000,000 to $525,000,000; and (2) estimated sources and uses refined.
JOB DATA	5,930 FTE Current jobs — 331 New jobs projected 6,261 Retained jobs — 1,000 to 1,500 Construction jobs projected* *Projected construction jobs based on discussions with contractors and union officials.
DESCRIPTION	• Location: Rockford/Winnebago County/Northern Stateline Region • MercyRockford Health System Corporation is the sole member of Rockford Memorial Hospital. MercyRockford Health System Corporation was created on January 1, 2015 from the merger of Mercy Alliance, Inc. of Janesville, Wisconsin and Rockford Health System of Rockford, Illinois. Mercy Alliance, Inc. included 3 hospitals, the Mercy Hospital and Trauma Center in Janesville Wisconsin, Mercy Harvard Hospital and Mercy Walworth Hospital and Medical Center. Rockford Health System includes Rockford Memorial Hospital and a 50% Joint Venture in Van Matre Rehabilitation Hospital. • The System provides a full continuum of care through its five hospitals with approximately 674 licensed acute beds, 71 licensed long term beds, 533 employed partner physicians at 52 community centers providing both primary and specialty physician services, outpatient centers, free standing emergency room, 2 home health programs, and hospice care throughout 10 counties in southern Wisconsin and northern Illinois.
CREDIT INDICATORS	• The Bonds will be public fixed rate debt. • Expected underlying rating of Moody's A3 to be delivered the week of April 10, 2016.
SECURITY	• The obligations of the Members of the Obligated Group (to be determined) are secured by security interest in pledged revenues. In addition, there may be a mortgage lien on the Riverside Campus.
MATURITY	• Bonds will mature no later than 2056

SOURCES AND USES

Sources:		Uses:	
IFA Series 2016 Bonds	$483,365,000	Refunding	$98,693,882
Premium	$56,557,296	Project Fund	$425,000,000
Trustee-Held Funds	$3,234,500	Capitalized Interest Fund	$52,412,416
		Cost of Issuance	$4,110,498
		Swap Termination (RHS 2008)	$1,850,000
Equity Contribution	$40,000,000	Placement Termination (RHS 2012)	$1,090,000
Total	**$583,156,796**	**Total**	**$583,156,796**

RECOMMENDATION Credit Review Committee recommends approval.

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 14, 2016

Project: MercyRockford Health System

STATISTICS

Project Number:	12326	Amount:	$525,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane and Tammy Harter
Locations:	Rockford	County/Region:	Winnebago County/Northern Stateline

BOARD ACTION

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

PURPOSE

Bond proceeds will be used by MercyRockford Health System Corporation and one or more of its affiliates (the "Borrower") to (i) fund new money projects including the construction of a second campus for Rockford Memorial Hospital, the Riverside Campus, that will include 188 inpatient beds, extensive outpatient services and an Ambulatory Services building and renovations of the Rockford Memorial Hospital, Rockton Avenue Campus, (ii) refinance all or portion of the Rockford Memorial Hospital Obligated Group Series 2008 and Series 2012 debt, the proceeds of which were used to refinance prior debts, (iii) refinance all or a portion of the Mercy Alliance, Inc. Obligated Group Series 2010A debt, the proceeds which were used to refinance prior debts and fund various projects at certain health facilities located in Wisconsin, (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Borrower, (v) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the Borrower, (vi) pay certain working capital expenditures, if deemed necessary or desirable by the Borrower, (vii) pay certain swap or placement termination payments, if deemed necessary or desirable by the borrower and (viii) pay certain expenses incurred in connection with the issuance of the Bonds and the refinancing.

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:		**Uses:**	
IFA Series 2016 Bonds	$483,365,000	Refunding	$98,693,882
Premium	56,557,296	Project Fund	425,000,000
Trustee-Held Funds	3,234,500	Capitalized Interest Fund	52,412,416
		Cost of Issuance	4,110,498
		Swap Termination (RHS 2008)	1,850,000
Equity	40,000,000	Placement Termination (RHS 2012)	1,090,000
Total	**$583,156,796**	**Total**	**$583,156,796**

JOBS

Current employment:	5,930 FTE	Projected new jobs:	331
Jobs retained:	6,261	*Construction jobs projected:	1,000 to 1,500

*Projected construction jobs based on discussions with contractors and union officials.

FINANCING SUMMARY

Credit Enhancement:	The Bonds will be sold based on the underlying rating of MercyRockford Health System Obligated Group
Structure:	Fixed rate public debt
Interest Rate:	To be determined on day of pricing
Interest Rate Modes:	Fixed rate
Underlying Ratings:	Expected underlying rating of Moody's A3 to be assigned during the week of April 10, 2016.
Maturity:	No later than 2056
Estimated Closing Date:	Week of May 9th

PROJECT SUMMARY

Bond proceeds will be used by MercyRockford Health System Corporation and one or more of its affiliates (the "Borrower") to (i) fund new money projects including the construction of a second campus for Rockford Memorial Hospital, the Riverside Campus, that will include 188 inpatient beds, extensive outpatient services and an Ambulatory Services building and renovations of the Rockford Memorial Hospital, Rockton Avenue Campus, (ii) refinance all or portion of the Rockford Memorial Hospital Obligated Group Series 2008 and Series 2012 debt, the proceeds of which were used to refinance prior debts, (iii) refinance all or a portion of the Mercy Alliance, Inc. Obligated Group Series 2010A debt, the proceeds which were used to refinance prior debts and fund various projects at certain health facilities located in Wisconsin, (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Borrower, (v) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the Borrower, (vi) pay certain working capital expenditures, if deemed necessary or desirable by the Borrower, (vii) pay certain swap or placement termination payments, if deemed necessary or desirable by the borrower and (viii) pay certain expenses incurred in connection with the issuance of the Bonds and the refinancing.

BUSINESS SUMMARY

MercyRockford Health System Corporation is the sole member of Rockford Memorial Hospital. MercyRockford Health System Corporation was created on January 1, 2015 from the merger of Mercy Alliance, Inc. of Janesville, Wisconsin and Rockford Health System of Rockford, Illinois. Mercy Alliance, Inc. included 3 hospitals, the Mercy Hospital and Trauma Center in Janesville Wisconsin, Mercy Harvard Hospital and Mercy Walworth Hospital and Medical Center. Rockford Health System includes Rockford Memorial Hospital and a 50% Joint Venture in Van Matre Rehabilitation Hospital.

The System provides a full continuum of care through its five hospitals with approximately 674 licensed acute beds, 71 licensed long term beds, 533 employed partner physicians at 52 community centers providing both primary and specialty physician services, outpatient centers, free standing emergency room, 2 home health programs, and hospice care throughout 10 counties in southern Wisconsin and northern Illinois.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	MercyRockford Health System Corporation
Site Address:	MercyRockford Health System Corporation 3401 N Perryville Rd Suite 303 Rockford, Illinois 61114
Contact:	Henry M. Seybold Jr., Senior Vice President, Finance & CFO
Project name:	Riverside Campus
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois

Ownership/2015 Board Members (501(c)(3)):

Rowland J. McClellan, *Chairperson*
Connie M. Vitali, M.D., *Vice Chairperson*
Thomas D. Budd, *Treasurer*
Thomas R. Pool, *Secretary*
Javon R. Bea, *President and Chief Executive Officer*
Jack J. Becherer, Ed.D
Mark L. Goelzer, M.D.
Paul A. Green
Dave L. Syverson

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Hall, Render, Killian, Heath & Lyman	Milwaukee, WI	Pat Walsh
Auditor:	Wipfli LLP	Green Bay, WI	Steven Thompson
Underwriter:	Ziegler	Chicago, IL	John Hanley
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Mike Mitchell
Underwriter's Counsel:	Dinsmore & Shohl LLP	Chicago, IL	Glen Pratt
Bond Trustee:	U.S. Bank National Association	Milwaukee, WI	Gene Ploeger
Issuer's Counsel:	Quarles & Brady LLP	Milwaukee, WI	Jennifer Powers
Issuer's Advisor:	Sycamore Advisors, LLC	Chicago, IL	Melanie Shaker

LEGISLATIVE DISTRICTS

Congressional:	16, 17
State Senate:	34, 35, 36, 45
State House:	67, 68, 69, 70, 71, 89, 90

SERVICE AREA

MercyRockford Health System Corporation has hospital facilities in the following locations in Illinois and Wisconsin: Rockford, IL (Rockford Memorial Hospital), Harvard, IL (Mercy Harvard Hospital), Janesville, WI (Mercy Hospital and Trauma Center) and Walworth, WI (Mercy Walworth Hospital and Medical Center).

