

**ILLINOIS FINANCE AUTHORITY
BOARD MEETING
Tuesday, May 10, 2011
Chicago, Illinois**

**COMMITTEE OF THE WHOLE
9:00 a.m.
Two Prudential Plaza - IFA Chicago Office
180 North Stetson Ave., Suite 2555
Chicago, Illinois**

AGENDA

- I. Call to Order & Roll Call
- II. Chairman's Remarks
- III. Message from the Executive Director (with attachments; Tab A)
- IV. Senior Staff Reports
- V. Committee Reports
- VI. Project Reports
- VII. Other Business
- VIII. Adjournment

**BOARD MEETING
10:30 a.m.
One Prudential Plaza Conference Center
130 East Randolph Ave., 7th Floor
Chicago, Illinois**

- I. Call to Order
- II. Chairman's Remarks
- III. Roll Call
- IV. Acceptance of Financial Statements and Minutes
- V. Project Approvals
- VI. Other Business
- VII. Adjournment

AGRICULTURE

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
Beginning Farmer Bonds						
<i>Final (One-Time Consideration)</i>						
1	A) Andrew J. & Jacqueline L. Colgan	Toulon (Stark County)	\$125,000	0	0	JS/LK
	B) Beginning Farmer Bond Amendment (John J. Traub)	Fairbury (Livingston County)	\$175,000	0	0	LK
Agri-Debt Guarantee						
<i>Final (One-Time Consideration)</i>						
2	Aaron Bertolino	Morrisonville (Christian County)	\$352,000	N/A	N/A	JS
3	Adam T. Bertolino	Morrisonville (Christian County)	\$380,000	N/A	N/A	JS
TOTAL AGRICULTURE PROJECTS			\$1,032,000	0	0	

BUSINESS AND INDUSTRY

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
Industrial Revenue Bonds						
<i>Preliminary</i>						
4	Mr. Fermin Adames, Sr., individually (on behalf of Tempco Electric Heater Corporation)	Wood Dale (DuPage County)	\$6,660,000	56	14	RF
TOTAL BUSINESS AND INDUSTRY			\$6,660,000	56	14	

HEALTHCARE

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
501(c)(3) Revenue Bonds						
<i>Preliminary</i>						
5	Swedish Covenant Hospital	Chicago (Cook County)	\$20,000,000	N/A	N/A	PL/NO
501(c)(3) Revenue Bonds						
<i>Final</i>						
6	Methodist Medical Center of Illinois	Peoria (Peoria County)	\$120,000,000	0	0	PL/NO
TOTAL HEALTHCARE PROJECTS			\$140,000,000	0	0	

HIGHER EDUCATION, CULTURAL AND OTHER NON-HEALTHCARE 501(c)(3)'s

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	FM
501(c)(3) Revenue Bonds						
<i>Preliminary</i>						
7	UNO Charter School Network, Inc. and United Neighborhood Organization	Chicago (Cook County)	\$65,000,000	N/A	N/A	RF
8	Sarah's Circle, Inc.	Chicago (Cook County)	\$1,275,000	10	25	RF/BF
TOTAL HIGHER EDUCATION, CULTURAL AND OTHER NON-HEALTHCARE 501 (c)(3)'s			\$66,275,000	10	25	
GRAND TOTAL			\$213,967,000	66	39	

RESOLUTIONS

Tab	Project Name	FM
Resolutions and Amendments		
9	Request for Financial Covenant Compliance Waiver for Agri-Business Guarantee (IFA Loan No. A-AI-TX-GT-6120)	RF
10	Participation Loan Update - PNC Bank - (IFA Loan No. B-LL-TX-582)	JS

EXECUTIVE DIRECTOR MESSAGE
TO BE DISTRIBUTED SEPARATELY

**Illinois Finance Authority
General Fund - Actual to Budget
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Budget April 2011	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2011	Budget YTD FY 2011	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2011	% of Budget Expended
REVENUE										
REST ON LOANS	66,484	84,734	(18,250)	-21.54%	818,576	974,945	(156,369)	-16.04%	1,146,121	71.42%
INVESTMENT INTEREST & GAIN(LOSS)	1,818	1,709	109	6.38%	42,968	17,090	25,878	151.42%	20,500	209.60%
ADMINISTRATIONS & APPLICATION FEES	17,263	263,949	(246,686)	-93.46%	4,147,595	3,042,038	1,105,557	36.34%	3,569,338	116.20%
QUAL ISSUANCE & LOAN FEES	39,777	52,892	(13,115)	-24.80%	471,772	485,995	(14,223)	-2.93%	582,892	80.94%
OTHER INCOME	6,878	6,878	-	0.00%	144,863	68,780	76,023	110.53%	82,537	175.44%
TOTAL REVENUE	132,220	410,162	(277,942)	-67.76%	5,625,714	4,588,848	1,036,866	22.60%	5,401,388	104.15%
EXPENSES										
EMPLOYEE RELATED EXPENSES	142,770	205,663	(62,893)	-30.58%	1,476,235	1,944,976	(468,741)	-24.10%	2,354,798	62.69%
CONTRIBUTION & TAXES	21,066	24,859	(3,793)	-15.26%	201,830	236,604	(34,774)	-14.70%	286,314	70.49%
PROPERTY HELP	-	417	(417)	-100.00%	1,382	4,170	(2,788)	-66.86%	5,000	27.64%
EDUCATION & DEVELOPMENT	231	1,667	(1,436)	-86.14%	6,294	16,667	(10,373)	-62.24%	20,000	31.47%
VEHICLE & AUTO	4,048	6,250	(2,202)	-35.23%	38,649	62,500	(23,851)	-38.16%	75,000	51.53%
TOTAL EMPLOYEE RELATED EXPENSES	168,115	238,856	(70,741)	-29.62%	1,724,390	2,264,917	(540,527)	-23.87%	2,741,112	62.91%
PROFESSIONAL SERVICES	30,442	20,833	9,609	46.12%	317,965	208,333	109,632	52.62%	250,000	127.19%
CONSULTING, LEGAL & ADMIN	8,147	10,875	(2,728)	-25.09%	96,285	108,750	(12,465)	-11.46%	130,500	73.78%
FINANCIAL EXPENSE & BANK FEE	26,418	26,326	92	0.35%	269,568	263,260	6,308	2.40%	315,904	85.33%
ACCOUNTING & AUDITING	71	2,083	(2,012)	-96.59%	13,296	20,830	(7,534)	-36.17%	25,000	53.18%
MARKETING GENERAL	23,750	31,250	(7,500)	-24.00%	160,208	312,500	(152,292)	-48.73%	375,000	42.72%
FINANCIAL ADVISORY	(910)	1,667	(2,577)	-154.59%	11,419	16,670	(5,251)	-31.50%	20,000	57.10%
REFERENCE/TRAINING	15,375	15,375	-	0.00%	123,899	153,750	(29,851)	-19.42%	184,500	67.15%
COMPUTER PROFESSIONAL SERVICES	5,334	4,583	751	16.39%	38,122	45,830	(7,708)	-16.82%	55,000	69.31%
TOTAL PROFESSIONAL SERVICES	108,627	112,992	(4,365)	-3.86%	1,030,762	1,129,923	(99,161)	-8.78%	1,355,904	76.02%

