ILLINOIS FINANCE AUTHORITY

October 12, 2017
9:30 a.m.

REGULAR MEETING

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
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 *Preliminary*						
1	CHF-Chicago, L.L.C. (CHF-Chicago L.L.C.- University of Illinois at Chicago Project)	Chicago (Cook County)	$120,000,000	10	120	RF/BF
TOTAL EDUCATIONAL, CULTURAL, AND NON-HEALTHCARE 501(c)(3) PROJECTS			**$120,000,000**	**10**	**120**	

HEALTHCARE PROJECTS

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	Staff
501(c)(3) Revenue Bonds *Final (One-Time Consideration)*						
2	Friendship Village of Mill Creek, NFP d/b/a GreenFields of Geneva	Geneva (Kane County)	$67,000,000	10	3	PL
501(c)(3) Revenue Bonds *Preliminary*						
3	Northwestern Memorial Healthcare	Chicago (Cook County), Lake Forest (Lake County), Winfield (DuPage County), DeKalb (DeKalb County), Geneva (Kane County)	$750,000,000	-	240	PL
4	Peace Village	Palos Park (Cook County)	$20,000,000	N/A	N/A	PL
TOTAL HEALTHCARE PROJECTS			**$837,000,000**	**10**	**243**	
GRAND TOTAL			**$957,000,000**	**20**	**363**	

RESOLUTIONS

Tab	Action	Staff
Resolutions		
5	Resolution Authorizing the Issuance of not to exceed $20,000,000 in Agregate Principal Amount of Illinois Finance Authority Health Facilities Revenue Bonds, Series 2017 (UnityPoint Health), the Proceeds of which are to be Loaned to Iowa Health System d/b/a UnityPoint Health	PL

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: October 12, 2017

To: Eric Anderberg, Chairman
Gila J. Bronner
James J. Fuentes
Michael W. Goetz
Robert Horne
Mayor Arlene A. Juracek
Lerry Knox
Lyle McCoy
George Obernagel
Terrence M. O'Brien
Roger Poole
Beth Smoots
Bradley A. Zeller

From: Christopher B. Meister, Executive Director

Subject: ***Message from the Executive Director***

Dear Member of the Authority:

Collegiate Housing Foundation – A Public-Private Partnership ("P3") to Develop a Privatized Mixed Use Building at the University of Illinois at Chicago

This month, we are proud to present the fifth financing since 2006 of privatized student housing developed at one of the State's public universities. CHF-Chicago, L.L.C. is seeking your preliminary approval of a conduit bond issue to finance all or a portion of a mixed-use project that will be comprised of three components: (i) an approximately 550-bed student housing facility for the University of Illinois at Chicago ("UIC"), (ii) an approximately 51,000 square foot academic facility, and (iii) a 1,700 square foot retail facility. As with prior financings, the project will be owned by an affiliate of Collegiate Housing Foundation, a 501(c)(3) corporation based in Fairhope, AL ("CHF"), that is engaged in developing 501(c)(3)-owned student housing projects nationally in conjunction with American Campus Communities ("ACC"), a publicly-traded Real Estate Investment Trust (NYSE Ticker Symbol: ACC) based in Austin, TX. Upon repayment of the Series 2017 Bonds in full, the CHF-Chicago, L.L.C. project will be donated by CHF to the Board of Trustees of the University of Illinois/UIC.

The prior CHF-owned and -financed student housing facilities developed at State public universities include: (1, 2) Northern Illinois University (a project in 2006 and a project in 2011), (3) Illinois State University (2011), and (4) Northeastern Illinois University (2015). Upon the bonds being repaid in full for each of these transactions, the respective facilities will each be donated to the respective State public universities. The Illinois Finance Authority ("Authority") is proud to once again serve as conduit issuer on behalf of CHF for this P3 project in the higher education sector at a State public university. We hope that this will be the first of many projects in partnership with the University of Illinois System.

Prior to the initial CHF financing in 2006, the Illinois Development Finance Authority, as predecessor to the Authority, previously issued $1.56 million of Bonds in 1997 and 1998 to finance development of a privatized mixed-use academic/office building owned by the Illinois Association of School Business Officials on land ground-leased from Northern Illinois University. The academic portion of the building was subleased to Northern Illinois University. The Authority now has a twentyyear track record of successful privatized financings at State public universities. We look forward to future opportunities to work with the State's public universities on privatized financings whenever advantageous.

Robust Healthcare Agenda

Friendship Village of Mill Creek, NFP d/b/a GreenFields of Geneva is requesting one-time consideration of a Final Bond Resolution in the amount of $67.0MM. Bond proceeds will discharge the prior Series 2010 Bonds and finance certain capital expenditures on-site at the continuing care retirement community located in Geneva as it emerges from bankruptcy, setting the borrower down a path of fiscal stability with reduced annual debt requirements.

Two preliminary approvals for consideration in the Healthcare sector this month include Northwestern Memorial Healthcare ("NMHC") and Peace Village. NMHC is the highly-rated corporate parent of the Northwestern Medicine health system which includes seven award-winning hospitals located throughout the state. Peace Village is a senior residential living facility located in Palos Park, serving southwestern Cook County and into Will County.

Thank you John Yonover

We thank John Yonover for his service to the state and to the Authority. Mr. Yonover contributed his private sector business experience during his 2-year, 2-month tenure. We wish John well as he devotes more time to Indiana Sugars, Inc. where he runs the day-to-day operations of the company as President and Chief Operating Officer.

As always, I look forward to continuing to work with you in support of jobs and financing capital expansion projects throughout our state.

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: October 12, 2017

To: Eric Anderberg, Chairman
Gila J. Bronner
James J. Fuentes
Michael W. Goetz
Robert Horne
Mayor Arlene A. Juracek
Lerry Knox
Lyle McCoy
George Obernagel
Terrence M. O'Brien
Roger Poole
Beth Smoots
Bradley A. Zeller

Subject: ***Minutes of the September 14, 2017 Regular Meeting***

Dear Members 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 Members of the Illinois Finance Authority (the "**Authority**"), begun and held at the Michael A. Bilandic Building, 160 North LaSalle Street, Suite S-1000, Chicago, Illinois 60601, on the second Thursday of September in the year 2017, 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
REGULAR MEETING
Thursday, September 14, 2017
9:30 AM

AGENDA:

I. Call to Order & Roll Call
(page 3, line 2 through page 4, line 18)
II. Approval of Agenda
(page 4, line 19 through page 5, line 9)
III. Chairman's Remarks
(page 5, line 9 through page 6, line 6)
IV. Message from the Executive Director
(page 6, line 7 through page 20, line 21)
V. Consideration of the Minutes
(page 20, line 22 through page 21, line 14)
VI. Presentation and Consideration of Financial Reports
(page 21, line 15 through page 26, line 7)
VII. Monthly Procurement Report
(page 26, line 7 through page 28, line 2)

VIII. Committee Reports
(page 28, lines 3 through 18)

IX. Presentation and Consideration of the Project Reports and Resolutions
(page 28, line 19 through page 50, line 14)

X. Other Business
(page 50, line 15 through page 51, line 6)

XI. Public Comment
(page 51, lines 6 through 7)

XII. Adjournment
(page 51, lines 8 through 20)

The Minutes of the regular meeting of the Authority 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 to report any substantive edits to the enclosures.

Respectfully submitted,

/s/ Brad R. Fletcher
Assistant Vice President

Enclosures: 1. Minutes of the September 14, 2017 Regular Meeting
2. Voting Record of the September 14, 2017 Regular Meeting

ILLINOIS FINANCE AUTHORITY

REGULAR MEETING

September 14th, 2017, at 9:33 a.m.

Report of Proceedings had at the Regular Meeting of the Illinois Finance Authority on September 14th, 2017, at the hour of 9:30, a.m., pursuant to notice, at 160 North LaSalle Street, Suite S1000, Chicago, Illinois.

APPEARANCE:

ILLINOIS FINANCE AUTHORITY MEMBERS

MR. ERIC ANDERBERG, Chairman
MR. JAMES J. FUENTES
MR. ROBERT HORNE
MS. ARLENE JURACEK
MR. LERRY KNOX
MS. GILA J. BRONNER
MR. MICHAEL W. GOETZ
MR. LYLE McCOY
MR. TERRY O'BRIEN
MS. BETH SMOOTS
MR. JOHN YONOVER

ILLINOIS FINANCE AUTHORITY STAFF MEMBERS

MR. BRAD FLETCHER, Assistant Vice-President
MR. RICH FRAMPTON, Vice-President
MS. PAMELA LENANE,Vice-President
MS. ELIZABETH WEBER, General Counsel
MS. XIMENA GRANDA, Controller
MR. CHRISTOPHER B. MEISTER, Executive Director
MR. PATRICK EVANS, Agricultural Banker (Via audio conference)
MR. TERRY FRANZEN, Procurement

CHAIRMAN ANDERBERG: I would like to call the meeting to order. Would the Assistant Secretary please call the roll?

FLETCHER: Certainly. The time is 9:33 a.m. I'll call the roll of Members physically present. Ms. Bronner?

BRONNER: Here.

FLETCHER: Mr. Fuentes?

FUENTES: Here.

FLETCHER: Mr. Goetz?

GOETZ: Here.

FLETCHER: Mr. Horne?

HORNE: Here.

FLETCHER: Ms. Juracek?

JURACEK: Here.

FLETCHER: Mr. Knox?

KNOX: Here.

FLETCHER: Mr. McCoy?

McCOY: Here.

FLETCHER: Mr. O'Brien?

O'BRIEN: Here.

FLETCHER: Ms. Smoots?

SMOOTS: Here.

FLETCHER: Mr. Yonover?

YONOVER: Here.

FLETCHER: And Mr. Chairman?

CHAIRMAN ANDERBERG: Here.

FLETCHER: Mr. Chairman, a quorum of Members physically present in the room has been constituted.

CHAIRMAN ANDERBERG: Did we recognize our two --

FLETCHER: It's also come to my knowledge we also have two Members participating by audio conference, while their votes will not count, we would like to acknowledge them.

I believe we have Member Poole on the line and Member Obernagel.

MEISTER: George and Roger?

OBERNAGEL: Yes.

POOLE: Yes.

FLETCHER: They are confirmed they are on the line.

CHAIRMAN ANDERBERG: Does anyone wish to make any additions, edits or corrections to today's agenda?

Hearing none, I would like to request a motion to approve the agenda. Is there such a motion?

KNOX: So moved.

CHAIRMAN ANDERBERG: I have a motion. And a second?

GOETZ: Second.

CHAIRMAN ANDERBERG: All those in favor?

(A chorus of ayes.)

CHAIRMAN ANDERBERG: Opposed?

(No response.)

CHAIRMAN ANDERBERG: The ayes have it. We've got a lot to get through here today. I would like to make a few remarks.

Late last month, Chris, Elizabeth and myself went out to New York for the State Revolving Fund bond issuance. It was a resounding success. I just want to congratulate and thank the staff, the IFA, for all your hard work in getting that done.

It was tremendous. I do want to also -- it was an amazing experience, too.

But I can't let it pass without saying I'm real suspect Chris might have had a connection to North Korea because the night before they shot a missile over Japan and that helped the flight to quality the next morning.

But it was a tremendous success. I would

also like to thank Roger Poole and George Obernagel. They tried getting here this morning, but were fogged in at St. Louis Airport, and they are here on the phone today. So, thank you, gentlemen, for phoning in.

And I'll turn it over to Chris.

MEISTER: Thank you, Mr. Chair. Again, I would like to not just thank Eric, because it was a sacrifice to come out and participate in the pricing, but just I also want to thank all of the Board Members and all of the staff, and all of the Members of the financing team.

I've asked Brad Fletcher to provide an overview. This has been, I think, a financial and public policy success for our state that, personally, I'm very proud to be a part of.

We've had 100-percent support from our partners at IEPA, and Carol Radwine, the CFO. Carol, are you on the line?

RADWINE: I am on the line, Chris.

MEISTER: Yes. So, Carol is going to be speaking and recognized a little bit further, but this is a tremendous success.

I think the people that deserve the most

success are the entire team at Illinois Environmental Protection Agency, but this has been a four-year process, two governors, three Chairs here at the IFA, a number of staff and a number of Members of the financing team; and, of course, your support.

Because I just want to underscore, and one of the Board Members raised it last meeting, the level of organizational commitment at both the Authority and IEPA. And, again, a special thanks to Director Messina for his support, and Governor Rauner's Office for their support has really made this a great success that we can all be proud of. Thank you. Brad?

FLETCHER: So, Chris asked me to give a brief overview after we priced and closed the 2017 SRF bonds. I'm going to be referring to various exhibits, again, with this yellow memo in front of you, and also at the back end, the final exhibit, will be the rather voluminous, if you will, it's the closing book provided by Bank of America Merrill Lynch.

As Chris mentioned, the Series 2017 SRF bonds closed on September 12th. They were issued in the aggregate principal amount of $560,250,000. The bonds were sold at a premium providing over $661,000,000 of net bond proceeds. That is discounting cost of issuance and underwriter's discount.

So $661,000,000 was deposited directly into IEPA's Clean Water Loan Fund and their Drinking Water Loan Fund. If I may, I'll turn your attention to Exhibit 1.

That is this page here, table of rankings. As a result of this successful 2017 SRF bond closing, Illinois now ranks 11th in the national rankings among SRF bond issuers from 1989 to the present, having issued almost $1.5 billion of bonds in that time.

This overall ranking is primarily attributable to Illinois issuing $1.2 billion over the last four years alone through three series of bonds, the 2013 SRF bonds, the 2016 SRF bonds and now the 2017 SRF bonds.

These were large enough to rank Illinois fourth in national rankings from 2013 to present. This is clearly an upward trend which we hope to continue on a continual regular basis of SRF bond

issues in the coming years. So, we expect to remain in the top rankings.

9-14-17-2.txt

Next, I'm going to refer to Exhibit 2, which looks like this page here. This is the past spend down of 2016 SRF bond proceeds. According to IEPA, 100 percent of the 2016 net bond proceeds in the Clean Water Loan Fund were drawn as of June 30th, 2017, while approximately $55,000,000 in the Drinking Water Loan Fund remain unspent as of August 18th.

I did receive an update on that number last night. They are down to roughly $38,000,000. And according to the Executive Director, who spoke with IEPA also recently, they expect to terminate the remaining balance by October of this year.

So, another month, those funds will be depleted. Nevertheless, this rapid spend down has nearly met the three-year spend-down target under federal tax law, which is called TIPRA.

They've nearly met the three-year spend-down target of 95 percent in just over a year. In fact, according to IEPA, they expect to expend all these funds through October.

This accelerated expenditure of net bond

MARZULLO REPORTING AGENCY (312) 321-9365

proceeds is expected to be replicated for the 2017 bonds, which is now closed. That would be Exhibit 3 in front of you, which looks like this, which has a graph chart on the bottom.

You can see from referring to the chart, that again they expect, once again, to meet the three-year spend-down requirements again in approximately 12 months.

That is very rapid expenditure of net bond proceeds by IEPA, which speaks to the demand out there in the State of Illinois for water infrastructure financing.

Finally, I wanted to turn your attention to the closing book, which I referred to earlier. This has been provided to us by Bank of America Merrill Lynch. Specifically I'll be referring to tab 5 in the book. Tab 5 is the summary of orders and allotments.

First, on page 26, you'll see that of 22 potential investors that viewed the Road Show, six firms ultimately participated in the 2017 SRF bond transaction. These six firms had participated in our prior SRF bond sales.

Turning to page 29, if you will, in

reviewing the left-hand column, which is highlighted in green, you'll see that these firms ultimately were allotted $103,000,000 of the 2017 SRF bonds that were sold.

So this is a good active participation and good active marketing by IEPA, with respect to the Road Show; that is to say, the Road Show did pay off.

Also, on page 29, reviewing the same column, it shows that at least 14 new institutional investors were ultimately allotted $145,000,000 of

the Series 2017 SRF bonds. These 14 new institutional investors accounted for over 25% of the aggregate principal amount of SRF bonds sold.

And, finally, as you're all aware, the 2017 SRF bonds were not only sold to institutional investors, but also to retail investors. You will see that, if you review page 31, at final pricing institutional investors were allotted approximately 70 percent of 2017 SRF bonds, while the retail investors were allotted approximately 28 percent of the SRF bonds.

The remaining 1.5 percent was allotted to the senior manager on the transaction, who is a

member of the underwriting syndicate. So, we did want to take the time to review this.

I should note, as a disclaimer, these books are confidential and are intended for your sole use and not to be distributed to anyone else.

We also wanted to thank the co-managers on this transaction, the senior manager, the co-senior manager, as well as IPEA. Carol Radwine is going to have a few comments.

First, I want to turn it over to the senior manager of the transaction, Bank of America Merrill Lynch, Eric Rockhold.

ROCKHOLD: Thanks, Brad, and, Mr. Chairman, and Members of the Board. Thank you very much for the opportunity to serve the lead manager on transaction.

On behalf of our syndicate, we're very, very pleased, and very, very pleased with the results. I mean, from your perspective, a few anecdotes, when you compare this transaction to what was done last year, last year went well. This year it was expedited. It was smooth.

It was easy, and that's really a credit to IEPA and IFA staff and the financial advisor team.

I just think it was much easier, much better. Last year went well.

This year, we were on all cylinders from start to finish, and it was done in an aggressive time frame and done very, very well. A few anecdotes from the bond sale, itself.

As the Chairman alluded to, we started the first day with a retail order period at the end -- towards the end of that day had a very good response. So, it slowed at the beginning of the day. I think we only got approximately $200,000,000 at the end of the day, but the market was feeling kind of soft, not feeling really well.

We gathered that night before heading out to dinner and, Chris, you know, comes in with his phone and says, "Hey, guess what? North Korean just sent a missile over Japan."

And all of us were, like, "Well, bad for Japan, but probably good for our bond deal." In all reality, that did help the following morning, and we

were able to go out into the market at what we felt were aggressive appropriate pricing levels, which were a little bit better than where it had gone up that day.

And had a throughout the day a very sustained order period, very orderly, very thoughtful response to for our investors that was primarily because of the work, again, the Authority and staff performed.

One I think very significant anecdotal piece of information was the major investor in this transaction was an investor last year on the Road Show that had viewed it. There was a one-on-one investor call that we had with this major investor, which is a major bond fund, as you all know, based in Massachusetts. There are a few of them.

So, from our perspective, the investment that was made last year with this client, they didn't put in any orders last year. This year they put in $300,000,000 worth of orders, which is, you know, significant and were allotted a significant portion of the transaction based on that.

We also have -- I think it was probably kind of eye opening for the Chairman. We had probably about a 45- to 50-minute investor call with one other institutional investor for pricing that went from the gamut of details to the financing to just getting it to how is the board organized? How are appointments made? Is there politics that goes into the transaction, itself, from IEPA and IFA?

And I think just having the Chair and staff be able to address these things was really important. The investor also stepped up and put in orders and was awarded some of the bonds. You know, really, from our perspective, this was a great honor to be part of.

It's always fun to work for an energetic and thoughtful group; and on behalf of our team, we thank you and happy to answer any questions.

YONOVER: Eric, great presentation. Well done. I'm not a bond guy, so I'm not sure I completely understand.

So just a quick education, the $660,000,000 came into the account, but 560 goes into water, and it cost $1,000,000 to issue. Where is the other $99,000,000?

ROCKHOLD: The bonds were sold at an interest rate of 5 percent. So, when they're sold, the interest rate the investors receive is at 5, but the market for those bonds today, actually the yield, the effective yield for what the investor receives, is, say, 3.

So that difference between 3 and 5 percent they have to pay. Today, you know, say, you get a

bond for $120, you have to pay $120 today to get that bond because it's only going to yield 3 percent.

So they have to pay more today so that the premium of the transaction represents the hundred and some odd million that goes into the premium the bondholders pay at closing, in order to receive that 5 interest rate over the 5, 10, 20 years that it's there, because that's an above-market interest rate that they will receive over the life of their holding of that bond.

YONOVER: So $100,000,000 is then used to pay that interest back, is that what I'm hearing?

ROCKHOLD: No, that goes into the account of the IFA to put into loans. They just receive that 5 interest. Today, if they were to buy a bond, it would yield only 3. So, they're actually getting an above-market interest rate in return.

So, they have to pay more for that today, in order to get that above-market interest rate over the 5, 10, 20 years. That's the rationale they employ.

MEISTER: John, did that answer your question?

YONOVER: I don't know. I'm sorry, I'm not getting it. There is $99,000,000. I don't know where it went.

ROCKHOLD: That extra $100,000,000 is going into the loan fund for IEPA to pass along to its purchase funds.

KNOX: Page 65 of the book, there's a sources and uses.

YONOVER: I know the bond guy will know. Thank you, Lerry.

KNOX: Sort of the use is there. You'll see the Clean Water Loan Fund, the Drinking Water Loan Fund.

YONOVER: I do.

KNOX: That totals $661,000,000. That is where the extra proceeds go.

YONOVER: Okay.

KNOX: So, as Eric was saying, basically they're paying more money because they are getting a higher return than what they should get in the market today for what that actually priced they're getting a mortgage for. Rather than paying 6 percent on the mortgage, the fair market is 3. You

have to pay more. So, very similar.

YONOVER: Got it.

KNOX: The money is in the fund. It goes to the state.

YONOVER: I've learned what I need to learn today.

ROCKHOLD: Good. Any other questions? Thank you. We appreciate it.

CHAIRMAN ANDERBERG: Thank you, Eric.

FLETCHER: We also have from IEPA Carol Radwine who wants to offer a few comments to the Members of

the Board.

RADWINE: Good morning. I think it's been pretty well covered. What I would like to add, when IEPA approached IFA with the timeline that was needed, which was an accelerated pace.

The term "It takes a village," I'm glad I was a member of that village because everybody jumped in and made our timeline, which has to be commended.

Because, I think, originally, we thought we would have money to take us a little farther into the fall, but because of the success of this program, and the incredible interest rate to the

municipalities, we just have people contacting as word gets around.

So that everybody worked together to meet the accelerated pace. Thank you. Thank you. Thank you. That we remain AAA rated throughout. With all the problems that the State of Illinois has gone through, as a whole, is extremely commendable and speaks to the strength of this program and the strength of the people involved all the way around, not just IEPA and IFA, but the financial advisors, the bond team.

I think it's something that I know, as CFO of a state agency, I'm extremely proud of, and I had hoped to make it to New York one of these times at the bond sale. I think as many of you know, I am moving on to another venture in my state career.

So, this was my last bond sale. I didn't know it at the time it was happening. So, I think I leave IEPA in very good hands. Kevin Bryant couldn't be on the phone today, but he leads IEPA in these bond sale efforts, and he is the true heart of our team, and he will still be here.

And I know that we will be successful in the future, as we go back to market. So, I just

want to say thank you to everybody.

MEISTER: And, Carol, on behalf of the IFA, I just want to thank you because your personal commitment and, again -- can I name your new public service assignment?

RADWINE: Yes.

MEISTER: So, Carol is going to be leaving IEPA as CFO and going to the State Lottery. And I think that the State Lottery, and all of us as Illinois residents, will benefit from your commitment, your effectiveness and your professionalism.

But Carol really highlighted the breadth and the depth of the IEPA commitment. Kevin Bryant, Gary Bingenheimer, who actually interacts with the local governments to deploy the loans and his team, it was a village.

It was a team effort, and you will be sorely missed, but I'm glad that the Lottery is getting the benefit of your effectiveness and experience, Carol.

RADWINE: Thank you very much.

CHAIRMAN ANDERBERG: Thank you. Consideration of the minutes. Does anyone wish to make any additions, edits or corrections to the minutes from

August 17th, 2017?

Hearing none, I would like to request a motion to approve the minutes. Is there such a motion?

BRONNER: So moved.

CHAIRMAN ANDERBERG: We have a motion. Do I have a second?

HORNE: Second.

CHAIRMAN ANDERBERG: We have a second. All those in favor?

(A chorus of ayes.)

CHAIRMAN ANDERBERG: Opposed?

(No response.)

CHAIRMAN ANDERBERG: The ayes have it. Financial reports. Ms. Granda?

GRANDA: Good morning, everyone. I will be presenting the financial statements for period ending August 31st, 2017. The financial statements, along with the financial analysis memo, is located in your Board books on the financial statements tab.

The Authority upgrading -- general operating fund is as follows: Our total annual revenue equals $620,000, and are $48,000 or 7.3 percent lower than budget. This is primarily due to lower closing fees.

In August, the Authority generated $227,000 in closing fees, which is $13,000 lower than the monthly budget of $240,000.

Our total annual expense equals $473, and are $111 or 19 percent lower than budget, which was mostly driven by a reduction in spending on professional services.

In August, the Authority recorded operating expenses of $220,000, which is lower by $72,000 from our budgeted amount of $292,000. The variance is between employee-related expenses and professional services.

Our total monthly net income is $150,000, which -- I'm sorry, other total monthly net income is $150,000, which is due to our reduction in spending and an increase in interest and investment income.

Our total annual net income is $147,000, and the major driver of the annual positive bottom line continues to be the level of overall spending at 19 percent below budget, as well as an increase in interest and investment income.

At this point, I want to have -- I want to

discuss two main points. The first point is an increase in the interest and investment income. And

in July, the Authority worked with the investment manager under contract and updated the cash flows of the uncommitted cash balances.

Due to the investment manager investing more of the uncommitted cash balances, it directly increased the interest and investment income. Also, with the increase in the fed funds a few times over the last year, the investors are now earning more interest and combined with the investment manager invested the uncommitted cash balances, the more interest income the Authority is earning.

The second item that I want to discuss is the uncollectible debt. So, I'm going to provide an overview of the uncollectible debt.

From time to time, the Authority and its predecessors had loans and investments that actually did not work out. The Authority considers such loans or investments as uncollectible debt and writes them down to zero on the Authority's books.

But due to state law, in order to formally write off the uncollectible debt, the Office of the Attorney General must sign off on such write-offs on

behalf of the state.

The majority of the uncollectible debt carried by the Authority dates back to the predecessor agency, and it was acquired before 2004, the date of the creation of the Authority.

What all this means, in August, the Authority received authorization from the Office of the Attorney General to formally write off the balances of these various legacy uncollectible debts. The total amount authorized for write-off in August was $350,000 for two loans.

The year-to-date authorized amount is $1.092 million for 9 loans. In addition, the Authority received an authorization to write off the balances from our venture capital program. The total amount authorization to write off was $2.9 million for seven companies.

With this authorization, the Authority anticipates the elimination of prior years findings. There is still two loans that are awaiting authorization from the Office of the Attorney General's Office.

At this point, the Authority would like to thank the Office of the Attorney General for their

cooperation and consideration of these legacy uncollectible debts.

There has been more progress made on resolving this issue since January of 2015 than the Authority's history in 2004 and 2015. The last thing, just a quick review, the financial audit for fiscal year 2017 started. This will be the second phase of the field work and the auditors are here in the Authority's premises.

So, just look ahead, in September, the Authority had closings from Southern Illinois

Healthcare Enterprises in the amount of $48,000 and, of course, the State of Illinois Clean Water Initiative in the amount of $250,000.

Coming up later in September, we have closings for Tabor Hills in the amount of $19,000 and Bradley University in the amount of $65,000.

Is there any questions? Thank you.

CHAIRMAN ANDERBERG: No further questions for Ms. Granda?

Hearing none, I would like to request a motion to accept the financial reports. Is there such motion?

BRONNER: So moved.

JURACEK: Second.

CHAIRMAN ANDERBERG: Motion and a second. All those in favor?