IFA ILLINOIS FINANCE AUTHORITY

CONDUIT

April 14, 2016

$60,000,000
Iowa Health System d/b/a UnityPoint Health

REQUEST	**Purpose**: Bond proceeds will be used by **Iowa Health System d/b/a UnityPoint Health** ("**UnityPoint Health**") to (i) refund the Proctor Hospital 2006A Bonds, (ii) $22,000,000 for the benefit of Methodist Medical Center of Illinois and Methodist Health Services Corp. located at 221 NE Glen Oak Ave, Peoria, Illinois, to purchase, renovate, relocate, construct, equip and furnish approximately 81,000 square-feet of building space, which will include classrooms, laboratories, faculty offices, and support space for the College of Nursing, along with an additional 45,000 square-feet for warehouse space, all located at 5801 West War Memorial Drive, Peoria, Illinois, (iii) $13,500,000 for the exterior renovation of the Glen Oak and East-West buildings, located at 221 NE Glen Oak Ave, Peoria, Illinois, and (iv) pay costs of issuance. **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: None.
BOARD ACTIONS	Final Bond Resolution Voting Record (March 10, 2016) – Preliminary Bond Resolution – 13 Yeas; 0 Nays; 0 Abstain; 2 Absent (Horne and Zeller); 0 Vacancies.
MATERIAL CHANGES	Material changes to this report from the version presented in March 2016 include the following: (1) Increase in the not to exceed amount from $53,000,000 to $60,000,000; and (2) sources and uses refined.
JOB DATA	28,000 Current jobs; 0 New jobs projected N/A Retained jobs; 365 Construction jobs projected
DESCRIPTION	• Location: Peoria/Peoria County/North Central Region • Initially formed in 1994, UnityPoint Health, an Iowa nonprofit corporation, controls, directly or indirectly, a regional health care delivery system that includes, as of June 30, 2015, twelve hospitals (including Blank Children's Hospital) in ten Iowa cities, four hospitals in three Illinois cities, one hospital in Madison, Wisconsin, and approximately 860 employed physician full time equivalents and 420 mid-level provider full time equivalents practicing in 96 communities.
STRUCTURE/CREDIT INDICATORS	• Tax-Exempt fixed rate bonds underwritten by Morgan Stanley. • UnityPoint Health is currently rated "Aa3"/"AA-" long-term by Moody's/Fitch. UnityPoint Health has applied and expects ratings to be assigned the week of 5/8/2016.
SECURITY	• Secured by pledge of gross receivables
MATURITY	• Bonds will mature no later than 2046
SOURCES AND USES	see table below
RECOMMENDATION	Credit Review Committee recommends approval.

Sources and Uses

Sources:		Uses:	
IFA Bonds	$60,000,000	Refunding	$23,000,000
		Project Fund	$35,500,000
		Costs of Issuance*	$1,500,000
Total	**$60,000,000**	**Total**	**$60,000,000**

*Estimated

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
April 14, 2016

Project: Iowa Health System d/b/a UnityPoint Health

STATISTICS

Project Number:	12333	Amount:	$60,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane and Tammy Harter
Location:	Peoria	County/Region:	Peoria/North Central

BOARD ACTION

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

PURPOSE

Bond proceeds will be used by **Iowa Health System d/b/a UnityPoint Health** ("**UnityPoint Health**") to (i) refund the Proctor Hospital 2006A Bonds, (ii) $22,000,000 for the benefit of Methodist Medical Center of Illinois and Methodist Health Services Corp. located at 221 NE Glen Oak Ave, Peoria, Illinois, to purchase, renovate, relocate, construct, equip and furnish approximately 81,000 square-feet of building space, which will include classrooms, laboratories, faculty offices, and support space for the College of Nursing, along with an additional 45,000 square-feet for warehouse space, all located at 5801 West War Memorial Drive, Peoria, Illinois, (iii) $13,500,000 for the exterior renovation of the Glen Oak and East-West buildings, located at 221 NE Glen Oak Ave, Peoria, Illinois, and (iv) pay costs of issuance.

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:		**Uses:**	
IFA Bonds	$60,000,000	Refunding	$23,000,000
		Project Fund	$35,500,000
		Costs of Issuance*	$1,500,000
Total	**$60,000,000**	**Total**	**$60,000,000**

*Estimated

JOBS

Current employment:	28,000	Projected new jobs:	0
Jobs retained:	N/A	Construction jobs:	365

FINANCING SUMMARY

Credit Enhancement:	None
Structure:	Fixed Rate Bonds to be underwritten by Morgan Stanley.
Interest Rate:	To be determined at time of pricing.
Interest Rate Modes:	Fixed
Underlying Ratings:	UnityPoint Health is currently rated "Aa3"/"AA-" long-term by Moody's/Fitch. UnityPoint Health has applied for ratings in connection with the Series 2016 Bonds and expects ratings to be assigned during the week of 5/8/2016.
Maturity:	2046
Estimated Closing Date:	Week of 5/30/2016

PROJECT SUMMARY

The proceeds will be used by UnityPoint Health to refund the Proctor Hospital 2006A Bonds, New Money and costs of issuance.

- Refund Proctor 2006A Bonds: 5409 N. Knoxville Avenue, Peoria, Illinois 61614
- New Money ($22,000,000), College of Nursing: 5801 West War Memorial Drive, Peoria, Illinois 61615
  - This project is for the benefit of Methodist Medical Center of Illinois and Methodist Health Services Corp. (users of the project and Affiliates), located at 221 NE Glen Oak Ave, Peoria, Illinois and will consist of the purchase, renovation, relocate, construction, equipping and furnishing of approximately 81,000 square-feet of building space which will include classrooms, laboratories, faculty offices, and support space along with an additional 45,000 square-feet for warehouse space located at 5801 West War Memorial Drive, Peoria, Illinois.
- New Money ($13,500,000), Façade Renovation: 221 NE Glen Oak Avenue, Peoria, Illinois 61636
  - This project is for the benefit of Methodist Medical Center of Illinois and Methodist Health Services Corp. (users of the project and Affiliates), located at 221 NE Glen Oak Ave., Peoria, Illinois and will consist of the exterior renovation of the Glen Oak and East-West buildings on campus.

BUSINESS SUMMARY

Background: Initially formed in 1994, **Iowa Health System** ("**IHS**"), an Iowa nonprofit corporation, controls, directly or indirectly, a regional health care delivery system that includes, as of June 30, 2015, twelve hospitals (including Blank Children's Hospital) in ten Iowa cities, four hospitals in three Illinois cities, one hospital in Madison, Wisconsin, and approximately 860 employed physician full time equivalents and 420 mid-level provider full time equivalents practicing in 96 communities (collectively, the "**System**").

On April 16, 2013, the System began being publicly known as UnityPoint Health. This name change reflects the transformation of clinical processes underway within the System and the adaptation to better address the health care needs of communities, including building a model of delivering health care that coordinates care around the patient while focusing on improving the quality of care and reducing costs. In light of this transformation in health care, IHS changed its name to better reflect its brand promise. UnityPoint Health, a federally registered trademark, is a doing business as designation of IHS and is intended to be its predominant name.

The System entities employ around 28,000 employees System-wide, including being the largest nonprofit workforce in the combined State of Iowa and Western Illinois area, and work toward innovative advancements to achieve the vision of delivering the "Best Outcome for Every Patient

Every Time". The System also provides a multitude of community benefit programs and services to improve the health of people in its communities.

The primary operations of the System are conducted through an array of nonprofit and for-profit subsidiaries controlled, directly or indirectly, by UnityPoint Health. The affiliates include Central Iowa Health System d/b/a UnityPoint Health – Des Moines, Methodist Health Services Corporation, Meriter Health Services, Inc., Trinity Regional Health System, St. Luke's Healthcare, Allen Health Systems, Inc., St. Luke's Health System, Inc., Trinity Health Systems, Inc., Finley Tri-States Health Group, Inc., Iowa Physicians Clinic Medical Foundation d/b/a UnityPoint Clinic, and UnityPoint at Home (formerly known as InTrust and formerly d/b/a Iowa Health Home Care).