**Illinois Finance Authority
General Fund - Actual to Budget
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Budget April 2011	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2011	Budget YTD FY 2011	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2011	% of Budget Expended
CUPANCY COSTS										
OFFICE RENT	21,992	22,840	(848)	-3.71%	210,863	228,400	(17,537)	-7.68%	274,076	76.94%
EQUIPMENT RENTAL AND PURCHASES	1,084	1,700	(616)	-36.24%	17,349	17,000	349	2.05%	20,400	85.04%
TELECOMMUNICATIONS	3,884	5,050	(1,166)	-23.09%	29,386	50,500	(21,114)	-41.81%	60,600	48.49%
JILITIES	862	917	(55)	-6.00%	9,614	9,170	444	4.84%	11,000	87.40%
DEPRECIATION	2,022	4,109	(2,087)	-50.79%	26,059	41,090	(15,031)	-36.58%	49,305	52.85%
INSURANCE	1,942	1,900	42	2.21%	19,305	19,000	305	1.61%	22,800	84.67%
TOTAL OCCUPANCY COSTS	31,786	36,516	(4,730)	-12.95%	312,576	365,160	(52,584)	-14.40%	438,181	71.33%
GENERAL & ADMINISTRATION										
OFFICE SUPPLIES	3,794	4,458	(664)	-14.89%	31,548	44,580	(13,032)	-29.23%	53,500	58.97%
BOARD MEETING - EXPENSES	1,775	3,000	(1,225)	-40.83%	29,274	30,000	(726)	-2.42%	36,000	81.32%
PRINTING	762	542	220	40.68%	7,965	5,417	2,548	47.04%	6,500	122.54%
POSTAGE & FREIGHT	1,613	1,250	363	29.04%	14,127	12,500	1,627	13.02%	15,000	94.18%
MEMBERSHIP, DUES & CONTRIBUTIONS	884	2,708	(1,824)	-67.36%	29,180	27,080	2,100	7.75%	32,500	89.78%
PUBLICATIONS	380	250	130	52.00%	2,159	2,500	(341)	-13.64%	3,000	71.97%
OFFICERS & DIRECTORS INSURANCE	15,619	15,833	(214)	-1.35%	162,701	158,330	4,371	2.76%	190,000	85.63%
MISCELLANEOUS	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL GENL & ADMIN EXPENSES	24,827	28,041	(3,214)	-11.46%	276,954	280,407	(3,453)	-1.23%	336,500	82.30%
LOAN LOSS PROVISION/BAD DEBT	25,000	25,000	-	0.00%	575,568	250,000	325,568	130.23%	300,000	191.86%
OTHER	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
INTEREST EXPENSE	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL OTHER	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL EXPENSES	358,355	441,405	(83,050)	-18.81%	3,920,250	4,290,407	(370,157)	-8.63%	5,171,697	75.80%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	(226,135)	(31,243)	(194,892)	623.79%	1,705,464	298,441	1,407,023	471.46%	229,691	742.50%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TRANSFERS	-	-	-	0.00%	1,126,003	-	1,126,003	0.00%	-	0.00%
EVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
NET INCOME/(LOSS)	(226,135)	(31,243)	(194,892)	623.79%	2,831,467	298,441	2,533,026	848.75%	229,691	1232.73%

**Illinois Finance Authority
General Fund - Actual to Actual
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Actual April 2010	Current Month Variance Actual vs. Actual	Current % Variance	Actual YTD FY 2011	Actual YTD FY 2010	Year to Date Variance Actual vs. Actual	YTD % Variance
REVENUE								
INTEREST ON LOANS	66,484	78,836	(12,352)	-15.67%	818,576	853,024	(34,448)	-4.04%
INVESTMENT INTEREST & GAIN(LOSS)	1,818	3,620	(1,802)	-49.78%	42,968	36,131	6,837	18.92%
ADMINISTRATIONS & APPLICATION FEES	17,263	522,385	(505,122)	-96.70%	4,147,595	4,271,328	(123,733)	-2.90%
ANNUAL ISSUANCE & LOAN FEES	39,777	45,666	(5,889)	-12.90%	471,772	688,843	(217,071)	-31.51%
OTHER INCOME	6,878	7,701	(823)	-10.69%	144,803	221,755	(76,952)	-34.70%
TOTAL REVENUE	132,220	668,208	(525,988)	-79.91%	5,625,714	6,071,081	(445,367)	-7.34%
EXPENSES								
EMPLOYEE RELATED EXPENSES								
COMPENSATION & TAXES	142,770	219,789	(77,019)	-35.04%	1,476,235	2,289,683	(813,448)	-35.53%
BENEFITS	21,066	18,045	3,021	16.74%	201,830	232,420	(30,590)	-13.16%
TEMPORARY HELP	-	3,112	(3,112)	-100.00%	1,382	27,345	(25,963)	-94.95%
EDUCATION & DEVELOPMENT	231	-	231	0.00%	6,294	15,410	(9,116)	-59.16%
TRAVEL & AUTO	4,048	12,790	(8,742)	-68.35%	38,649	53,043	(14,394)	-27.14%
TOTAL EMPLOYEE RELATED EXPENSES	168,115	253,736	(85,621)	-33.74%	1,724,390	2,617,901	(893,511)	-34.13%
PROFESSIONAL SERVICES								
CONSULTING, LEGAL & ADMIN	30,442	15,850	14,592	92.06%	317,965	157,758	160,207	101.55%
LOAN EXPENSE & BANK FEE	8,147	9,446	(1,299)	-13.75%	96,285	100,023	(3,738)	-3.74%
ACCOUNTING & AUDITING	26,418	22,695	3,723	16.40%	269,568	233,691	35,877	15.35%
MARKETING GENERAL	71	72	(1)	-1.39%	13,296	5,852	7,444	127.20%
FINANCIAL ADVISORY	23,750	18,333	5,417	29.55%	160,208	183,330	(23,122)	-12.61%
CONFERENCE/TRAINING	(910)	3,359	(4,269)	0.00%	11,419	8,662	2,757	31.83%
MISC. PROFESSIONAL SERVICES	15,375	17,142	(1,767)	0.00%	123,899	107,332	16,567	0.00%
DATA PROCESSING	5,334	2,445	2,889	118.16%	38,122	41,400	(3,278)	-7.92%
TOTAL PROFESSIONAL SERVICES	108,627	89,342	19,285	21.59%	1,030,762	838,048	192,714	23.00%

**Illinois Finance Authority
General Fund - Actual to Actual
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Actual April 2010	Current Month Variance Actual vs. Actual	Current % Variance	Actual YTD FY 2011	Actual YTD FY 2010	Year to Date Variance Actual vs. Actual	YTD % Variance
OCCUPANCY COSTS								
OFFICE RENT	21,992	22,420	(428)	-1.91%	210,863	216,622	(5,759)	-2.66%
EQUIPMENT RENTAL AND PURCHASES	1,084	1,063	21	1.98%	17,349	24,579	(7,230)	-29.42%
TELECOMMUNICATIONS	3,884	3,879	5	0.13%	29,386	41,475	(12,089)	-29.15%
UTILITIES	862	994	(132)	-13.28%	9,614	9,861	(247)	-2.50%
DEPRECIATION	2,022	3,254	(1,232)	-37.86%	26,059	45,470	(19,411)	-42.69%
INSURANCE	1,942	1,665	277	16.64%	19,305	19,097	208	1.09%
TOTAL OCCUPANCY COSTS	31,786	33,275	(1,489)	-4.47%	312,576	357,104	(44,528)	-12.47%
GENERAL & ADMINISTRATION								
OFFICE SUPPLIES	3,794	4,001	(207)	-5.17%	31,548	35,624	(4,076)	-11.44%
BOARD MEETING - EXPENSES	1,775	3,207	(1,432)	-44.65%	29,274	25,488	3,786	14.85%
PRINTING	762	700	62	8.86%	7,965	6,107	1,858	30.42%
POSTAGE & FREIGHT	1,613	1,741	(128)	-7.35%	14,127	14,142	(15)	-0.11%
MEMBERSHIP, DUES & CONTRIBUTIONS	884	1,807	(923)	-51.08%	29,180	27,544	1,636	5.94%
PUBLICATIONS	380	248	132	53.23%	2,159	1,665	494	29.67%
OFFICERS & DIRECTORS INSURANCE	15,619	16,846	(1,227)	-7.28%	162,701	157,477	5,224	3.32%
MISCELLANEOUS	-	-	-	-	-	(245)	245	-
TOTAL GENL. & ADMIN EXPENSES	24,827	28,550	(3,723)	-13.04%	276,954	267,802	9,152	3.42%
LOAN LOSS PROVISION/BAD DEBT	25,000	25,000	-	0.00%	575,568	632,202	(56,634)	-8.96%
OTHER	-	-	-	0.00%	-	-	-	0.00%
INTEREST EXPENSE	-	-	-	0.00%	-	-	-	0.00%
TOTAL OTHER	-	-	-	0.00%	-	-	-	0.00%
TOTAL EXPENSES	338,355	429,903	(71,548)	-16.64%	3,920,250	4,713,057	(792,807)	-16.82%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	(226,135)	228,305	(454,440)	-199.05%	1,705,464	1,358,024	347,440	25.58%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%
TRANSFER	-	-	-	0.00%	1,126,003	80,608	1,045,395	1296.89%
REVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%
NET INCOME/(LOSS)	(226,135)	228,305	(454,440)	-199.05%	2,831,467	1,438,632	1,392,835	96.82%

Illinois Finance Authority
General Fund
Unaudited
Balance Sheet
for the Ten Months Ending April 30, 2011