(A chorus of ayes.)

CHAIRMAN ANDERBERG: Opposed?

(No response.)

CHAIRMAN ANDERBERG: The ayes have it. Monthly procurement report?

FRANZEN: Good morning, Mr. Chairman, Members of the Board.

CHAIRMAN ANDERBERG: Good morning.

FRANZEN: From the procurement report, you will see we executed just four orders related to small purchases for the Authority. Bloomburg was executed after the publication of the report. So, it was in process. The remainder of the list is the expiring contracts through the 2018 fiscal year.

Are there any questions? Thank you.

CHAIRMAN ANDERBERG: Thank you.

YONOVER: Who is using the stand-up desks?

FRANZEN: Say again?

YONOVER: Who is using the stand-up desks?

FRANZEN: Mari is. Mari has one.

MEISTER: And Six and Pam.

YONOVER: Well done, everyone.

MEISTER: We're hoping to reduce health insurance issues.

YONOVER: Treadmill next.

MEISTER: Yes. I also want to just highlight an item here. I've been working with our IT manager, Rob Ritchfield, and we're working through a rather methodical replacement and identification of IT hardware and software and updates.

And the goal of this is to protect the Authority's systems and information to the highest extent possible from any third-party invasion.

And, so, there was, despite, frankly, tremendous efforts over the last two years, at the state level, there was a state agency that was hit in July, and their systems were brought down for a number of weeks.

So, Rob Ritchfield and I have been working, and you'll see more items in the coming months. The -- basically, the general -- the best

protection is updating the hardware and the software, rather than leaving it open for exposure to the third parties.

So, we're working on that, and you'll see

more of this in the coming months.

CHAIRMAN ANDERBERG: Okay. Thank you. Committee reports? Mr. Horne?

HORNE: Yes. The Conduit Committee, I think that is our official name, met this morning, and we had several items of business before us. I guess I should rattle off the names.

We had a farmer bond. We had a -- there we go. Okay. Cantigny Foundation, the Chicago Charter School Foundation, Blessing Hospital, Advocate Healthcare Network, Tabor Hills Supportive Living community, Iowa Health System.

There were resolutions on Navy Pier and Sacred Heart. All were presented and all were unanimously approved by our Committee.

CHAIRMAN ANDERBERG: Okay.

HORNE: For recommendation to the Board.

CHAIRMAN ANDERBERG: Thank you, Bob. All right. Presentation and Consideration of the Progress Reports and Resolutions. I would like to ask for a general consent of the Members to consider the Project Reports and Resolutions collectively.

We have one, No. 5, the subsequent recorded vote applied to each respective individual

Project and Resolutions, unless there are any specific Project Reports and Resolutions that a Member would like to consider secondly.

GOETZ: And, Mr. Chairman, I need to abstain on item No. 5, Advocate Health Systems. I have a son that works for their financial advisor.

CHAIRMAN ANDERBERG: Very good. So, we'll do No. 5 at the end. I guess we'll hear them now. Mr. Evans?

EVANS: Yes. Good morning, everybody. Today there's one beginning farmer bond. This bond will have a first mortgage position relating to it. The borrowers are Matthew L. and Janet L. Roark, who is purchasing 95.58 acres of bare farm real estate.

The total cost of this purchase is $620,000, or $6,487 per acre. People's State Bank of Newton will finance 51.61 percent of the purchase price or $320,000.

The bank would utilize the FSA beginning farmer loan program, which maximum loan amount is $300,000. As stated, IFA bonds will be first mortgage position on the property being purchased.

FSA would have a second position relating to their 48.39 percent guarantee, and the property

is located in the southeast corner of Lawrence County with the terms of the bonds identified in the

write-up.

If there's no questions, I'll give the floor back to you, Mr. Chairman.

CHAIRMAN ANDERBERG: Okay. Thank you, Pat. Mr. Frampton?

FRAMPTON: Thank you, Mr. Chairman. Next we'll move on to item 2, which is a Final Bond Resolution for the Cantigny Foundation. This is being presented for one-time consideration.

The Cantigny Foundation has requested approval of a Final Bond Resolution in an amount not to exceed $60,000,000, that will be purchased directly by MB Financial Bank. The not-to-exceed parameter on the maturity date will be set at 40 years, consistent with most IFA parameter resolutions.

The initial interest rate period that will be provided for MB Financial Bank will be 15 years; and during that time, the bonds will be on an interest-only basis.

As security for MB, the bonds will be a general obligation of Cantigny Foundation and will

also be guaranteed by the Robert M. McCormick Foundation. Additionally, the foundation will also be providing MB with a active pledge on real and personal property assets of Cantigny Foundation.

In terms of the anticipated issuance amount of the proposed bond issue, the not-to-exceed amount is $60,000,000. The anticipated issuance amount will be $58,000,000, as pointed out in the sources and uses table at the bottom of page 1.

The proposed Series 2017 bonds will also be issued as drawdown bonds and the proceeds will be used to finance a Series of capital improvement projects to be undertaken by Cantigny over the next six years, at it's Cantigny Park.

There are three primary elements, or three key components to the project, including the First Division Museum. In your press clippings for the month, there is an article regarding the reopening of the First Division Museum, which opened on Saturday -- reopened on Saturday, August the 26th.

The second component will be the Robert R. McCormick House Museum. There will be a series of improvements there. Additionally, there will be improvements on the grounds and to other facilities

at Cantigny Park.

In terms of the financials, if you turn to pages 8 and 12, the two foundations are actually reported for auditing purposes as a consolidated entity, but I have broken out the individual results for each foundation based on their consolidating statements, and the key thing to look at are -- is the balance sheet.

Cantigy, page 8, current assets and other non-current assets, those two items are almost exclusively comprised of cash and investments. Same

thing for the Cantigny Foundation on page 12.

Current assets and non-current assets are essentially all comprised of cash and investments. So, on a combined basis, there is low ten figures of combined liquid balance sheet strength.

So, just in terms of project impact, the 2017 bonds will enable the foundation to finance or reimburse for eligible project purposes, capital improvements at the First Division Museum, McCormick House Museum and Cantigny Park and a single bond issue.

It will enable improvements to be financed over the next six years. The tax-exempt financing

will enable Cantigy to finance these improvements at the lowest possible cost, thereby enabling Cantigy to expand their programming, potentially including educational programming, based on their revenue base.

And before I conclude my remarks, I would like to introduce and acknowledge Mr. Lou Marsico, and Ms. Sheau-Mi Ross. Lou is the senior VP of operations at Cantigy. Sheau-Mi is the CFO and treasurer.

MARSICO: Good morning. Thank you very much for the consideration. We really enjoyed working with Rich and his staff. The IFA has made this a very interesting process and one we look forward to completing. So thank you for your consideration.

CHAIRMAN ANDERBERG: Thank you.

FRAMPTON: And little did I know, based on our first contact, I had sent an E-mail to Lou saying -- back in March of 2010, and what I said was, "I look forward to working with you to finance your capital improvement projects over the next several years."

Little did I know how prophetic that was going to be. So, I'll turn things back over to the Chair.

CHAIRMAN ANDERBERG: Thank you, Rich.

MEISTER: I would also just like to thank you, personally. It's a beautiful location. It's an extraordinary museum and it's great grounds.

So, if anybody has not been to the Cantigy facility, please go, because it's really incredible, and it's a tribute to obviously our military veterans, and the museum about The Big Red One is really well done and effective. Thank you.

MARSICO: Thank you.

JURACEK: Mr. Chairman, just to add on to -- pile on to the compliment. I'm the Mayor of Mount Prospect, Illinois, and our sister city is France, and they are sending a delegation over in mid-October, and we've been working with your organization.

They will be visiting Cantigy, and it holds -- you know, The Big Red One holds an important connection to France, and we're looking forward to sharing your new museum and your improved

grounds with them in October.

MARSICO: Thank you very much.

FRAMPTON: Okay. Thank you.

FLETCHER: Mr. Chair, Members, next is tab 3 in

your Board books, which is a Final Bond Resolution on behalf of Chicago Charter School Foundation, which does business as Chicago International Charter School.

The resolution is a not-to-exceed amount of $62,000,000. This is being presented for a one-time consideration. Chicago International Charter School is a public charter school here for Chicago that operates a network of 14 campuses citywide that provides education to over 8600 students in grades kindergarten through 12.

Chicago Charter School Foundation has had a charter agreement with Chicago Public Schools, CPS, since 1997; and, most recently, a charter was renewed through June 30th, 2024, last month for a period of seven years.

The borrower uses four different education management organizations to run day-to-day operations of its charter school network, while operating under yearly performance-based contracts with the borrower.

If you turn to page 5 of the report, you will note the table I provided near the bottom of the page provides the list of the education management organizations for each campus and its network. With the exception of Charter Schools U.S.A., each education manager organization is a 501(c)(3) not-for-profit entity.

To the transaction before you, the plan to finance seeks to refund the outstanding 2007 bonds issued previously by the Illinois Finance Authority in the amount of approximately $42,000,000, as well as finance on a tax-exempt basis of approximately $9,000,000 of various capital improvements at several campuses in their network.

The estimated project costs are provided on the bottom of page 3 of the report, with respect to the new capital expenditures. The fixed rate and tax exempt and the potentially taxable bonds will be sold based on the direct underlying rating of the borrower.

They are currently rated BBB by S&P, and they applied for a rating update potential for this transaction. The investors will be secured by a pledge of network revenues, as well as mortgages on the Basil Campus, Longwood Campus, Boone's Primary Campus, Northtown Academy Campus and Ralph Ellison High School Campus.

A couple notes for the record. The updated resolution has been provided in your

folders. That is the resolution you are voting on. There have been material changes to the resolution since the printing of the Board book, among which a trustee has been he engaged.

It will be Amalgamated Bank of Chicago. That was not available at the time of the printing of the Board book. Finally, I want to note that we have Kathleen Clark, Chief of Network Operations here, along with borrower's counsel from Chapman & Cutler, Nancy Burke.

I wanted to thank them personally for coming to attend this meeting. If you're not aware, running a charter school network is very highly demanding. So, I appreciate their time, and I thank you for applying to the Authority.

Are there any questions? Thank you.

CHAIRMAN ANDERBERG: Thank you. Pam?

LENANE: No. 4 in your packet is Blessing Hospital. Blessing Hospital is located in Quincy, Illinois. They are seeking a final resolution in the amount of $20,000,000 to refund their 2007 bonds that were issued by the City of Quincy, and to

reimburse themselves for funds spent for certain healthcare facilities, including, but not limited to, food services facilities located at the hospital.

The only material change since the preliminary report that was sent in August, they've added a description of the new issuance of the new money project. Also, they've added that there will be 35 construction jobs.

Blessing Hospital is currently rated A stable by S&P and A2 stable by Moody's. The estimated closing date is November 2017.

If you turn to their financials on page 6, yes, on page 6, they have good strong financials, 5.32 debt service coverage and 207 days cash on hand. The net present value savings from this refunding is $1.9 million.

Any questions? Now we've taken out --

CHAIRMAN ANDERBERG: Right.

LENANE: We'll go to 6. Six is Tabor Hills. Tabor Hills Supportive Living Community located in Naperville is seeking a one-time Final Bond Resolution in the amount of $16,000,000.

The bond proceeds will be used to refund

their Series 2006 IFA bonds and pay cost of issuance. Just for information, Tabor Hills was originally the Bohemian Home for the Aged, and it was located at Foster and Pulaski.

They sold that facility and developed a new senior living facility consisting of 211 bed nursing facility and independent living patio homes in Naperville.

The bonds will be a direct bank purchase by Fifth Third Bank, and they will be a fixed rate with an interest rate of 3 percent. If you look at

the financials for Tabor Hills on page 6 -- 7, on page 7, they have good strong financials, showing good debt service coverage of 2.47 times and 371 days cash on hand. The estimated net present value of savings from this refunding is $6.9 million.

Any questions? Tab No. 7 is Iowa Health System, doing business as UnityPoint Health. UnityPoint Health is seeking a one-time Final Bond Resolution to finance the cost of acquisition of land and construction of a medical office building at 3591 Griffin Avenue in Pekin, Illinois, and to retire an existing loan that was entered into to finance -- the cost of financing a portion of this

project.

They are seeking -- it's a $20,000,000 one-time Bond Resolution. They are projecting 200 construction jobs in connection with the project. Pekin Hospital is 107 bed facility located in Pekin, Illinois, offering primary and specialty care, along with home healthcare services.

UnityPoint is currently rated A, AA3, AA- long term by Moody's and Fitch. The interest rate will be set at the time of pricing. The bonds will be purchased by Pekin Bank, which is a division of Morton Community Bank.

Financials on page 7 indicate strong debt service coverage of 3.8 times and 208 days cash on hand.

Any questions? Okay.

CHAIRMAN ANDERBERG: Thank you. Real quick, I would like to again recognize for Brad Kathleen Clark for being here today. I thank her for the work with charter schools.

We discussed it a little bit this morning in the Conduit, what challenging work it is in the current time. Again, from the IFA, thank you.

CLARK: We just also wanted to thank everyone

we worked with. The IFA has been absolutely amazing. We really just appreciate everyone's support. Thank you.

CHAIRMAN ANDERBERG: Thank you, Pam.

HORNE: I was just going to add I serve on a charter school Board. It is challenging at the moment. So, you guys are just doing great work. We really appreciate it.

CLARK: Thank you.

CHAIRMAN ANDERBERG: Okay, Brad.

FLETCHER: Next is tab No. 8. Tab No. 8 in your Board books is a Final Bond Resolution on behalf of Navy Pier, Incorporated, in a not-to-exceed amount of $20,000,000. Navy Pier, Incorporated, is a 501(c)(3) entity.

It manages Navy Pier on Chicago's lakefront, pursuant to a long-term lease with the Metropolitan Pier and Exposition Authority, which is the owner of Navy Pier.

IFA issued bonds in 2014 to finance on a

tax-exempt basis the manufacturing and installation of a new ferris wheel, as well as construction to the new theater that replaced at the time the former Pepsi Skyline Stage, in addition to other

renovations and improvements at the Crystal Gardens and the Polk Brothers Park.

The $46.5 million 2014 bonds are issued in two different series. Series 2014A bond was issued in $26.5 million, and a Series 2014B bond was issued as a drawn-down bond in the amount of $20,000,000.

2014A bond was issued in connection with the ferris wheel, and the project is amortized over 20 years, with Fifth Third Bank holding the bond for an initial term of ten years.

In contrast, the 2014B bonds was issued as drawdown bond maturing on January 1, 2032, or amortized over 15 years as principal repayment just began this past January. The 2014B bond is likewise held by Fifth Third Bank.

At this time Fifth Third Bank and the borrower have agreed to smooth their debt service schedule with respect to the 2014B bond by leveling debt service payments, as well as extending the final maturity by four years to 2036.

In exchange for this being provided to the borrower, Fifth Third Bank has requested 15 more basis points borne on the 2014B bond through maturity. So these are terms and conditions that

Fifth Third Bank and the borrower have agreed to, and we are simply being asked for our consent at this time.

We did hold a federal TEFRA hearing as required by Federal Tax Law this past Friday, and we recommend approval. Any questions? Thank you.

FRAMPTON: Okay. Next we'll turn to item 9, a resolution for the Convent of the Sacred Heart of Chicago, Illinois, and the Sacred Heart Schools.

The convent of the Sacred Heart of Chicago, Illinois, and Wintrust Bank are requesting approval of a resolution to authorize the execution and delivery of a first amendment to the bond and loan agreement and to approve related documents to define and effectuate an interest rate reset with Wintrust Bank in connection with the outstanding $15,000,000 balance for Sacred Heart School Series 2012.

The Series 2012 bonds were issued in a principal amount of $20,000,000 and enabled Sacred Heart School to exit their then-existing letter of credit enhanced bond structure that was with Fifth Third Bank originally. That had originally been issued in 2008.

The 2012 bonds were refinanced as a bank direct purchase transaction with PNC, with an

initial term of five years through October 1, 2017. Sacred Heart has requested that effective October 1, 2017, the Series 2012 bond will be remarketed to Wintrust Bank, or one of its affiliates, as the new purchaser. Wintrust will become the new relationship bank for Sacred Heart at that time.

In order to effectuate this remarketing to Wintrust, pursuant to which Wintrust will become the new lender and investor of the Series 2012 bonds, Sacred Heart has requested that the Authority authorize and approve certain amendments to the existing bond and loan agreement, including certain amendments relating to the determination of the interest rate on the bond.

All is set forth in a first amendment to the bond and loan agreement between IFA, Sacred Heart and Wintrust Bank as the new purchaser.

In order to carry out the remarketing of the bond to Wintrust as the new purchaser, and the effectiveness of the amendments to the bond and loan agreement, the Authority is being asked to authorize and execute a new amended bond to Wintrust Bank,

reflecting the interest rates and terms approved by Wintrust Bank for the interest rate period effective October 1, 2017, and continuing for the next seven years through October 1, 2024.

The changes requested in connection with this proposed first amendment will result in a reissuance for tax purposes. There will, however, be no change in the final maturity date originally established for the Series 2012 bond, which will remain at July 1, 2042; and, thus, no TEFRA hearing will be required in connection with these actions.

We recommend approval, and with that, I'll turn things back over to the Chairman.

CHAIRMAN ANDERBERG: Thank you, Rich. Okay. With that, I would like to request a motion to pass and adopt the following Project Reports and Resolutions numbers 1, 2, 3, 4, 6, 7, 8 and 9. Is there such a motion?

GOETZ: So moved.

FUENTES: Second.

CHAIRMAN ANDERBERG: We have a motion and a second. Will the Assistant Secretary please call the roll?

FLETCHER: On the motion and second, I'll call

the roll. Ms. Bronner?

BRONNER: Yes.

FLETCHER: Mr. Fuentes?

FUENTES: Yes.

FLETCHER: Mr. Goetz?

GOETZ: Yes.

FLETCHER: Mr. Horne?

HORNE: Yes.

FLETCHER: Ms. Juracek?

JURACEK: Yes.

FLETCHER: Mr. Knox?

KNOX: Yes.

FLETCHER: Mr. McCoy?

McCOY: Yes.

FLETCHER: Mr. O'Brien?

O'BRIEN: Yes.

FLETCHER: Ms. Smoots?

SMOOTS: Yes.

FLETCHER: Mr. Yonover?

YONOVER: Yes.

FLETCHER: Mr. Chairman?

CHAIRMAN ANDERBERG: Yes.

FLETCHER: Mr. Chairman, the motion carries.

CHAIRMAN ANDERBERG: Okay, thank you. I have

to ask Mr. Goetz to leave the room. I will move to project report No. 5. Pam?

Before you do, Pam, I would like to recognize today we have the vice-president of finance and corporate controller of Advocate here today, Mr. Jim Doheny.

I would like to recognize Advocate is one of the most important, not only important, but the largest issuers through the IFA. And after today, since 2012, we will have exceeded over $718,000,000 of issuance by the IFA. Thank you.

DOHENY: Thank you. On behalf of Advocate Healthcare and its 37,000 associates, I would like to thank the Board, the Chairman for your support of the years of advocate Healthcare.

I've been in this role at Advocate for a little over a decade and have had a very wonderful outstanding relationship and support from the IFA staff, from Pam, Chris, and the entire team.

Over the years, it has been a very, very collaborative and professional and just overall excellent relationship. So, once again, I would like to thank you for consideration of our project today.

CHAIRMAN ANDERBERG: Thank you.

DOHENY: Thank you.

CHAIRMAN ANDERBERG: Thank you, Pam.

FLETCHER: Let the record reflect Member Goetz exited the room prior to said discussion. Thank you.

LENANE: Okay, tab No. 5 in the book is Advocate Healthcare Network. Advocate Healthcare Network is seeking a one-time final bond resolution in the amount of $100,000,000 for the conversion of their Series 2011C and D bonds.

The bonds were originally issued in an initial index interest rate period with PNC Bank and will be reissued in a new index interest rate period and will be purchased by U.S. Bank.

Advocate Healthcare Network is a continuum of care through ten of its acute care hospitals and Children's Hospital with approximately 36 -- 3,600 licensed beds, primary and specialty physician services, outpatient centers, physician office

building, home healthcare and hospice. Advocate's underlying ratings are A2, AA plus, AA by Moody's S&P and Fitch.

If you would turn to page 7 in the

financials, you'll see that Advocate has very strong financials with their unaudited six months and the 6-30-17 showing 9.2 times debt service coverage and 342 days cash on hand. Thanks, Jim.

CHAIRMAN ANDERBERG: Thank you.

DOHENY: Thank you.

LENANE: Any questions? No?

CHAIRMAN ANDERBERG: I would like to request a motion to pass Project Report No. 5. Is there such motion?

GOETZ: So moved.

CHAIRMAN ANDERBERG: We have motion. Is there a second?

McCOY: Second.

CHAIRMAN ANDERBERG: Will the Assistant Secretary please call the roll?

FLETCHER: On the motion and second, Ms. Bronner?

BRONNER: Yes.

FLETCHER: Mr. Fuentes?

FUENTES: Yes.

FLETCHER: Mr. Horne?

HORNE: Yes.

FLETCHER: Ms. Juracek?

JURACEK: Yes.
FLETCHER: Mr. Knox?
KNOX: Yes.
FLETCHER: Mr. McCoy?
McCOY: Yes.
FLETCHER: Mr. O'Brien?
O'BRIEN: Yes.
FLETCHER: Ms. Smoots?
SMOOTS: Yes.
FLETCHER: Mr. Yonover?
YONOVER: Yes.
FLETCHER: And Mr. Chairman?
CHAIRMAN ANDERBERG: Yes.
FLETCHER: Mr. Chairman, the motion carries.
CHAIRMAN ANDERBERG: Okay. Thank you. We'll get Mr. Goetz back in the room.
FLETCHER: Let the record reflect Member Goetz has returned to the room.
CHAIRMAN ANDERBERG: Okay. Is there any other business to come before the Members? Hearing none, I would like to request a motion to excuse the absences of Members unable to participate today.
Is there such a motion?
O'BRIEN: So moved.

CHAIRMAN ANDERBERG: We have a motion. Do we have a second?

9-14-17-2.txt

FUENTES: Second.
CHAIRMAN ANDERBERG: All those in favor?
(A chorus of ayes.)
CHAIRMAN ANDERBERG: The ayes have it. Is there any public comment from Members today? Good.
The next regularly-scheduled meeting will be October 12th. I would like to request a motion to adjourn. Is there such a motion?
FUENTES: So moved.
CHAIRMAN ANDERBERG: Is there a second?
KNOX: Second.
CHAIRMAN ANDERBERG: All those in favor?
(A chorus of ayes.)
CHAIRMAN ANDERBERG: Any opposed?
(No response.)
CHAIRMAN ANDERBERG: The ayes have it. Thank you.
FLETCHER: The time is 10:29 a.m.
(WHICH WERE ALL THE PROCEEDINGS HAD AT 10:29 A.M.)

MARZULLO REPORTING AGENCY (312) 321-9365

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 hearing.

____
PAMELA A. MARZULLO
License No. 084-001624

ILLINOIS FINANCE AUTHORITY
VOICE VOTE
SEPTEMBER 14, 2017 AGENDA OF THE REGULAR MEETING OF THE MEMBERS
ADOPTED

September 14, 2017

11 YEAS 0 NAYS 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
VOICE VOTE
AUGUST 17, 2017 MINUTES OF THE SPECIAL MEETING OF THE MEMBERS
ADOPTED

September 14, 2017

11 YEAS		0 NAYS		0 PRESENT	
Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
VOICE VOTE
FINANCIAL REPORTS
ACCEPTED

September 14, 2017

11 YEAS		0 NAYS		0 PRESENT	
Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O’Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

E – Denotes Excused Absence

NO. 01

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-AG01
BEGINNING FARMER REVENUE BOND – ROARK, MATTHEW L. & JANA L.
FINAL (ONE-TIME CONSIDERATION)
PASSED*

September 14, 2017

11 YEAS		0 NAYS		0 PRESENT	
Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-NP02
501(c)(3) REVENUE BOND – CANTIGNY FOUNDATION
FINAL (ONE-TIME CONSIDERATION)
PASSED*

September 14, 2017

11 YEAS 0 NAYS 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

NO. 03

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-NP03
501(c)(3) REVENUE BOND – CHICAGO CHARTER SCHOOL FOUNDATION D/B/A
CHICAGO INTERNATIONAL CHARTER SCHOOL
FINAL (ONE-TIME CONSIDERATION)
PASSED*

September 14, 2017

11 YEAS 0 NAYS 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-HC04
501(c)(3) REVENUE BOND – BLESSING HOSPITAL
FINAL
PASSED*

September 14, 2017

11 YEAS		0 NAYS		0 PRESENT	
Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O’Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

NO. 05

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-HC05
501(c)(3) REVENUE BOND – ADVOCATE HEALTH CARE NETWORK
FINAL (ONE-TIME CONSIDERATION)
PASSED

September 14, 2017

10 YEAS 0 NAYS 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
NV	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-HC06
501(c)(3) REVENUE BOND – TABOR HILLS SUPPORTIVE LIVING COMMUNITY, LLC
FINAL (ONE-TIME CONSIDERATION)
PASSED*

September 14, 2017

11 YEAS 0 NAYS 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O’Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

NO. 07

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-HC07
501(c)(3) REVENUE BOND – IOWA HEALTH SYSTEM D/B/A UNITYPOINT HEALTH (PEKIN)
FINAL (ONE-TIME CONSIDERATION)
PASSED*

September 14, 2017

11 YEAS | 0 NAYS | 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O’Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-AD08
RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED $20,000,000 ILLINOIS FINANCE AUTHORITY DRAW DOWN REVENUE BONDS, SERIES 2014B-R (NAVY PIER, INC. PROJECT), THE PROCEEDS OF WHICH ARE TO BE LOANED TO NAVY PIER, INC.
ADOPTED*

September 14, 2017

11 YEAS | 0 NAYS | 0 PRESENT

Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O'Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
E – Denotes Excused Absence

ILLINOIS FINANCE AUTHORITY
ROLL CALL
RESOLUTION 2017-0914-AD09
RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF A FIRST AMENDMENT TO THE BOND AND LOAN AGREEMENT RELATING TO THE ILLINOIS FINANCE AUTHORITY REVENUE REFUNDING BOND, SERIES 2012 (SACRED HEART SCHOOLS PROJECT), TO PROVIDE FOR CERTAIN AMENDMENTS RELATING TO THE INTEREST RATE CALCULATIONS AND CERTAIN OTHER MATTERS; AUTHORIZING THE EXECUTION AND DELIVERY OF ANY OTHER DOCUMENTS NECESSARY OR APPROPRIATE TO EFFECT THE MATTERS SET FORTH IN SUCH FIRST AMENDMENT; AND AUTHORIZING AND APPROVING RELATED MATTERS
ADOPTED*

September 14, 2017

11 YEAS		0 NAYS		0 PRESENT	
Y	Bronner	Y	Knox	Y	Smoots
Y	Fuentes	Y	McCoy	Y	Yonover
Y	Goetz	Y	O’Brien	E	Zeller
Y	Horne	E	Obernagel	Y	Mr. Chairman
Y	Juracek	E	Poole		

* – Consent Agenda
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

Date: October 12, 2017

To: Eric Anderberg, Chairman
Gila J. Bronner
James J. Fuentes
Michael W. Goetz
Robert Horne
Mayor Arlene A. Juracek
Lerry Knox
Lyle McCoy
George Obernagel
Terrence M. O'Brien
Roger Poole
Beth Smoots
Bradley A. Zeller

From: Ximena Granda, Controller

Subject: ***Presentation and Consideration of Financial Reports as of September 30, 2017****

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

FISCAL YEAR 2018-UNAUDITED

1. GENERAL OPERATING FUND REVENUES, EXPENSES AND NET INCOME

a. **Total Annual Revenues** equal $**1.2** million and are **$211** thousand or **21.0%** higher than budget due primarily to **higher** closing fees. Closing fees year-to-date of $849 thousand are $128 thousand or 17.7% **higher** than budget. Annual fees of $65 thousand are $5 thousand lower than the budgeted amount. Administrative service fees of $31 thousand are $18 thousand higher than budget. Application fees total $7 thousand and are $2 thousand lower than the budgeted amount. Total accrued interest income from loans in connection with the former Illinois Rural Bond Bank local government borrowers and other loans totaled $152 thousand (which has represented a declining asset since 2014). Net investment income position is at $99 thousand for the fiscal year and is $68 thousand higher than budget.

b. In **September,** the Authority generated $486 thousand in closing fees, higher than the monthly budgeted amount of $241 thousand. Closing fees were received from: ***Southern Illinois Healthcare Enterprises*** for $48 thousand***;*** ***Tabor Hills*** for $19 thousand, ***Advocate Health Care Network*** for $104 thousand, ***Illinois Environmental Protection Agency*** for $250 thousand and ***Bradley University*** for $65 thousand.

c. **Total Annual Expenses** of $703 thousand were $223 thousand or 24.1% lower than budget, which was mostly driven by below budget spending on professional services. Year-to-date,

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.