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Iowa Health System d/b/a UnityPoint Health
Address:	221 NE Glen Oak Avenue, Peoria, Illinois 61636
Contact:	Matthew Kirschner, 515-241-8272
Website:	www.unitypoint.org
Project name:	Refunding of 2006A Bonds and new money projects
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Iowa, Illinois, Wisconsin

Board of Directors:

Chair: Mike Williams	Secretary: Linda Newborn
Chair Elect/Vice Chair: Mike Stone	Treasurer: Rick McConnell
Angela Aldrich, M.D. *Sioux City*	Ron Klosterman *Dubuque (At-Large)*
Dave Boyer *Madison*	Rick McConnell *Des Moines*
Terri Christoffersen *Cedar Rapids*	Pete McLaughlin *Quad Cities*
Brenda Clancy *Cedar Rapids (At-Large)*	Linda Newborn *Quad Cities*
Stanton Danielson, M.D. *Des Moines (UP Clinic)*	Kurt Pittner *Fort Dodge*
Randy Easton *Cedar Rapids*	Cate Ranheim, M.D. *Madison (At-Large)*
Sarah Hasken *Dubuque*	Bruce Sherman *Des Moines*
Kent Henning *Des Moines*	Mike Stone *Peoria*
Steve Herwig, D.O. *Des Moines*	Devendra Trivedi, M.D. *Peoria*

George Kamperschroer
Madison

Mike Williams
Waterloo

Francis Kane, M.D.
Quad Cities (At-Large)

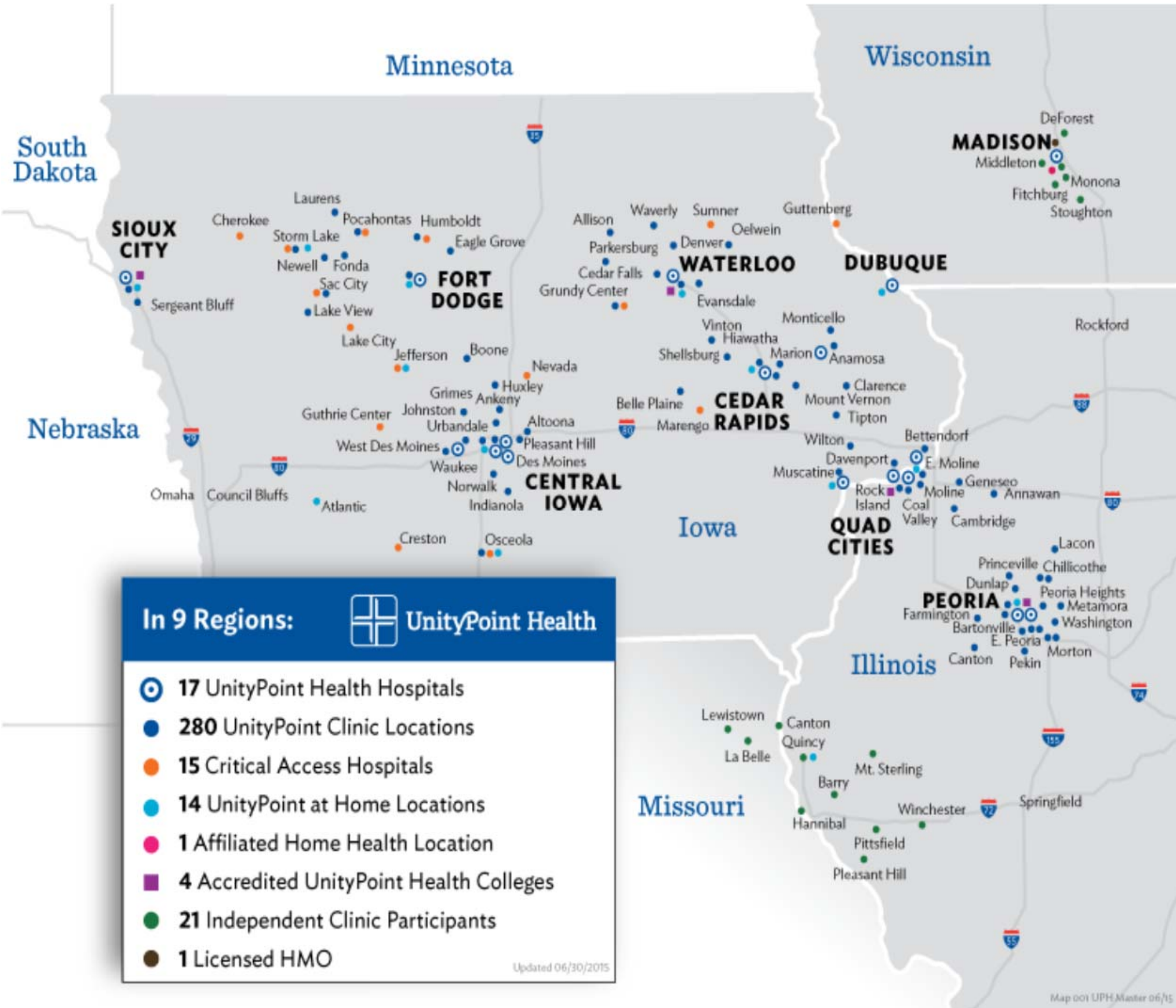
PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Norton Rose Fulbright US, LLP	Dallas, TX	Scott Kortmeyer
Auditor:	BKD, LLP	Chicago, IL	Eric Lopata
Underwriter:	Morgan Stanley	New York, NY	David Gallin
Bond Counsel:	Dorsey & Whitney LLP	Des Moines, IA	David Claypool
Underwriter's Counsel:	Orrick, Herrington & Sutcliffe LLP	Sacramento, CA	John Myers
Bond Trustee:	US Bank, National Association	St. Paul, MN	Christine Robinette
Issuer's Counsel:	Chapman and Cutler LLP	Chicago, IL	Rich Tomei
Issuer's Advisor:	Sycamore Advisors, LLC	Chicago, IL	Melanie Shaker

LEGISLATIVE DISTRICTS

Congressional:	17, 18
State Senate:	37, 46
State House:	73, 92

SERVICE AREA



ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

From: Rich Frampton & Brad R. Fletcher

Date: April 14, 2016

Re: Resolution Amending $5,000,000 Aggregate Principal Amount of Variable Rate Demand Revenue Bonds (Chinese American Service League Project) Series 2002 of the Illinois Development Finance Authority; Authorizing the Execution and Delivery of a Supplemental Indenture of Trust and Related Documents in Connection Therewith; and Related Matters
IDFA Series 2002 File Number: 11106

Request:

Chinese American Service League, Inc., an Illinois not for profit corporation (the "**Borrower**"), and **U.S. Bank, N.A.** (the "**Bank**" or "**Bond Purchaser**") are requesting approval of a Resolution to (i) authorize the execution and delivery of a Supplemental Indenture of Trust and (ii) approve related documents to effectuate a reset and extension of the initial interest rate period for 5 years in connection with the Illinois Development Finance Authority's Variable Rate Demand Revenue Bonds (Chinese American Service League Project) Series 2002 Bonds (the "**Series 2002 Bonds**").

In 2010, the Series 2002 Bonds were privately placed and purchased in whole to be held as an investment by RBS Citizens, N.A. U.S. Bank, N.A. as successor to RBS Citizens, N.A. (Charter One), is now the sole current owner of the Series 2002 Bonds. The outstanding par amount of the Series 2002 Bonds was $2,937,096 as of April 1, 2016.

Impact:

Approval of this Resolution will provide consent to changes as agreed to by the Bank and the Borrower concerning the Series 2002 Bonds. Specifically, the Bank and the Borrower desire to (i) extend the Initial Purchase Date to December 1, 2022, (ii) revise the interest rate provisions with respect to the Series 2002 Bonds to the current U.S. Bank, N.A., and (iii) reset the interest rate on the Series 2002 Bonds. Approval of this Resolution will not cause the terms of the Series 2002 Bonds to be modified sufficiently to require a new public hearing to be held (as otherwise required by Section 147(f) of the Internal Revenue Code of 1986, as amended). IFA's administrative closing fee for this reissuance will be $500.