		Actual April 2011
ASSETS		
CASH & INVESTMENTS, UNRESTRICTED	\$	28,938,794
RECEIVABLES, NET		28,932
LOAN RECEIVABLE, NET		14,524,570
OTHER RECEIVABLES		135,210
PREPAID EXPENSES		87,533
TOTAL CURRENT ASSETS		43,715,039
FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION		103,067
DEFERRED ISSUANCE COSTS		307,227
OTHER ASSETS		
CASH, INVESTMENTS & RESERVES		1,581,711
OTHER		(9,594)
TOTAL OTHER ASSETS		1,572,117
TOTAL ASSETS	\$	45,697,450
LIABILITIES		
CURRENT LIABILITIES	\$	1,574,789
LONG-TERM LIABILITIES		448,786
TOTAL LIABILITIES		2,023,575
EQUITY		
CONTRIBUTED CAPITAL		4,111,479
RETAINED EARNINGS		24,759,631
NET INCOME / (LOSS)		2,831,467
RESERVED/RESTRICTED FUND BALANCE		1,732,164
UNRESERVED FUND BALANCE		10,239,134
TOTAL EQUITY		43,673,875
TOTAL LIABILITIES & EQUITY	\$	45,697,450

**Illinois Finance Authority
Consolidated - Actual to Budget
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Budget April 2011	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2011	Budget YTD FY 2011	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2010	% of Budget Expended
REVENUE										
INTEREST ON LOANS	244,552	261,152	(16,600)	-6.36%	2,759,837	2,759,837	(222,052)	-8.05%	3,291,666	77.10%
INVESTMENT INTEREST & GAIN(LOSS)	47,198	60,707	(13,509)	-22.25%	584,007	607,070	(23,063)	-3.80%	728,492	80.17%
ADMINISTRATIONS & APPLICATION FEES	17,263	263,949	(246,686)	-93.46%	4,147,595	3,042,038	1,105,557	36.34%	3,569,338	16.20%
ANNUAL ISSUANCE & LOAN FEES	39,777	52,892	(13,115)	-24.80%	471,772	485,994	(14,222)	-2.93%	642,892	73.38%
OTHER INCOME	46,138	11,878	34,260	288.43%	1,227,210	118,780	1,108,430	933.18%	82,537	1486.86%
TOTAL REVENUE	394,928	650,578	(255,650)	-39.30%	8,968,369	7,013,719	1,954,650	27.87%	8,314,925	107.86%
EXPENSES										
EMPLOYEE RELATED EXPENSES										
COMPENSATION & TAXES	142,770	205,663	(62,893)	-30.58%	1,476,235	1,944,976	(468,741)	-24.10%	2,354,798	62.69%
BENEFITS	21,066	24,859	(3,793)	-15.26%	201,830	236,604	(34,774)	-14.70%	286,314	70.49%
TEMPORARY HELP	-	417	(417)	-100.00%	1,382	4,170	(2,788)	-66.86%	5,000	27.64%
EDUCATION & DEVELOPMENT	231	1,667	(1,436)	-86.14%	6,294	16,667	(10,373)	-62.24%	20,000	31.47%
TRAVEL & AUTO	4,048	6,250	(2,202)	-35.23%	38,649	62,500	(23,851)	-38.16%	75,000	51.53%
TOTAL EMPLOYEE RELATED EXPENSES	168,115	238,856	(70,741)	-29.62%	1,724,390	2,264,917	(540,527)	-23.87%	2,741,112	62.91%
PROFESSIONAL SERVICES										
CONSULTING, LEGAL & ADMIN	32,525	23,749	8,776	36.95%	338,795	237,493	101,302	42.65%	285,000	118.88%
LOAN EXPENSE & BANK FEE	261,470	264,206	(2,736)	-1.04%	2,128,727	2,242,654	(113,927)	-5.08%	2,771,070	76.82%
ACCOUNTING & AUDITING	28,264	28,422	(158)	-0.56%	288,026	284,220	3,806	1.34%	341,054	84.45%
MARKETING GENERAL	71	2,083	(2,012)	-96.59%	13,296	20,830	(7,534)	-36.17%	25,000	53.18%
FINANCIAL ADVISORY	23,750	31,250	(7,500)	-24.00%	160,208	312,500	(152,292)	-48.73%	375,000	42.72%
CONFERENCE/TRAINING	(910)	1,667	(2,577)	-154.59%	11,419	16,670	(5,251)	-31.50%	20,000	57.10%
MISC. PROFESSIONAL SERVICES	18,708	18,708	-	0.00%	168,065	187,080	(19,015)	-10.16%	224,500	74.86%
DATA PROCESSING	5,334	4,583	751	16.39%	38,122	45,830	(7,708)	-16.82%	55,000	69.31%
TOTAL PROFESSIONAL SERVICES	369,212	374,668	(5,456)	-1.46%	3,146,658	3,347,277	(200,619)	-5.99%	4,096,624	76.81%

**Illinois Finance Authority
Consolidated - Actual to Budget
Statement of Activities
for Period Ending
April 30, 2011**

	Actual April 2011	Budget April 2011	Current Month Variance Actual vs. Budget	Current % Variance	Actual YTD FY 2011	Budget YTD FY 2011	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2010	% of Budget Expended
OCCUPANCY COSTS										
OFFICE RENT	21,992	22,840	(848)	-3.71%	210,863	228,400	(17,537)	-7.68%	274,076	76.94%
EQUIPMENT RENTAL AND PURCHASES	1,084	1,700	(616)	-36.24%	17,349	17,000	349	2.05%	20,400	85.04%
TELECOMMUNICATIONS	3,884	5,050	(1,166)	-23.09%	29,386	50,500	(21,114)	-41.81%	60,600	48.49%
UTILITIES	862	917	(55)	-6.00%	9,614	9,170	444	4.84%	11,000	87.40%
DEPRECIATION	2,022	4,109	(2,087)	-50.79%	26,059	41,090	(15,031)	-36.58%	49,305	52.85%
INSURANCE	1,942	1,900	42	2.21%	19,305	19,000	305	1.61%	22,800	84.67%
TOTAL OCCUPANCY COSTS	31,786	36,516	(4,730)	-12.95%	312,576	365,160	(52,584)	-14.40%	438,181	71.33%
GENERAL & ADMINISTRATION										
OFFICE SUPPLIES	3,794	4,458	(664)	-14.89%	31,549	44,580	(13,031)	-29.23%	53,500	58.97%
BOARD MEETING - EXPENSES	1,775	3,000	(1,225)	-40.83%	29,274	30,000	(726)	-2.42%	36,000	81.32%
PRINTING	762	542	220	40.68%	7,966	5,417	2,549	47.06%	6,500	122.55%
POSTAGE & FREIGHT	1,613	1,250	363	29.04%	14,127	12,500	1,627	13.02%	15,000	94.18%
MEMBERSHIP, DUES & CONTRIBUTIONS	884	2,708	(1,824)	-67.36%	29,180	27,080	2,100	7.75%	32,500	89.78%
PUBLICATIONS	380	250	130	52.00%	2,159	2,500	(341)	-13.64%	3,000	71.97%
OFFICERS & DIRECTORS INSURANCE	15,619	15,833	(214)	-1.35%	162,701	158,330	4,371	2.76%	190,000	85.63%
MISCELLANEOUS	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TOTAL GENL & ADMIN EXPENSES	24,827	28,041	(3,214)	-11.46%	276,956	280,407	(3,451)	-1.23%	356,500	82.30%
LOAN LOSS PROVISION/BAD DEBT	25,000	116,666	(91,666)	-78.57%	570,983	1,166,660	(595,677)	-51.06%	1,400,000	40.78%
OTHER										
INTEREST EXPENSE	503	503	-	0.00%	5,311	5,312	(1)	-0.02%	6,317	84.07%
TOTAL OTHER	503	503	-	0.00%	5,311	5,312	(1)	-0.02%	6,317	84.07%
TOTAL EXPENSES	619,443	795,250	(175,807)	-22.11%	6,036,874	7,429,733	(1,392,859)	-18.75%	9,018,734	66.94%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	(224,515)	(144,672)	(79,843)	55.19%	2,931,495	(416,014)	3,347,509	-804.66%	(703,809)	-416.52%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
TRANSFERS TO STATE OF ILLINOIS	-	-	-	0.00%	(3,302,000)	-	(3,302,000)	0.00%	-	0.00%
REVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%	-	-
NET INCOME/(LOSS)	(224,515)	(144,672)	(79,843)	55.19%	(370,504)	(416,014)	45,510	-10.94%	(703,809)	52.64%