**** Governmental Accounting Standards Board (GASB) Statement No. 31. This Statement establishes accounting and financial reporting standards for all investments held by governmental external investment pools. For most other governmental entities, it establishes fair value standards for investments in (a) participating interest-earning investment contracts, (b) external investment pools, (c) open-end mutual funds, (d) debt securities, and (e) equity securities, option contracts, stock warrants, and stock rights that have readily determinable fair values.***

- ***Authority investment manager advises that global market conditions contribute to this.***
- ***Past performance does not direct the outcome of future outcomes; however in FY2015 investment income total was $642 thousand compared to (unaudited) FY2016 total $ 742 thousand.***

employee and professional services expenses total $569 thousand; with each function at 18.0% and 44.0% under budget, respectively. Annual occupancy costs of $40 thousand are 9.0% lower than budget, while general and administrative costs are $90 thousand for the year, which is 7.1% higher than budget. Total depreciation cost of $4 thousand is 65.6% below budget. Total cash transfers in from the Primary Government Borrowing Fund (setup to track financial activity on behalf of the State of Illinois) to the General Operating Fund are $58 thousand.

d. In **September**, the Authority recorded operating expenses of $230 thousand, which was lower than the monthly budgeted amount of $309 thousand.

e. **Total Monthly Net Income of** $364 thousand was driven by lower spending on professional services and higher than expected closing fees.

f. **Total Annual Net Income** is $511 thousand. The major driver of the annual positive bottom line continues to be the level of overall spending at 24.1% below budget, as well as higher than expected closing fees and interest and investment income.

2. ALL FUNDS-ASSETS, LIABILITIES AND NET POSITION

The Authority, as of September 30, 2017, is a $122.5 million dollar agency, but the Authority also accounts for activity in the Other State of Illinois Debt Fund. Total Assets in the Other State of Illinois Debt Fund are $1.3 billion. The Authority maintains compliance for nearly $25.4 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 $57.1 million. The total assets in the General Fund are $57.5 million (consisting mostly of cash, investments, and receivables). Unrestricted cash and investments total $42.3 million (with $4.0 million in cash). Notes receivables from the former Illinois Rural Bond Bank local governments total $12.0 million. Participation loans, DACA (pilot medical student loans in exchange for service in medical underserved areas in Illinois) and other loans receivables are at $2.6 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 issued for IEPA. Total assets in this fund total $1.3 billion, of which CWI Bonds total $1.1 billion. The Series 2016 CWI Bonds closed on September 12, 2016 in the amount of $500 million and the Series 2017 CWI Bonds closed on September 12, 2017 in the amount of $560 million. Restricted investments total $629 million with accrued investment income at $471 thousand.

b. The Locally Held Fire Truck and Ambulance Revolving Loan Funds have total year-to-date receipts of $99 thousand. In September, total loan payments received under the Fire Truck Revolving Loan Fund were $698 thousand, while year-to-date loan repayments are $721 thousand. In September, total loan payments received under the Ambulance Revolving Loan Fund were $59 thousand, which also equals the year-to-date loan repayments. The Net Position for Fire Truck and Ambulance Revolving Loan Funds on the Authority's balance sheet is $23.2 million and $4.2 million, respectively.

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 programs. As of September 30, 2017, the Agricultural Loan Guarantee Fund had a Restricted Net Position of $10.2 million and the Agribusiness Fund had a Restricted Net Position of $8.0 million, with no loss reserves in either fund. However, the Industrial Revenue Bond Insurance Fund includes restricted assets held locally by the Authority to make payouts of losses in relation to the Authority's agricultural loan guarantee programs (please see Senate Bill 324, Public Acct 99-0509). The Restricted Net Position for the Industrial Revenue Bond Insurance Fund was $11.6 million as September 30, 2017.

c. All other nonmajor funds recorded total year-to-date revenues of $108 thousand. Year-to-date expenses total $4 thousand as of September 30, 2017. Total Net Position in the remaining non-major funds is $38.0 million.

d. The Metro East Police District Commission is reported as an agency/fiduciary fund, which has total assets of $5 thousand in the custody of the Authority. The Illinois Finance Authority NFP Development Fund has a total net position of $13 thousand.

5. AUTHORITY AUDITS AND REGULATORY UPDATES

The second phase of the fieldwork for the Fiscal Year 2017 Financial Audit Examination and the two-year Compliance Audit Examination started on September 11, 2017. In the coming weeks, the Authority will begin its Internal Audit. Once dates are finalized, it will be presented to the Board.

6. OTHER SUPPLEMENTARY FINANCIAL INFORMATION

The Fiscal Year Comparison of Bonds Issued, the Fiscal Year 2018 Bonds Issued, Schedule of Debt, the State of Illinois Receivables Summary, and a listing of Local Government Loans, Fire Truck Loans, and Ambulance Loans are being presented as supplementary financial information, immediately following the financial reports in your Board package.

Respectfully submitted,

/s/ Ximena Granda
Controller

ILLINOIS FINANCE AUTHORITY
STATEMENT OF REVENUES, EXPENSES AND NET INCOME
GENERAL OPERATING FUND
FOR FISCAL YEAR 2018 AS OF SEPTEMBER 30, 2017
(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	$ 136,265	$ 226,532	$ 486,374										$ 849,171	$ 721,475	$ 127,696	17.7%
Annual Fees	21,005	23,599	20,265										64,869	69,875	(5,006)	-7.2%
Administrative Service Fees	-	10,500	20,000										30,500	12,500	18,000	144.0%
Application Fees	100	4,100	3,000										7,200	9,000	(1,800)	-20.0%
Miscellaneous Fees	104	-	10,336										10,440	1,374	9,066	659.8%
Interest Income-Loans	50,587	49,369	52,190										152,146	156,933	(4,787)	-3.1%
Other Revenue	164	163	162										489	501	(12)	-2.4%
Total Operating Revenue:	**$ 208,225**	**$ 314,263**	**$ 592,327**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 1,114,815**	**$ 971,658**	**$ 143,157**	**14.7%**
Operating Expenses:																
Employee Related Expense	$ 133,489	$ 139,259	$ 131,705										$ 404,453	$ 493,377	$ (88,924)	-18.0%
Professional Services	75,916	38,669	50,322										164,907	294,249	(129,342)	-44.0%
Occupancy Costs	14,324	12,110	13,155										39,589	43,500	(3,911)	-9.0%
General & Administrative	28,531	28,689	33,165										90,385	84,375	6,010	7.1%
Depreciation and Amortization	1,177	1,177	1,177										3,531	10,251	(6,720)	-65.6%
Total Operating Expense	**$ 253,437**	**$ 219,904**	**$ 229,524**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 702,865**	**$ 925,752**	**$ (222,887)**	**-24.1%**
Operating Income(Loss)	**$ (45,212)**	**$ 94,359**	**$ 362,803**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 411,950**	**$ 45,906**	**$ 366,044**	**-797.4%**
Nonoperating Revenues (Expenses)																
Miscellaneous Non-Opertg Rev/(Exp)	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -		$ -	$ -	$ -	#DIV/0!
Bad Debt Adjustments (Expense)	-												-	501	(501)	-100.0%
Interest and Investment Income*	34,141	51,568	39,087										124,796	62,500	62,296	99.7%
Realized Gain (Loss) on Sale of Invests	(3,209)	(5,094)	(2,750)										(11,053)	(6,249)	(4,804)	76.9%
Net Appreciation (Depr) in FV of Invests	11,539	9,008	(35,070)										(14,523)	(25,000)	10,477	-41.9%
Total Nonoperating Rev (Exp)	**$ 42,471**	**$ 55,482**	**$ 1,267**										**$ 99,220**	**$ 31,752**	**$ 67,468**	**212.5%**
Net Income (Loss) Before Transfers	**$ (2,741)**	**$ 149,841**	**$ 364,070**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 511,170**	**$ 77,658**	**$ 433,512**	**558.2%**
Transfers:																
Transfers in from other funds	$ 58,296	$ -											$ 58,296	$ -	58,296	0.0%
Transfers out to other funds	(58,296)	-											(58,296)	-	(58,296)	0.0%
Total Transfers In (Out)	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**0.0%**
Net Income (Loss)	**$ (2,741)**	**$ 149,841**	**$ 364,070**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 511,170**	**$ 77,658**	**$ 433,512**	**558.2%**

Interest and Investment income for the month of July are estimates
***** Net Appreciation (Depr) in FV of Investments is not not available as of August 2, 2017***

ILLINOIS FINANCE AUTHORITY
STATEMENT OF REVENUES, EXPENSES AND NET INCOME
IFA FUNDS AND CUSTODIAL FUND ACTIVITY
FOR FISCAL YEAR 2018 AS OF SEPTEMBER 30, 2017
(PRELIMINARY AND UNAUDITED)

	GENERAL FUND*	FIRE TRUCK REV LOAN FUND	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	$ 849,171	$ -	$ -	$ -	$ 849,171	$ -	$ 849,171	$ -
Annual Fees	64,869	-	-	-	64,869	-	64,869	-
Administrative Service Fees	30,500	-	-	-	30,500	-	30,500	-
Application Fees	7,200	-	-	-	7,200	-	7,200	-
Miscellaneous Fees	10,440	98,629	-	107	109,176	-	109,176	-
Interest Income-Loans	152,146	4,287	-	4,180	160,613	3,490,184	3,650,797	-
Other Revenue	489	-	-	-	489	-	489	-
Total Operating Revenue:	**$ 1,114,815**	**$ 102,916**	**$ -**	**$ 4,287**	**$ 1,222,018**	**$ 3,490,184**	**$ 4,712,202**	**$ -**
Operating Expenses:								
Employee Related Expense	$ 404,453	$ -	$ -	$ -	$ 404,453	$ -	$ 404,453	$ -
Professional Services	164,907	-	-	170	165,077	-	165,077	-
Occupancy Costs	39,589	-	-	-	39,589	-	39,589	-
General & Administrative	90,385	-	-	-	90,385	-	90,385	-
Interest Expense	-	-	-	621	621	4,015,387	4,016,008	-
Depreciation and Amortization	3,531	-	-	-	3,531	-	3,531	-
Total Operating Expense	**$ 702,865**	**$ -**	**$ -**	**$ 791**	**$ 703,656**	**$ 4,015,387**	**$ 4,719,043**	**$ -**
Operating Income(Loss)	**$ 411,950**	**$ 102,916**	**$ -**	**$ 3,496**	**$ 518,362**	**$ (525,203)**	**$ (6,841)**	**$ -**
Nonoperating Revenues (Expenses):								
Miscellaneous non-opertg rev/(exp)	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Interest and invesment income*	124,796	8,160	8,985	104,208	246,149	309,408	555,557	3
Realized Gain (Loss) on sale of investment	(11,053)	(689)	(2,767)	(462)	(14,971)	(18,063)	(33,034)	-
Net Appreciation (Depr) in fair value of investments**	(14,523)	596	778	(3,456)	(16,605)	233,858	217,253	-
Total Nonoperating Revenues (Expenses)	**$ 99,220**	**$ 8,067**	**$ 6,996**	**$ 100,290**	**$ 214,573**	**$ 525,203**	**$ 739,776**	**$ 3**
Net Income (Loss) Before Transfers	**$ 511,170**	**$ 110,983**	**$ 6,996**	**$ 103,786**	**$ 732,935**	**$ -**	**$ 732,935**	**$ 3**
Transfers:								
Transfers in from other funds	$ 58,296	$ -	$ -	$ -	$ 58,296	$ -	$ 58,296	$ -
Transfers out to other funds	(58,296)	-	-	-	(58,296)	-	(58,296)	-
Total Transfers In (Out)	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**
Net Income (Loss)	**$ 511,170**	**$ 110,983**	**$ 6,996**	**$ 103,786**	**$ 732,935**	**$ -**	**$ 732,935**	**$ 3**

Interest and Investment income for the month of July are estimates

***** Net Appreciation (Depr) in FV of Investments is not not available as of August 2, 2017***

ILLINOIS FINANCE AUTHORITY
STATEMENT OF NET POSITION
IFA FUNDS AND CUSTODIAL FUND ACTIVITY
September 30, 2017
(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	$ 4,023,831	$ -	$ -	$ 11,285	$ 4,035,116		$ 4,035,116	$ -
Investments	21,015,643	-	-	2,590,157	23,605,800		23,605,800	-
Accounts receivable, Net	62,978	-	-	-	62,978		62,978	-
Loans receivables, Net	133,569	-	-	-	133,569		133,569	-
Accrued interest receivable	439,756	-	-	12,616	452,372		452,372	-
Bonds and notes receivable	1,574,100	-	-	-	1,574,100		1,574,100	-
Due from other funds	11,510	-	-	-	11,510		11,510	-
Prepaid Expenses	239,192	-	-	-	239,192		239,192	-
Total Current Unrestricted Assets	**$ 27,500,579**	**$ -**	**$ -**	**$ 2,614,058**	**$ 30,114,637**	**$ -**	**$ 30,114,637**	**$ -**
Restricted:								
Cash & Cash Equivalents	$ -	$ 191,074	$ 70,543	$ 1,920,347	$ 2,181,964	$ 85,041,385	$ 87,223,349	$ 5,289
Investments	-	2,626,921	2,495,219	8,988,379	14,110,519	625,678,126	639,788,645	-
Accrued interest receivable	-	12,270	3,909	41,525	57,704	471,439	529,143	-
Due from other funds	-		-	-	-		-	-
Due from primary government	-	-	-	-	-		-	-
Bonds and notes receivable from State component units	-		-	-	-		-	-
Loans receivables, Net	-	1,030,578	205,000	17,451	1,253,029	-	1,253,029	-
Total Current Restricted Assets	**$ -**	**$ 3,860,843**	**$ 2,774,671**	**$ 10,967,702**	**$ 17,603,216**	**$ 711,190,950**	**$ 728,794,166**	**$ 5,289**
Total Current Assets	**$ 27,500,579**	**$ 3,860,843**	**$ 2,774,671**	**$ 13,581,760**	**$ 47,717,853**	**$ 711,190,950**	**$ 758,908,803**	**$ 5,289**
Non-current Assets:								
Unrestricted:								
Investments	$ 17,223,276	$ -	$ -	$ 1,720,367	$ 18,943,643		$ 18,943,643	$ -
Loans receivables, Net	2,261,333	-	-	-	2,261,333		2,261,333	-
Bonds and notes receivable	10,465,037	-	-	-	10,465,037		10,465,037	-
Total Noncurrent Unrestricted Assets	**$ 29,949,646**	**$ -**	**$ -**	**$ 1,720,367**	**$ 31,670,013**	**$ -**	**$ 31,670,013**	**$ -**
Restricted:								
Cash & Cash Equivalents	$ -	$ -	$ -	$ -	$ -		$ -	$ -
Investments	-	-	-	4,649,052	4,649,052	3,272,078	7,921,130	-
Funds in the custody of the Treasurer	-	1,042,392	59,320	18,129,516	19,231,228		19,231,228	-
Accrued interest receivable				-	-		-	
Loans receivables, Net	-	18,261,413	1,408,640	130,663	19,800,716		19,800,716	-
Bonds and notes receivable from primary government	-	-	-	-	-	603,116,341	603,116,341	-
Bonds and notes receivable from State component units	-	-	-	-	-	9,617,941	9,617,941	-
Total Noncurrent Restricted Assets	**$ -**	**$ 19,303,805**	**$ 1,467,960**	**$ 22,909,231**	**$ 43,680,996**	**$ 616,006,360**	**$ 659,687,356**	**$ -**
Capital Assets								
Capital Assets	$ 804,252	$ -	$ -	$ -	$ 804,252	$ -	$ 804,252	$ -
Accumulated Depreciation	(795,128)	-	-	-	(795,128)	-	(795,128)	-
Total Capital Assets	**$ 9,124**	**$ -**	**$ -**	**$ -**	**$ 9,124**	**$ -**	**$ 9,124**	**$ -**
Total Noncurrent Assets	**$ 29,958,770**	**$ 19,303,805**	**$ 1,467,960**	**$ 24,629,598**	**$ 75,360,133**	**$ 616,006,360**	**$ 691,366,493**	**$ -**
Total Assets	**$ 57,459,349**	**$ 23,164,648**	**$ 4,242,631**	**$ 38,211,358**	**$ 123,077,986**	**$ 1,327,197,310**	**$ 1,450,275,296**	**$ 5,289**
DEFERRED OUTFLOWS OF RESOURCES:								
Deferred loss on debt refunding	$ -	$ -	$ -	$ -	$ -	$ 408,860	$ 408,860	$ -
TOTAL DEFERRED OUTFLOWS OF RESOURCES	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 408,860**	**$ 408,860**	**$ -**
Total Assets & Deferred Inflows of Resources	**$ 57,459,349**	**$ 23,164,648**	**$ 4,242,631**	**$ 38,211,358**	**$ 123,077,986**	**$ 1,327,606,170**	**$ 1,450,684,156**	**$ 5,289**

ILLINOIS FINANCE AUTHORITY
STATEMENT OF NET POSITION
IFA FUNDS AND CUSTODIAL FUND ACTIVITY
September 30, 2017
(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	$ 16,716	$ -	$ -	$ -	$ 16,716	$ -	$ 16,716	$ -
Accrued liabilities	46,636	-	-		46,636	-	46,636	-
Due to employees	95,721	-	-	-	95,721	-	95,721	-
Due to primary government	50,001	-	-	-	50,001	-	50,001	-
Due to other funds	11,341	-	-		11,341	-	11,341	-
Other liabilities	-	-	-	-	-	-	-	5,286
Unearned revenue, net of accumulated amortization	96,416	-	-	-	96,416	-	96,416	
Total Current Liabilities Payable from Unrestricted Current Assets	**$ 316,831**	**$ -**	**$ -**	**$ -**	**$ 316,831**	**$ -**	**$ 316,831**	**$ 5,286**
Payable from restricted current assets:								
Accounts payable	-	-	-		-	-	-	-
Obligation under securites lending of the State Treasurer	-	-	-	-	-	-	-	-
Accrued interest payable	$ -	$ -	$ -	$ 2,273	$ 2,273	$ 7,381,044	$ 7,383,317	$ -
Due to other funds	-	-	-	169	169		169	-
Due to primary government	-	-	-	-	-		-	-
Bonds and notes payable from primary government	-	-	-	-	-	32,737,135	32,737,135	-
Bonds and notes payable from State component units	-	-	-	-	-	513,809	513,809	-
Current portion of long term debt	-	-	-	61,190	61,190		61,190	-
Other liabilities	-	-	-	-	-	-	-	-
Total Current Liabilities Payable from Restricted Current Assets	**$ -**	**$ -**	**$ -**	**$ 63,632**	**$ 63,632**	**$ 40,631,988**	**$ 40,695,620**	**$ -**
Total Current Liabilties	**$ 316,831**	**$ -**	**$ -**	**$ 63,632**	**$ 380,463**	**$ 40,631,988**	**$ 41,012,451**	**$ 5,286**
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	$ -	$ -	$ -	$ -	$ -	$ 1,272,375,503	$ 1,272,375,503	$ -
Bonds and notes payable from State component units	-	-	-	-	-	14,598,679	14,598,679	-
Noncurrent portion of long term debt	-	-	-	187,322	187,322		187,322	-
Noncurrent loan reserve	-	-	-	-	-		-	-
Total Noncurrent Liabilities Payable from Restricted Noncurrent	**$ -**	**$ -**	**$ -**	**$ 187,322**	**$ 187,322**	**$ 1,286,974,182**	**$ 1,287,161,504**	**$ -**
Total Noncurrent Liabilities	**$ 585**	**$ -**	**$ -**	**$ 187,322**	**$ 187,907**	**$ 1,286,974,182**	**$ 1,287,162,089**	**$ -**
Total Liabilities	**$ 317,416**	**$ -**	**$ -**	**$ 250,954**	**$ 568,370**	**$ 1,327,606,170**	**$ 1,328,174,540**	**$ 5,286**
Net Position:								
Net Investment in Capital Assets	$ 9,124	$ -	$ -	$ -	$ 9,124	$ -	$ 9,124	$ -
Restricted for Locally Held Agricultural Guarantees	-	-	-	11,481,603	11,481,603	-	11,481,603	-
Restricted for Public Safety Loans	-	23,053,665	4,235,636	-	27,289,301	-	27,289,301	-
Restricted for Agricultural Guarantees and Rural Development Loans	-	-	-	19,777,512	19,777,512	-	19,777,512	-
Restricted for Renewable Energy Development	-	-	-	2,261,518	2,261,518	-	2,261,518	-
Restricted for Credit Enhancement	-	-	-	-	-	-	-	-
Restricted for Low Income Community Investments	-	-	-	12,653	12,653	-	12,653	-
Unrestricted	56,621,639	-	-	4,323,334	60,944,973	-	60,944,973	-
Current Change in Net Position	511,170	110,983	6,995	103,784	732,932	-	732,932	3
Total Net Position	**$ 57,141,933**	**$ 23,164,648**	**$ 4,242,631**	**$ 37,960,404**	**$ 122,509,616**	**$ -**	**$ 122,509,616**	**$ 3**
Total Liabilities & Net Position	**$ 57,459,349**	**$ 23,164,648**	**$ 4,242,631**	**$ 38,211,358**	**$ 123,077,986**	**$ -**	**$ 1,450,684,156**	**$ 5,289**

STATE of ILLINOIS
DETAILED RECEIVABLES SUMMARY (UNAUDITED)
AS OF October 5, 2017

As of November 1, 2015 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 Inc.	12/21/2015	$9,225.92
	Payment received by IFA	($9,225.92)
	Balance due from Cosgrove Distributors	$0.00
Grayboy Building Maintenance	12/16/2015	$15,790.36
	Payment received by IFA	($15,790.36)
	Balance due from Grayboy Building Maint.	$0.00
M. J. Kellner Co. Inc.	12/28/2015	$1,806,912.20
M. J. Kellner Co. Inc.	3/31/2016	1,929,224.10
	Payment received by IFA	($3,732,458.28)
	Balance due from M.J. Kellner	$3,678.02
Smith Maintenance Company	11/25/2015	$251,665.26
Smith Maintenance Company	12/29/2015	125,832.63
Smith Maintenance Company	2/10/2016	129,811.11
Smith Maintenance Company	3/21/2016	151,826.83
Smith Maintenance Company	4/14/2016	151,826.83
Smith Maintenance Company	5/19/2016	151,826.83
Smith Maintenance Company	6/23/2016	107,795.38
Smith Maintenance Company	7/21/2016	107,795.38
		$1,178,380.25
	Payment received by IFA	(1,178,380.25)
	Balance due from Smith Maintenance	$0.00
Sysco St. Louis LLC	12/16/2015	$32,418.85
	Total State of Illinois Assigned/Purchased Receivables	**$4,971,951.65**
	Total State of Illinois Assigned/Purchased Receivables Payment Received	**$4,935,854.78**
	Balance due from State of Illinois Assigned/Purchased Receivables	**$36,096.87**

LOCAL GOVERNMENT LISTING OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
Adams County Water District #1	135,536.70
AVOCA Drainage District	465,000.00
Central Macoupin Co. Rural Water District	230,000.00
Cissna Park Fire Protection District	270,000.00
City of Aledo	240,000.00
City of Benton	70,000.00
City of Bunker Hill	165,000.00
City of Bunker Hill	305,000.00
City of Girard	610,000.00
City of Herrin	270,000.00
City of Petersburg	120,000.00
City of Pittsfield	50,000.00
City of Shawneetown	64,500.00
City of Sumner	35,000.00
City of Sumner	14,700.00
City of Warsaw	275,000.00
City of Yorkville	830,000.00
Momence Park District	79,000.00
Mt. Zion Fire Protection District	640,000.00
Nebo Water System	10,000.00
Pike County Water District	105,000.00
Riverton Area Fire Protec Dist	670,000.00
Town of Matherville	140,000.00
Village of Annawan	165,000.00
Village of Blue Mound	30,000.00
Village of Blue Mound	15,000.00
Village of Brownstown	84,300.00
Village of Brownstown	40,000.00
Village of Campus	20,000.00
Village of Carbon Hill	95,000.00
Village of Cooksville	295,000.00
Village of Cowden	225,000.00

LOCAL GOVERNMENT LISTING OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
Village of Farmersville	489,999.99
Village of Green Valley	45,000.00
Village of Harmon	260,000.00
Village of Hopkins Park	30,000.00
Village of Iuka	120,000.00
Village of Junction City	25,000.00
Village of Kane	545,000.00
Village of Kingston Mines	115,000.00
Village of Maeystown	115,000.00
Village of Magnolia	205,000.00
Village of Malden	19,600.00
Village of Nebo Sewer System	10,000.00
Village of Palmyra	83,000.00
Village of Pamana	25,000.00
Village of Pierron	219,300.00
Village of Rutland	10,000.00
Village of Sheffield	100,800.00
Village of Steward	14,700.00
Village of Stockton	34,400.00
Village of Taylor Springs	55,000.00
Village of Thomson	2,199,300.00
Village of Waynesville	410,000.00
Village of Williamsville	70,000.00
Winthrop Harbor School District	75,000.00
Total Oustanding	12,039,136.69
Total Borrowers	56

FIRE TRUCK REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
Alhambra Community Fire Protection District	68,738.00
Allin Fie Protection District	80,000.00
Annawan Alba FPD	315,000.00
Apple River Fire Department	162,500.00
Arcola Fire Protection District	105,000.00
Beardstown Fire Department	86,353.03
Beaverville Fire Protection Disrict	37,000.10
Beckemeyer-Wade Fire Protection District	23,400.00
Bellmont Volunteer Fire Department	16,173.85
Bethany Fire Protection District	332,500.00
Bishop Hill Community Fire Protection District	146,666.68
Broadlands-Longview Fire Protection Dist	60,000.00
Brocton Fire District	54,867.75
Browns Fire Department	17,640.55
Bunker Hill Fire Protection District	149,746.00
Camp Point Fire Protection District	285,000.00
Catlin Fire Protection District	36,625.82
Chadwick Fire Protection District	162,500.00
Chapin Village of Fire Department	75,000.00
Charleston Fire & Rescue	50,000.02
Chatsworth Fire Protection	95,728.70
Chester Fire Department	54,000.00
Chrisman Fire Protection District	150,000.00
Cissna Park Fire Protection District	92,074.05
City of Carmi	308,750.00
City of Chillicothe	162,500.00
City of DeKalb Fire Department	183,333.32
City of Fairfield	350,000.00
City of Johnston City	162,500.00
City of Lincoln	125,000.00
City of Mendota Fire Protection District	10,135.65
City of Pittsfield, C/O Fire Departement	112,500.00
City of Quincy Fire Department	162,500.00
City of Savanna	109,783.85
City of Urbana	332,500.00
City of Virginia	143,000.00