Background:

Proceeds of the Series 2002 Bonds were loaned to the Borrower and used to finance the acquisition, construction, and equipping of a new headquarters and community center/service facility located in Chicago, Illinois.

All payments relating to the IFA Series 2002 Bonds have been current and paid as scheduled.

PROFESSIONAL & FINANCIAL

Bond Counsel:	Chapman and Cutler, LLP	Chicago, IL	Chris Walrath
Bond Purchaser:	U.S. Bank, N.A.	Chicago, IL	Lovetta Spencer
Bank Counsel:	Chapman & Cutler, LLP	Chicago, IL	Carol Thompson
Bond Trustee:	U.S. Bank, N.A.	Chicago, IL	Patricia Trlak
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago, IL	Phoebe S. Selden

RESOLUTION NO. 2016-0414-AD05

RESOLUTION AMENDING $5,000,000 AGGREGATE PRINCIPAL AMOUNT OF VARIABLE RATE DEMAND REVENUE BONDS (CHINESE AMERICAN SERVICE LEAGUE PROJECT) SERIES 2002 OF THE ILLINOIS DEVELOPMENT FINANCE AUTHORITY; AUTHORIZING THE EXECUTION AND DELIVERY OF A SUPPLEMENTAL INDENTURE OF TRUST AND RELATED DOCUMENTS IN CONNECTION THEREWITH; AND RELATED MATTERS.

WHEREAS, the Illinois Development Finance Authority, a political subdivision and a body politic and corporate duly organized and validly existing under and by virtue of the laws of the State of Illinois (the *"IDFA"*), including without limitation the Illinois Development Finance Authority Act, as supplemented and amended (the *"IDFA Act"*), was authorized by the laws of the State of Illinois, including without limitation the IDFA Act, to issue its revenue bonds for the purposes set forth in the IDFA Act and to permit the expenditure of the proceeds thereof to defray, among other things, the cost of the development, construction, acquisition and improvement of *"industrial projects,"* as defined in the IDFA Act; and

WHEREAS, pursuant to the Constitution and the laws of the State of Illinois, and particularly the IDFA Act, IDFA has previously issued its Variable Rate Demand Revenue Bonds (Chinese American Service League Project) Series 2002 in the aggregate principal amount of $5,000,000 (the *"Bonds"*); and

WHEREAS, in connection with the issuance of the Bonds, IDFA executed and delivered, among other documents, the Indenture of Trust dated as of August 1, 2002 (the *"Original Indenture"*) by and between IDFA and LaSalle Bank National Association, as Trustee; and

WHEREAS, the proceeds of the Bonds were loaned to the Chinese American Service League, Inc. (the *"Borrower"*) pursuant to the provisions of the Loan Agreement dated as of August 1, 2002, between IDFA and the Borrower; and

WHEREAS, pursuant to the Constitution and the laws of the State of Illinois, and particularly the Illinois Finance Authority Act, 20 *Illinois Compiled Statutes 2008,* 3501/801-1 *et seq.,* as supplemented and amended (the *"Act"*), the Illinois Finance Authority, a body politic and corporate duly organized and validly existing under the laws of the State of Illinois (the *"Authority"*), assumed the obligations of and succeeded to the rights of IDFA, among other authorities, as of January 1, 2004, including without limitation the rights and obligations of IDFA under the Original Indenture and the Bonds; and

WHEREAS, in 2010, the Borrower requested that the Authority amend the Original Indenture to provide that the Bonds could operate in a private placement bank mode, to be purchased by RBS Citizens, National Association *(the "Initial Bank Transaction"*); and

WHEREAS, on December 28, 2010, the Authority and U.S. Bank National Association, as successor trustee executed and delivered the First Supplemental Indenture of Trust dated as of December 1, 2010 (the *"First Supplement,"* and together with the Original Indenture, the *"Existing Indenture"*) to implement the Initial Bank Transaction; and

WHEREAS, pursuant to the provisions of the First Supplement, the Bonds are currently bearing interest at variable LIBOR rates until the initial bank purchase date therefore of December 1, 2017 (the *"Initial Purchase Date"*); and

WHEREAS, U.S. Bank National Association is the successor to RBS Citizens, National Association, and is the sole current owner of the Bonds (the *"Bank"*); and

WHEREAS, the Bank and the Borrower would like to (i) extend the Initial Purchase Date to December 1, 2022, (ii) revise the interest rate provisions with respect to the Bonds to the current U.S. Bank National Association standards, and (iii) reset the interest rate on the Bonds to the rate at which the Bank would be willing to purchase the Bonds at 100% of the principal amount thereof (collectively, the *"New Bank Transaction"*); and

WHEREAS, the Borrower has requested the Authority to execute and deliver a supplement (the "*Supplemental Indenture*") to the Existing Indenture in order to provide for the New Bank Transaction; and

WHEREAS, it is now necessary, desirable and in the best interests of the Authority to authorize the execution and delivery of the Supplemental Indenture to effectuate the New Bank Transaction;

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Illinois Finance Authority:

Section 1. *The New Bank Transaction.* The Authority hereby approves the undertaking by the Borrower and the Bank of the New Bank Transaction as described above.

Section 2. *The Supplemental Indenture.* The Authority does hereby authorize and approve the execution (by manual or facsimile signature) by the Chairperson, Vice Chairperson, Executive Director, General Counsel or any Assistant Executive Director of the Authority, or any person duly appointed by the Members to serve in such offices on an interim basis (each an "Authorized Officer") and the delivery and use of the Supplemental Indenture. The Secretary or any Assistant Secretary of the Authority is hereby authorized to attest and to affix the official seal of the Authority to the Supplemental Indenture. The Supplemental Indenture shall be in the form prepared by Chapman and Cutler LLP, bond counsel to the Authority, and shall be approved by the Authorized Officer of the Authority executing the same, with such execution to constitute conclusive evidence of such Authorized Officer's approval and the Authority's approval of the final form of the Supplemental Indenture.

Section 3. *Authorization and Ratification of Subsequent Acts*. The Members, officers, agents and employees of the Authority are hereby authorized and directed to do all such acts and things and to execute or accept all such documents (including, without limitation, the execution and delivery of one or more tax exemption agreements, one or more supplemental loan agreements, one or more IRS Forms 8038 and one or more revised Bonds) as may be necessary to carry out and comply with the provisions of this Resolution, the Supplemental Indenture and the New Bank Transaction, and all of the acts and doings of the Members, officers, agents and employees of the Authority which are in conformity with the intent and purposes of this Resolution and within the parameters set forth herein, whether heretofore or hereafter taken or done, shall be and are hereby authorized, ratified, confirmed and approved. Unless otherwise provided therein, wherever in the Supplemental Indenture or any other document executed pursuant hereto it is provided that an action shall be taken by the Authority, such action shall be taken by an Authorized Officer of the Authority, or in the event of the unavailability, inability or refusal of an Authorized Officer to take such action, by any two Members of the Authority, each of whom is hereby authorized, empowered, and delegated the power and duty and directed to take such action on behalf of the Authority, all within the parameters set forth herein and in the Indenture.

Section 4. *Authority Fee.* The Authority's closing fee will be $500 payable at closing.

Section 5. *Severability.* The provisions of this Resolution are hereby declared to be separable, and if any section, phrase or provision hereof shall for any reason be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions of this Resolution.

Section 6. *Conflicts.* All resolutions and orders, or parts thereof, in conflict herewith are hereby superseded to the extent of such conflict.

Section 7. *Effectiveness.* This Resolution shall be in full force and effect immediately upon its passage, as by law provided.

ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

From: Rich Frampton & Brad R. Fletcher

Date: April 14, 2016

Re: Resolution Authorizing the Execution and Delivery by the Illinois Finance Authority of a First Supplemental Indenture of Trust Relating to its Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013, Along with Related Documents
IFA Series 2013 File Number: 12165

Request:

700 Hickory Hills Drive, LLC (the "**Borrower**"), a Connecticut limited liability company, and **Wells Fargo Bank, N.A**. (the "**Bank**" or "**Bond Purchaser**") are requesting approval of a Resolution to (i) authorize the execution and delivery of a First Supplemental Indenture of Trust and (ii) approve related documents to effectuate a technical change in the definition of LIBOR Index in connection with the outstanding Illinois Finance Authority Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013 (the "**Series 2013 Bonds**").