**Illinois Finance Authority
Consolidated
Statement of Activities
Comparison
for April 2011 and April 2010**

	Actual April 2011	Actual April 2010	Current Month Variance Actual vs. Actual	Current % Variance	Actual YTD FY 2011	Actual YTD FY 2010	Year to Date Variance Actual vs. Actual	YTD % Variance
REVENUE								
INTEREST ON LOANS	244,552	(84,094)	328,646	-390.81%	2,537,785	2,386,445	151,340	6.34%
INVESTMENT INTEREST & GAIN(LOSS)	47,198	(38,014)	85,212	-224.16%	584,007	559,831	24,176	4.32%
ADMINISTRATIONS & APPLICATION FEES	17,263	522,385	(505,122)	-96.70%	4,147,595	4,271,328	(123,733)	-2.90%
ANNUAL ISSUANCE & LOAN FEES	39,777	45,666	(5,889)	-12.90%	471,772	688,843	(217,071)	-31.51%
OTHER INCOME	46,138	31,777	14,361	45.19%	1,227,210	430,983	796,227	184.75%
TOTAL REVENUE	394,928	477,720	(82,792)	-17.33%	8,968,369	8,337,430	630,939	7.57%
EXPENSES								
EMPLOYEE RELATED EXPENSES								
COMPENSATION & TAXES	142,770	219,789	(77,019)	-35.04%	1,476,235	2,289,683	(813,448)	-35.53%
BENEFITS	21,066	18,045	3,021	16.74%	201,830	232,420	(30,590)	-13.16%
TEMPORARY HELP	-	3,112	(3,112)	-100.00%	1,382	27,345	(25,963)	-94.95%
EDUCATION & DEVELOPMENT	231	-	231	0.00%	6,294	15,410	(9,116)	0.00%
TRAVEL & AUTO	4,048	12,790	(8,742)	-68.35%	38,649	53,043	(14,394)	-27.14%
TOTAL EMPLOYEE RELATED EXPENSES	168,115	253,736	(85,621)	-33.74%	1,724,390	2,617,901	(893,511)	-34.13%
PROFESSIONAL SERVICES								
CONSULTING, LEGAL & ADMIN	32,525	16,833	15,692	93.22%	338,795	173,595	165,200	95.16%
LOAN EXPENSE & BANK FEE	261,470	(233,311)	494,781	-212.07%	2,128,727	1,760,803	367,924	20.90%
ACCOUNTING & AUDITING	28,264	24,741	3,523	14.24%	288,026	473,000	(184,974)	-39.11%
MARKETING GENERAL	71	72	(1)	0.00%	13,296	5,852	7,444	0.00%
FINANCIAL ADVISORY	23,750	18,333	5,417	29.55%	160,208	183,330	(23,122)	-12.61%
CONFERENCE/TRAINING	(910)	3,359	(4,269)	0.00%	11,419	8,662	2,757	0.00%
MISC. PROFESSIONAL SERVICES	18,708	20,475	(1,767)	0.00%	168,065	140,662	27,403	19.48%
DATA PROCESSING	5,334	2,445	2,889	118.16%	38,122	41,400	(3,278)	-7.92%
TOTAL PROFESSIONAL SERVICES	369,212	(147,053)	516,265	-35.107%	3,146,658	2,787,304	359,354	12.89%

**Illinois Finance Authority
Consolidated
Statement of Activities
Comparison
for April 2011 and April 2010**

	Actual April 2011	Actual April 2010	Current Month Variance Actual vs. Actual	Current % Variance	Actual YTD FY 2011	Actual YTD FY 2010	Year to Date Variance Actual vs. Actual	YTD % Variance
OCCUPANCY COSTS								
OFFICE RENT	21,992	22,420	(428)	-1.91%	210,863	216,621	(5,758)	-2.66%
EQUIPMENT RENTAL AND PURCHASES	1,084	1,063	21	1.98%	17,349	17,349		-29.42%
TELECOMMUNICATIONS	3,884	3,879	5	0.13%	29,386	41,475	(12,089)	-29.15%
UTILITIES	862	994	(132)	-13.28%	9,614	9,861	(247)	-2.50%
DEPRECIATION	2,022	3,254	(1,232)	-37.86%	26,059	45,470	(19,411)	-42.69%
INSURANCE	1,942	1,665	277	16.64%	19,305	19,097	208	1.09%
TOTAL OCCUPANCY COSTS	31,786	33,275	(1,489)	-4.47%	312,576	357,103	(44,527)	-12.47%
GENERAL & ADMINISTRATION								
OFFICE SUPPLIES	3,794	4,002	(208)	-5.20%	31,549	35,623	(4,074)	-11.44%
BOARD MEETING - EXPENSES	1,775	3,207	(1,432)	-44.65%	29,274	25,488	3,786	14.85%
PRINTING	762	700	62	8.86%	7,966	6,107	1,859	30.44%
POSTAGE & FREIGHT	1,613	1,741	(128)	-7.35%	14,127	14,142	(15)	-0.11%
MEMBERSHIP, DUES & CONTRIBUTIONS	884	1,807	(923)	-51.08%	29,180	27,544	1,636	5.94%
PUBLICATIONS	380	248	132	53.23%	2,159	1,665	494	29.67%
OFFICERS & DIRECTORS INSURANCE	15,619	16,846	(1,227)	-7.28%	162,701	157,477	5,224	3.32%
MISCELLANEOUS	-	-	-	0.00%	-	(245)	245	0.00%
TOTAL GENL & ADMIN EXPENSES	24,827	28,551	(3,724)	-13.04%	276,956	267,801	9,155	3.42%
LOAN LOSS PROVISION/BAD DEBT	25,000	25,000	-	0.00%	570,983	627,865	(56,882)	-9.06%
OTHER	503	550	(47)	-8.55%	5,311	5,784	(473)	-8.18%
INTEREST EXPENSE	503	550	(47)	-8.55%	5,311	5,784	(473)	-8.18%
TOTAL OTHER	503	550	(47)	-8.55%	5,311	5,784	(473)	-8.18%
TOTAL EXPENSES	619,443	194,059	425,384	219.20%	6,036,874	6,663,760	(626,886)	-9.41%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS) & TRANSFERS	(224,515)	283,661	(508,176)	-179.15%	2,931,495	1,673,670	1,257,826	75.15%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	-	-	-	0.00%	-	-	-	0.00%
TRANSFER TO STATE OF ILLINOIS	-	-	-	0.00%	(3,302,000)	-	(3,302,000)	0.00%
REVENUE GRANT	-	-	-	0.00%	-	-	-	0.00%
APPROPRIATIONS FROM STATE	-	-	-	0.00%	-	-	-	0.00%
NET INCOME/(LOSS)	(224,515)	283,661	(508,176)	-179.15%	(370,504)	1,673,670	(2,044,173)	-122.14%

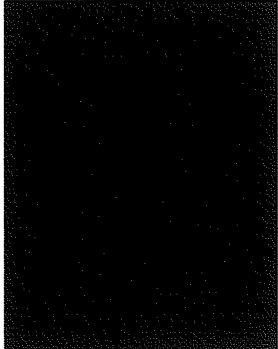
**Illinois Finance Authority
Consolidated
Unaudited
Balance Sheet
for the Ten Months Ending April 30, 2011**

	Actual April 2010	Actual April 2011
ASSETS		
CASH & INVESTMENTS, UNRESTRICTED	\$ 33,667,314	\$ 42,468,773
RECEIVABLES, NET	283,632	28,932
LOAN RECEIVABLE, NET	43,345,068	36,072,112
NOTES RECEIVABLE	45,808,874	38,719,874
OTHER RECEIVABLES	357,059	736,973
PREPAID EXPENSES	93,910	87,533
TOTAL CURRENT ASSETS	123,555,857	118,114,197
FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION	53,819	103,067
DEFERRED ISSUANCE COSTS	497,957	414,596
OTHER ASSETS		
CASH, INVESTMENTS & RESERVES	39,602,528	38,216,048
VENTURE CAPITAL INVESTMENTS	5,377,739	2,247,981
OTHER	2,999,998	3,028,402
TOTAL OTHER ASSETS	47,980,265	43,492,431
TOTAL ASSETS	\$ 172,087,898	\$ 162,124,291
LIABILITIES		
CURRENT LIABILITIES		
BONDS PAYABLE	1,653,792	1,702,337
OTHER LIABILITIES	54,385,000	46,900,000
	1,473,423	1,613,235
TOTAL LIABILITIES	57,512,215	50,215,572
EQUITY		
CONTRIBUTED CAPITAL	35,608,692	35,608,692
RETAINED EARNINGS	27,173,957	26,144,175
NET INCOME / (LOSS)	1,673,670	(370,504)
RESERVED/RESTRICTED FUND BALANCE	37,471,193	37,878,185
UNRESERVED FUND BALANCE	12,648,171	12,648,171
TOTAL EQUITY	114,575,683	111,908,719
TOTAL LIABILITIES & EQUITY	\$ 172,087,898	\$ 162,124,291