FIRE TRUCK REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
City of Wood River	137,500.00
Clover Township Fire Protect District	75,000.00
Cordova Fire Protection District	245,000.00
Countyside FPD	116,517.65
Crescent-Iroquois Fire Protection District	81,750.00
Cuba Fire Protection District	156,000.00
Deer Creek Fire Protection District	56,500.00
Des Plaines Fire Department	162,500.00
Dieterich Fire Protection District	14,350.00
East Alton Fire Department	332,500.00
East Dubuque Fire Department	14,396.28
Fairbury Fire Department	64,388.45
Fairfield Rural Fire Protection District	125,350.00
Fairview Fire Protection District	76,927.25
First Fire FPD of Antioch Town	268,800.00
Flanagan-Graymont Fire Protection	100,000.00
Garden Homes Fire Protection District	98,000.00
Germantown Rural Fire Protection District	23,022.33
Gifford Fire Protection District	49,022.50
Godfrey Fire Protection District	150,000.00
Green Valley Fire Protection District	21,086.40
Green Valley Fire Protection District	8,418.53
Hebron-Alden-Greenwood FPD	270,000.00
Hecker Fire Protection District	162,500.00
Hutton Fire Protection District	87,120.00
Iuka Fire Protection District	33,250.00
Kankakee Fire Department	67,500.00
Kankakee Township FPD	200,000.00
Kenney Fire Protection District	47,500.00
Kewanee Fire Department	315,000.00
Lake Egypt Fire Protection District	332,500.00
Lamard Township Fire Protection Distrrict	42,000.00
Lansing Fire District	88,000.00
Latham Fire Protection District	66,500.00
Lee Fire Protection District	69,650.00
Leland Fire Protection District	104,547.65

FIRE TRUCK REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
Lenore Fire Department	65,079.62
LeRoy Community Fire Protection District	45,000.00
Lewiston Fire District	56,000.00
Lexington Community Fire Protection Dist	118,965.00
Lovington Fire Protection District	156,000.00
Manhattan FPD	50,000.00
Marengo Fire Protection District	157,140.00
Marissa Fire Protection District	332,500.00
Maroa Countryside Fire Protection Department	51,980.80
Mendon Fire Protection Department	180,000.00
Mendota Fire Protection District	44,114.34
Merrionette Park, Village	6,666.67
Middletown FPD	46,833.34
Milledgeville Fire District	232,000.00
Millstadt FPD	162,500.00
Mount Olive Fire Protection District	208,333.34
Mt. Hope Funks Grove Fire Protection	112,500.00
New Holland Fire Protection District	43,598.50
New Lenox FPD	162,500.00
Newark Fire Protection Department	30,000.00
Newport Fire Protection District	332,500.00
Niantic FPD	147,058.48
Nokomis Area FPD	129,901.09
North Pike FPD	63,000.00
Northern Piatt Fire Protection District	180,000.00
Onley Fire District	315,000.00
Orangeville Fire Protection District	332,500.00
Palatine Rural FPD	162,500.00
Papineau fire Protection District	29,695.96
Patoka Fire Protection District	70,505.00
Peoria Height Fire Department	100,000.00
Peotone FPD	162,500.00
Pesotum Fire Protection District	69,056.40
Pocahontas - Ripley FPD	144,602.25
Prospect Heights Fire Protection District	98,571.44
Rankin Fire Protection District	81,250.00

FIRE TRUCK REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017	
Borrower Name	**Outstanding Balance**
Robinson, City of Fire Department	78,129.60
Rochester FDP	118,697.45
Rossville Fire Protection District	56,000.00
Sadorus Fire Protection District	97,500.00
Sandwich Community FPD	162,500.00
Sauk Village Fire Department	332,500.00
Savanna Fire Departmemt	120,741.94
Serena Community Fire Protection District	280,000.00
Sheffield Fire Protection District	70,000.00
Shelbyville Fire Protection District	123,366.60
Sherman Fire Protection Department	117,000.00
South Roxana Fire Protection District	185,000.00
Spring Creek Fire Protection District	84,424.00
Spring Grove Fire Protection District	150,000.00
Strasburg Fire PRotection District	55,858.40
Sublette Fire Protection District	82,946.25
Sullivan FPD	75,000.00
Table Grove Fire Department	26,375.00
Thomasboro FPD	96,153.87
Toluca -Rutland Fire Protection District	263,700.00
Union Fire Protection Department	153,750.00
Unit #7 Fire Protection Department	100,000.00
Ursa Fire Protection District	105,000.00
Valmeyer FPD	123,500.00
Vienna Fire Department	69,650.00
Village of Carrier Mills Fire Department	52,500.00
Village of Lincolnwood	162,500.00
Village of Percy Fire Department	25,000.00
Village of Port Byron	137,500.00
Village of Robbins Fire Protection Dept	112,500.00
Village of Roxana Fire Department	50,000.00
Village of Western Springs	315,000.00
Village of Willmette Fire Protection Department	200,000.00
Waltonville Fire Protection District	17,500.00
Warren Fire Department	88,165.60
Wauconda FPD	150,000.00

FIRE TRUCK REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017		
Borrower Name		**Outstanding Balance**
Wayne Fire Protection Distric, #1		30,000.00
West Brooklyn Fire Protection District		200,000.00
Westfield Township Fire Protection District		155,294.12
White Hall Fire Department		100,372.01
Williamson County Fire District		75,000.00
Williamsville Fire Protection District		150,000.00
Win-Bur-Sew Fire Protection Department		187,500.00
WoodstockFire/Rescue Dist		150,000.00
Worth Fire Department		42,899.80
Total Outstanding	$	19,291,991.28
Total Borrowers		153

AMBULANCE REVOLVING LOAN FUND OUTSTANDING BALANCE AS OF September 30, 2017		
Borrower Name		**Outstanding Balance**
Annawan Alba FPD		100,000.00
City of Blue Island		100,000.00
City of East Dubuque		100,000.00
City Of Kewanee		20,000.00
City of North Chicago Fire Department		100,000.00
Eastern McLean County Ambulance Assn		100,000.00
Fulton Fire Protection District		30,000.00
Gardner Volunteer Fire Department		30,000.00
Gillespie-Benld Area Ambulance Service		100,000.00
Lake Egypt FPD		90,000.00
Marengo Rescue Squad		100,000.00
Menard County Emergency Medical Svcs		20,000.00
Palos FPD		100,000.00
Pleasantview FPD		100,000.00
Sandoval Fire Protection District		100,000.00
Sugar Creek Ambulance Service		80,000.00
Sullivan FPD		100,000.00
Village of LaGrange Park FD		12,500.00
Village of Lyons FPD		100,000.00
Village of North Riverside Fire Department		12,500.00
Win-Bir-Sew Fire Protection District		18,640.00
Wonder Lake FPD		100,000.00
Total Outstanding	$	1,613,640.00
Total Borrowers		22

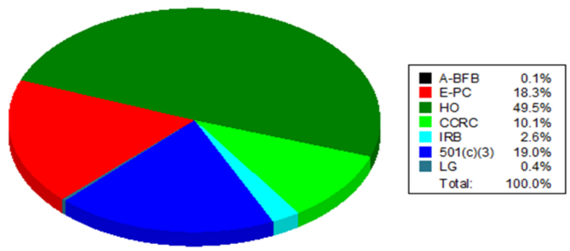
ILLINOIS FINANCE AUTHORITY

Bonds Issued - Fiscal Year Comparison
for the Period Ending September 30, 2017

Fiscal Year 2016

#	Market Sector	Principal Issued
14	Agriculture - Beginner Farmer	3,762,495
10	Education	692,515,000
13	Healthcare - Hospital	1,869,903,000
6	Healthcare - CCRC	381,762,000
1	Industrial Revenue	100,000,000
9	501(c)(3) Not-for-Profit	717,050,000
1	Local Government	14,540,000
54		$3,779,532,495

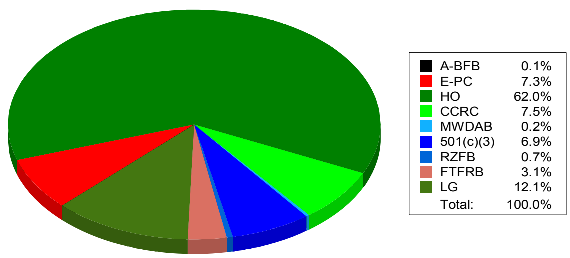
Bonds Issued in Fiscal Year 2016



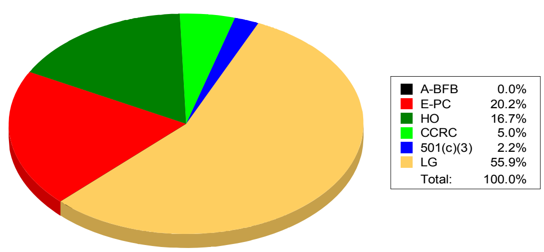
Fiscal Year 2017

#	Market Sector	Principal Issued
18	Agriculture - Beginner Farmer	3,765,900
7	Education	304,222,000
1	Freight Transfer Facilities Bonds	130,000,000
12	Healthcare - Hospital	2,568,650,000
7	Healthcare - CCRC	310,364,967
1	Midwest Disaster Area Bonds	9,969,162
9	501(c)(3) Not-for-Profit	286,772,000
2	Recovery Zone Facilities Bonds	28,951,409
1	Local Government	500,000,000
58		$4,142,695,438

Bonds Issued in Fiscal Year 2017



Bonds Issued in Fiscal Year 2018



Fiscal Year 2018

#	Market Sector	Principal Issued
1	Agriculture - Beginner Farmer	70,000
3	Education	201,890,000
2	Healthcare - Hospital	166,845,000
2	Healthcare - CCRC	50,210,000
2	501(c)(3) Not-for-Profit	22,450,000
1	Local Government	560,025,000
11		$1,001,490,000

Bond Issuance Analysis

The Authority issued $832,370,000 in conduit debt during the month of September, 2017. This is 6.15% lower than September, 2016 at $886,894,750. Total issuance for FY 2018 is $1,001,490,000. This is 52% lower than the same period for FY 2017 at $2,081,769,150. The IFA has issued ten conduit bonds and one beginner farmer bond in fiscal year 2018.

Bonds Issued and Outstanding as of September 30, 2017

Bonds Issued between July 01, 2017 and September 30, 2017

Bond Issue		Date Issued	Initial Interest Rate	Principal Issued	Bonds Refunded
A-BFB	Beginner Farmer Bond	07/01/2017	Variable	70,000	0
501(c)(3)	YMCA of Rock River Valley	07/25/2017	Variable	9,500,000	5,234,000
CCRC	Three Crown Park	07/25/2017	Variable	34,210,000	34,210,000
501(c)(3)	Chicagoland Laborers Training and Apprentice Fund	08/10/2017	Fixed at Schedule	12,950,000	0
E-PC	Rosalind Franklin University	08/23/2017	Fixed at Schedule	112,390,000	62,390,000
E-PC	Bradley University	09/01/2017	Variable	50,000,000	50,000,000
HO	Southern Illinois Healthcare Enterprises	09/12/2017	Variable	66,845,000	0
CCRC	Tabor Hills Supportive Living Community	09/19/2017	Variable	16,000,000	16,000,000
LG	Clean Water Initiative Revolving Fund	09/12/2017	Fixed at Schedule	560,025,000	0
E-PC	Bradley University	09/01/2017	Fixed at Schedule	39,500,000	0
HO	Advocate Health Care	09/29/2017	Variable	100,000,000	100,000,000
	Total Bonds Issued as of September 30, 2017			$ 1,001,490,000	$ 267,834,000

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, 2017 and September 30, 2017

Borrower	Date Funded	Initial Interest Rate	Loan Proceeds	Acres	County
Kevin Timothy Thole	07/06/2017	3.50	70,000	40.00	Montgomery
Total Beginner Farmer Bonds Issued			$ 70,000	40.00	

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, 2017	September 30, 2017	Program Limitations	Remaining Capacity
Illinois Finance Authority "IFA" [b]				
Agriculture	$ 51,839,174	$ 52,096,174		
Education	$ 4,345,951,386	4,453,202,957		
Healthcare	$ 15,265,699,341	14,957,666,334		
Industrial Development [includes Recovery Zone/Midwest Disaster]	$ 889,671,685	883,609,947		
Local Government	$ 725,285,000	1,262,160,000		
Multifamily/Senior Housing	$ 153,127,575	152,567,297		
501(c)(3) Not-for Profits	$ 1,665,996,057	1,684,228,770		
Exempt Facilities Bonds	$ 149,915,000	219,915,000		
1 **Total IFA Principal Outstanding**	**$ 23,247,485,218**	**$ 23,665,446,479**		
Illinois Development Finance Authority "IDFA" [b]				
Education	496,388	496,388		
Healthcare	73,600,000	73,600,000		
Industrial Development	171,430,244	170,886,244		
Local Government	222,207,364	222,207,364		
Multifamily/Senior Housing	82,249,117	82,209,117		
501(c)(3) Not-for Profits	519,192,342	508,034,730		
Exempt Facilities Bonds				
Total IDFA Principal Outstanding	**$ 1,069,175,454**	**$ 1,057,433,843**		
Illinois Rural Bond Bank "IRBB" [b]				
Total IRBB Principal Outstanding	**$ -**	**$ -**		
Illinois Health Facilities Authority "IHFA"	**$ 294,285,000**	**$ 245,450,000**		
Illinois Educational Facilities Authority "IEFA"	**$ 490,472,000**	**$ 416,143,000**		
Illinois Farm Development Authority "IFDA" [f]	**$ 13,436,353**	**$ 13,436,353**		
Total Illinois Finance Authority Debt	**$ 25,114,854,025**	**$ 25,397,909,675**	**$ 28,150,000,000**	**$ 2,752,090,325**

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

Section I (b)

	Principal Outstanding June 30, 2017	September 30, 2017	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	14,050,000	13,415,000		
Total General Moral Obligations	**$ 14,050,000**	**$ 13,415,000**	**$ 150,000,000**	**$ 136,585,000**
* 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]	599,372,488	1,118,248,966		
Total State Component Unit Bonds	**$ 599,372,488**	**$ 1,118,248,966**		

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, 2017	September 30, 2017	Remaining MDAB Volume Cap
Midwestern Disaster Area Bonds [Flood Relief]	**$ 63,634,933**	**$ 63,375,427**	**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, 2017	Principal Outstanding September 30, 2017	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, 2017	Principal Outstanding September 30, 2017	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, 2017	Principal Outstanding September 30, 2017	Program Limitations	Remaining Capacity	State Exposure
Agri Debt Guarantees [Restructuring Existing Debt]					
Fund # 994 - Fund Balance $10,161,144	$ 5,966,448	$ 5,140,886	$ 160,000,000	$ 154,859,114	$ 4,369,753
AG Loan Guarantee Program					
Fund # 205 - Fund Balance $7,968,372	$ 2,696,940	$ 2,662,940	$ 225,000,000 [e]	$ 222,337,060	$ 2,263,499
Agri Industry Loan Guarantee Program	$ -				
Farm Purchase Guarantee Program	866,646	866,646			736,649
Specialized Livestock Guarantee Program	1,251,934	1,217,934			1,035,244
Young Farmer Loan Guarantee Program	578,360	578,360			491,606
Total State Guarantees	$ 8,663,388	$ 7,803,826	$ 385,000,000	$ 377,196,174	$ 6,633,252

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

Section V		Fund	Principal Outstanding June 30, 2017	Principal Outstanding September 30, 2017	Cash and Investment Balance
155	Fire Truck Revolving Loan Program	**Fund # 572**	$ 20,057,851	$ 19,291,991	$ 3,860,387
22	Ambulance Revolving Loan Program	**Fund # 334**	$ 1,672,960	$ 1,613,640	$ 2,625,082

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, 2017	Principal Outstanding September 30, 2017	Program Limitations	Remaining Capacity
Environmental [Large Business]				
Issued through IFA	$ 14,475,000	$ 13,645,000		
Issued through IDFA	97,505,000	97,505,000		
Total Environmental [Large Business]	$ 111,980,000	$ 111,150,000	$ 2,425,000,000	$ 2,313,850,000
Environmental [Small Business]	$ -	$ -	$ 75,000,000	$ 75,000,000
Total Environment Bonds Issued under Act	$ 111,980,000	$ 111,150,000	$ 2,500,000,000	$ 2,388,850,000

Illinois Finance Authority Funds at Risk

Section VII	Original Amount	Principal Outstanding June 30, 2017	Principal Outstanding September 30, 2017
Participation Loans			
Business & Industry	23,020,158	99,724	97,198
Agriculture	6,079,859		
Participation Loans excluding Defaults & Allowances	29,100,017	99,724	97,198
Plus: Legacy IDFA Loans in Default		936,358	238,170
Less: Allowance for Doubtful Accounts		938,353	24,165
Total Participation Loans		97,729	311,203
Local Government Direct Loans	1,289,750	627,638	627,638
Rural Bond Bank Local Government Note Receivable		12,069,137	12,039,137
FmHA Loans	963,250	163,518	157,819
Renewable Energy [RED Fund]	2,000,000	1,107,838	-
Total Loans Outstanding	34,353,017	14,065,860	13,135,797

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, 2017	Principal Outstanding September 30, 2017	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

ILLINOIS FINANCE AUTHORITY
PROCUREMENT REPORT OF ACTIVITY SINCE PRIOR BOARD REPORT

BOARD OF DIRECTORS MEETING
October 14, 2017

I. CONTRACTS/AMENDMENTS EXECUTED					
Illinois Procurement Code-Small Purchases	**Vendor**	**Initial Term**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
	CDW-G	09/11/2017-09/10/2017	$37,380.88	Executed BOA against State Master CMS694748A	HP servers, disk array and tape drive for IFA IT infrastructure.
	Metropolitan Planning Council	09/18/2017-09/17/2018	$7,500	Executed BOA	Water Supply Sponsorship as Premier Event Sponsor
	Midwest Moving and Storage	09/30/2017	$2880 Storage fee and $547 moving fee	Small Purchase	Storage fee for 2015-2017 and Small Purchase one-time fee to move cabinet to LaSalle.
	Wellspring Software, Inc.	10/31/2017-10/30/2018	$100	Small Purchase	PrintBoss Software for printing checks.

II. CONTRACTS/AMENDMENTS EXECUTED (cont'd)					
Illinois Procurement Code-Exempt transaction	**Vendor**	**Expiration Date**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
	None				

ILLINOIS FINANCE AUTHORITY
PROCUREMENT REPORT OF ACTIVITY SINCE PRIOR BOARD REPORT

BOARD OF DIRECTORS MEETING
October 14, 2017

III. EXPIRING CONTRACTS					
	Vendor	**Expiration Date**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
Illinois Procurement Code-Small Purchases	P.D. Morrison Enterprises	08/23/2017	$50,000/5 yrs.	State Master 4017241 expired 08/23/17. RFP evaluation and approvals in process. Do small purchase in interim.	Office Supplies.
	Wellspring Software, Inc.	10/16/2017	$140	Purchase again via Small Purchase with incumbent.	PrintBoss Software for printing checks.
	Datalock	10/24/2017	$265	Purchase again via Small Purchase with incumbent.	Mt Vernon shredding.
	Marzullo Reporting Agency, Inc.	10/31/2017	$15,000/16 mo.	State RFP in process. Master expires 10/23/17. Small purchase with alternate in interim.	Transcription services for Monthly Board Meeting.
	United Parcel Service	11/21/2017	$2,000/5 mo.	Continue with State Master CPOGS15001, expires 11/21/2017. Two 1 year renewals available.	Package delivery services
	Network Solutions	12/20/2017	$38	Purchase again via Small Purchase with incumbent.	For site URL.

ILLINOIS FINANCE AUTHORITY
PROCUREMENT REPORT OF ACTIVITY SINCE PRIOR BOARD REPORT

BOARD OF DIRECTORS MEETING
October 14, 2017

III. EXPIRING CONTRACTS (cont'd)					
	Vendor	**Expiration Date**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
Illinois Procurement Code-Small Purchases	Illinois Department of Human Services	12/31/2017	$98	Purchase again via Small Purchase with incumbent.	Printing Services
	Mountain Valley Cooler Rental Mt Vernon	12/31/2017	$96	Purchase again via Small Purchase with incumbent.	Rental
Illinois Procurement Code-Emergency Purchase	ADP TotalSource	12/31/2017	$270,000	Use State Master CMS4819650, with Mesirow, expires 4/30/18, one 1 year renewal remaining	Employee Benefits and Payroll Services

ILLINOIS FINANCE AUTHORITY
PROCUREMENT REPORT OF ACTIVITY SINCE PRIOR BOARD REPORT

BOARD OF DIRECTORS MEETING
October 14, 2017

EXPIRING CONTRACTS (cont'd)					
	Vendor	**Expiration Date**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
Illinois Procurement Code-Small Purchases	Xerox Color Copier - Chgo	01/31/2018	$5,860	Replace and lease	Lease for color copier
	DropBox	02/18/2018	$1,670	Purchase again via Small Purchase with incumbent.	File Sharing for Board books
	First Choice Services renewal	02/25/2018	$800	Purchase again via Small Purchase with incumbent.	Annual Water Filtration Lease
	National Tek Services, Inc	02/28/2018	$16,601	RFQ	Symantec Backup Services 3 year renewal
	National Tek Services, Inc.	03/25/2018	$1,750	Renew license	Trend Micro Enterprise Security for EndPoint
Illinois Procurement Code-Competitive Bids	Acacia Financial Group, Inc.	03/01/2018	$225,000	RFP/Exemption	Financial Advisors
	Sycamore Advisors, LLC	03/01/2018	$225,000	RFP/Exemption	Financial Advisors
Illinois Procurement Code-Small Purchases	National Tek Services, Inc	03/31/2018	$1,245	Renew license	MailArchiva software
	Tallgrass Systems	03/31/2018	$4,491	Purchase again via Small Purchase with incumbent.	Barracuda energizer updates and replacement
	Tallgrass Systems Limited 2017-2018	03/31/2018	$1,649	Purchase again via Small Purchase with incumbent.	Barracuda 300A Technology Refresh
	United States Postal Service	03/31/2018	$356	Purchase again via Small Purchase with incumbent.	PO Box 2016
Illinois Procurement Code-Order Against Master	Mesirow Insurance Services	04/04/2018	$297,900	Continue with State Master CMS4819650, expires 4/30/18, one 1 year renewal remaining	Insurance Brokering Services
Illinois Procurement Code-Small Purchases	Com Microfilm Company, Inc. (Doc Image)	04/17/2018	$75,000	State in process of RFP. Continue with State Master	Document Imaging

ILLINOIS FINANCE AUTHORITY
PROCUREMENT REPORT OF ACTIVITY SINCE PRIOR BOARD REPORT

BOARD OF DIRECTORS MEETING
October 14, 2017

EXPIRING CONTRACTS (cont'd)					
	Vendor	**Expiration Date**	**Estimated Not to Exceed Value**	**Action/Proposed Method of Procurement**	**Services Provided**
Illinois Procurement Code-Small Purchases	National Tek Services, Inc.-ADM Manage	04/19/2018	$1,480	Purchase again via Small Purchase with incumbent.	Manage Engine ADMManager
	Marcor Technologies	05/6/2018	$4,500	RFQ	MailArchiva Support 3 years
	Arbitrage Compliance Specialists	05/31/2018	$49,000	RFP	Arbitrage Liability Calculation Services/Bond Comp
	Hewlett Packard Enterprise	05/31/2018	$5,627	Purchase again via Small Purchase with incumbent.	Hardware Support Care Packs
	MX Save	06/12/2018	$588	Purchase again via Small Purchase with incumbent.	Disaster Recovery for email
	GoDaddy	06/14/2018	$150	Purchase again via Small Purchase with incumbent.	SSL Certificate for Mobile Device Management
	Merlinos & Associates	06/15/2018	$45,040	TBD	Actuarial Services
Illinois Procurement Code-Competitive Bids	Ascent Innovations	06/23/2018	$155,128	Renewals available for $42K/yr.	Accounting Software Maintenance and Support
Illinois Procurement Code-Small Purchases	3rd Coast Imaging, Inc.	06/30/2018	$10,000	TBD	Printing Services for Monthly Board Books
	Com Microfilm Company, Inc. (Maint&Supp)	06/30/2018	$7,230	Continue with State Master. State in process with RFP	Docuware Maintenance and Support
	Novanis IT Solutions	06/30/2018	$203	Purchase again via Small Purchase with incumbent.	Encryption of laptops
	Presidio Networked Solutions	06/30/2018	$3,292	Continue with new State Master. Contract in process.	Production Support/Subscription VMWare

CONDUIT

Illinois Finance Authority

October 12, 2017

$120,000,000
CHF-Chicago, L.L.C. (CHF-Chicago L.L.C.- University of Illinois at Chicago Project)

REQUEST	**Purpose:** Bonds will be issued in one or more series and proceeds will be used by **CHF-Chicago, L.L.C.** ("**CHF**" or the "**Borrower**"), an Alabama single member limited liability company, to (i) finance the cost of the acquisition, construction, furnishing, and equipping of an approximately 550-bed student housing facility to be located on the campus of the University of Illinois at Chicago ("**UIC**") and located on UIC-owned property bounded by Peoria Street (east), Morgan Street (west), I-290 (north), and Harrison Street (south) (the "**Student Housing Facility**"); (ii) finance a portion of the cost of the acquisition, construction, furnishing and equipping an approximate 51,000 SF academic facility (the "**Academic Facility**") and an approximate 1,700 SF retail facility (the "**Retail Facility**") and together with the Student Housing Facility and the Academic Facility, the "**Projec**t"), (iii) fund interest on the Bonds for a period requested by the Borrower, (iv) fund a debt service reserve fund for the benefit of the Bonds, if requested by the Borrower, (v) finance certain start-up costs and related working capital of the Project, and (vi) pay costs of issuance on the Bonds, all as permitted by the Illinois Finance Authority Act (and collectively, the "**Financing Purposes**"). The Project will be located on the **University of Illinois at Chicago's** ("**UIC's**" or the "**University's**") main campus in Chicago, Illinois. The Project will be owned by CHF-Chicago, L.L.C, an affiliate of **Collegiate Housing Foundation** ("**CHF**"), a 501(c)(3) corporation based in Fairhope, AL on a site that will be ground-leased from UIC. The Project will be developed and constructed by **ACC SC Development LLC**, an affiliate of **American Campus Communities, Inc.** ("**ACC**") of Austin, TX. (American Campus Communities, Inc. is a publicly-traded real estate investment trust ("REIT") with shares traded under the "ACC" ticker on the New York Stock Exchange.) Day-to-day operations of the Student Housing Facility portion of the Project will be managed by **ACC SC Management LLC,** an affiliate of ACC that undertakes property management services for student housing properties owned by unrelated third-party entities (i.e., entities other than ACC or its affiliates). Day-to-day operations of the Academic Facilities and Retail Facilities to be constructed in connection with development of the Project (and subleased by UIC), will be managed by UIC pursuant to the Sublease Agreement between CHF-Chicago, L.L.C. and UIC. **Program:** 501(c)(3) Revenue Bonds (Student Housing Revenue Bonds) **Extraordinary Conditions:** None. No IFA funds at risk.
BOARD ACTION	Preliminary Bond Resolution
MATERIAL CHANGES	Not applicable. This is the first time this matter has been presented to the IFA Board of Directors.
JOBS DATA –	N/A – New Facility (UIC: 2.800 faculty; 8,357 FTE staff per UIC web site) Current jobs — 10 New jobs projected N/A Retained jobs — 120 (19 months) Construction jobs projected
BORROWER DESCRIPTION	● Type of entity: CHF-Chicago, L.L.C. is an Alabama limited liability company formed in August, 2017 for the sole purpose of developing, financing, and owning the subject Project to be located on the University of Illinois at Chicago campus on land ground-leased from The Board of Trustees of the University of Illinois. (CHF was selected pursuant to a Request-For-Proposal issued by UIC in Fall 2016 to construct and finance the Project as part of a design-development-management team led by American Campus Communities, Inc.) ● Location: Chicago/Cook/Northeast
CREDIT INDICATORS	● The Bonds will be sold based on a direct rating of the Project and sold publicly. **RBC Capital Markets LLC will be the Senior Manager** ("**RBC**" or the "**Senior Manager**") while **Loop Capital Markets, LLC will be the Co-Manager** ("**Loop**" or the "**Co-Manager**"). RBC and the financing team anticipate a low investment grade rating on the Bonds (e.g., "BBB-") from S&P Global Ratings. ● The Bonds will be sold on the basis of the underlying direct rating only of CHF-Chicago, L.L.C. (i.e., the owner of the Project) and ***will not*** be an obligation of the University of Illinois at Chicago or the Board of Trustees of the University of Illinois. The project ownership and financing structure is very similar to four prior IFA financings of CHF-owned-and-financed student housing facilities developed at State universities including (1, 2) Northern Illinois University (2 projects in 2006 and 2011, respectively), (3) Illinois State University (2011), and (4) Northeastern Illinois University (2015).