The Borrower was organized for the purpose of acquiring, refurbishing and further building upon the property located at 700 Hickory Hills Drive, Vernon Hills, Illinois 60601 and then leasing the property to its affiliate Precision Resource, Inc. (the "**Operating Company**") for use as a manufacturing facility. Precision Resource, Inc. is engaged in design and manufacturing of precision steel parts and components using fineblanking technology (which is a hybrid metal forming process combining the technologies of stamping and cold extrusion). See www.precisionresource.com for additional information.

The Series 2013 Bonds were privately placed and purchased in whole and held as an investment by Wells Fargo Bank, N.A. The outstanding par amount of the Series 2013 Bonds was $8,800,000 as of April 1, 2016. IFA will not charge an administrative fee for this technical amendment.

Impact:

Approval of this Resolution will effectuate a change to the definition of LIBOR Index throughout the respective bond documents. Specifically, an interest rate floor of 0.00% is being added. As a result of this change in definition, if LIBOR becomes less than zero (i.e., negative LIBOR), the rate shall be deemed to be zero for the purposes of the bond documents.

Background:

The Series 2013 Bonds were a reissuance for tax purposes of the obligation associated with IFA's Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2007 (the "**Series 2007 Bonds**").

The proceeds of the Series 2007 Bonds were used by the Borrower to finance, refinance and reimburse itself for, all or a portion of the costs of the Project and pay capitalized interest and certain costs of issuance of the Series 2007 Bonds. The Project is owned by the Company and leased to, and operated by, the Operating Company. The Project consisted of the acquisition, construction, renovation and improvement of manufacturing facilities located at 700 Hickory Hill Drive, Vernon Hills, Illinois.

All payments relating to the IFA Series 2013 Bonds are current and have been paid as scheduled.

PROFESSIONAL & FINANCIAL			
Borrower Counsel:	Wiggin & Dana	New Haven, CT	Norman Fleming
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Andrea Bacon
Bond Purchaser:	Wells Fargo Bank, N.A.	White Plains, NY	Melinda White
Bank Counsel:	Kutak Rock LLP	Atlanta, GA	Paul Smith Kate Bailey
Bond Trustee	Wells Fargo Bank, N.A.	Chicago, IL	Mark Rullo Gail Klewin
IFA Financial Advisor:	Sycamore Advisors LLC	Chicago, IL	Melanie Shaker

RESOLUTION NO. 2016-0414-AD06

A RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY BY THE ILLINOIS FINANCE AUTHORITY OF A FIRST SUPPLEMENTAL INDENTURE OF TRUST RELATING TO ITS ADJUSTABLE RATE DEMAND REVENUE BONDS (700 HICKORY HILLS DRIVE, LLC PROJECT) SERIES 2013, ALONG WITH RELATED DOCUMENTS.

WHEREAS, pursuant to and in accordance with the provisions of an Indenture of Trust dated as of June 1, 2013 (the *"Original Indenture"*) between the Illinois Finance Authority (the *"Issuer"*) and Wells Fargo Bank, National Association, as trustee (the "*Trustee*"), on June 6, 2013 the Issuer issued its Adjustable Rate Demand Revenue Bonds (700 Hickory Hills Drive, LLC Project) Series 2013 in the aggregate principal amount of $10,00,000, of which $8,800,000 is currently outstanding (the *"Bonds"*); and

WHEREAS, Wells Fargo Bank, National Association, as the Bank and the Holder of all of the outstanding Bonds (the *"Bank"*), has requested an amendment to the Original Indenture to clarify the definition of "LIBOR Index"; and

WHEREAS, the Issuer has requested amendments to update certain provisions of the Original Indenture relating to the Issuer; and

WHEREAS, Section 8.02 of the Original Indenture authorizes the execution and delivery of a supplemental indenture to make amendments requested by the Holders of a majority in aggregate principal amount of the Bonds then Outstanding, as consented to by the Issuer and 700 Hickory Hills Drive, LLC (the "*Borrower*");

NOW, THEREFORE, Be It Resolved by the Members of the Illinois Finance Authority as follows:

Section 1. Authorization of Execution and Delivery of Supplemental Indenture. The Issuer does hereby authorize and approve the execution by the Chairman or Executive Director of the Issuer and the delivery of a First Supplemental Indenture of Trust (the *"First Supplemental Indenture"*) between the Issuer and the Trustee, supplementing and amending the Original Indenture, and the Secretary or Assistant Secretary of the Issuer is hereby authorized to attest to, and affix the official seal of the Issuer thereto. The First Supplemental Indenture shall be in substantially the form thereof attached hereto and marked *"Exhibit A"* and hereby approved, with such changes therein as shall be approved by the officers executing the same, with such execution to constitute conclusive evidence of such officers' approval and the Issuer's approval of any changes therein from the form of First Supplemental Indenture attached hereto.

Section 2. Further Acts. The Chairman, Secretary, Assistant Secretary and Executive Director are authorized to sign all necessary documents on behalf of the Issuer to comply with the requirements of this Resolution and the First Supplemental Indenture.

Section 3. The execution and delivery of the First Supplemental Indenture by any officer of the Issuer as authorized in Section 1 above is expressly conditioned upon the following:

a. the consent to the First Supplemental Indenture must be obtained from all necessary parties thereto; and

b. the delivery of an Approving Opinion (as defined in the Original Indenture) that such amendment is authorized by the Original Indenture.

Section 4. Ratification of Acts. All of the acts and doings of the members, officials, officers, agents and employees of the Issuer which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and are hereby ratified, confirmed and approved.

Section 5. No Personal Liability. No contract, agreement, obligation, or stipulation herein contained or contained in the Bonds, the First Supplemental Indenture, or any other document executed by or on behalf of the Issuer with respect to or in connection with the delivery of the First Supplemental Indenture shall be deemed a contract, agreement, stipulation or obligation of any officer, director, agent, or employee of the Issuer, in his or her individual capacity, and no such officer, director, agent, or employee shall be personally liable on the Bonds or be subject to personal liability or accountability by reason of the issuance thereof.

Section 6. Severability. If any section, paragraph, clause or provision of this Resolution shall be held to be invalid or ineffective for any reason, the remainder of this Resolution shall continue in full force and effect, it being expressly hereby found and declared that the remainder of this Resolution would have been adopted despite the invalidity or ineffectiveness of such section, paragraph, clause or provision.

Section 7. Effective Date. This Resolution shall take effect immediately upon its adoption, and any provisions of any previous resolutions in conflict with the provisions hereof are hereby superseded.

ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

From: Rich Frampton & Brad R. Fletcher

Date: April 14, 2016

Re: Resolution Approving the Transfer of Allocation for Bonding Authority of Qualified Energy Conservation Bonds by the Illinois Finance Authority to the Metropolitan Water Reclamation District of Greater Chicago in an Aggregate Principal Amount Not to Exceed $4,000,000; and Related Matters

---

Request:

The Metropolitan Water Reclamation District of Greater Chicago ("**MWRD**" or the "**District**") is requesting approval of the accompanying Resolution that would transfer an amount not exceeding $4,000,000 of **Qualified Energy Conservation Bond** ("**QECB**") allocation to enable MWRD to issue QECBs to finance the acquisition and installation of energy conservation projects consisting of the installation of steam blanket insulation and control upgrades at the Calumet Water Reclamation Plant, and LED interior lighting upgrades at both the Calumet Water Reclamation Plant and the Stickney Water Reclamation Plant.

The MWRD will issue the Bonds as taxable "Qualified Energy Conservation Bonds" under Section 54D of the Internal Revenue Code of 1986, as amended, to finance projects that reduce energy consumption in public buildings by a minimum of 20%. The District is seeking to implement these energy conservation projects during 2016 and 2017 (the District's fiscal year-end is December 31st).

Transfer of this QECB allocation will be conditional upon MWRD paying the Authority's standard Local Government bond issuance fee (i.e., 15 basis points or 0.15% of the Par amount to be issued or $6,000) at closing, consistent with prior QECB allocation transfers.

As proposed, this financing would use $4,000,000 of the remaining $4,755,783 QECB allocation under the Illinois Finance Authority's control.