Illinois Finance Authority
 FY09 Audit Finding: Material
 Update as of April 30, 2011

Number of Material Findings - 1

Item Number	Description	Finding Type	Comments	Percentage Completed
09-01	Valuation of Venture Capital Investments	Significant Deficiency	<p>Auditor Recommendation: The IFA has not had an independent valuation of its venture capital investments since fiscal year 2006. We recommend the Authority obtain an independent valuation of the investment portfolio periodically in order to support the amounts recorded and disclosed in the financial statements. Authority Response: The Authority accepted the auditor's recommendation. The Authority has procured a vendor and the valuation of the venture capital portfolio is underway.</p>	10 20 30 40 50 60 70 80 90 100



Illinois Finance Authority
FY09 Audit Finding: Immaterial
Update as of April 30, 2011

Item Number	Description	Percentage Completed
Total Number of 4		10 20 30 40 50 60 70 80 95 100
FY 09 Immaterial Findings		
IM09-01	Failure to Report Revenue Bond Information to the Illinois Office of the Comptroller	
IM09-02	Inaccurate Agency Report of State Property (C-15)	
IM09-03	Lack of Disaster Contingency Testing to Ensure Recovery of Computer Systems	
IM09-04	Weaknesses Regarding the Security and Control of Confidential Information	



Bonds Issued and Outstanding as of April 30, 2011

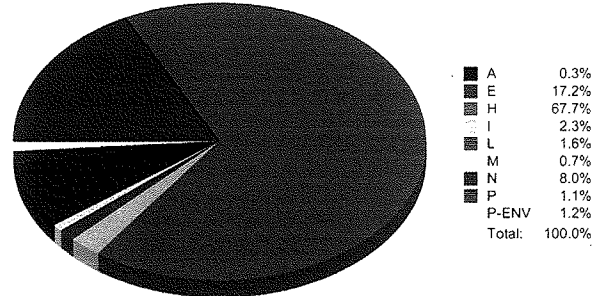
Bonds Issued Since Inception of Illinois Finance Authority

#	Market Sector	Principal Amount (\$)
331	Agriculture **	63,497,199
102	Education	4,014,598,100
324	Healthcare *	16,067,288,508
86	Industrial	931,142,853
27	Local Government	378,145,000
19	Multifamily/Senior Housing	175,417,900
133	501(c)(3) Not-for Profits	1,908,933,195
8	Exempt Facilities Bonds	275,700,000
9	Environmental issued under 20 ILCS 3515/9	326,630,000
		\$ 24,141,352,755

* Includes CCRC's

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

Bonds Issued Since Inception

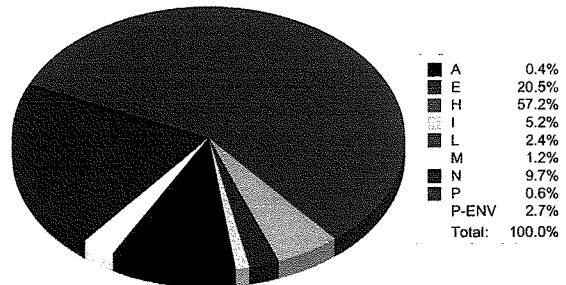


Schedule of Bonds Outstanding by Market Sector Includes IFA and it's Predecessor Authorities

Market Sector	Amount of Original Issue	Principal Outstanding
Agriculture	301,966,905	94,908,189
Education	5,735,685,730	5,154,454,877
Healthcare *	17,195,737,337	14,383,680,005
Industrial	1,599,342,853	1,316,361,020
Local Government	1,140,314,413	611,376,238
Multifamily/Senior Housing	742,915,396	304,819,753
501(c)(3) Not-for Profits	3,076,259,996	2,444,445,679
Exempt Facilities Bonds	155,360,000	155,160,000
Environmental issued under 20 ILCS 3515/9	770,475,000	672,925,921
	\$ 30,718,057,629	\$ 25,138,131,683

* Includes CCRC's

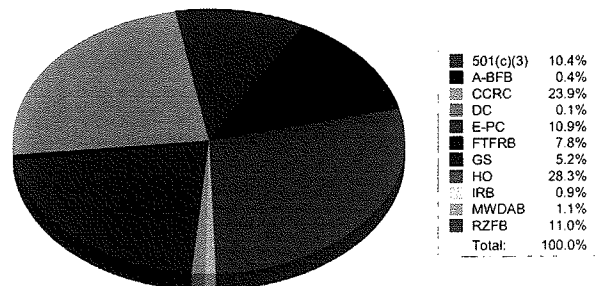
Principal Outstanding by Market Sector



Current Fiscal Year

#	Market Sector	Principal Issued
38	Agriculture - Beginner Farmer	6,713,314
4	Education	208,340,000
1	Financially Distressed Cities	1,985,000
1	Freight Transfer Facilities Bonds	150,000,000
1	Gas Supply	100,000,000
10	Healthcare - Hospital	542,820,000
5	Healthcare - CCRC	458,705,000
3	Industrial Revenue	17,329,184
1	Midwest Disaster Area Bonds	20,200,000
4	501(c)(3) Not-for-Profit	199,535,000
8	Recovery Zone Facilities Bonds	211,488,000
		\$ 1,917,115,498

Bonds Issued - Current Fiscal Year



Bonds Issued between July 01, 2010 and April 30, 2011

<u>Bond Issue</u>	<u>Date Issued</u>	<u>Initial Interest Rate</u>	<u>Principal Issued</u>	<u>Bonds Refunded</u>
A-BFB Beginner Farmer Bonds, Series 2011	07/01/2010	2.76% to 5.25%	6,713,314	0
HO NorthShore University HealthSystem, Series 2010	07/14/2010	2.00% to 5.25%	136,425,000	115,800,000
CCRC The Clare at Water Tower, Series 2010A&B	07/15/2010	5.10% to 6.125%	87,505,000	87,505,000
CCRC Christian Homes, Inc., Series 2010	07/29/2010	3.40% to 6.125%	25,000,000	8,090,000
IRB Bison Gear & Engineering Corporation, Series 2010	07/29/2010	VRB 0.32%	9,230,000	0
HO Institute for Transfusion Medicine, Series 2010	07/29/2010	VRB 3.60%	26,500,000	0
GS Peoples Gas Light and Coke Company, Series 2010A	08/18/2010	VRB 2.125%	50,000,000	0
RZFB Annex II, LLC - Rock City Development, Series 2010	08/24/2010	6.00%	4,585,000	0
CCRC Greenfields of Geneva, Series 2010A-C	08/31/2010	7.50% to 8.25%	117,600,000	9,185,000
HO Provena Health, Series 2010C&D	09/22/2010	VRB 0.29%	72,000,000	0
GS Peoples Gas Light and Coke Company, Series 2010B	10/05/2010	2.625%	50,000,000	50,000,000
IRB Fabrication Technologies, Inc., Series 2010	10/15/2010	DP-VRB	5,140,000	0
HO Little Company of Mary Hospital, Series 2010	10/20/2010	5.25% to 5.50%	72,000,000	0
HO Beloit Health System, Series 2010	10/21/2010	VRB	37,895,000	40,325,000
RZFB Navistar International Corporation, Series 2010	10/26/2010	6.50%	135,000,000	0
DC City of East St. Louis, Series 2010	10/26/2010	3.00%	1,985,000	1,650,000
HO Swedish Covenant Hospital, Series 2010	11/03/2010	DP 4.99%	20,000,000	0
HO University of Chicago Medical Center, Series 2010A&B	11/09/2010	VRB 0.24%	92,500,000	0
CCRC Admiral at the Lake, Series 2010A-E	11/19/2010	7.25% to 8.00%	202,350,000	0
RZFB BPJ Investments, LLC - Nueco, Inc., Series 2010	12/16/2010	DP-VRB 4.00%	2,803,000	0
HO Proctor Hospital, Series 2010	12/16/2010	DP-VRB 2.59202%	15,500,000	0
E-PC The Old Town School of Folk Music, Inc., Series 2010	12/20/2010	DP-VRB 4.25%	10,000,000	0
MWDAB KONE Centre, Series 2010	12/21/2010	DP-VRB 2.30%	20,200,000	0
FTFRB CenterPoint Joliet Terminal Railroad, Series 2010A&B	12/21/2010	DP-VRB 2.1074%	150,000,000	0
E-PC East-West University, Series 2010	12/22/2010	DP-VRB 2.025%	30,000,000	0
501(c)(3) Quest Academy, Series 2010	12/22/2010	DP-VRB 1.987016%	3,200,000	2,100,000
RZFB Rochelle Energy LLC, Series 2010	12/22/2010	DP 4.53%	10,000,000	0
E-PC Illinois College, Series 2010	12/23/2010	DP 4.22%	3,900,000	0
IRB Alef Sausage, Series 2010	12/23/2010	DP 4.25%	2,959,184	0
HO Silver Cross Hospital & Medical Center, Series 2010	12/27/2010	DP-VRB 1.1973%	25,000,000	0
501(c)(3) St. Francis High School College Preparatory, Series 2010	12/28/2010	DP-VRB 2.18%	4,500,000	0
RZFB JH Naperville Hotel, LLC, Series 2010	12/28/2010	5.16%	30,000,000	0
RZFB 1200 Internationale Parkway, LLC, Series 2010	12/28/2010	DP-VRB 3.97%	3,500,000	0
CCRC Mercy Circle, Series 2010	12/29/2010	DP-VRB 2.10%	26,250,000	0
RZFB SMART Hotels/Olympia Chicago, Series 2010	12/30/2010	DP-VRB 1.9876%	21,500,000	0
RZFB Mayo Properties, LLC, Series 2010	12/30/2010	DP-VRB 3.825%	4,100,000	0
E-PC DePaul University, Series 2011A&B	02/02/2011	5.25% to 6.125%	164,440,000	50,600,000
501(c)(3) CHF-Normal, LLC-Illinois State University, Series 2011	02/23/2011	5.50% to 7.00%	59,610,000	0
501(c)(3) CHF-DeKalb, LLC-Northern Illinois University, Series 2011	03/10/2011	5.125% to 6.875%	132,225,000	18,825,000
HO Sarah Bush Lincoln Health Center, Series 2011	03/18/2011	DP-VRB 3.60%	45,000,000	23,560,000
Total Bonds Issued in Fiscal Year 2011			\$ 1,917,115,498	\$ 407,640,000