CONDUIT

October 12, 2017

$120,000,000
CHF-Chicago, L.L.C. (CHF-Chicago L.L.C.- University of Illinois at Chicago Project)

STRUCTURE	● Publicly offered tax-exempt, fixed rate bonds with an anticipated term not-to-exceed 32 years. ● Security for the Bonds will include revenues collected by UIC (including both auxiliary (student housing) revenues and dedicated student fees allocated to academic buildings which will be paid to the Bond Trustee (Wilmington Trust N.A.), along with various reserve funds and accounts held under the Trust Indenture (including a Debt Service Reserve Fund, and a Repair and Replacement Reserve). ● The Debt Service Reserve Fund will be fully funded at closing in an amount equal to Maximum Annual Debt Service on the Bonds. Deposits to the Repair and Replacement Fund will be made on an annual basis from Project cash flows in amounts deemed adequate for this Project (and will be subject to comment and revision by S&P in connection with its rating evaluation). ● The Borrower will execute a Security Agreement encumbering all of the Borrower's rights, title and interest in and to the land and improvements; and an Assignment of Contract Documents, assigning the Borrower's interest in the development agreement, construction contract and related documents.

SOURCES AND USES – PRELIMINARY, SUBJECT TO CHANGE

Sources:		**Uses:**	
IFA Bond Proceeds (Par Amount + Premium)	$109,428,911	Project Fund	$98,427,391
University Equity	8,578,618	Capitalized Int.	11,057,583
		Debt Svc. Res. Fd.	6,928,500
Total	**$118,007,529**	Costs of Issuance	1,594,055
		Total	**$118,007,529**

RECOMMENDATION Credit Review Committee recommends approval.

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
October 12, 2017

Project: CHF-Chicago, L.L.C.

STATISTICS

IFA Project:	12411	Amount:	$120,000,000 (not-to-exceed amount)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton and Brad Fletcher
Location:	Chicago	County/ Region:	Cook/Northeast

BOARD ACTION

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

VOTING RECORD

This is the first time this matter has been presented to the IFA Board of Directors.

PURPOSE

To finance, refinance, or reimburse the costs associated with the design, development, construction, furnishing, and equipping of (i) an approximate 550-bed student residence facility to be developed on land under a ground lease from the Board of Trustees of the University of Illinois to be located on the campus of the University of Illinois at Chicago (“UIC” – see p. 15 for site map/location) in Chicago, Illinois (the “Student Housing Facility”) and (ii) an approximate 51,000 SF academic facility (the “Academic Facility”) and 1,700 SF retail facility (the “Retail Facility” and together with the Student Housing Facility and the Academic Facility, the “Project”). Additionally, (iii) bond proceeds will also be used to fund capitalized interest on the Bonds for a period requested by the Borrower, (iv) fund a debt service reserve for the benefit of the Bonds, if requested by the Borrower, (v) finance certain start-up costs and related working capital of the Project, and (iv) pay bond issuance costs.

The Project will be owned by an affiliate of Collegiate Housing Foundation, a 501(c)(3) corporation based in Fairhope, AL that is engaged in developing 501(c)(3)-owned student housing projects nationally. The Project will be developed and constructed by an affiliate American Campus Communities, Inc., a publicly-traded (NYSE ticker symbol: ACC) real estate investment trust (REIT) of Austin, TX. Additionally, upon completion, day-to-day operations will be managed by an affiliate of ACC on behalf of the University.

IFA CONTRIBUTION

501(c)(3) Bonds are municipal bonds authorized under the Internal Revenue Code that enable 501(c)(3) corporations to finance capital projects furthering support of their mission. The IFA’s issuance of these Bonds will convey federal tax-exempt status on interest paid to bondholders, thereby enabling bondholders to accept a below market interest rate that is passed through to the borrower.

The subject Bonds will be issued as conduit 501(c)(3) Revenue Bonds and IFA will have no funds at risk.

VOLUME CAP

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

SOURCES AND USES OF FUNDS – PRELIMINARY, SUBJECT TO CHANGE

Sources			Uses:		
	IFA Bond Proceeds (Par Amount + Premium)	$ 109,428,911		Project Costs	$ 98,427,391
				Capitalized Interest	11,057,583
				Debt Service Reserve Fund	6,928,500
	UIC Equity (for Academic Facilities and Retail Facilities)	$ 8,578,618		Costs of Issuance	1,594,055
	Total	**$ 118,007,529**		**Total**	**$ 118,007,529**

Note: The amounts reported in the table above are preliminary and subject to change. The Capitalized Interest Fund will be established at an amount sufficient to fund interest expense to February 1, 2020 (i.e., 6 months beyond the anticipated August 1, 2019 project delivery date). The Debt Service Reserve Fund will be capitalized at an amount sufficient to cover a minimum of one year's Maximum Annual Debt Service payments.

JOBS

Current employment:	N/A – New Project (UIC: 2,800 faculty total; 8,357 FTE staff; Source: UIC web site)	Projected new jobs:	10
Jobs retained:	N/A	Construction jobs:	120 (19 months)

FINANCING SUMMARY

Comments On General Structure: The Series 2017 Bonds will be limited obligations of the Authority, payable solely from Revenues from the Project, including

- Amounts paid by UIC under the Sublease
- Amounts in certain funds and accounts held by the Trustee (Wilmington Trust N.A.) under the Trust Indenture (to which revenues from the Project will be pledged).

The following will be stated in both the Preliminary and Final Official Statement for the Series 2017 Bonds when posted: The Bonds will not constitute a debt of the Authority, the Board of Trustees of the University of Illinois, the University of Illinois System, UIC, the State of Illinois, or any other political subdivision thereof.

Security for the Bonds: Indenture: The Bonds will be issued under a Trust Indenture between the Authority and Wilmington Trust N.A., the Trustee for the Bonds.

Loan Agreement: The Authority will lend the proceeds (on a conduit basis) to CHF-Chicago, L.L.C. pursuant to a Loan Agreement between the Authority and CHF-Chicago, L.L.C.

- CHF-Chicago, L.L.C.'s obligations under the Loan Agreement will be non-recourse obligations secured by:
  - a Leasehold Mortgage and Assignment of Rents and Leases encumbering the Borrower's right, title, and interest in and to the Land and the Project;
  - a Security Agreement covering Revenues, equipment and inventory, among other matters; and
  - an Assignment of Contract Documents, pursuant to which the Borrower will assign the Development, Construction, and other project agreements and documents.

- As with all conduit bond transactions, the Authority will assign to the Trustee (for the benefit of Bondholders) all right, title, and interest under the Leasehold Mortgage, Assignment of Rents and Leases, Security Agreement, and Assignment of Contract Documents.

Rate Covenant: Pursuant to the Bond Documents, the Borrower will covenant to establish and maintain rates, fees and charges for the use of and for the services furnished by the Project (the "Rate Covenant"), sufficient, with other revenues, to:

(i) pay operating and maintenance expenses and maintain and operate the Project on a sound, businesslike basis;
(ii) pay all debt service on the Bonds as it is due;
(iii) maintain the Debt Service Reserve Fund Requirement in the Debt Service Reserve Funds;
(iv) provide moneys sufficient to make the scheduled deposits into the Repair and Replacement Funds; and
(v) to provide in each fiscal year of the Project, Revenues (net of operating expenses) equal to at least 1.20 times (1.20x) of the debt service requirement (i.e., the "Minimum Debt Service Coverage Ratio").

Consistent with the four prior CHF financings at Illinois universities (each of which is rated by S&P Global Ratings (two of the projects are also rated by Moody's Investors Service), in the event that the Borrower fails to meet the requirements of the Rate Covenant, it will be required under the terms of the Bond Documents to retain a Management Consultant to prepare a written report which shall make recommendations with respect to such fees, rates and charges of the Borrower and with respect to improvements to or changes in the operations or services rendered by the Borrower at the Project. *If the Borrower complies with the recommendations of the Management Consultant, failure to meet the Rate Covenant shall not be an Event of Default under the Bond Documents. (This provision is consistent with the prior CHF bond issues through IFA.)*

Budget Covenant: The Bond Documents will require the Borrower, in conjunction with **ACC SC Management LLC** (the "**Manager**" – also see p. 12 for additional information), to prepare, adopt and deliver to the Trustee, no later than the start of each fiscal year of the project, an Annual Budget for the Project, which shall include a monthly budget component. The revenues and expenses provided in the Annual Budget in each fiscal year of the project shall be in such amounts to permit the Borrower/Project to meet the Rate Covenant for such fiscal year. *The Borrower will also be required to retain a third-party Management Consultant if it is unable to meet the Rate Covenant in its budget process.*

Ground Lease – UIC/CHF-Chicago Business Terms: Ground Lease on the Project Site to the Borrower:

(a) The subject project will be financed on a privatized financing model through which the Board of Trustees of the University of Illinois (the "Board of Trustees") will lease the land on which the Project is located (the "Ground Lease") to the Borrower (CHF-Chicago, L.L.C.).
(b) The Ground Lease will extend for a term (40 years) in excess of the maturity of the proposed debt financing (approximately 32 years) and require the Project to be constructed and operated in accordance with UIC-established standards.
(c) Standard provisions will also include certain areas of support and cooperation among UIC and the Borrower, including considering the Project as part of UIC's housing stock and taking the Project into consideration in the planning of any future UIC housing projects.
(d) CHF-Chicago, L.L.C. (Borrower) will own the improvements for the term of the financing.
(e) CHF-Chicago, L.L.C. will sublease to UIC the portion of the Project comprising the Academic Facilities and Retail Space (the "Sublease"). The Sublease will be for a term of 40 years (i.e., co-terminous with the Ground Lease).

- Rent payable under the Sublease by UIC will be based on (i) the annual debt service payments attributable to the academic and retail facilities (as applicable), (ii) a share of certain common expenses such as insurance, capital maintenance and repair, and other operating expenses,
    - It is contemplated that UIC will fund such Sublease payments from a combination of (i) mandatory student fees, (ii) UIC (institutional) funds, and (iii) auxiliary revenues (e.g., rent on the retail space).
- NOTE on UIC Equity Contribution – currently estimated at approximately $8.6MM: UIC is evaluating the size of its upfront contribution to the Project and intends to fully fund the allocated development cost of the retail space with equity. Additional information will be available at the time this Project returns for consideration of a Final Bond Resolution (contemplated at IFA's November 2017 Board Meeting).
- Ground Lease Rent payable to UIC by CHF-Chicago, L.L.C. will equal 100% of surplus cash flow (i.e., net revenues after payment of all debt service, operating reserves, repair and replacement reserves, etc.).
- *The UIC/CHF-Chicago, L.L.C. Ground Lease will terminate upon the full repayment of the Series 2017 Bonds, at which time ownership of the Project will revert to UIC.*

GMP Contract: It is expected that the Borrower and **Pepper/Brown Construction, LLC** (the "**General Contractor**" – also see p. 11) will enter into a *Guaranteed Maximum Price* ("*GMP*") Contract for the construction of the Project and will be required to provide Builder's Risk Insurance covering the full replacement cost of the facilities and full payment and performance bonds. Although the Developer and General Contractor are still negotiating the terms of the Development Agreement and Construction Contract, in the event of an unforeseen delay in the construction schedule, liquidated damages are anticipated and the **Developer (ACC SC Development LLC)** intends to provide an alternate housing guaranty covering students with signed leases. Business interruption insurance covering a minimum of 12 months of operations will also be provided.

Credit Rating for Project: The Borrower and RBC Capital Markets LLC will be applying to S&P Global Ratings for a direct rating on the Project/Borrower. Based on the underlying structure, credit characteristics, and debt service coverage to be presented in the financial model (to be presented in the Official Statement). RBC anticipates an investment grade rating (e.g., 'BBB-' or better) from S&P Global Ratings.

Under this "direct rating" structure, security for the Bonds will include Revenues collected by the University on behalf of the Borrower and deposited with the Trustee and funds and accounts held under the Trust Indenture including (1) Construction Fund and Debt Service Fund/Capitalized Interest Account during the construction phase and (2) a Debt Service Reserve Fund and Repair and Replacement Fund during the operating phase.

The Debt Service Reserve Fund will be fully funded at closing in an amount equal to maximum annual debt service on the Bonds. Additionally, the Repair and Replacement Fund will be capitalized pursuant to requirements specified in the Bond Documents and reported to S&P Global Ratings in the application for debt rating on the Project.

Limited Obligations: The Bonds will be limited obligations of CHF-Chicago L.L.C., the Illinois Finance Authority, the State of Illinois, the University, and the Board of Trustees of the University of Illinois. The Bonds will be payable only from revenues of the Project and secured by (i) a Leasehold Mortgage on the land and improvements, (ii) a collateral assignment of Rents and Leases, and (iii) a Security Agreement. Pursuant to terms of the Ground Lease, CHF-Chicago, L.L.C. will be subject to a rate covenant to revise rates, fees charges as necessary so that Revenue Available for Fixed Charges will be sufficient to meet the requirements of the Loan Agreement for the Student Housing Facility. Additionally, rents under the Sublease Agreement to UIC will provide for sufficient revenues to cover: (i) the pro rata debt service allocation for the Academic Facilities and Retail Facilities ("Base Rent") and (ii) repair and replacement expenses on the subleased portion of the Project ("Additional Rent").

Bonds will be Non-Recourse to the University of Illinois System, IFA, and the State of Illinois:	*The Bonds will not constitute a debt of the University of Illinois system, IFA, the State of Illinois, or any other political subdivision of the State and payment of the Bonds (and any interest thereon) will not be supported by the taxing powers, full faith and credit, or a moral obligation of the State of Illinois or any political subdivision.*
Underlying University System Rating *(Informational Only on this Project Financing)*:	*Again, the proposed CHF-Chicago, L.L.C. Bonds will be rated strictly as a project financing and will not constitute a debt of the University. Accordingly, this disclosure of the University's underlying credit rating is informational.* The University's (i.e., The Board of Trustees of the University of Illinois) underlying long-term debt rating is 'A-' from S&P Global Ratings (and 'A1' from Moody's (assigned by both rating agencies in June 2017).
Capitalized Interest for Construction Period, plus 6 months	Interest will be fully capitalized through February 1, 2020 (i.e., six months subsequent to the anticipated August 1, 2019 delivery date of the Project).
Maturity:	Approximately 32 years (not-to-exceed) – anticipated July 1, 2050.
Payment Dates:	Interest will be payable semi-annually on each January 1st and July 1st, commencing July 1, 2018. Principal and Sinking Fund Installments will be payable annually on each July 1st, beginning on July 1, 2021.
Anticipated Closing Date:	December 2017
UIC Procurement The Project & Project Rationale:	In support of its master plan, UIC and the Board of Trustees of the University of Illinois solicited proposals in Fall 2016 for the development of a new, integrated student housing and academic facility to be located on its campus. Pursuant to applicable procurement requirements, UIC selected **ACC SC Development LLC**, an indirect wholly-owned subsidiary of **American Campus Communities** ("**ACC**" or the "**Developer**" – see pp. 10-11 for additional information) to implement the design, development, financing, construction, equipping, and operation of the integrated student housing and academic facility.

The Project will be located at the NE corner of Harrison Street and Morgan Street on UIC's campus.

Student Housing Portion of the Project: The residential component of the Project will be within a 10-story tower comprising approximately 83,000 net rentable square feet, providing approximately 550 beds of housing in a mix of traditional residence hall style units and semi-suite style units. Amenities will include study lounges, social lounges, residence life offices, a fitness center, and laundry facilities. The traditional residence hall style units will share a modern, community bathroom while the semi-suites will provide in-unit bathrooms. A mix of single occupancy (40 units/58 beds) and double occupancy units (191 units/490 beds) will be provided. All units will be fully furnished and have connections for high-speed internet access, wi-fi, and cable television.

Academic Portion of the Project: The 51,000 SF academic portion of the building will be contained in a two-story wing of the building. The building will contain 3 large lecture halls, four classrooms, several small group study rooms, a tutoring center, computer stations, and several collaboration spaces.

Retail Portion of the Project: The Project will also include approximately 1,700 SF of retail space, which is anticipated to be used as a café.

Development/ Construction Timetable: Construction is expected to commence in January 2018 with completion scheduled in July 2019.

BUSINESS SUMMARY

Background: **CHF-Chicago, L.L.C.** (the "**LLC**" or the "**Borrower**") is an Alabama Limited Liability Company formed in August 2017 for the sole purpose of owning and developing the subject student housing facility for the **University of Illinois at Chicago** ("**UIC**" or the "**University**"). The Borrower is not expected to own any assets other than the Project.

The sole Member of the Borrower is the **Collegiate Housing Foundation** (the "**Foundation**"), an Alabama not-for-profit corporation established in 1996. The Foundation received its 501(c)(3) Determination Letter from the IRS in 1997.

The Foundation is governed by a 6-member Board of Trustees (see Economic Disclosure Statement section on p. 13 for further information).

Background on UIC: **Governance.** The University of Illinois at Chicago is part of the University of Illinois System (the "**System**") which includes three universities located in Urbana-Champaign, Chicago, and Springfield and the UI Health System in the Chicago metropolitan area. The System and its universities have regional campuses, research facilities, clinics, and extension offices located through the state.

The governing body of the System is the Board of Trustees, which is composed of ten members appointed by the Governor of Illinois, as well as three student members, with one representing each of the three stand-alone university campuses. See p. 13 for the current list of Trustees for the System.

History. UIC traces its roots to several private health colleges founded in Chicago during the 19th Century, including the Chicago College of Pharmacy, which was founded in 1859. Ultimately, operations expanded as several other health science colleges were created. Together with the Colleges of Medicine, Dentistry, and Pharmacy, they formed the Chicago Professional Colleges of the University of Illinois. In 1961, the professional colleges became the University of Illinois at the Medical Center.

UIC's roots as a traditional undergraduate (and later graduate) institution began after World War II, as the University of Illinois increased its presence in Chicago by creating a temporary, two-year branch campus on Navy Pier in order to serve the wave of returning veterans seeking education benefits under the G.I. Bill. Following the wave of returning WWII veterans, demand for a comprehensive public university in Chicago remained high. As a result, the University made plans to create a permanent degree-granting campus in the Chicago area and the University of Illinois at Chicago Circle was constructed – opening in February 1965.

Within five years of opening, enrollment at UI-Chicago Circle had grown from 5,000 to 18,000, with most departments offering graduate degrees.

In 1982 UI-Chicago Circle and the Medical Campuses combined to form a comprehensive university campus known as the **University of Illinois at Chicago** (“**UIC”**) with six health science colleges and an academic medical center. Consolidation helped UIC attain elite Carnegie (“Research I”) status and UIC is ranked among the top 60 research universities in the country.

Academics and Enrollment. The University offers 15 academic colleges, 83 bachelor’s degree, 93 master’s degree, and 64 doctoral degree programs. With over 2,800 faculty members and an 18:1 student-to-faculty ratio, UIC is the largest University in the Chicago area. Additionally, UIC reports the campus boasts one of the top five most diverse student bodies in the nation.

On September 13, 2017, UIC announced record-setting enrollment for the Fall 2017 semester, continuing a three-year trend of enrollment increases. According to a UIC press release, the Fall 2017 enrollment surge has been attributable to significant increases in new freshman (23%) and transfer students (12%), resulting in an 8.3% increase in total undergraduate enrollment (to 19,448 students in Fall 2017, an increase of 1,489 from Fall 2016 (17,959)). *UIC’s Fall 2017 freshman enrollment surpassed 4,000 for the first time in its history.*

Total Fall 2017 enrollment (including graduate and professional students) increased to 30,539, up nearly 5% from 29,120 for Fall 2017. *The Fall 2017 semester is the first time UIC’s enrollment has surpassed 30,000 students in its history (with 19,448 undergraduate students (63.7%) and 11,091 (36.3%) graduate/professional students).*

Thus, UIC’s Fall 2017 enrollment trends have been in contrast to enrollment declines posted at most other state universities.

The following table reports a five-year history of enrollment trends at UIC:

Total UIC Student Headcount and FTE Enrollment by Level:

	Undergraduate		Graduate/Professional		Total	
Fall Semester	Headcount	FTE	Headcount	FTE	Headcount	FTE
2013	16,671	15,825	11,367	9,014	28,038	24,839
2014	16,718	15,883	11,251	8,954	27,969	24,837
2015	17,575	16,642	11,473	9,235	29,048	25,877
2016	17,959	16,998	11,161	9,051	29,120	26,049
2017	19,448	18,457	11,091	9,008	30,539	27,464

Tuition. UIC’s undergraduate tuition and fees for the Fall 2017 academic year for Illinois residents is $13,762 and for non-resident students is $26,618. For graduate students, the tuition and fees for the Fall 2017 academic year for Illinois residents is $14,658 and for non-resident students is $26,898.

Student Life. UIC offers 482 clubs and organizations from intramural sports to community service. UIC also has seven men’s and nine women’s Division I collegiate sports teams who compete in the Horizon League.

On-Campus Housing. UIC Campus Housing, a division of Student Affairs, provides on-campus residential options for approximately 3,350 students offering a variety of room/apartment configurations and pricing points. Despite not having a residency requirement, UIC captures approximately 40% of first-time, full-time students in on-campus housing. Housing pricing reflects a wide range of options from traditional residence halls with community bathrooms to apartment options for upper division and graduate students. Academic year 2017-18 housing rates range from $7,163 for a triple-occupancy unit to $12,929 for a single-occupancy studio apartment.

Campus Housing Facility Master Plan: In August 2014, **Brailsford & Dunlavey** was hired by UIC to perform a Campus Housing Facility Master Plan with the objectives of (i) evaluating the current housing stock; (ii) understanding student demand; and (iii) developing recommendations for improvement. As a result of the 2014 master plan, UIC is implementing recommendations to construct new housing while upgrading or replacing less desirable or outdated facilities under a long-term plan. In connection with development of the subject Project, a Market Study is in process by **Alvarez & Marshal**, the results of which will be included in the Preliminary Official Statement (with results summarized in an update of this report to be presented in connection with the Final Bond Resolution).

Background on University System Procurement: As a result of its procurement process, the UIC and the University System has chosen to partner with veteran student housing developer **American Campus Communities** ("**ACC**" through its **ACC SC Development LLC** affiliate, the "**Developer**") to develop the subject student housing facility and academic building (with retail space). **CHF – Chicago, L.L.C.** (a limited liability company of which Collegiate Housing Foundation is the sole member) in coordination with the University, and under agreements with the Developer, proposes to finance the design, development, construction and equipment of a 550-bed apartment-style student housing community to benefit students attending the University and to develop approximately 51,000 SF of academic space and 1,700 SF of ground floor retail space at the subject building (the "Project").

Description of the Controlling Project Owner of CHF-Cook (i.e., Manager or Managing Member): The **Collegiate Housing Foundation's** mission is to assist college and universities by financing, owning, and operating student housing facilities on or near their campuses.

Since its founding, the Foundation and its special purpose project affiliates own 53 student housing projects in 24 states, for 39 different institutions, with aggregate Project development costs exceeding $1.9 billion.

The Collegiate Housing Foundation develops and finances each project as a stand-alone project-based financing. CHF forms a special purpose entity to serve as the Borrower and Owner of the subject student housing facilities to be developed. The sponsoring college/university benefits since the project can potentially be financed on a revenue basis by prospective users.

As proposed, CHF-Chicago, L.L.C. will lease the ground for the underlying project from the Board of Trustees of the University of Illinois. The Facility will be financed with proceeds of a tax-exempt bond issue and will be mortgaged as security for the Bondholders (i.e., a leasehold mortgage). Upon completion, an affiliate of American Campus Communities will manage day-to-day operations of the student housing portion of the Project. The University will sublease the Academic and retail components of the Project and will be responsible for managing the subleased portions of the Project.

At such a time as the proposed Bonds are paid in full, the mortgage and ground lease will be cancelled and the Foundation's interest in the facility will be conveyed (i.e., donated) to the Board of Trustees of the University of Illinois on behalf of the University of Illinois at Chicago.

Prior Bond Issues Involving CHF Affiliates, State Universities, and IFA: IFA has undertaken four previous financings with the Foundation (and affiliates). (1) In 2006, IFA issued $16.0MM of 501(c)(3) Revenue Bonds for CHF-DeKalb, L.L.C., a special purpose entity that was formed by the Foundation to develop, construct, and finance a 120-unit replacement student apartment facility ("Northern View Apartments") at **Northern Illinois University** ("**NIU**") in DeKalb.

IFA has subsequently issued Bonds that have financed three new undergraduate student housing facilities at (2) Northern Illinois University (CHF-DeKalb II, L.L.C.) in 2011, (3) **Illinois State University** ("**ISU**") in Normal (CHF-Normal, L.L.C.) in 2011, and **Northeastern Illinois University** ("**NEIU**") in 2015. The $132.2MM IFA Series 2011 Bonds CHF-DeKalb II Project financed the construction of a new 1008-bed facility at NIU, along with the current refunding of the outstanding balance of the IFA Series 2006 Bonds (the proceeds of which had been used to finance a 120-unit/240-bed on-campus apartment building for families). The $59.6MM IFA Series 2011 Bonds (CHF-Normal) project financed the construction of replacement housing at Illinois State University (228 units/896-beds). (4) Most recently, IFA issued $39.6MM in conduit revenue bonds in May 2015 on behalf of CHF-Cook, L.L.C. to finance the first on-campus housing project at **Northeastern Illinois University** ("**NEIU**").