Background:

The Bonds are expected to be issued by MWRD for the purposes of financing a portion of the cost of acquiring, constructing and installing energy conservation improvements at MWRD treatment facilities located at its Calumet and Stickney facilities (each a "**Project**" and together, the "**Projects**").

Transferring the QECB allocation to MWRD will provide the Authority with the same fee income as if the Authority had issued the Bonds on behalf of MWRD while (i) simplifying legal documentation for this transaction, (ii) reducing origination fees and expenses for MWRD and (iii) enabling MWRD to more efficiently finance in conjunction with a larger tax-exempt financing that the District will undertake concurrently.

Additionally, the Authority will have no post-issuance compliance responsibilities as a result of the requested transfer that will enable MWRD to issue the QECBs directly. As with prior QECB allocations that the Authority transferred to the Village of Deerfield (approved at the September 2011 Board Meeting), and Southern Illinois University (approved at the November 2012 Board Meeting), the proposed QECB allocation transfer to the Metropolitan Water Reclamation District will facilitate issuance of General Obligation (Limited Tax) QECBs by the District.

Public Impact/Benefit of the Proposed QECB Issuance by the District:

The energy conservation project to be financed with the proposed QECBs will benefit taxpayers in Cook County, with improvements to District plants that serve MWRD's Calumet and Stickney Service Areas.

- The District's Calumet Service Area collects wastewater discharges from a population equivalent of 1,026,983 people in an area comprising 326.3 square miles, treating approximately 101 billion gallons of sewage annually through the Calumet Water Reclamation Plant and the Lemont Water Reclamation Plant.
- The District's Stickney Service Area collects wastewater discharges from a population equivalent of 2,160,235 people in an area of 259.8 square miles, treating approximately 265 billion gallons of sewage annually through the Stickney Water Reclamation Plant (SWRP).
- The combined population served by the proposed QECB financings totals approximately 3.18 million.

Background on Qualified Energy Conservation Bonds under the American Reinvestment and Recovery Act of 2009 ("ARRA"):

Overall, the State of Illinois was allocated a total of $133,846,000 of Qualified Energy Conservation Bond issuance allocation (the "**QECB Volume Cap Allocation**) pursuant to ARRA.

The Illinois Finance Authority, on behalf of the State of Illinois, received an allocation of $22,620,783 of QECB allocation for projects statewide in connection with ARRA. Pursuant to ARRA, 19 Illinois counties and 8 Illinois cities (all cities with populations over 100,000) received federal allocations to issue "Qualified Energy Conservation Bonds" or "QECBs" – the 29 counties received $71.66 million collectively while the 8 "large" municipalities received $39.56 million combined.

QECBs provide a direct interest rate to the Issuer (e.g., MWRD) that on a net basis, more than offsets the higher taxable interest rate (prior to the QECB subsidy). Typically, the net interest rate paid by an Issuer (e.g., MWRD) after netting out the QECB subsidy, is lower than both (i) a taxable conventional loan or (ii) a tax-exempt bond issue (reflecting the relatively low interest rate spreads between taxable and tax-exempt market interest rates since 2008).

<u>Example:</u> The following example demonstrates the value of the QECB subsidy to a prospective QECB Issuer/Borrower:

- **Note: Qualified Tax Credit Rate (as of 3/28/2016) as posted on the "TreasuryDirect" website: 4.54%**
- **Note: Maximum Bond Maturity (as of 3/28/2016) as posted on the "TreasuryDirect" website: 29 years**
- **Assumed Taxable QECB Bond Interest Rate Paid to Investor (set by market sale or negotiation between the Borrower and a QECB Investor): 5.48%**
- **<u>Less: QECB Direct Subsidy Computation: (4.54% Qualified Rate x 70% QECB subsidy = 3.17%): (3.17%)</u>**

  <u>RESULT:</u> Net Effective Interest Rate paid by Borrower after QECB Subsidy – 29 year maturity: <u>2.31%</u>

<u>Note:</u> The U.S. Treasury cash rebate on QECB Direct Subsidy Bonds remains subject to potential reduction through federal budget sequestration. Historically, federal budget sequestration has reduced the actual amount of QECB subsidy realized by the Issuer.

Recommendation and Conditions:

Staff recommends approval of the transfer of QECB allocation as requested by the Metropolitan Water Reclamation District of Greater Chicago and described in the accompanying Resolution. This proposed transfer of QECB allocation will be subject to the Authority receiving its customary issuance fee for a Local Government bond issue (i.e., 15 basis points, or approximately $6,000 based on the District's $4.0 million QECB allocation transfer request). Furthermore, any unused QECB allocation after MWRD issues the Bonds shall be deemed waived back to the Authority immediately upon closing of the QECB issue.

PROFESSIONAL & FINANCIAL – MWRD FINANCING (INFORMATIONAL)

Issuer:	Metropolitan Water Reclamation District of Greater Chicago	Chicago, IL	Mary Ann Boyle
Bond Counsel:	Katten Muchin Rosenman LLP	Chicago, IL	Lew Greenbaum
Underwriters:			
Senior Manager	Merrill Lynch, Pierce, Fenner & Smith Incorporated		
Co-Senior Manager:	Siebert Brandford Shank & Co., L.L.C.		
Co-Managers:	Citigroup Global Markets Inc.; JPMorgan Securities LLC; Loop Capital Markets LLC; North South Capital LLC; The Williams Capital Group, L.P.		
Source of QECB Allocation:	Illinois Finance Authority	Chicago, IL	

IFA RESOLUTION NO. 2016-0414AD07

A RESOLUTION APPROVING THE TRANSFER OF ALLOCATION FOR BONDING AUTHORITY OF QUALIFIED ENERGY CONSERVATION BONDS BY THE ILLINOIS FINANCE AUTHORITY TO THE METROPOLITAN WATER RECLAMATION DISTRICT OF GREATER CHICAGO IN AN AGGREGATE PRINCIPAL AMOUNT NOT TO EXCEED $4,000,000 AND RELATED MATTERS

WHEREAS, there has been presented to the Illinois Finance Authority, a body politic and corporate of the State of Illinois (the "*Authority*"), by the Metropolitan Water Reclamation District of Greater Chicago (the "*District*"), a request in relation to the authority to issue Qualified Energy Conservation Bonds ("*QECBs*"), in an amount not to exceed Four Million Dollars ($4,000,000) (the "*Bonds*"); and

WHEREAS, the Bonds are expected to be issued by the District for the purposes of financing a portion of the cost of the acquisition and installation of energy conservation projects consisting of (i) the installation of steam blanket insulation and control upgrades at the District's Calumet Water Reclamation Plant, and (ii) LED interior lighting upgrades at (a) the District's Calumet Water Reclamation Plan and (b) the District's Stickney Water Reclamation Plant (the "*Project*") that will reduce energy consumption in public buildings owned and operated by the District; and

WHEREAS, Section 54D of the Internal Revenue Code of 1986 (the "*Code*") provides for the issuance of QECBs, the proceeds of which are to be used to finance qualified energy conservation projects located in the State of Illinois (the "*State*"), including the County of Cook, Illinois; and

WHEREAS, 20 ILCS 3501 Sec. 825-110 (the "*Act*") authorizes the Authority to manage the State of Illinois' portion of the national QECB allocation under the Code and to allocate and reallocate QECB allocation within Illinois in order to facilitate the timely issuance of QECBs in the State; and

WHEREAS, in connection with the issuance of the Bonds, the District is seeking not to exceed Four Million Dollars ($4,000,000) in an award of allocation for bonding authority to the District; and

WHEREAS, the issuance of the Bonds is subject to the availability of such bonding authority under the Act; and

WHEREAS, the State's maximum limit for QECBs under the Act is $133,846,000, of which the Authority has received $22,620,783 and issued $0 as of the date of this Resolution and waived (i) $12,500,000 of QECB allocation to the Village of Deerfield, Illinois and (ii) $5,365,000 of QECB allocation to Southern Illinois University as of the date of this Resolution, leaving a balance of $4,755,893 of QECB bonding authority available from the Authority as of the date of this Resolution, which is an amount sufficient to fund the District's anticipated QECB issuance amount of not to exceed $4,000,000; and

WHEREAS, in its request to the Authority, the District has agreed to the payment of reasonable fees of the Authority to be made in connection with its request and the payment of such fees will be made by the District to the Authority upon the issuance of the Bonds; and

WHEREAS, each of the Members of the Authority present is familiar with the form of this Resolution;

NOW, THEREFORE, BE IT RESOLVED by the Members of the Illinois Finance Authority as follows:

Section 1. Approval. The request of the District is approved.