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

<u>Borrower</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>Acres</u>	<u>County</u>
Stortzum, Brent A.	07/21/2010	4.25%	157,500	38.00	Effingham
Tolley, Daniel Steven	07/23/2010	4.50%	106,900	82.30	Knox
Justison, Keri L.	07/30/2010	4.25%	249,736	106.00	Montgomery
Justison, David M.	07/30/2010	4.25%	249,736	106.00	Montgomery
Will, Richard & Linda	07/30/2010	4.00%	206,712	71.30	Cumberland
Smithenry, Eric J.	07/30/2010	4.25%	135,000	20.00	Jasper
Stinnett, Sean & Cheryl	08/05/2010	4.75%	224,000	52.84	Macoupin
Alt, Lawrence & Loretta	08/12/2010	4.00%	100,000	26.67	Vermilion
Alt, James & Jo Ellen	08/12/2010	4.00%	102,667	26.67	Vermilion
Kopplin, Seth A.	08/16/2010	4.00%	184,000	73.62	Effingham
Mellendorf, Mark	09/21/2010	4.25%	25,200	20.00	Clay
Gittleson, Brock	09/21/2010	4.46%	207,500	50.00	Lee
Fritschle, Derek	10/07/2010	4.00%	125,000	78.00	Richland
Stahl, Rodney Lynn	10/25/2010	4.00%	122,500	50.00	Stark
Stahl, Kendall	10/25/2010	4.50%	137,500	50.00	Stark
Rosenthal, Darin T.	10/29/2010	4.00%	250,000	80.00	Montgomery
Stephens, Derek & Brynn	11/05/2010	3.50%	240,000	60.00	Livingston
Stephens, Douglas & Cindy	11/05/2010	3.50%	240,000	60.00	Livingston
Richter, Brett Alan	11/05/2010	2.76%	120,000	46.00	Clinton
Truckenbrod, Steven	11/18/2010	5.25%	104,000	40.00	Ogle
Elliott, Lee Wayne & Latisha	11/30/2010	4.25%	112,000	80.00	Jasper
McLaughlin, Wade C.	12/27/2010	4.67%	150,000	60.70	Henry
Ridgely, Jordan	12/27/2010	3.95%	316,000	149.00	Hamilton
Werkheiser, Wade	12/27/2010	3.90%	345,330	161.00	Henry
Mattingly II, Douglas E.	12/27/2010	3.75%	77,120	30.00	Edgar
Waldrop, Ryan D. & Heather D.	12/28/2010	4.25%	237,268	130.60	Lawrence
Rich, Travis Wesley	03/01/2011	3.90%	146,667	26.66	Crawford
Maedge, Travis M.	03/08/2011	2.76%	171,928	40.00	Madison
Goebel, Greg & Krystal	03/16/2011	3.75%	114,000	60.00	Jasper
Goebel, Thad & Lindsay	03/16/2011	3.75%	98,000	60.00	Jasper
King, Rodney & Christine	03/28/2011	4.25%	80,000	40.00	Stark
Dotson, Joshua & Bonnie	03/30/2011	4.25%	125,000	31.00	Will
Vandersnick, Kane Richard	04/12/2011	4.50%	326,000	116.00	Henry
Berg, Kurt A.	04/29/2011	4.00%	218,000	98.00	Clay
Cox, Kevin & Lindsay	04/29/2011	5.00%	124,600	60.00	Mercer
Huber, Craig & Cara	04/29/2011	3.95%	295,450	70.50	Carroll
Mickley, James V.	04/29/2011	4.50%	248,000	120.00	Henry
Purdum, Cody A.	04/29/2011	4.35%	240,000	32.00	McHenry

Total Beginner Farmer Bonds Issued \$ 6,713,314 2,502.86

<u>AG Debt Restructuring Guarantee</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>State Guarantee</u>
Nelson, Kenneth	11/08/2010	6.00%	410,000	348,500
Total AG Debt Restructuring Guarantee			<u>\$ 410,000</u>	<u>\$ 348,500</u>

<u>AG Farm Purchase Guarantee</u>	<u>Date Funded</u>	<u>Initial Interest Rate</u>	<u>Loan Proceeds</u>	<u>State Guarantee</u>
Kerber, Gregory & Jan	10/28/2010	5.85%	500,000	425,000
Total AG Farm Purchase Guarantee			<u>\$ 500,000</u>	<u>\$ 425,000</u>
Total Agriculture Guarantees			<u>\$ 910,000</u>	<u>\$ 773,500</u>

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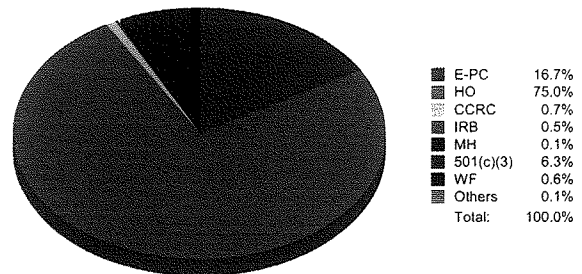
Bonds Issued - Calendar Year Comparison

Calendar Year 2009

#	Market Sector	Principal Issued
76	Agriculture - Beginner Farmer	14,630,816
9	Education - Private College	786,245,000
26	Healthcare - Hospital	3,526,456,927
2	Healthcare - CCRC	31,034,820
3	Industrial Revenue	24,000,000
1	Multifamily/Senior Housing	5,700,000
11	501(c)(3) Not-for-Profit	295,436,458
1	Exempt Facilities Bonds	28,500,000
1		4,460,000
92		\$4,709,148,613

Bonds Issued in 2009

[Excludes Beginner Farmer Bonds]