All payments relating to all IFA Bonds issued in connection with all 4 CHF-owned student housing facilities at NIU, ISU, and NEIU have been current and paid as scheduled. Ratings information on the outstanding IFA Bonds issued in connection with the NIU, ISU, and NEIU projects are reported below:

- The CHF-DeKalb II, L.L.C. Bonds (for 2 NIU Projects, including refunding bonds for a prior Series 2006 project) are rated currently rated 'Ba3'/ 'BB-' (Moody's/S&P). (The original 2011 ratings were 'Baa3' / 'BBB' (Moody's/S&P.)
- The CHF-Normal, L.L.C. (ISU Project in 2011) Bonds are currently rated 'Baa3'/ 'BBB' (Moody's/S&P). (The original 2011 ratings were 'Baa3'/ 'BBB-' (Moody's/S&P).)
- The CHF-Cook, L.L.C. (NEIU Project in 2015) Bonds are currently rated 'B-' by S&P. (The original 2015 rating was 'BBB-' (S&P).)

As with the subject project under development involving UIC, Northern Illinois University, Illinois State University, and Northeastern Illinois University each engaged American Campus Communities (and, as a result, CHF) via a Request-for-Proposal procurement process to develop, finance, and construct these privatized student housing projects (see "Description of the Developer" below). (As with the proposed UIC project, the 2006 and 2011 NIU projects, the 2011 ISU, and the 2015 NEIU project were each constructed on sites owned by the respective universities pursuant to ground lease agreements on each development site.)

Description of the Developer: **American Campus Communities, Inc.** ("**ACC**" or the "**Company**") was founded in 1993, is based in Austin, TX, and is the largest owner, manager and developer of student housing communities in the United States. The company has been a fully integrated, self-managed and self-administered equity real estate investment trust (REIT) since 2004 with expertise in the design, finance, development, construction management and operational management of student housing properties (NYSE Ticker: "ACC"). As of June 30, 2017, American Campus Communities owned 160 student housing properties containing approximately 99,000 beds. Including its owned and third-party managed properties, ACC's total managed portfolio consisted of 197 properties with approximately 128,700 beds.

ACC focuses on developing and owning student housing as its sole, core business. **ACC SC Development LLC** (the "**Developer**") a Delaware Limited Liability company, is an indirect wholly owned subsidiary that is responsible for all third-party development projects undertaken by ACC. (Informational only – ACC is not guaranteeing payment of the subject IFA Series 2017

Bonds in any manner – this is merely indicative of ACC's balance sheet strength: ACC's long-term debt was most recently assigned "Baa2 – Stable outlook" / "BBB – Stable outlook" (Moody's/S&P) as of 5/31/2016 and 2/8/2016, respectively.)

Since 1996, ACC SC Development LLC and affiliates have developed or been awarded the development of 127 privatized student housing facilities, consisting of more than 83,200 beds. Based on the requirements and bid specifications set forth by each institution, ACC has designed and programmed a full range of contemporary student communities including modern-day residence halls (traditional and full-service), various styles of apartments, as, well as higher density mid- and high-rise communities.

Each student housing development project that the Company develops has a dedicated ACC construction manager assigned to it responsible for scheduling periodic on-site visits with the University and general contractor. *According to ACC's management, ACC has never missed a Fall occupancy target completion date or exceeded an approved development budget on any student housing project it has developed.*

In 2013, *Forbes* magazine named American Campus Communities, Inc. one of the magazine's "Most Trustworthy Companies" in 2013.

Please see ACC's website (www.americancampus.com) for more additional information.

The University System's RFP and the Development Team:

UIC engaged American Campus Communities pursuant to a Request for Proposal procurement as required under Illinois law to develop the subject facility. ACC engaged the Collegiate Housing Foundation, in turn, to be the third-party property owner. Due to CHF's status as a 501(c)(3) entity (and the underlying government-purpose use by the University for student housing), ACC's bid to develop the subject project involving CHF enabled ACC to bid the project based on a development cost basis reflecting qualification for tax-exempt financing, thereby enabling lower-cost financing for the subject project.

General Contractor and Architect. In addition to engaging CHF a member of the development team, ACC has engaged **Pepper/Brown Construction, LLC** to serve as the General Contractor and **Solomon Cordwell Buenz** as the Architect.

About Pepper/Brown Construction, LLC: Pepper/Brown Construction, LLC is a joint venture between Chicago-based **Pepper Construction** and Chicago-based **Brown & Momen, Inc.**, and have extensive prior experience as joint venture partners on construction projects involving Advocate Christ Medical Center, Hartgrove Hospital, and it Biomedical Research Complex. Additionally, the two companies are working together on the Columbia College Chicago Student Center and the Pullman Artspace in Chicago.

About Pepper Construction: Notably, ACC previously engaged Pepper Construction in connection with the 1,008-bed student housing facility at Northern Illinois University (financed with IFA Series 2011 Bonds with CHF-DeKalb II, L.L.C. as the Borrower). ACC previously engaged Solomon Cordwell Buenz to serve as the Architect on the 896-bed student housing facility at Illinois State University (financed with IFA Series 2011 Bonds on behalf of CHF-Normal, L.L.C.), and the 440-bed student housing facility at Northeastern Illinois University (financed with IFA Series 2015 Bonds with CHF-Cook, L.L.C. as the Borrower).

Overall, Pepper Construction has been involved in financing numerous higher education projects for Purdue University, Northwestern University, University of Notre Dame, Indiana University, The Ohio State University, Dominican University, Illinois State University, and Monmouth College.

About Solomon Cordwell Buenz: Solomon Cordwell Buenz has served as architect on ten on-campus development projects with ACC totaling approximately 9,000 beds at universities including: Illinois State University, Northeastern Illinois University, Drexel University, Arizona State University, Butler University, University of California-Berkeley, Texas A&M University-San Antonio, and the University of Toledo. Additionally, SCB has designed on-campus academic buildings at major universities nationally.

ACC affiliate will serve as Property Manager: **ACC SC Management LLC** (or another ACC affiliate) will actively manage day-to-day operations at the property and will work with the University to provide residential life services to residents. Additionally, the Board of Trustees of the University of Illinois will enter into a Ground Lease with CHF-Chicago, L.L.C. and receive surplus cash flows after the payment of operating expenses, debt service, and the funding of the Replacement Reserve. Ownership of the Project will be transferred to the Board of Trustees of the University of Illinois at the earlier date of expiration of the Ground Lease or upon repayment of the Bonds.

UIC, as sublessee of the Academic and Retail Space, will manage those facilities.

From 2005-2016, ACC SC Management LLC's same-store portfolio (i.e., on managed properties open more than one academic year) has been 97.7%.

PROJECT SUMMARY (FOR PRELIMINARY BOND RESOLUTION)

Bonds will be issued in one or more series and proceeds will be used by **CHF-Chicago, L.L.C.** ("**CHF**" or the "**Borrower**"), an Alabama single member limited liability company, to (i) finance the cost of the acquisition, construction, furnishing, and equipping of an approximately 550-bed student housing facility to be located on the campus of the University of Illinois at Chicago ("**UIC**") and located on UIC-owned property bounded by Peoria Street (east), Morgan Street (west), I-290 (north), and Harrison Street (south); (ii) finance a portion of the cost of the acquisition, construction, furnishing and equipping an approximate 51,000 SF academic facility (the "**Academic Facility**") and 1,700 SF retail facility (the "**Retail Facility**") and together with the Student Housing Facility and the Academic Facility, the "**Projec**t"), (iii) fund interest on the Bonds for a period requested by the Borrower, (iv) fund a debt service reserve fund for the benefit of the Bonds, if requested by the Borrower, (v) finance certain start-up costs and related working capital of the Project, and (vi) pay costs of issuance on the Bonds, all as permitted by the Illinois Finance Authority Act (and collectively, the "**Financing Purposes**").

The Student Housing Facilities (a) will be operated by **ACC SC Management LLC**, a Delaware limited liability company, and (b) is located on land owned by the **Board of Trustees of the University of Illinois** (the "**System**") and to be ground leased to the Borrower. The Academic Facilities and Retail Facilities will, in turn, subleased to UIC and these subleased facilities will also be managed by UIC. The Project will be located near the NE corner of Morgan Street and Harrison Street on the University of Illinois at Chicago campus.

The Project will be owned by CHF-Chicago, L.L.C., a single member limited liability affiliate of Collegiate Housing Foundation (the "**Foundation**"), a 501(c)(3) corporation based in Fairhope, AL. The Foundation is engaged in owning 501(c)(3)-owned student housing projects nationally in support of colleges and universities nationally. The Project will be developed and constructed by **ACC SC Development LLC,** an affiliate **American Campus Communities, Inc.** of Dallas, TX (as "**Developer**"). Day-to-day operations will be managed by **ACC SC Management LLC**, also an affiliate of American Campus Communities, Inc. ("**ACC SC Management**" or the "**Property Manager**") on behalf of UIC.

Estimated project costs are as follows (preliminary, subject to change):

Construction Costs	$89,764,394
Furniture Fixtures & Equipment	6,993,540
Title/Closing Costs/Initial Operations	269,970
Project-Related Soft Costs (Acctg., Legal, Ins., Feas. St.)	1,299,487
Total New Money Project Costs	**$98,427,391**

ECONOMIC DISCLOSURE STATEMENT

Applicant: CHF-Chicago, L.L.C. (c/o Mr. Leeman Covey, Collegiate Housing Foundation, 411 Johnson Ave., Suite B, P.O. Box 1385, Fairhope, AL 36533-1385; Ph.: 251-928-9340)
e-mail: lcovey@collegiatehousing.org

Website: www.collegiatehousing.org

Project Name: CHF-Chicago, L.L.C. Project at University of Illinois at Chicago; Tax-Exempt Series 2017A and Taxable Series 2017B

Project Location: The University of Illinois at Chicago – see site map on p. 15 for location; (Main campus address: 1200 W. Harrison St., Chicago, IL 60607)

Organization: Alabama Limited Liability Company (August 2017)

Member: Collegiate Housing Foundation, Fairhope, AL: 100% owner (and sole member) of CHF-Chicago, L.L.C.

- Board of Trustees-
  - Mr. Leeman H. Covey, President and Chairman of the Board (former VP of Finance, Springhill College, Mobile, AL from 1990-1997; Direct of Fiscal Affairs, City of Mobile, AL 1977-1990)
  - Mr. John B. Hicks, Vice President (former Secretary of the Board of Trustees of the University of Alabama System)
  - Dr. John Brooks Slaughter, Treasurer
  - The Honorable Jack Edwards, Secretary (Member, U.S. House of Representatives, 1965-1985)
  - Mr. Thomas M. Daly, Director
  - Mr. Robert A. Shearer, Director

Current Property Owner: The Board of Trustees of the University of Illinois is the current owner of the project site. The subject property be ground leased by the Borrower from the Board.

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS ("SYSTEM")

EX OFFICIO MEMBER
The Governor of Illinois
Honorable Bruce Rauner
Springfield, IL

MEMBERS
Ramón Cepeda, Darien, IL
Ricardo Estrada, Chicago, IL
Patrick J. Fitzgerald, Chicago, IL
Karen Hasara, Springfield, IL
Patricia Brown Holmes, Chicago, IL
Timothy N. Koritz, Roscoe, IL
Edward L. McMillan, Greenville, IL
James D. Montgomery, Sr., Chicago, IL
Jill B. Smart, Downers Grove, IL

STUDENT TRUSTEES
Jaylin D. McClinton, University of Illinois at Urbana – Champaign
Jauwan Hall, University of Illinois at Chicago
Dominique Wilson, University of Illinois at Springfield

Project Developer: **ACC SC Development LLC** is a Delaware limited liability company that is an indirect wholly owned subsidiary of American Campus Communities, Inc. (a publicly traded company: the NYSE Ticker Symbol is "ACC").

Project Management: **ACC SC Management LLC** is a Delaware limited liability company that is an indirect wholly owned subsidiary of American Campus Communities, Inc. (a publicly traded company: the NYSE Ticker Symbol is "ACC").

ACC Ownership: Shareholders of 5.0% or more (SEC ownership threshold) as pursuant to SEC disclosure included: (1) **Vanguard Group, Inc. (The),** 100 Vanguard Blvd., Malvern, PA 19355 is an institutional holder, on behalf of several mutual funds (with a posted 15.28% ownership interest as of 6/29/2017), (2) **BlackRock Inc.**, 55 East 52nd Street, New York, NY 10055**,** as an institutional holder (11.59% ownership interest as of 6/29/2017) and (3) **Cohen & Steers Inc.**, 280 Park Ave., New York, NY 10017, which is an institutional holder (9.80% ownership interest as of 6/29/2017).

PROFESSIONAL & FINANCIAL

Borrower:	CHF-Cook, L.L.C., c/o Collegiate Housing Foundation	Fairhope, AL	Lee Covey Will Givhan
Borrower's Counsel:	Hand Arendall, LLC	Mobile, AL	Ginger Gaddy
	Foley & Lardner, LLP	Chicago, IL	Heidi Jeffrey
University:	University of Illinois at Chicago	Chicago, IL	Rex Tolliver Janet Parker Daniel Williams Susan Teggatz John Alsterda
University System/Ground Lessor:	University of Illinois System/	Urbana, IL	Bruce Walden
	The Board of Trustees of The University of Illinois	Urbana, IL	Bob Plankenhorn Sarah Crane
University's Outside Counsel:	Taft Stettinius & Hollister LLP	Chicago, IL	Howard Zweig James Shanahan
Project Auditor (Tentative):	Wilkins Miller	Fairhope, AL	
Developer:	ACC SC Development LLC (c/o American Campus Communities, Inc.)	Austin, TX	Jennifer Jones Casey Rydin
Developer's Counsel:	Morgan, Lewis & Bockius, LLP	Philadelphia, PA	Eric Stern
Student Housing – Property Manager:	ACC SC Management LLC (c/o American Campus Communities, Inc.)	Austin, TX	
Senior Manager:	RBC Capital Markets, LLC	Baltimore, MD	Michael Baird, Sara Russell
Co-Manager:	Loop Capital Markets LLC	Chicago, IL	Al Dinwiddie
Underwriter's Counsel:	Ballard Spahr LLP	Baltimore, MD	Teri Guarnaccia
Bond Counsel:	Chapman and Cutler LLP	Chicago, IL	Andrea G. Bacon, Todd Freier
Bond Trustee:	Wilmington Trust N.A.	Birmingham, AL	Kara Partin
Bond Trustee's Counsel:	J. Marland Hayes, LLC	Northport, AL	Marland Hayes
Rating Agencies:	S&P Global Ratings	Dallas, TX	
Architect:	Solomon Cordwell Buenz	Chicago, IL	
General Contractor:	Pepper/Brown Construction LLC	Chicago, IL	
Market Study:	Alvarez & Marshal	Chicago, IL	
IFA Counsel:	Burke Burns & Pinelli, Ltd.	Chicago, IL	Stephen Welcome, Sarah Boeckman

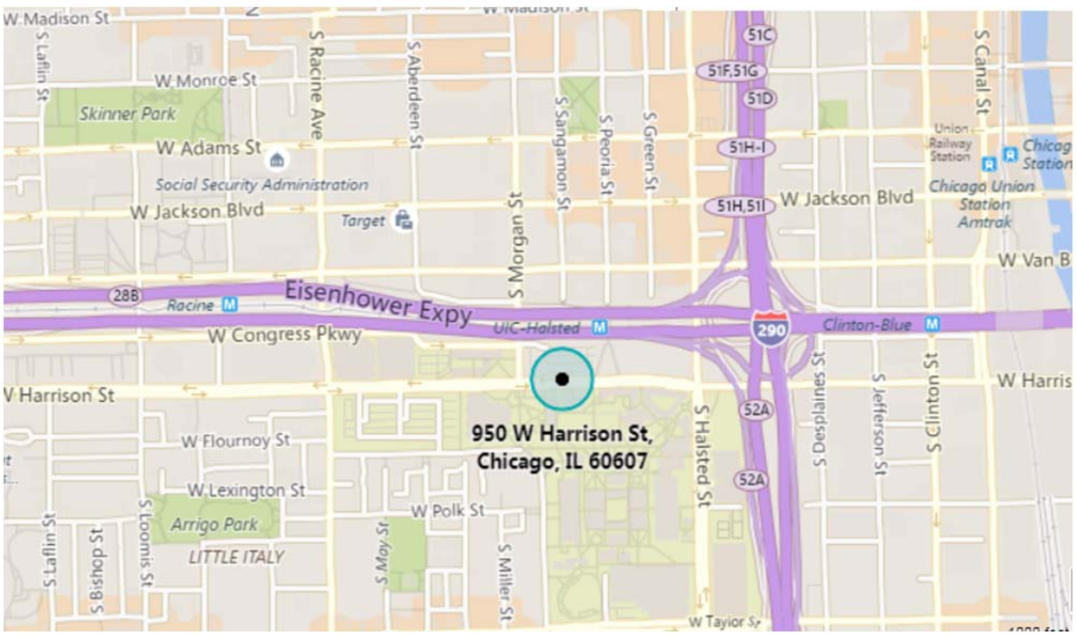
IFA Financial Advisor:	Sycamore Advisors LLC	Indianapolis, IN	Diana Hamilton, Courtney Tobin
		Chicago, IL	Olyvia Jarmoszka

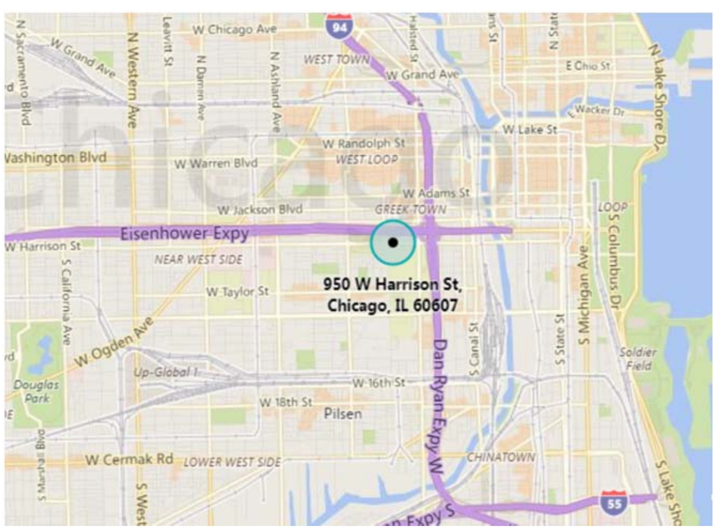
LEGISLATIVE DISTRICTS

Congressional:	7
State Senate:	5
State House:	9

SITE MAPS

The Project (approximate street address would be 950 W. Harrison St., Chicago, IL) will be located on property owned by the University and bounded by I-290 (north), Harrison Street (south), Peoria Street pedestrian walkway (east), and Morgan Street (west).





Source: Bing Maps

CONDUIT

$67,000,000
Friendship Village of Mill Creek, NFP (GreenFields of Geneva)

October 12, 2017

REQUEST	**Purpose**: Proceeds of the IFA Series 2017 Bonds (the "**Series 2017 Bonds**"), together with other funds, will be used to: (i) discharge the outstanding Series 2010 Bonds (defined below) that were issued for the benefit of Friendship Village of Mill Creek, NFP d/b/a GreenFields of Geneva ("**GreenFields**" or the "**Borrower**"); (ii) fund certain capital expenditures, including mold remediation and HVAC refurbishment; (iii) fund a debt service reserve fund, an operating reserve fund, a working capital fund and a funded interest account; and (iv) pay costs of issuance. **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: Requesting Waiver of Board Policy for non-rated bonds.
BOARD ACTIONS	Final Board Resolution *(One-time consideration).*
MATERIAL CHANGES	None
JOB DATA	130 FTE's Current jobs — 10 New jobs projected 130 FTE's Retained jobs — 3 Construction jobs projected

DESCRIPTION

● Location: Geneva (Kane County)

● GreenFields of Geneva (the "**Community**") was developed as a continuing care retirement community ("**CCRC**") offering independent living, assisted living, memory support assisted living and nursing services. The community, located in the Mill Creek master planned development, is surrounded by a golf course, park, school and residential neighborhood. Mill Creek is located in Geneva, Illinois in Kane County which is approximately 40 miles due west of downtown Chicago. The Community is situated on approximately 14 acres of a 26 acre campus which includes a revitalized natural stream and is bordered by golf holes from one of Mill Creek's two onsite golf courses.

● The Community offers a variety of living accommodations in a campus-like setting. Housing, community buildings and health care are blended together to create an attractive, supportive environment for residents. In order to support independence and autonomy, special consideration is given to providing a community which does not create physical barriers that would limit residents' activities. The community consists of 147 independent living units (the "**Independent Living Units**"), 51 assisted living units (the "**Assisted Living Units**"), 26 memory support assisted living units (the "Memory Support Units" and together with the Assisted Living Units, the "**Assisted Living Center**") and 43 nursing beds (the "**Health Center**"). Additionally, the Community has common areas and facilities to support those units and the programming provided to residents. The community provides an underground parking garage as well as surface parking.

● The Community was developed by Friendship Senior Options ("**FSO**"). FSO is the sole corporate member of Greenfields. The development of the Community was financed with the proceeds of the following Illinois Finance Authority Revenue Bonds (Greenfields of Geneva Project) collectively, the "**Series 2010 Bonds**"): (i) $89,100,000 Revenue Bonds, Series 2010A, all of which are outstanding (ii) $5,000,000 Revenue Bonds, Series 2010B (Accelerated Redemption Reset Option Securities (ARROS^{SM})), all of which are outstanding, (iii) $3,575,000 Revenue Bonds, Series 2010C-1 (Tax-Exempt Mandatory Paydown Securities (TEMPS-75^{SM}), all of which are outstanding (iv) $8,325,000 Revenue Bonds, Series 2010C-2 (Tax-Exempt Mandatory Paydown Securities (TEMPS-65^{SM}), which are no longer outstanding and (v) $11,600,000 Revenue Bonds, Series 2010C-3 (Tax-Exempt Mandatory Paydown Securities (TEMPS-50^{SM}), which are no longer outstanding. The proceeds of the Series 2010 Bonds were used (a) to pay or reimburse the Borrower, or refinance outstanding indebtedness the proceeds of which were used for, the payment of certain costs of

59720290.11

	acquiring, constructing, renovating, remodeling and equipping certain "projects" (as such term is defined in the Act) for the Community; (b) to refund, pay or repay outstanding indebtedness or funds used to pay pre-construction development costs with respect to the Community and additional pre-construction funding as required for the Community, including (i) all of the outstanding principal amount of the Authority's $5,500,000 Bond Anticipation Notes, Series 2007 (Tallgrass at Mill Creek Project), (ii) all of the outstanding principal amount of the Authority's $3,335,000 Bond Anticipation Notes, Series 2008A (GreenFields of Geneva Project) , (iii) all or a portion of the outstanding principal amount of the Authority's $350,000 Taxable Bond Anticipation Notes, Series 2008B, and (iv) prefinance capital from FSO and other sources; (c) to fund debt service reserve funds; (d) to pay a portion of the interest on the Series 2010 Bonds; (e) to provide working capital; and (f) to finance certain costs of issuance. ● The Community encountered design and construction defects that delayed opening of the facilities and was also impacted by the economic recession occurring at the same time. With the consent of a majority of the Series 2010 Bondholders, the Community retained professionals who marketed the Community for sale to potentially interested parties. Through this process, GreenFields identified FSO as submitting the highest and best bid for the Community. On April 20, 2017, GreenFields filed for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the Northern District of Illinois (the "**Bankruptcy Court**"). The Bankruptcy Court approved FSO as the "initial bidder," with a bid to retain their interests in the Community that provided for $52,800,000 to be funded by proceeds of the Series 2017 Bonds, subject to overbids at an auction to be overseen by the Bankruptcy Court. Bids for this auction were due on July 19, 2017 and no bids were received. Holders of a majority in principal amount of the outstanding Series 2010 Bonds decided not to credit bid in opposition to the FSO bid. Because no additional bids were received, GreenFields is moving forward to consummate the transaction with FSO. Pursuant to FSO's bid, GreenFields and FSO will jointly propose a plan of reorganization in which FSO will remain the sole corporate member of Greenfields and the outstanding Series 2010 Bonds will be discharged. ● **FSO Taxable Bonds:** FSO provides, and is expected to continue to provide, all management services to the Community. Prior to the issuance of the Series 2017 Bonds, FSO is planning to issue a taxable series of bonds (the "**FSO Taxable Bonds**"), the proceeds of which will fund: (a) a $5 million equity contribution to GreenFields, (b) a $7.5 liquidity support fund for GreenFields, (c) a debt service reserve fund for the FSO Taxable Bonds and (d) costs of issuance of the FSO Taxable Bonds and the Series 2017 Bonds. The FSO Taxable Bonds are to be guaranteed by Friendship Village of Schaumberg ("**FVS**"), an affiliate of FSO and GreenFields, which guarantee will be secured by a master note issued under the FVS Master Indenture.
SECURITY/MATURITY	● The Series 2017 Bonds are expected to be secured by: o a pledge of gross revenues of the Borrower, a first lien on all assets of the Borrower, including a mortgage of the property upon which the Community is located, o a debt service reserve fund; and o $7.5 million in a liquidity support fund (the "**Liquidity Support Fund**") to be held with the Trustee for the FSO Taxable Bonds and disbursed at the direction of the Bondholder Representative to fund shortfalls in income available for debt service (should it be necessary for Greenfields to meet the required debt service coverage ratio) and shortfalls in cash (should it be necessary for Greenfields to meet the required Days Cash on Hand). ● The Series 2017 Bonds will fully mature not later than 35 years from the issuance date.
CREDIT INDICATORS	● The Series 2017 Bonds will not be rated.
STRUCTURE	● GreenFields contemplates the issuance of not-to-exceed $67.0 million of tax-exempt bonds. The Series 2017 Bonds will be sold in a limited offering by Cross Point Capital, LLC as the "**Underwriter**" and

purchased by investors for which Hamlin Capital Management, LLC (the "**Bondholder Representative**") acts as investment advisor. Hamlin Capital Advisors, the limited special purpose financial advisor to GreenFields, has certain common ownership with the Bondholder Representative.

● The Bondholder Representative will deliver an investor letter signed on behalf of its clients, who are "accredited investors" and "qualified institutional buyers." The letter is not a traveling investor letter; however, any Series 2017 Bonds not held by the Bondholder Representative on behalf of its clients must be sold in authorized denominations of $250,000. The investor letter will provide that the Bondholder Representative is not relying on the Authority in connection with its decision for its clients to purchase the Series 2017 Bonds.

● The Series 2017 Bonds are expected to be issued in a single series of fixed rate, tax-exempt bonds.

● GreenFields is requesting that the Series 2017 Bonds be issued in denominations less than $100,000 (i.e., $25,000) and is requesting a waiver of the IFA unrated and non-credit enhanced debt policy regarding authorized denominations. If any Series 2017 Bonds are no longer beneficially held by the Bondholder Representative or clients of the Bondholder Representative, the "Authorized Denominations" for such Series Bonds will be a minimum of $250,000.