Section 2. Adoption of Resolution. The Chairperson, the Vice Chairperson or the Executive Director (each, an "*Authorized Officer*") is authorized and directed to execute, and the Secretary or any Assistant Secretary of the Authority is authorized to seal and attest to the adoption of, this Resolution and to do any and all things necessary or desirable in order to carry out the intention of the parties as expressed herein.

Section 3. Bonding Authority. The Authority approves the transfer of allocation for bonding authority of QECBs to the District for the Bonds in an amount not to exceed Four Million Dollars ($4,000,000). Any unused QECB authority as of the issuance date shall be deemed waived back to the Authority for reallocation to other projects.

Section 4. Execution of Necessary Documents and Certificates. Upon request of the District or its Bond Counsel, the Authorized Officers are authorized to execute any documents or certificates needed by the District in connection with the issuance of the Bonds by the District as QECBs.

Section 5. Payment of Issuance Fee to Authority at closing. Delivery of executed documents or certificates needed by the District in connection with the issuance of the Bonds by the District as QECBs will be subject to payment of a 15 basis point fee (*i.e.*, 0.15% based on the par amount of Local Government QECB allocation used), payable to the Authority.

Section 6. Ratification of Prior Action. All such actions heretofore taken by the Executive Director or any other Authorized Officer in furtherance of the purposes of this Resolution, whether upon oral or written direction of the Authority, are ratified.

RESOLUTION NO. 2016-0414-AD08

RESOLUTION APPROVING EMERGENCY CONTRACTS WITH MABSCO CAPITAL INC., CATALYST CONSULTING GROUP INC., AND ACCOUNTING PRINCIPALS, INC.

WHEREAS, the Illinois Finance Authority (the "Authority") has been created and exists under the Illinois Finance Authority Act (20 ILCS 3501/801-1*et seq.*) (the "Act"); and

WHEREAS, on January 1, 2016, the Authority entered into a contract with MABSCO Capital, Inc. ("Mabsco") for loan management services under the emergency purchase provisions of the Procurement Code for a 90 day period ending on March 30, 2016 for the amount of $25,000; and

WHEREAS, on March 30, 2016, the Chief Procurement Officer (CPO) held a hearing relating to the need to extend the existing emergency contract and approval was given to extend to December 31, 2016; and

WHEREAS, pursuant to the CPO approval, the Authority entered into a contract with Mabsco (the "March Mabsco Contract") for loan management services through December 31, 2016 for the amount of $75,000; and

WHEREAS, the March Mabsco Contract was necessary to provide loan management services for the Authority's Participation Loan Portfolio and State Agricultural Guarantee Loan Programs; and

WHEREAS, on January 1, 2016, the Authority entered into a contract with Catalyst Consulting Group, Inc. for information technology ("IT") services under the emergency purchase provisions of the Procurement Code for a 90 day period ending on March 30, 2016 for the amount of $30,000; and

WHEREAS, on March 30, 2016, the Chief Procurement Officer (CPO) held a hearing relating to the need to extend the existing emergency contract and approval was given to extend to December 31, 2016; and

WHEREAS, pursuant to the CPO approval, the Authority entered into a contract with Catalyst (the "March Catalyst Contract") for IT network consulting services through December 31, 2016 for the amount of $67,500; and

WHEREAS, the March Catalyst Contract was necessary to provide network, voice and data consulting services and ongoing IT support for the Authority and; to support various servers, phone systems, mobile devices, and databases; and

WHEREAS, under the emergency purchase provisions of the Procurement Code, the Authority also entered into a contract with Accounting Principals, Inc. (the "January Accounting

Principals Contract") for advanced level temporary staffing services for a 90 day period beginning January 25, 2016 and ending April 22, 2016 for the amount of $71,103.36; and

WHEREAS, on March 30, 2016, the Chief Procurement Officer (CPO) held a hearing relating to the need to extend the existing emergency contract and approval was given to extend to October 22, 2016; and

WHEREAS, pursuant to the CPO approval, the Authority is authorized to enter into a contract with Accounting Principals (the "April Accounting Principals Contract") for temporary staffing services through October 22, 2016 for the amount of $302,724; and

WHEREAS, the April Accounting Principals Contract was necessary to address the temporary lack of appropriate staff needed to meet mandatory audit, compliance and regulatory requirements; and

WHEREAS, pending time to solicit competitive bids or proposals or explore other options, it is important to ensure that continued loan management services, information technology consulting services and financial and compliance staffing assistance are available to maintain the Authority'scompliance with federal and state laws, as well as other mandates and regulations. ; and

NOW THEREFORE, BE IT RESOLVED by the Members of the Illinois Finance Authority as follows:

Section 1. Recitals. The recitals set forth above are hereby found to be true and correct and are incorporated into this Resolution as if fully set forth herein.

Section 2. Approval of Contracts. The execution and delivery of the April Accounting Principals Contract, the March Mabsco Contract, and the March Catalyst Contact (collectively, the "Contracts") by the Authority are hereby confirmed, ratified and approved. If additional actions are necessary or desirable to extend either Contract beyond the current periods, the Executive Director is hereby authorized to take such actions and enter into such agreements as are necessary or desirable to ensure the continuation of the services covered by the Contracts.

Section 3. Further Actions. The Executive Director is hereby authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all documents as may in his discretion be deemed necessary or desirable to carry out and comply with the terms and provisions of this Resolution; and all of the acts and doings of the Executive Director of the Authority which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and the same are hereby in all respects, ratified, confirmed and approved. All prior and future acts and doing of the officers, agents and employees of the Authority that are in conformity with the purposes and intent of this Resolution and in furtherance of the execution and performance of the Resolution shall be and the same hereby are in all respects approved and confirmed.

Section 4. Severability. If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this Resolution.

Section 5. Conflicts. All resolutions and orders, or parts thereof, in conflict herewith are hereby superseded to the extent of such conflict.

Section 6. Immediate Effect. This Resolution shall be in full force and effect immediately upon its passage, as by law provided.

Approved and effective this 14th day of April, 2016 by roll call vote as follows:

Yeas:

Nays:

Abstain:

Absent:

Vacancies:

ILLINOIS FINANCE AUTHORITY

By ______________________________________
Executive Director

ATTEST:

____
Assistant Secretary

RESOLUTION NO. 2016-0414-AD09

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO ENTER INTO CONTRACTS WITH ADP TOTALSOURCE, INC./ADP TOTALSOURCE MI VII, LLC OR OTHER PROVIDERS FOR EMPLOYEE BENEFITS AND PAYROLL SERVICES

WHEREAS, the Illinois Finance Authority (the "Authority") has been created and exists under the Illinois Finance Authority Act (20 ILCS 3501/801-1*et seq.*) (the "Act"); and

WHEREAS, on January 30, 2016 the Authority entered into a contract with TotalSource, Inc./ ADP TotalSource MI VII, LLC ("ADP") for employee benefits and payroll services under the emergency purchase provisions of the Procurement Code for a 121 day period ending on May 31, 2016 for the amount of $99,800; and

WHEREAS, pending time to resolicit competitive bids or proposals or explore other options, it is important to ensure that continued employee benefits and payroll services are available to keep the Authority in compliance with federal and state law; and

WHEREAS, the Authority has been testing the market with the insurance broker currently contracted with the State for similar services to obtain pricing information on various employee benefits arrangements, including medical, dental, vision, disability (short term and long term), and life insurance plans and flexible spending accounts, offered by other providers; and

WHEREAS, the Members of the Authority desire to delegate to the Executive Director the authority to determine the plan or plans which are in the best interest of the Authority considering factors such as the most cost effective price, maintaining equitable or better benefit options, and minimizing any disruption in services to the Authority's employees and their families; and

NOW THEREFORE, BE IT RESOLVED by the Members of the Illinois Finance Authority as follows:

Section 1. Recitals. The recitals set forth above are hereby found to be true and correct and are incorporated into this Resolution as if fully set forth herein.