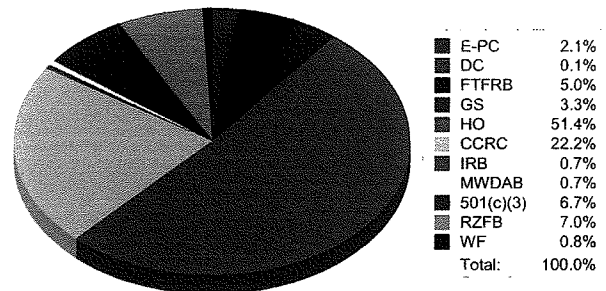


Calendar Year 2010

#	Market Sector	Principal Issued
104	Agriculture - Beginner Farmer	18,748,994
5	Education - Private College	64,000,000
1	Financially Distressed Cities	1,985,000
1	Freight Transfer Facilities Bonds	150,000,000
2	Gas Supply	100,000,000
20	Healthcare - Hospital	1,545,643,433
7	Healthcare - CCRC	667,855,000
4	Industrial Revenue	20,029,184
1	Midwest Disaster Area Bonds	20,200,000
8	501(c)(3) Not-for-Profit	203,041,062
8	Recovery Zone Facilities Bonds	211,488,000
1	Exempt Facilities Bonds	25,000,000
110		\$3,018,616,176

Bonds Issued in 2010

[Excludes Beginner Farmer Bonds]

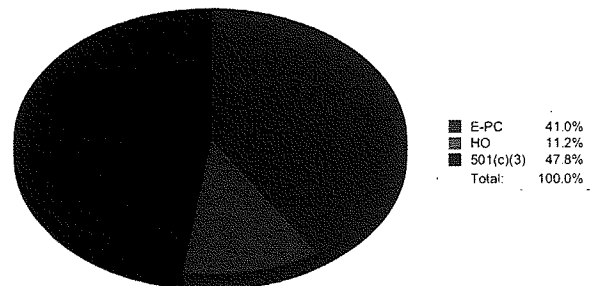


Calendar Year 2011

#	Market Sector	Principal Issued
12	Agriculture - Beginner Farmer	2,187,645
1	Education - Private College	164,440,000
1	Healthcare - Hospital	45,000,000
2	501(c)(3) Not-for-Profit	191,835,000
16		\$403,462,645

Bonds Issued in 2011

[Excludes Beginner Farmer Bonds]



includes all transactions; bond sales as posted on EMMA and Direct Purchases.

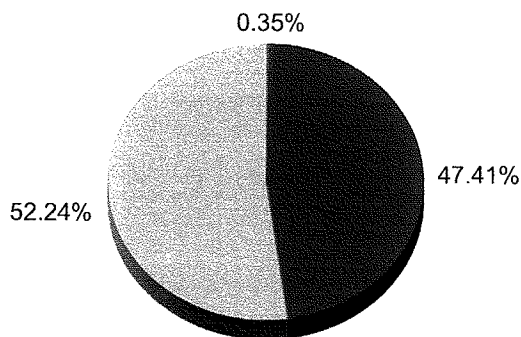


Illinois Finance Authority

Fiscal Year 2011

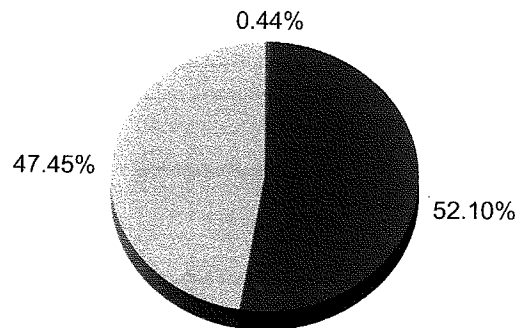
Market Sector	Principal Amount (\$)	New Money (\$)	#	Revenue (\$)
Agriculture	\$ 6,713,314.00	\$ 6,713,314.00	38	\$ 73,366.45
Business/Higher Ed/Non-Profit	908,877,183.67	787,352,183.67	15	2,246,380.67
Healthcare/CCRC's	1,001,525,000.00	717,060,000.00	24	1,638,050.00
	\$ 1,917,115,497.67	\$ 1,511,125,497.67	77	\$ 3,957,797.12

Principal Amount (\$)



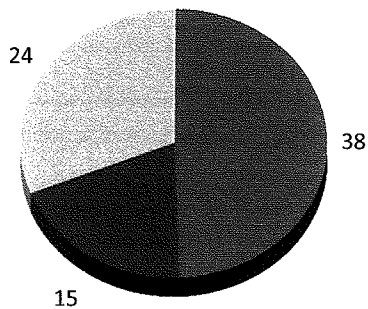
- Agriculture
- Business/Higher Ed/Non-Profit
- Healthcare/CCRC's

New Money Principal(\$)



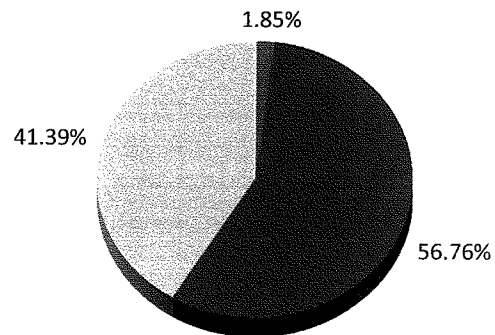
- Agriculture
- Business/Higher Ed/Non-Profit
- Healthcare/CCRC's

of Projects



- Agriculture
- Business/Higher Ed/Non-Profit
- Healthcare/CCRC's

Revenue (\$)



- Agriculture
- Business/Higher Ed/Non-Profit
- Healthcare/CCRC's

ILLINOIS FINANCE AUTHORITY
Schedule of Debt ^(a)

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

Section I (a)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2010	April 30, 2011		
Illinois Finance Authority "IFA" ^(b)				
318	Agriculture	\$ 46,455,000	\$ 52,854,000	
89	Education	3,721,552,000	3,790,381,000	
235	Healthcare	10,852,168,000	11,567,977,000	
74	Industrial Development (includes Recovery Zone/Midwest Disaster)	345,870,000	827,380,000	
22	Local Government	264,060,000	252,995,000	
18	Multifamily/Senior Housing	157,979,000	159,482,000	
98	501(c)(3) Not-for Profits	1,313,239,000	1,398,896,000	
5	Exempt Facilities Bonds	130,500,000	130,300,000	
859	Total IFA Principal Outstanding	\$ 16,831,823,000	\$ 18,180,265,000	
Illinois Development Finance Authority "IDFA" ^(b)				
3	Education	42,196,000	20,661,000	
5	Healthcare	404,660,000	218,845,000	
68	Industrial Development	562,917,000	488,981,000	
33	Local Government	386,034,000	338,161,000	
16	Multifamily/Senior Housing	147,219,000	145,338,000	
99	501(c)(3) Not-for Profits	1,025,002,000	971,005,000	
1	Exempt Facilities Bonds	24,860,000	24,860,000	
222	Total IDFA Principal Outstanding	\$ 2,592,888,000	\$ 2,207,851,000	
Illinois Rural Bond Bank "IRBB" ^(b)				
17	Bond Bank Revenue Bonds	26,385,000	20,220,000	
-	Conduit Debt	2,390,000	-	
17	Total IRBB Principal Outstanding	\$ 28,775,000	\$ 20,220,000	
97	Illinois Health Facilities Authority "IHFA"	\$ 2,908,471,000	\$ 2,596,858,000	
49	Illinois Educational Facilities Authority "IEFA"	\$ 1,446,134,000	\$ 1,417,957,000	
561	Illinois Farm Development Authority "IFDA" ^(f)	\$ 42,055,000	\$ 42,055,000	
1,805	Total Illinois Finance Authority Debt	\$ 23,850,146,000	\$ 24,465,206,000	\$ 28,150,000,000

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

Section I (b)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2010	April 30, 2011		
General Purpose Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/801-40(w)]				
17	Issued through IRBB - Local Government Pools	\$ 26,385,000	\$ 20,220,000	
7	Issued through IFA - Local Government Pools	28,000,000	26,680,000	
2	Issued through IFA - Illinois Medical District Commission	40,000,000	39,640,000	
26	Total General Moral Obligations	\$ 94,385,000	\$ 86,540,000	\$ 150,000,000
Financially Distressed Cities Moral Obligations				
Illinois Finance Authority Act [20 ILCS 3501/825-60]				
2	Issued through IFA	\$ 2,395,000	\$ 3,825,000	
1	Issued through IDFA	4,660,000	3,565,000	
3	Total Financially Distressed Cities	\$ 7,055,000	\$ 7,390,000	\$ 50,000,000
State Component Unit Bonds ^(c)				
17	Issued through IRBB	\$ 26,385,000	\$ 20,220,000	
2	Issued through IDFA ^(j)	94,075,000	82,090,000	
2	Issued through IFA ^(j)	91,198,000	81,367,000	
21	Total State Component Unit Bonds	\$ 211,658,000	\$ 183,677,000	