SOURCES AND USES

		Bond Proceeds	Equity	Total
Sources:	Series 2017 Bonds	$65,000,000	-	$65,000,000
	FSO Contribution	-	$5,000,000	5,000,000
	Total Sources	65,000,000	5,000,000	70,000,000
Uses:	Bond-Funded Payment to 2010 Bondholders	$52,800,000	-	$52,800,000
	Capital Expenditures	2,500,000	-	2,500,000
	Working Capital Cash	-	200,000	200,000
	Debt Service Reserve Fund	5,000,000	-	5,000,000
	Capitalized Interest Fund	3,400,000	-	3,400,000
	Operating Reserve Fund	-	3,200,000	3,200,000
	Costs of Issuance*	1,300,000	1,600,000	2,900,000
		$65,000,000	$5,000,000	$70,000,000

*Estimated breakdown provided in "Confidential" section

RECOMMENDATION

Credit Review Committee recommends approval.

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
October 12, 2017

Project: Friendship Village of Mill Creek, NFP (GreenFields of Geneva)

STATISTICS

Project Number:	12410	Par Amount:	$67,000,000 (Not-to-Exceed)
Type:	501(c)(3) Bonds	IFA Staff:	Pam Lenane
City:	Geneva	County/Region:	Kane/Northeast

BOARD ACTION

Final Board Resolution *(One-time Consideration)* No IFA Funds at Risk

Conduit 501(c)(3) Bonds
Extraordinary Conditions: Waiver of Board Policy for non-rated bonds
Credit Review Committee recommends approval.

VOTING RECORD

This is the first time this project is being presented to the IFA Board of Directors.

PURPOSE

Proceeds of the IFA Series 2017 Bonds (the "**Series 2017 Bonds**"), together with other funds, will be used to: (i) discharge the outstanding Series 2010 Bonds (defined above) that were issued for the benefit of Friendship Village of Mill Creek, NFP d/b/a GreenFields of Geneva ("**GreenFields**" or the "**Borrower**"); (ii) fund certain capital expenditures, including mold remediation and HVAC refurbishment; (iii) fund a debt service reserve fund, an operating reserve fund, a working capital fund and a funded interest account; 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 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 Series 2017 Bonds paid to bondholders and thereby reducing the borrower's interest expense.

VOLUME CAP

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

JOBS (UPDATE)

Current employment:	130 FTEs	Projected new jobs:	10 FTEs
Retained jobs:	130 FTEs	Construction jobs:	3 FTEs

ESTIMATED SOURCES AND USES OF FUNDS

		Bond Proceeds	Equity	Total
Sources:	Series 2017 Bonds	$65,000,000	-	$65,000,000
	FSO Contribution	-	$5,000,000	5,000,000
	Total Sources	65,000,000	5,000,000	70,000,000
Uses:	Bond-Funded Payment to 2010 Bondholders	$52,800,000	-	$52,800,000
	Capital Expenditures	2,500,000	-	2,500,000
	Working Capital Cash	-	200,000	200,000
	Debt Service Reserve Fund	5,000,000	-	5,000,000
	Capitalized Interest Fund	3,400,000	-	3,400,000
	Operating Reserve Fund	-	3,200,000	3,200,000
	Costs of Issuance*	1,300,000	1,600,000	2,900,000
		$65,000,000	$5,000,000	$70,000,000

*Estimated breakdown provided in "confidential" section.

FINANCING SUMMARY

Security: The Series 2017 Bonds are expected to be secured by a pledge of gross revenues of the Borrower, a first lien on all assets of the Borrower, including a mortgage of the property upon which the Community is located, a debt service reserve fund and $7.5 million in liquidity support (through the Liquidity Support Fund) from FSO.

Structure: GreenFields contemplates the issuance of not-to-exceed $67.0 million of tax-exempt bonds. The Series 2017 Bonds will be sold in a limited offering by Cross Point Capital, LLC as the "Underwriter" and purchased by investors for which Hamlin Capital Management, LLC (the "**Bondholder Representative**") acts as investment advisor. Hamlin Capital Advisors, the limited special purpose financial advisor to GreenFields, has certain common ownership with the Bondholder Representative.

The Series 2017 Bonds are expected to be issued in a single series of fixed rate, tax-exempt bonds.

GreenFields is requesting that the Series 2017 Bonds be issued in denominations less than $100,000 (i.e., $25,000) and is requesting a waiver of the IFA unrated and non-credit enhanced debt policy regarding authorized denominations. If any Series 2017 Bonds are no longer beneficially held by the Bondholder Representative or clients of the Bondholder Representative, the "Authorized Denominations" for such Series Bonds will be a minimum of $250,000.

Interest Rate: Fixed Rate; indicative rate of 7%

Underlying Ratings: The Series 2017 Bonds will not be rated.

Maturity: The Series 2017 Bonds will fully mature not later than 35 years from the issuance date

Estimated Closing Date: October 2017

PROJECT SUMMARY

Proceeds of the IFA Series 2017 Bonds (the "**Series 2017 Bonds**"), together with other funds, will be used to: (i) discharge the outstanding Series 2010 Bonds (defined below) that were issued for the benefit of Friendship Village of Mill Creek, NFP d/b/a GreenFields of Geneva ("**GreenFields**" or the "**Borrower**"); (ii) fund certain capital expenditures, including mold remediation and HVAC refurbishment; (iii) fund a debt service reserve fund, an operating reserve fund, a working capital fund and a funded interest account; and (iv) pay costs of issuance.

BUSINESS SUMMARY

GreenFields has a highly functioning leadership team. Resident satisfaction results are high. Management consistently meets or exceeds budget expectations. Survey results from state agencies for assisted living and skilled are consistently very good with the nursing center having a five star rating from CMS.

Income from occupied units is the primary source of revenue to pay for the community's expenses. Prior to May 2016, when uncertainty surrounding GreenFields' financial challenges began to manifest, the Community was able to sustain healthy occupancy for independent living and health care units. Filling assisted living has been a challenge due to a highly competitive market area. The following table reflects current census levels for each level of care:

Greenfields of Geneva
Census Summary
June 30, 2017 and 2016

Current Month Census:

	Jun-16 Actual	Jun-17 Actual	Payer Mix	Occ %	Jun-17 Budget	Payer Mix	Occ %	Unit Capacity
Total Census	**229.70**	**211.41**		79.2%	**239.00**		89.5%	**267**
Independent Living (Note A)	137.80	124.67		84.8%	138.00		93.9%	147
Assisted Living (Note B)								
Assisted Living Unit	38.37	35.80		70.2%	42.00		82.4%	51
Memory Support Unit	17.10	13.07		50.3%	19.00		73.1%	26
	55.47	48.87		63.5%	61.00		79.2%	77
Health Care Center (Note C)								
Medicare	23.23	21.37	56.4%		25.00	62.5%		
Medicaid	-	-	0.0%		0.00	0.0%		
Contract	9.20	9.10	24.0%		10.00	25.0%		
Private Pay	4.00	7.40	19.5%		5.00	12.5%		
Total	36.43	37.87	100.0%	88.1%	40.00	100.0%	93.0%	43

Year-to-Date Census:

	YTD Actual Jun-16	YTD Actual Jun-17	Payer Mix	Occ %	YTD Budget Jun-17	Payer Mix	Occ %	Unit Capacity
Total Census	**231.53**	**213.41**		79.9%	**238.00**		89.1%	**267**
Independent Living (Note A)	138.29	126.43		86.0%	137.33		93.4%	147
Assisted Living (Note B)								
Assisted Living Unit	38.36	35.08		68.8%	41.67		81.7%	51
Memory Support Unit	17.69	13.04		50.2%	19.00		73.1%	26
	56.05	48.12		62.5%	60.67		78.8%	77
Health Care Center (Note C)								
Medicare	26.53	20.75	53.4%		25.00	62.5%		
Medicaid	-	-	0.0%		-	0.0%		
Contract	7.62	9.88	25.4%		10.00	25.0%		
Private Pay	3.03	8.23	21.2%		5.00	12.5%		
Total	37.19	38.86	100.0%	90.4%	40.00	100.0%	93.0%	43

Note A: Independent Living opened January 31, 2012
Note B: Assisted Living opened August 29, 2012
Note C: Health Care Center opened January 28, 2013

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Friendship Village of Mill Creek, NFP – GreenFields of Geneva
Site Address:	ON801 Friendship Way Geneva, IL 60134 (630) 232-9105
Contact:	Stephen A Yenchek, President and CEO Mike Flynn, Vice President and CFO
Website:	www.greenfieldsofgeneva.org
Project name:	Friendship Village of Mill Creek, NFP – GreenFields of Geneva
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois

Board of Directors:

GreenFields Board

Name	Profession
Ronald Ahlman	Retired, Director of Labor and Education Services for the Builder's Association
Charles W. Cassell	Retired, Founding Partner, Burnidge Cassell Associates, Architects
Tom Castronovo Treasurer	Managing Partner at Criterion Financial Advisors
Geoffrey B. Roehll Secretary	Leader of Senior Living Studio Group at Hitchcock Design Group
Paul J. Schaffhausen	Retired, Senior Federal tax Counsel for McDonald's Corporation
Stephen B. Smith	Retired Senior Vice President for Revenue Cycle Solutions, Accretive Health
Catherine Tardy Chair	Vice President, Branch Sales Manager, Baird & Warner

Friendship Senior Options Board

Name	Profession
Brad Barrie	Financial Advisor Ameriprise Financial
Tom Castronovo	Managing Partner at Criterion Financial Advisors
Clark Delanois, Secretary	Senior VP at Northern Trust
Kathleen Gilmer	Retired from Illinois Northern University as Director of Outreach Centers
Bill Powell	Resident
Geoff Roehll, Vice Chair	Leader of Senior Living Studio at Hitchcock Design Group
Jean Schlinkmann	Retired Executive Director of the Schaumburg Park District

Name	Profession
Larry Shoemake, Chair	Retired VP, IMC Global Corp
Catherine Tardy	Vice President, Branch Sales Manager Baird & Warner
Duane Tyler, Treasurer	Director, RSM McGladrey
Jan Tucker	Former Trustee of the Arlington Heights Memorial Library
Stephen Yenchek	President and Chief Executive Officer

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Polsinelli PC	Chicago, IL	Janet Zeigler
	Smith, Hemmesch, Burke & Kaczynski	Chicago, IL	Don Hemmesch
Borrower Financial Advisor	Hamlin Capital Advisors	Tampa, FL	Mike Armstrong
Bond Counsel:	Chapman & Cutler LLP	Chicago, IL	John Bibby
Underwriter:	Cross Point Capital	Charlotte, NC	Kenneth Rogers
Underwriter Counsel	McKennon, Shelton & Henn	Baltimore, MD	Elizabeth McKennon
Bondholder Representative:	Hamlin Capital Management	New York, NY	Joe Bridy
BHR Counsel:	McCarter & English LLP	Newark, NJ	Jacki Shanes
Bond Trustee:	UMB Bank	St. Louis, MO	Brian Krippner
Bond Trustee Counsel:	TBD	TBD	TBD
IFA Counsel:	Schiff Hardin LLP	Chicago, IL	Bruce Weisenthal
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago, IL	Phoebe Selden

LEGISLATIVE DISTRICTS

Congressional:	14
State Senate:	25
State House:	50

PRIMARY MARKET AREA

The following summary provides an overview of the market study information that will be included, in greater detail, in the Limited Offering Memorandum.

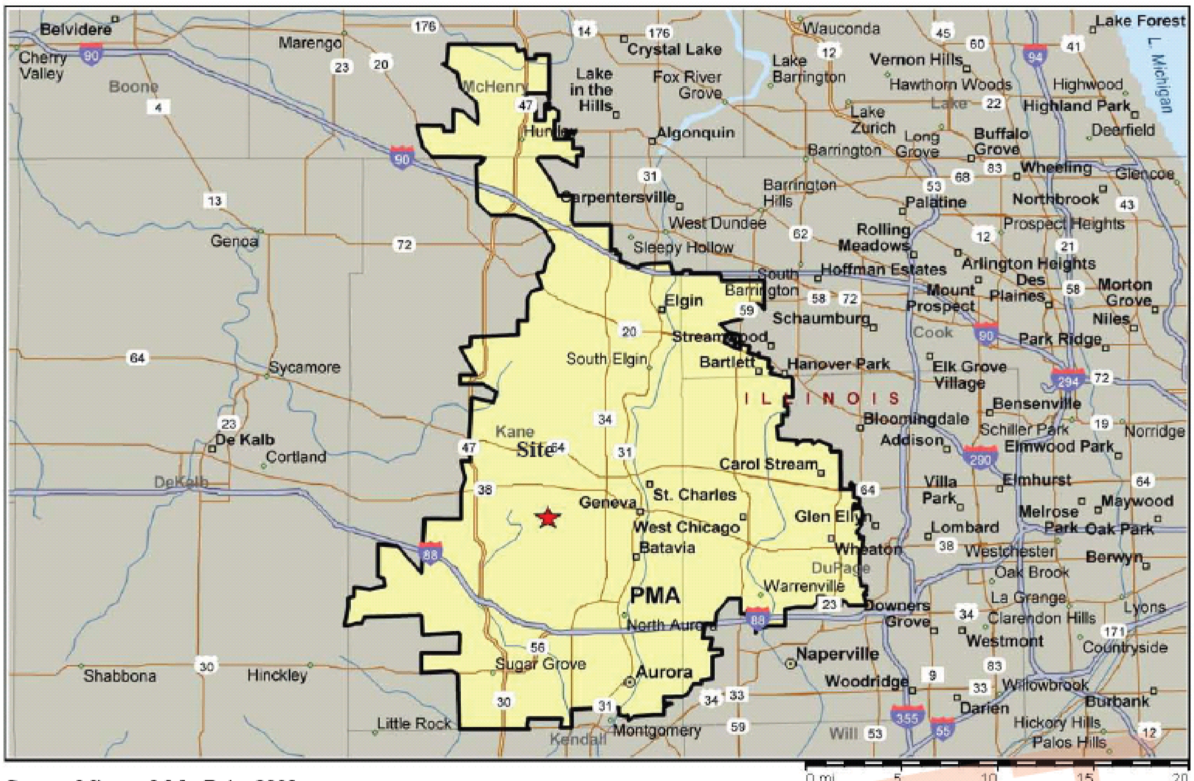
The GreenFields primary market area consists of 16 zip codes that primarily go to the north, south and east of the community. Approximately 67% of current Independent Living Residents are from the primary market area. The average age of entry (75 and over) of Residents is projected to grow by 3.4% over the next five years. Future Residents with household incomes of $75,000 or greater is projected to grow by 32.63% or 1,578 households over the next five years. Median home values in the primary market have grown by 54.3% since 2000 to $267,221.

There are 13 market-rate Independent Living Communities located in the primary market area adding to a total of 1,660 units including GreenFields. Three of these communities are Lifeplan Communities offering a full continuum of care including The Holmstad (5 miles away), Windsor Park (15 miles away) and Wyndemere (14 miles away).

The healthcare primary market area which includes assisted living, memory care and skilled nursing is similar to the independent living market area and includes 12 zip codes. The population growth of those 75 and over is projected to grow 3.6% over the next five years. Prospective Residents that are considered income qualified is expected to grow by 1,138 households or 13.65% over the next five years.

There are 13 Assisted Living Communities located in the primary market area adding to a total of 919 units including GreenFields. Four of these communities are considered primary competitors and the total number of units of these four competitors is 297. GreenFields is the only community that offers a full continuum of care and a lifecare agreement for Assisted Living.

A map detailing the location of Friendship Village of Mill Creek, NFP (GreenFields of Geneva) and its primary market area is presented below.



Source: Microsoft MapPoint 2009

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY BLANK]

CONDUIT

$750,000,000
Northwestern Memorial HealthCare

October 12, 2017

REQUEST	**Purpose**: The proceeds of the bonds will be loaned to **Northwestern Memorial HealthCare** ("**NMHC**") and/or one of its affiliates (with NMHC, the "Borrower") to be used, together with certain other funds, to (i) refund all or a portion of the outstanding principal amount of the outstanding bonds issued for the benefit of NMHC and the other Members of the Obligated Group together (the "Prior Bonds"); (ii) pay or reimburse the Borrower or other Member of the Obligated Group for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities , including necessary and attendant equipment, facilities, sitework and utilities thereto, including, without limitation, the construction and equipping of an approximately 499,605 square foot facility located at 660 N. Westmoreland Rd, Lake Forest, Illinois; (iii) pay a portion of the interest on the Bonds, if deemed necessary or advisable by the Authority or the Borrower; (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Authority or the Borrower; and (v) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds, including but not limited to fees for insurance, credit enhancement or liquidity enhancement for the Bonds or derivative termination costs if deemed necessary or advisable by the Borrower. **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: None.
BOARD ACTIONS	Preliminary Bond Resolution
MATERIAL CHANGES	None. This is the first time this project is being presented to the Board.
JOB DATA	24,000+ Current jobs; N/A New jobs projected N/A Retained jobs; 240 Construction jobs created by this project
DESCRIPTION	NMHC is the corporate parent for Northwestern Medicine's health system ("Northwestern Medicine") whose medical staff of more than 4,000 includes over 1,600 employed physicians and more than 1,000 residents. Northwestern Medicine serves patients at nearly 100 diagnostic and ambulatory sites across the Chicagoland area, including approximately 1,900 licensed beds among seven hospitals located in Illinois; Northwestern Memorial Hospital ("NMH") in Chicago, Northwestern Medicine Central DuPage Hospital ("CDH") in Winfield, Northwestern Medicine Lake Forest Hospital ("NLFH") in Lake Forest, Northwestern Medicine Delnor Hospital ("Delnor") in Geneva, Northwestern Medicine Kishwaukee Community Hospital ("KCH") in DeKalb, Northwestern Medicine Valley West Hospital ("Valley West") in Sandwich and Marianjoy Rehabilitation Hospital ("Marianjoy Hospital") in Wheaton.
CREDIT INDICATORS	● Current long-term underlying credit ratings for NMHC are "Aa2"/ "AA+" by Moody's/S&P, respectively. The new bonds are expected to also be rated by Moody's and S&P. ● The Bonds will be sold in the public markets as unenhanced fixed rate bonds and unenhanced intermediate fixed rate put bonds or in other modes, as determined by NMHC by Barclays and Wells Fargo Securities.
SECURITY	● Payments under the loan agreements are secured by notes issued pursuant to the Master Indenture.
MATURITY	● Bonds will mature no later than 40 years from the closing date.
SOURCES AND USES	See table below
RECOMMENDATION	Credit Review Committee recommends approval.

SOURCES AND USES

Sources:		Uses:	
IFA Bonds	$750,000,000	New Money	$185,000,000
		Refunding	558,500,000
		Cost of Issuance	6,500,000
Total	**$ 750,000,000**	**Total**	**$750,000,000**

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
October 12, 2017

Project: Northwestern Memorial HealthCare

STATISTICS

Project Number:	12409	Amount:	$750,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane
Location/s:	Chicago, Lake Forest, Winfield, DeKalb, Geneva	Counties:	Cook/Lake/DuPage/DeKalb/Kane
		Region:	Northeast

BOARD ACTION

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

VOTING RECORD

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

PURPOSE

The proceeds of the bonds will be loaned to **Northwestern Memorial HealthCare** (“**NMHC**”) and/or one of its affiliates (with NMHC, the “Borrower”) to be used, together with certain other funds, to (i) refund all or a portion of the outstanding principal amount of the outstanding bonds issued for the benefit of NMHC and the other Members of the Obligated Group together (the “Prior Bonds”) (ii) pay or reimburse the Borrower or other Member of the Obligated Group for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities, including necessary and attendant equipment, facilities, sitework and utilities thereto, including, without limitation, the construction and equipping of an approximately 499,605 square foot facility located at 660 N. Westmoreland Rd, Lake Forest, Illinois; (iii) pay a portion of the interest on the Bonds, if deemed necessary or advisable by the Authority or the Borrower; (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Authority or the Borrower; and (v) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds, including but not limited to fees for insurance, credit enhancement or liquidity enhancement for the Bonds or derivative termination costs if deemed necessary or advisable by the Borrower.

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	$750,00,000	New Money	$185,000,000
		Refunding	558,500,000
			6,500,000
Total	**$750,000,000**	**Total**	**$750,000,000**

JOBS

Current employment:	24,000+	Projected new jobs:	N/A
Jobs retained:	N/A	Construction jobs created by this project:	240

FINANCING SUMMARY

Credit Enhancement:	None.
Structure:	Public fixed rate, intermediate fixed rate or other modes as determined by NMHC
Interest Rate:	The rates on each series will be determined on the date of pricing.
Interest Rate Modes:	Fixed, intermediate fixed or variable
Underlying Ratings:	Current long-term underlying ratings for Northwestern Memorial are “Aa2”/ “AA+” long term by (Moody’s/S&P).
Maturity:	Not later than 40 years from closing
Estimated Closing Date:	December 29, 2017

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

The proceeds of the bonds will be loaned to **Northwestern Memorial HealthCare** (“**NMHC**”) and/or one of its affiliates (with NMHC, the “Borrower”) to be used, together with certain other funds, to (i) refund all or a portion of the outstanding principal amount of the outstanding bonds issued for the benefit of NMHC and the other Members of the Obligated Group together (the “Prior Bonds”) (ii) pay or reimburse the Borrower or other Member of the Obligated Group for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities, including necessary and attendant equipment, facilities, sitework and utilities thereto, including, without limitation, the construction and equipping of an approximately 499,605 square foot facility located at 660 N. Westmoreland Rd, Lake Forest, Illinois; (iii) pay a portion of the interest on the Bonds, if deemed necessary or advisable by the Authority or the Borrower; (iv) fund one or more debt service reserve funds, if deemed necessary or advisable by the Authority or the Borrower; and (v) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds, including but not limited to fees for insurance, credit enhancement or liquidity enhancement for the Bonds or derivative termination costs if deemed necessary or advisable by the Borrower.

BUSINESS SUMMARY

Northwestern Memorial HealthCare (“**NMHC**”) is the parent of an integrated not-for-profit health care organization, anchored by Northwestern Memorial Hospital and Northwestern Medical Faculty Foundation d/b/a Northwestern Medical Group (“NMG”), which provides services to communities in Northern Illinois. NMHC partners with Northwestern University’s Feinberg School of Medicine ("FSM") to form an academic medical center providing patient care, research and training of resident physicians. Northwestern Medicine is the shared strategic vision of NMHC and FSM.

NMHC is the corporate parent for the **Northwestern Medicine Health System** ("**Northwestern Medicine**") whose medical staff of more than 4,000 includes over 1,600 employed physicians and more than 1,000 residents. Northwestern Medicine serves patients at nearly 100 diagnostic and ambulatory sites across the Chicagoland area, including approximately 1,900 licensed beds among seven hospitals located in Illinois; Northwestern Memorial Hospital in Chicago, Northwestern Medicine Central DuPage Hospital in Winfield, Northwestern Medicine Lake Forest Hospital in Lake Forest, Northwestern Medicine Delnor Hospital in Geneva, Northwestern Medicine Kishwaukee Community Hospital in DeKalb, Northwestern Medicine Valley West Hospital in Sandwich and Marianjoy Rehabilitation Hospital in Wheaton.

NMHC and each of its not-for-profit subsidiaries are corporations organized and existing under the laws of the State of Illinois and are exempt from federal income taxation pursuant to Section 501(a) of the Internal Revenue Code of 1986, as amended (the "Code"), as organizations described in Section 501(c)(3) of the Code and are not private foundations within the meaning of Section 509(a) of the Code.

Highlights from each of Northwestern Medicine's seven award-winning hospitals:

- **Northwestern Memorial Hospital** is an 894-bed academic medical center hospital that is the primary teaching affiliate for the Feinberg School of Medicine and has about 2,000 affiliated physicians representing virtually every medical specialty. The hospital is ranked No. 1 in the Chicago Metro Area and Illinois, as well as 13th in the nation according to the *U.S. News & World Report* 2017-2018 Honor Roll of America's Best Hospitals, which ranks the hospital in 13 out of 16 clinical specialties. Northwestern Memorial is recognized for providing exemplary patient care and innovative advancements in a variety of clinical areas including cardiovascular care; oncology; neurology and neurosurgery; solid organ and soft tissue transplants; orthopaedics; and women's health at its Prentice Women's Hospital.
- **Northwestern Medicine Central DuPage Hospital** is a 392-bed acute-care facility located in Winfield, Ill., that has provided quality healthcare to the residents of DuPage County and beyond for more than 50 years. The hospital has been recognized as a 100 Top Hospital by Truven Health Analytics and ranked as the No. 5 hospital in both the Chicago Metro Region and Illinois by *U.S. News & World Report*. With more than 1,250 physicians on the medical staff in 90 specialties, the hospital is a regional destination for such clinical services as oncology, neurology, orthopaedics, pediatrics and cardiology. In 2014, the Ronald McDonald House near Central DuPage Hospital opened, becoming the first House in the western suburbs. The House provides a 'home away from home' for families of children being treated at the hospital or at the Northwestern Medicine Chicago Proton Center, the first and only proton center in Illinois.
- **Northwestern Medicine Lake Forest Hospital** is a 114-bed community hospital that has more than 800 physicians board-certified in 71 medical specialties, located in Lake Forest and at its Grayslake campus, which also includes a free-standing emergency room. The hospital is ranked as the No. 18 hospital in the Chicago Metro Region and No. 23 in Illinois by *U.S. News & World Report* and has been named the Consumer Choice hospital in Lake and Kenosha counties for ten years in a row by National Research Corporation. In 2018, Northwestern Medicine will open the new Lake Forest Hospital which will include 114 private inpatient rooms, 72 outpatient care spaces, eight operating rooms and 499,605 square feet of new construction on its 160-acre campus.
- **Northwestern Medicine Delnor Hospital** is a 159-bed community hospital in Geneva, Ill., with a medical staff which includes over 680 physicians in 72 specialties providing comprehensive medical care. Delnor was the first hospital in Illinois to earn nursing Magnet® Status from the American Nurses Credentialing Center, the nation's highest recognition for patient care and nursing excellence and is recognized by the Leapfrog Group as a Top Hospital. The hospital is home to a state-of-the-art Cancer Center and its Breast Health Center was first to be recognized by the prestigious National Accreditation Program for Breast Centers (NAPBC) through the American College of Surgeons.
- **Northwestern Medicine Kishwaukee Hospital** is a 98-bed acute-care hospital in DeKalb, Ill., with more than 250 physician members on the voluntary medical staff representing nearly every specialty. In 2007, Kishwaukee Hospital opened its Joint Center and in 2013 a Spine Center was added. In 2015, Kishwaukee Hospital's Breastfeeding Center opened a human milk depot to provide donor milk to at-risk infants; it is one of the first four locations of its kind in Illinois.
- **Northwestern Medicine Valley West Hospital** is a 25-bed critical access hospital in Sandwich, Ill., that has served the Fox Valley community for more than 70 years. In 2014, construction of a new patient wing and renovations to remaining areas of the hospital were completed, including a new MRI suite that is home to one of the only large bore MRI in the area. Valley West is certified Baby Friendly for breast-feeding support by World Health Organization; along with Kish, among 13 designated in Illinois and 377 in the United States.
- **Marianjoy Rehabilitation Hospital** is a rehabilitation hospital in Wheaton, Ill., with 100 acute inpatient rehabilitation beds and 27 Medicare-licensed sub-acute beds. Dedicated to the delivery of physical medicine and rehabilitation, Marianjoy offers specialty programs for adult and pediatric patients recovering from illness or who require intensive therapy to regain their function and independence. Marianjoy rehabilitation programs are: brain injury, spinal cord, orthopaedic, musculoskeletal, stroke and neuromuscular. Marianjoy also has inpatient and outpatient pediatric rehabilitation programs and one of the

only Commission on Accreditation of Rehabilitation Facilities (CARF)-accredited pain management programs in Illinois.