Section 2. Delegation to the Executive Director. Authority is hereby delegated to the Executive Director to determine the plan or plans for employee benefits and payroll services which he deems necessary and proper and in the best interests of the Authority. In addition, the Executive Director is authorized to execute and deliver one or more contracts (collectively, the "Contracts") necessary to effectuate such plans, which Contracts may have such terms and be in such amounts as are determined by the Executive Director.

Section 3. Further Actions. The Executive Director is hereby authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all documents as may in his discretion be deemed necessary or desirable to carry out and comply with the terms and provisions of this Resolution; and all of the acts and doings of the Executive Director of the Authority which are in conformity with the intent and purposes of this Resolution, whether heretofore or hereafter taken or done, shall be and the same are hereby in all respects, ratified, confirmed and approved. All prior and future acts and doing of the officers, agents and employees of the Authority that are in conformity with the purposes and intent of this Resolution and in furtherance of the execution and performance of the Resolution shall be and the same hereby are in all respects approved and confirmed.

Section 4. Severability. If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this Resolution.

Section 5. Conflicts. All resolutions and orders, or parts thereof, in conflict herewith are hereby superseded to the extent of such conflict.

Section 6. Immediate Effect. This Resolution shall be in full force and effect immediately upon its passage, as by law provided.

Approved and effective this 14th day of April, 2016 by roll call vote as follows:

Yeas:

Nays:

Abstain:

Absent:

Vacancies:

ILLINOIS FINANCE AUTHORITY

By ______________________________
Executive Director

ATTEST:

Assistant Secretary

2016-0414-AD10

RESOLUTION TO APPROVE GOING FORWARD WITH PROCUREMENTS FOR UNDERWRITERS AND A TRUSTEE, BOND COUNSEL, ISSUER'S COUNSEL AND OTHER PROFESSIONALS FOR THE STATE REVOLVING FUND

WHEREAS, the Illinois Finance Authority (the "Authority") has been created by, and exists under, the Illinois Finance Authority Act (20 ILCS 3501/801-1 *et seq.*) (the "Act")

WHEREAS, on July 15, 2013, by Public Act 098-0090 (the "Act"), the Illinois State General Assembly amended the Illinois Procurement Code (30 ILCS 500/1-1 *et seq*.) (the "Code") by excluding certain contracts to be entered into by the Authority from the Code;

WHEREAS, on September 10, 2015, the Authority adopted a resolution (2015-0910-AD10) authorizing the Executive Director or his designee to take all actions, reasonable and necessary, to procure one or more financial advisors for the State Revolving Loan Program;

WHEREAS, the Authority wishes to approve procurement of other professionals to assist with financings under the State Revolving Loan Program; and

NOW, THEREFORE, Be It Resolved by the members of the Illinois Finance Authority, as follows:

Section 1. Recitals. The recitals set forth above are hereby found to be true and correct and are incorporated into this Resolution as if fully set forth herein.

Section 2. Approval to Procure One or More Professionals to Assist with Financings under the State Revolving Loan Program. The Executive Director or his designee is authorized to take all actions, reasonable and necessary, to procure one or more underwriters and a trustee, bond counsel, issuer's counsel, and other professionals under the Code and the Act for the State of Illinois Clean Water Initiative State Revolving Fund (SRF) jointly administered by the Authority and the Illinois Environmental Protection Agency (IEPA), to assist in the structuring of future SRF bond issues. The Executive Director will bring the selected vendor(s) to the members of the Authority for approval.

Section 3. Confidentiality Inherent in Procurement Process. The Authority recognizes the need for confidentiality inherent in the Procurement Process under the Code. Accordingly, the Authority anticipates that once the terms and conditions become public consistent with the Code, then the Authority anticipates placing these procurements on an upcoming agenda for public consideration and discussion.

Section 4. Delegation to the Executive Director. The Authority hereby delegates to the Executive Director of the Authority, in conjunction with the other officers of the Authority, the power to take or cause to be taken any and all actions, and to execute, acknowledge and deliver any and all such agreements, instruments, certificates and other documents as may be required in connection with Procurements set forth in Sections 2 of this Resolution.

Section 5. Further Actions. The Executive Director is hereby authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all documents as may in his discretion be deemed necessary or desirable to carry out and comply with the terms and provisions of this Resolution; and all of the acts and doings of the Executive Director of the Authority which are in conformity with the intent and purpose of this Resolution, whether heretofore or hereafter taken or done, shall be and the same are hereby in all respects, ratified, confirmed and approved. All prior and future acts and doing of the officers, agents and employees of the Authority that are in conformity with the purposes and intent of this Resolution and in furtherance of the execution and performance of the Resolution shall be and the same hereby are in all respects approved and confirmed.

Section 6. Severability. If any section, paragraph or provision of this Resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of the Resolution.

Section 7. Conflicts. That all resolutions and orders, or parts thereof, in conflict herewith are hereby superseded to the extent of such conflict.

Section 8. Immediate Effect. That this Resolution shall be in full force and effect immediately upon its passage, as by law provided.

ILLINOIS FINANCE AUTHORITY

Memorandum

To: Members of the Authority

From: Chris Meister, Authority Executive Director

Date: April 14, 2016

Re: Resolution Authorizing an Intergovernmental Agreement with the Department of Human Services (DHS) and Authorizing other Arrangements with DHS or its Service Providers, or Both, including, without limitation, Grants, Loans or other Financial Arrangements, to Assist in Providing Supportive Housing Rental Subsidies for Low Income Individuals with Mental Illness

Amount:	Not to exceed $600,000
Source:	Authority General Funds
Interest or fee or cost reimbursement:	low to zero
Repayment source:	Future or current appropriations to DHS

After some preliminary communication, the Authority received a formal request for financial assistance from the Illinois Department Human Services (DHS) on April 7, 2016, the day that the April board book went to print. Counsel for the Authority and counsel for DHS are working together to further develop the structure of the proposed financing as well as to finalize the legal authority to support such a proposed financing along with a resolution for board consideration. Such materials will be provided to the Members of the Authority in advance of the April 14, 2016 board meeting and will supplement the online materials available on the Authority's website, www.il-fa.com.

Given the potential negative human consequences, I added this matter to the April 14, 2016 agenda and ask the Members of the Authority to consider it.

On April 8, 2016, DHS provided the support for this request below:

> DHS grants funds to Catholic Charities, a 501 (c) (3) organization, for the purpose of making rental payments for 460 low income individuals with mental illness who live in supportive housing units in Chicago. Supportive housing not only acts as a form of shelter, but it also provides the necessary location for community-based mental health treatment providers to better care for the mental and physical needs of these individuals. It is a bed-rock of community-based psychiatric care that effective treatment must include access to supportive housing. Due to the budget impasse, DHS has no authority to provide the funds

to Catholic Charities for these rental payments. If their rent is not paid, these individuals will soon be homeless and ultimately may end up in psychiatric hospitals, prisons, emergency rooms, or even worse. The life, health, and safety of these individuals—and others—directly depend upon their continued access to supportive housing.

DHS believes that community mental health providers are “participating health institutions” who operate “health facilities” under the Illinois Finance Authority Act (“the Act”). *See* 20 ILCS 3501/801-10(j)(i) and (k). These community providers receive supportive services from other entities, like Catholic Charities, that also qualify as “health facilities” under the Act. *See* 20 ILCS 3501/801(j)(f). As part of its mission, DHS partners with these community mental health providers to ensure that Illinois residents with mental illness receive high quality care in the community. Supportive housing is a critical supportive service that is central to the continuum of care provided by community mental health providers. If Catholic Charities cannot cover the upcoming supportive housing rental payments—which are an essential operating expense for community mental health providers and which DHS does not currently have the authority to finance—these 460 individuals will not only cease to receive high quality care, but will end up homeless and potentially without access to any care at all.

To ensure that these 460 mentally ill individuals continue to receive “care of high quality” from community-based mental health providers, DHS requests financing assistance from the Authority. *See* 20 ILCS 3501/840-10. This requested financing will cover “operating expenditures” for these community-based “health facilities.” *Id.* Specifically, the financed funds will be used to pay Catholic Charities to cover supportive housing rent for the months of May, June, and potentially July 2016 for these 460 low income individuals with mental illness.