Each hospital continues to be recognized for patient safety and quality, and NMH, CDH, LFH and Delnor have achieved Magnet® recognition for nursing excellence from the American Nurses Credentialing Center (ANCC), the prestigious gold standard for nursing care. The health system has also received numerous awards for consumer satisfaction, its inclusive diversity practices, and for financial stewardship for maintaining superior bond ratings for over 30 years.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Northwestern Memorial HealthCare
Site Address:	Northwestern Memorial Hospital 251 East Huron Street Chicago, IL 60611
Contact:	Leah Hobson Director of Finance Leah.Hobson@nm.org 312-926-7146
Website:	www.nm.org
Project name:	Northwestern Memorial HealthCare
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois

Ownership/2017 Board Members (501(c)(3)):

Directors	***Business Affiliations***
Carol L. Bernick	Polished Nickel Capital Management LLC
John A. Canning	Madison Dearborn Partners, LLC
Nicholas D. Chabraja	(FORMER: General Dynamics)
Michael Cullen	National Bank and Trust Company (First Midwest Bank)
Manny Favela	(FORMER: McDonald's Corporation)
William P. Flesch	Gordon Flesch Company, Inc.
Dean M. Harrison	Northwestern Memorial HealthCare
Michael J. Kachmer	Duravant
Thomas Matya	Zea Mays Holdings, LLC
W. James McNerney	The Boeing Company
Timothy P. Moen	(FORMER: Northern Trust Corporation)
Eric G. Neilson, MD	Northwestern University, Feinberg School of Medicine
William A. Osborn	(FORMER: Northern Trust Corporation)
J. Christopher Reyes	Reyes Holdings LLC
Matthew J. Ross, MD	Midwest Neurosurgery & Spine Specialist
Morton O. Schapiro	Northwestern University
Timothy P. Sullivan	Madison Dearborn Partners, LLC
Glenn F. Tilton	(FORMER: United Continental Holdings, Inc.)
Douglas E. Vaughan, MD	Northwestern University, Feinberg School of Medicine
Patricia A. Woertz	Archer Daniels Midland

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Dentons US LLP	Chicago	Mary Wilson
Financial Advisor:	Kaufman, Hall & Associates, LLC	Skokie	Jim Blake
		Skokie	Marek Kowalewski
Bond Counsel:	Chapman and Cutler LLP	Chicago	Rich Tomei
Underwriter/s:	Barclays Capital Inc.	Chicago	Jay Sterns
	Wells Fargo Securities	Chicago	Adrian Balderrama
Underwriter's Counsel:	Nixon Peabody LLP	Chicago	Julie Seymour
Bond Trustee:	Wells Fargo Bank, N.A.	Chicago	Gail Klewin
Issuer's Counsel:	Katten Muchin Rosenman LLP	Chicago	Chad Doobay
IFA Financial Advisor:	Sycamore Advisor LLC	Chicago	Diana Hamilton
			Courtney Tobin

LEGISLATIVE DISTRICTS

Congressional:	7, 10, 6, 16, 14
State Senate:	13, 29, 21, 35, 25
State House:	26, 58, 42, 70, 50

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY BLANK]

CONDUIT

ILLINOIS FINANCE AUTHORITY

October 12, 2017

$20,000,000
Peace Village

REQUEST	**Purpose**: Bond proceeds will be used by **Peace Village** (the "**Corporation**" or the "**Borrower**") to (i) refund a portion of the outstanding principal balance of IFA Series 2013 Revenue Bonds (Peace Village) (the "**Prior Bonds**"), and (ii) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds. **Program**: Conduit 501(c)(3) Revenue Bonds **Extraordinary Conditions**: Waiver of denomination policy because transaction is a refunding.
BOARD ACTIONS	Preliminary Bond Resolution.
JOB DATA	72 Current jobs (IL) — 0 New jobs projected 0 Retained jobs — 0 Construction jobs projected
DESCRIPTION	**Location**: Palos Park/Cook County/Southwest Region **Description:** Peace Village (the "Corporation") was incorporated in 1985 as an Illinois not-for-profit corporation. Peace Village owns a senior residential living facility consisting of 236 independent living apartments ("IL"), 49 traditional assisted living apartments ("AL"), and 16 memory care apartments. Although the Corporation does not offer skilled nursing care, each resident is credit with 20 days of skilled care in a health center of their choosing per year of residency, up to a maximum of 60 days. The sole member of the Corporation is Peace Memorial Church of the United Church of Christ (the "Church"), located adjacent to the Corporation's facility. However, the Church is not a member of the Obligated Group. Peace Village is located in Palos Park, which is a southwest suburb of Chicago in Cook County, Illinois. The area is predominantly residential in character. Population studies indicate that the Palos Park area includes a relatively high population of persons over 75 years of age with the annual incomes that would qualify them for residency. The primary market area of Peace Village lies within southwestern Cook County and into Will County.
CREDIT INDICATORS	• The Bonds will be a bank direct purchase with by a bank to be selected by Borrower prior to the final resolution. The Bonds will not carry a rating.
SECURITY	First mortgage on property and equipment and a gross revenue pledge. Secured on parity with remaining 2013 Bonds under an MTI.
MATURITY	• No later than 30 years.
SOURCES AND USES	**Sources:** IFA Bonds $15,570,000; 2013 DSRF 1,054,100; **Total $16,624,100** **Uses:** 2013 Refunding Escrow (SLGS) $16,191404; *Cost of Issuance 432,696; **Total $16,624,100** *An equity contribution will be made to cover cost of issuance in excess of the 2% tax limit.
RECOMMENDATION	Credit Review Committee recommends approval.

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
October 12, 2017

Project: Peace Village

STATISTICS

Project Number: 12404
Type: 501(c)(3) Bonds
Location: Palos Park, IL

Amount: $20,000,000 (Not-to-Exceed)
IFA Staff: Pam Lenane
County/Region: Cook/Southwest

BOARD ACTION

Preliminary Bond Resolution
Conduit 501 (c)(3) Bonds
Credit Review Committee recommends approval.

No IFA funds at risk
Waiver of denomination policy

PURPOSE

Bond proceeds will be used by Peace Village (the "**Corporation**" or the "**Borrower**") to (i) refund a portion of the outstanding balance of IFA Series 2013 Revenue Bonds (Peace Village) (the "Prior Bonds"), and (ii) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bonds that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal 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:	72 FTE's (in Illinois)	New jobs projected:	0
Jobs retained:	0 FTE's (in Illinois)	Construction jobs projected:	0

ESTIMATED SOUCES AND USES OF FUNDS

Sources:		**Uses:**	
IFA Bonds	$15,570,000	2013 Refunding Escrow (SLGS)	$16,191,404
2013 DSRF	1,054,100	Cost of Issuance	432,696
Total	**$16,624,100**	**Total**	**$16,624,100**

FINANCING SUMMARY

Credit Enhancement:	None.
Structure:	The plan of finance contemplates a bank direct purchase.
Interest Rate:	To be determined based on market conditions the day of pricing and bank selection.
Interest Rate Mode:	TBD; fixed or synthetically fixed with potential for portion floating
Underlying Ratings:	None
Maturity:	Not later than 30 years
Estimated Closing Date:	December 2017

PROJECT SUMMARY

Bond proceeds will be used by Peace Village (the "**Corporation**" or the "**Borrower**") to (i) refund approximately 60% of IFA Series 2013 Bonds, and (ii) pay certain expenses incurred in connection with the issuance of the Bonds and the refunding of the Prior Bonds.

BUSINESS SUMMARY

Peace Village (the "Corporation") was incorporated in 1985 as an Illinois not-for-profit corporation. Peace Village owns a senior residential living facility consisting of 236 independent living apartments, 49 traditional assisted living apartments, and 16 memory care apartments. Although the Corporation does not offer skilled nursing care, each resident is credit with 20 days of skilled care in a health center of their choosing per year of residency, up to a maximum of 60 days.

The sole member of the Corporation is Peace Memorial Church of the United Church of Christ (the "Church"), located adjacent to the Corporation. However, the Church is not a member of the Obligated Group.

Peace Village is located in Palos Park, which is a southwest suburb of Chicago in Cook County, Illinois. The area is predominantly residential in character. Population studies indicate that the Palos Park area includes a relatively high population of persons over 75 years of age with the annual incomes that would qualify them for residency. The primary market area of Peace Village lies within southwestern Cook County and into Will County.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Peace Village
Site Address:	Peace Village 10300 Village Circle Drive, Palos Park, IL 60464
Contact:	Roger Ellens Chief Financial Officer Peace Village 10300 Village Circle Drive, Palos Park, IL 60464 708-671-2400 hleffring@peacevillage.org
Website:	www.peacevillage.com
Project name:	Peace Village

Organization: 501(c)(3) Not-for-Profit Corporation

State: Illinois

Board of Directors (501(c)(3)):

Board Member	**Occupation**
Joe Farrentelli	Director of Engineering
Paul Gross	Retired Chief Financial Officer
Tom Miller	Retired Bank SVP
Carmen Vondrak	Community Volunteer
Dave Skala	Retired Deputy Chief of Police
Dr. James Magee	Board Certified in Geriatric Medicine
Re. Vertie Powers	Associate Conference Minister, UCC
Charley Smith	Retired CEO of social services organization
Don Stille	Retired Retail Business Owner
Susan Freund	Nurse
Linda Beushausen	Chief Executive Officer, Peace Village
Pastor Phil Price	Senior Pastor, Peace Memorial Church
Pastor Shana Johnson	Co-Senior Pastor, Peace Memorial Church

PROFESSIONAL & FINANCIAL

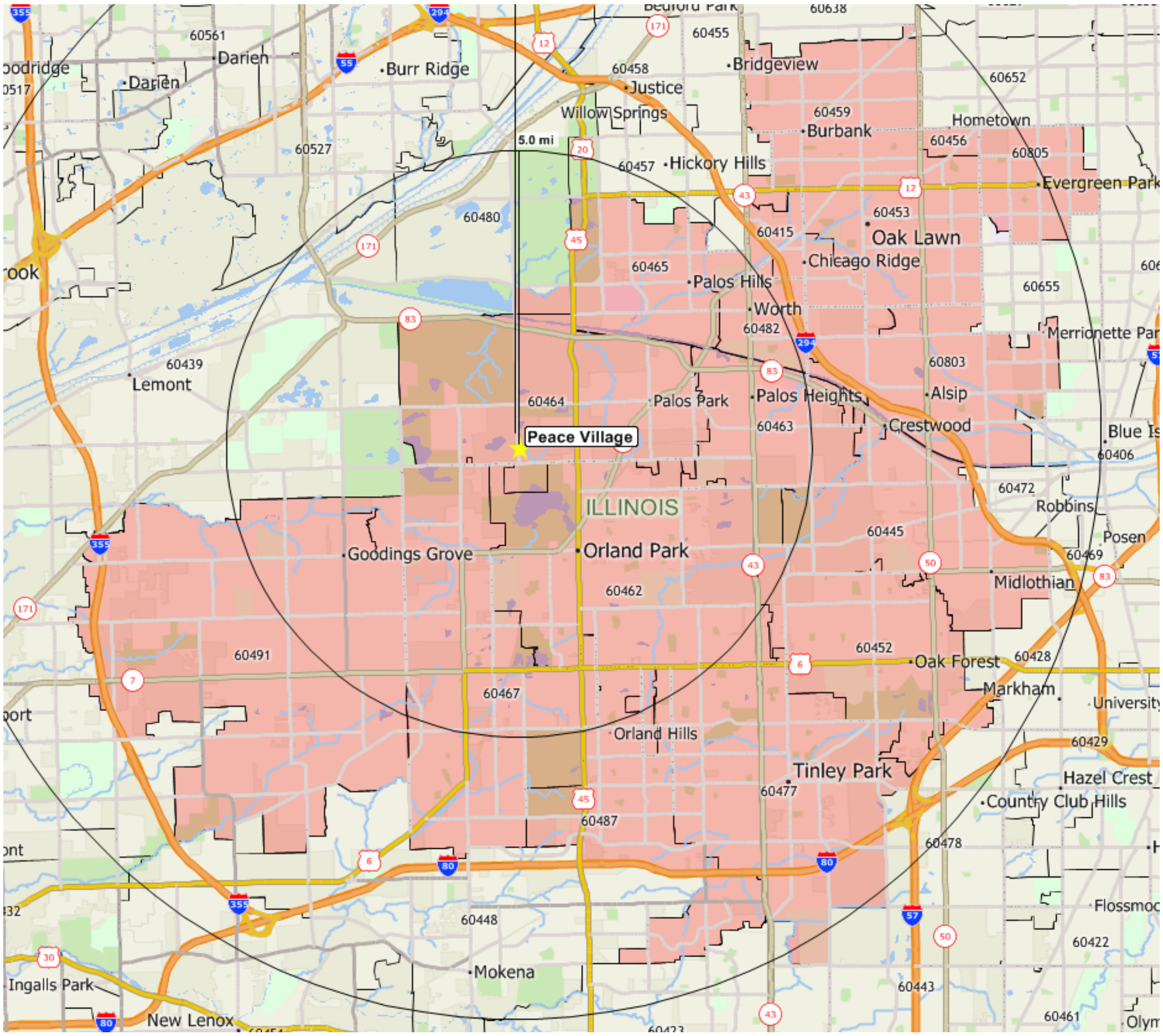
Borrower's Counsel:	Timothy G. Lawler, Esq.	Hinsdale	Tim Lawler
Bond Counsel:	Chapman and Cutler LLP	Chicago	John Bibby
Bank:	TBD		
Bank Counsel:	TBD		
Placement Agent:	Ziegler Securities Market Group	Chicago	Steve Johnson
Bond Trustee:	Amalgamated Bank	Chicago	Ramonia Jamison
IFA Counsel:	Sanchez Daniels & Hoffman LLP	Chicago	Heather Erickson
IFA Financial Advisor:	Acacia Financial Group Inc.	Chicago	Phoebe Selden Siamac Afshar

LEGISLATIVE DISTRICTS

Congressional:	3
State Senate:	18
State House:	36

SERVICE AREA

The market area consists of 17 zip codes that fall on or within a 10-mile radius from the site. These zip codes fall primarily within Cook County and slightly extend into Will County. 68% of the total admissions came from these 17 zip codes. All of the market area zip codes fall on or within a 10-mile radius, which is typical for senior living. The table on the following page identifies the defined market area as identified by management and used throughout this market analysis.



ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

From: Pam Lenane, Executive Vice President

Date: October 12, 2017

Re: A Resolution Authorizing the Issuance of not to exceed $20,000,000 in aggregate principal amount of Illinois Finance Authority Health Facilities Revenue Bonds, Series 2017 (UnityPoint Health), the proceeds of which are to be loaned to Iowa Health System d/b/a UnityPoint Health.

<u>IFA Series 2017 Bonds File Number H-HO-TE-CD-12407</u>

Request:

IOWA HEALTH SYSTEM D/B/A UNITYPOINT HEALTH, an Iowa not for profit corporation (the "*Corporation*"), has requested that the Authority issue not to exceed $20,000,000 principal amount of revenue bonds, Series 2017 (UnityPoint Health) the loan proceeds to be used to do any or all of the following: (i) financing a portion of the cost of (a) the acquisition of land and the construction, furnishing, improving and equipping of a medical office building located at 3591 Griffin Avenue, Pekin, Illinois and (b) acquiring and installing air handlers, chillers, pumps, tanks, piping, electrical panels, metering devices, temperature controls, air ducts and related equipment and improvements for the surgery suites, labs and pharmacy rooms located at the Pekin Memorial Hospital (a/k/a UnityPoint Health – Pekin) (the "Hospital") and financing other equipment, improvements and facilities included in the capital budget for the Hospital for the current and next succeeding fiscal year, all located at 600 S. 13th Street, Pekin, Illinois (collectively, the "Project"); (ii) retiring an existing loan previously entered into by Progressive Health Systems ("PHS") and Park Court Limited ("PCL") affiliates of the Obligated Group Agent, for the purpose of paying a portion of the costs of the Project; and (iii) to pay for costs associated with the issuance of the Series 2017 Bonds, all as permitted by the Act (collectively, the *"Financing Purposes"*);

Background:

Iowa Health System d/b/a UnityPoint Health came to the IFA Board Meeting last September 14, 2017 to request approval of a $20MM Bond Resolution (the "Prior Resolution") to: (i) finance the costs of the acquisition of land and construction of a medical office building (the "**Project**") located at 3591 Griffin Avenue, Pekin, Illinois, (ii) retire an existing loan entered into to finance a portion of the costs of the project, and (iii) pay costs of issuance.

The Prior Resolution passed with a roll call vote of 11 Ayes, 0 Nays, 0 Abstentions, 3 Absent, and 1 Vacancy.

It was subsequently discovered that one of the projects to be financed with the bond proceeds [see (b) about] was inadvertently left out of the resolution as well as the TEFRA. UnityPoint will hold a new TEFRA on October 11th and has requested that the Board pass the attached resolution which includes the property.

RESOLUTION 2017-1012-HC05

RESOLUTION AUTHORIZING THE ISSUANCE OF NOT TO EXCEED $20,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF ILLINOIS FINANCE AUTHORITY HEALTH FACILITIES REVENUE BONDS, SERIES 2017 (UNITYPOINT HEALTH), THE PROCEEDS OF WHICH ARE TO BE LOANED TO IOWA HEALTH SYSTEM D/B/A UNITYPOINT HEALTH.

WHEREAS, the **ILLINOIS FINANCE AUTHORITY** (the "*Authority*") has been created by the Illinois Finance Authority Act, 20 ILCS 3501-801-1, et. seq., as amended (the "*Act*"); and

WHEREAS, **IOWA HEALTH SYSTEM D/B/A UNITYPOINT HEALTH**, an Iowa not for profit corporation (the "*Corporation*"), has requested that the Authority issue not to exceed $20,000,000 (excluding original issue discount or premium, if any) in aggregate principal amount of revenue bonds consisting of one or more series of Health Facilities Revenue Bonds, Series 2017 (UnityPoint Health) (the "*Series 2017 Bonds*") and loan the proceeds thereof to the Corporation in order to assist the Corporation in providing a portion of the funds necessary to do any or all of the following: (i) financing a portion of the cost of (a) the acquisition of land and the construction, furnishing, improving and equipping of a medical office building located at 3591 Griffin Avenue, Pekin, Illinois and (b) acquiring and installing air handlers, chillers, pumps, tanks, piping, electrical panels, metering devices, temperature controls, air ducts and related equipment and improvements for the surgery suites, labs and pharmacy rooms located at the Pekin Memorial Hospital (a/k/a UnityPoint Health – Pekin) (the "Hospital") and financing other equipment, improvements and facilities included in the capital budget for the Hospital for the current and next succeeding fiscal year, all located at 600 S. 13th Street, Pekin, Illinois (collectively, the "Project"); (ii) retiring an existing loan previously entered into by Progressive Health Systems ("PHS") and Park Court Limited ("PCL") affiliates of the Obligated Group Agent, for the purpose of paying a portion of the costs of the Project; and (iii) to pay for costs associated with the issuance of the Series 2017 Bonds, all as permitted by the Act (collectively, the "*Financing Purposes*"); and

WHEREAS, a draft of a Loan Agreement (the "Loan Agreement") among the Authority, the Corporation and Morton Community Bank (the "Lender") providing for the issuance thereunder of the Series 2017 Bonds, setting forth the terms and any provisions applicable to the Series 2017 Bonds, including securing the Series 2017 Bonds by assignment thereunder of the Authority's right title and interest in and to the Series 2017A Obligation (as hereinafter defined) and pursuant to which the Authority will loan the proceeds of the Series 2017 Bonds to the Corporation, all as more fully described in the Loan Agreement, has been previously provided to and is on file with the Authority; and

WHEREAS, in connection with the issuance of the Series 2017 Bonds, the following additional documents may be executed and delivered by parties other than the Authority (collectively, the "*Additional Transaction Documents*"):

(a) The Thirty-Eighth Supplemental Master Trust Indenture between the Corporation, and U.S. Bank National Association as master trustee (the "*Master Trustee*"), supplementing and amending the Master Trust Indenture (Amended and Restated) dated as of July 1, 2005 among the Corporation, certain other persons referred to therein as Obligated Group Members and the Master Trustee, providing for, among other things, the issuance thereunder of the Series 2017A Obligation; and

(b) the Direct Note Obligation, Series 2017A of the Corporation (the "*Series 2017A Obligation"*), which will be pledged as security for the Series 2017 Bonds, in an aggregate principal amount equal to the aggregate principal amount of the Series 2017 Bonds and with prepayment, maturity and interest rate provisions similar to the Series 2017 Bonds; and

(c) one or more Use Agreements (the "Use Agreement") between the Corporation and PHS or PCL under which PHS or PCL will make certain covenants relating to the use of the property financed or refinanced with the proceeds of the Series 2017 Bonds, all as more fully described in the Use Agreement;

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

Section 1. Findings. Based upon the representations of the Corporation, the Authority hereby makes the following findings and determinations with respect to the Corporation, the Series 2017 Bonds to be issued by the Authority and the facilities financed or refinanced with the proceeds of the Series 2017 Bonds:

(a) The Corporation is a not for profit corporation organized under the laws of the State of Iowa and is qualified to do business in the State of Iowa and is affiliated with PHS and PCL, each an Illinois not for profit corporation, qualified to do business in the State of Illinois;

(b) Each of the Corporation, PHS and PCL is a "*participating health institution*" (as defined in the Act) and PHS and/or PCL will operate the facilities financed or refinanced with the proceeds of the Series 2017 Bonds;

(c) The Corporation has properly filed with the Authority its request for assistance in providing funds to the Corporation and the funds will be used for the Financing Purposes, and the facilities financed or refinanced with the proceeds of the Series 2017 Bonds will be owned and operated by the Corporation, PHS and/or PCL and such facilities are included within the term "*project*" as defined in the Act;

(d) The facilities to be financed or refinanced with the proceeds of the Series 2017 Bonds do not include any institution, place or building used or to be used primarily for sectarian instruction or study or as a place for devotional activities or religious worship;

(e) The indebtedness to be refinanced with the proceeds of the Series 2017 Bonds was issued for purposes which constitute valid purposes under the Act, all of the proceeds of such indebtedness made available to PHS and PCL were expended to pay, or refinance indebtedness the proceeds of which were expended to pay, a portion of the cost of a "*project*" (as defined in the Act) owned or operated by the Corporation, PHS and/or PCL, such refinancing is in the public interest, alleviates a financial hardship of the Corporation, PHS and/or PCL and is permitted and authorized under the Act; and

(f) The Series 2017 Bonds are being issued for a valid purpose under and in accordance with the provisions of the Act.

Section 2. Series 2017 Bonds. In order to obtain the funds to loan to the Corporation to be used for the purposes aforesaid, the Authority hereby authorizes the issuance of the Series 2017 Bonds. The Series 2017 Bonds shall be issued under and secured by and shall have the terms and provisions set forth in the Loan Agreement in an aggregate principal amount not exceeding $20,000,000, excluding original issue discount or premium, if any. The Series 2017 Bonds may be issued in one or more series, of which any such series may be issued in two or more subseries, with such additional series or subseries designated in such manner as approved by the Authorized Officer (as defined herein) of the Authority, which approval shall be evidenced by such Authorized Officer's execution and delivery of the Loan Agreement.

The Series 2017 Bonds shall mature not later than 40 years from the date of their issuance, may be subject to serial maturities or mandatory bond sinking fund prepayment as provided in the Loan Agreement and shall bear interest at stated rates not exceeding 5.0% per annum. The Series 2017 Bonds shall be subject to optional and extraordinary prepayment and be payable all as set forth in the Loan Agreement.

The Series 2017 Bonds shall be issued only as fully registered bonds without coupons. The Series 2017 Bonds shall be executed on behalf of the Authority by the manual or facsimile signature of its Chairperson, its Vice Chairperson or its Executive Director and attested by the manual or facsimile signature of its Executive Director (if signed by its Chairperson or Vice Chairperson), Secretary or any Assistant Secretary, or any person duly appointed by the Members of the Authority to serve in such office on an interim basis, and may have the corporate seal of the Authority impressed manually or printed by facsimile thereon.

The Series 2017 Bonds shall be issued and sold by the Authority and purchased by the Lender at a purchase price of not less than 100% of the principal amount of such Series 2017 Bonds, excluding any original issue discount or premium, if any, plus accrued interest, if any.

The Series 2017 Bonds and the interest thereon shall be limited obligations of the Authority, payable solely from the income and revenues to be derived by the Authority pursuant to the Loan Agreement (except such income and revenues as may be derived by the Authority pursuant to certain reserved rights of the Authority set out in the Loan Agreement. The Series 2017 Bonds and the interest thereon shall never constitute a general obligation or commitment by the Authority to expend any of its funds other than (i) proceeds of the sale of the Series 2017 Bonds, (ii) the income and revenues derived by the Authority pursuant to the Loan Agreement and the Series 2017 Obligation and other amounts available under the Loan Agreement and (iii) any money arising out of the investment or reinvestment of said proceeds, income, revenue or receipts.

The Authority hereby delegates to the Chairperson or the Executive Director of the Authority or any other Authorized Officer (as hereinafter defined), the power and duty to make final determinations as to the principal amount, number of series or subseries of Series 2017 Bonds and any names or other designations therefor, dated date, maturities, purchase price, any mandatory sinking fund prepayment dates and amounts, optional and extraordinary prepayment provisions, and the interest rates of each series of the Series 2017 Bonds, all within the parameters set forth herein.

Section 3. Authority Documents. The Authority does hereby authorize and approve the execution (by manual or facsimile signature) by its Chairperson, Vice Chairperson, Executive Director, or General Counsel, 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 Loan Agreement. 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 Loan Agreement. The Loan Agreement shall be substantially in the form previously provided to and on file with the Authority and hereby approved, or with such changes therein as 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 any changes or revisions therein from such forms of the Loan Agreement and to constitute conclusive evidence of such Authorized Officer's approval and the Authority's approval of the terms of the Series 2017 Bonds and the purchase thereof.

Section 4. Additional Transaction Documents. The Authority does hereby approve the execution and delivery of the Additional Transaction Documents. The Additional Transaction Documents shall be in substantially the forms previously provided to and on file with the Authority and hereby approved, with such changes therein as shall be approved by, or in such final forms as are approved by, the Authorized Officer of the Authority executing the Loan Agreement, with such execution to constitute conclusive evidence of such Authorized Officer's approval and the Authority's approval of the final forms of the Additional Transaction Documents or any changes or revisions therein from such forms of the Additional Transaction Documents.

Section 5. 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, supplemental bond indentures, escrow agreements or other agreements providing for the payment of the existing loan related to the Project and any additional documents that may be necessary to provide for one or more additional series or subseries of Series 2017 Bonds and the acceptance of any continuing disclosure agreement of the Corporation pursuant to Rule 15c2-12 of the Securities Exchange Act of 1934, as amended) as may be necessary to carry out and comply with the provisions of these resolutions, the Loan Agreement and the Additional Transaction Documents, 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 these resolutions 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 Loan Agreement 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, 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 Loan Agreement.

Section 6. **Severability**. The provisions of this Final Bond 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 Final Bond Resolution.

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

Section 8. **Effectiveness**. This Final Bond Resolution shall be in full force and effect immediately upon its passage, as by law provided.

Adopted this 12th day of October, 2017 by roll call vote as follows:

Ayes:

Nays:

Abstain:

Absent:

Vacancy:

ILLINOIS FINANCE AUTHORITY

By: ______________________________

Executive Director

ATTEST:

____

Assistant Secretary