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

Section I (c)	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2010	April 30, 2011		
1	Midwest Disaster Bonds [Flood Relief]	\$ -	\$ 20,200,000	\$ 1,515,271,000
				\$ 1,495,071,000

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

Section I (d)	ARRA Act of 2009 Volume Cap Allocated ^(h)	City/Counties Ceded Voluntarily to IFA	Bonds Issued as of April 30, 2011	Available "Ceded" Volume Cap
	-	Recovery Zone Economic Development Bonds;	\$ 666,972,000	\$ 16,940,000
8	Recovery Zone Facilities Bonds	\$ 1,000,457,000	\$ 292,400,000	\$ 73,698,000
-	Qualified Energy Conservation Bonds	\$ 133,846,000	\$ -	\$ -

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

Section II	Principal Outstanding		Program Limitations	Remaining Capacity
	June 30, 2010	April 30, 2011		
Illinois Power Agency	\$ -	\$ -	\$ 4,000,000,000	\$ 4,000,000,000

ILLINOIS FINANCE AUTHORITY
Schedule of Debt ^(a)

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		Program Limitations	Remaining Capacity
	June 30, 2010	April 30, 2011		
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		Program Limitations	Remaining Capacity	State Exposure
	June 30, 2010	April 30, 2011			
Agri Debt Guarantees [Restructuring Existing Debt]	\$ 20,300,000	\$ 17,072,000	\$ 160,000,000	\$ 142,928,000	\$ 14,494,000
91 Fund # 994 - Fund Balance \$ 9,940,751					
AG Loan Guarantee Program	\$ 47,229,000	\$ 42,725,000	\$ 225,000,000 ^(e)	\$ 182,275,000	\$ 30,739,000
50 Fund # 205 - Fund Balance \$ 7,651,586					
11 Agri Industry Loan Guarantee Program	\$ 11,104,000	\$ 10,198,000			8,668,000
1 Renewable Fuels	24,445,000	23,093,000			14,052,000
2 Farm Purchase Guarantee Program	491,000	991,000			842,000
25 Specialized Livestock Guarantee Program	8,625,000	6,021,000			5,118,000
11 Young Farmer Loan Guarantee Program	2,564,000	2,422,000			2,059,000
141 Total State Guarantees	\$ 67,529,000	\$ 59,797,000	\$ 385,000,000	\$ 325,203,000	\$ 45,233,000

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

Section V		Fund #	Principal Outstanding		Appropriation Fiscal Year 2011	Fund Balance
			June 30, 2010	April 30, 2011		
116	Fire Truck Revolving Loan Program	572	\$ 18,730,135	17,486,608	\$ 6,003,342	2,645,428
10	Ambulance Revolving Loan Program	334	\$ 993,200	832,213	\$ 7,006,800	590

Note: Due to deposits in transit, the Cash Balance at the Illinois Office of the Comptroller may differ from the Illinois Finance Authority's General Ledger.

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

Section VI		Principal Outstanding		Program Limitations	Remaining Capacity
		June 30, 2010	April 30, 2011		
Environmental [Large Business]					
9 Issued through IFA		316,440,000	\$ 316,031,000		
19 Issued through IDFA		372,065,000	358,895,000		
28 Total Environmental [Large Business]		\$ 688,505,000	\$ 672,926,000	\$ 2,425,000,000	\$ 1,752,074,000
Environmental [Small Business]					
28 Total Environment Bonds Issued under Act		\$ 688,505,000	\$ 672,926,000	\$ 2,500,000,000	\$ 1,827,074,000

Illinois Finance Authority Funds at Risk

Section VII	#	Participation Loans	Original Amount	Principal Outstanding	
				June 30, 2010	April 30, 2011
48	Business & Industry		23,020,157.95	17,018,322.85	13,380,187.83
17	Agriculture		6,079,859.01	4,969,295.79	3,838,748.70
65	Participation Loans excluding Defaults & Allowances		\$ 29,100,016.96	\$ 21,987,618.64	\$ 17,218,936.53
				Plus: Legacy IDFA Loans in Default	1,143,112.67
				Less: Allowance for Doubtful Accounts	3,837,479.12
				Total Participation Loans	\$ 14,524,570.08
1	Illinois Facility Fund		\$ 1,000,000.00	\$ 1,000,000.00	1,000,000.00
4	Local Government Direct Loans		\$ 1,289,750.00	\$ 309,303.50	255,526.74
5	FmHA Loans		\$ 963,250.00	\$ 495,772.95	315,180.10
2	Renewable Energy [RED Fund]		\$ 2,000,000.00	\$ 1,755,664.28	1,683,175.69
77	Total Loans Outstanding		\$ 34,353,016.96	\$ 25,548,359.37	\$ 17,778,452.61

(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) Midwest Disaster Bonds - Illinois Counties eligible for Midwest Disaster Bonds include Adams, Calhoun, Clark, Coles, Crawford, Cumberland, Douglas, Edgar, Hancock, Henderson, Jasper, Jersey, Lake, Lawrence, Mercer, Rock Island, Whiteside and Winnebago.

(h) Recovery Zone 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) IFA is working with all of the 110 entities to encourage voluntary waivers to ensure that these resources are used to support project financing before the program expires on December 31, 2010.

(j) Includes EPA Clean Water Revolving Fund



**MINUTES OF THE APRIL 12, 2011, MEETING OF THE COMMITTEE OF THE
WHOLE OF THE BOARD OF DIRECTORS OF THE ILLINOIS FINANCE AUTHORITY**

The Board of Directors (the "Board") of the Illinois Finance Authority (the "IFA"), pursuant to notice duly given, held a Committee of the Whole Meeting at 9:30 a.m. on April 12, 2011, at the Chicago Office of the IFA at 180 North Stetson, Suite 2555, Chicago, IL 60601.

<p>Members Present:</p> <ol style="list-style-type: none"> 1. William A. Brandt, Jr., Chairman 2. Dr. William Barclay 3. Gila J. Bronner 4. Ronald E. DeNard 5. James J. Fuentes 6. Terrence M. O'Brien 7. Heather D. Parish 8. Bradley A. Zeller <p>Via Telephone:</p> <ol style="list-style-type: none"> 9. Michael W. Goetz, Vice Chairman (joined at 10:00 a.m.) 	<p>Members Absent:</p> <ol style="list-style-type: none"> 10. John "Jack" Durburg 11. Norman M. Gold 12. Edward H. Leonard, Sr. 13. Dr. Roger D. Herrin 14. Roger E. Poole <p>Vacancies: One</p>	<p>Staff Present:</p> <p>Christopher B. Meister, Executive Director Brendan M. Cournane, General Counsel Richard K. Frampton, Vice President Pamela A. Lenane, Vice President Arthur S. Friedson, Chief HR Officer Ximena Granda, Asst. CFO Norma Sutton, Procurement Officer Brad R. Fletcher, Legal/Financial Analyst Nora O'Brien, Legal/Financial Analyst Ahad F. Syed, Asst. Board Sect. /Admin. Asst.</p> <p>Staff Participating by Telephone:</p> <p>Jim Senica, Sr. Funding Manager</p> <p>IFA Advisors Present:</p> <p>Lois Scott, President, Scott Balice Strategies Courtney Shea, Sr. VP, Acacia Financial Group Fiona McCarthy, Assoc., Acacia Financial Group Shannon Williams, Assoc., Scott Balice Strategies</p>
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GENERAL BUSINESS

Call to Order and Roll Call

Chairman Brandt called the meeting to order at 9:40 a.m. with the above Members present. He welcomed Members of the Board, IFA staff and IFA financial advisors present at the meeting. The Chairman asked Assistant Board Secretary, Mr. Syed, to call the roll. There being eight (8) Members physically present, Mr. Syed declared the quorum met.

Chairman's Remarks

The Chairman explained that the starting time for the Committee of the Whole Meeting was moved from 8:30 a.m. to 9:30 a.m. due to the reduced size of the meeting agenda. Chairman Brandt asked the Executive Director, Christopher Meister, to present his report.

Executive Director's Presentation

Director Meister thanked the Chairman and began his presentation. Director Meister explained that Mr. Joseph McInerney has resigned from the Illinois Finance Authority Board and the Authority thanks him for his service and wishes him luck in his future endeavors.

Director Meister stated that at a time of record low issuance volume across the municipal market, the Authority had successfully closed over \$402 Million in the first quarter of calendar year 2011.

The Director explained that the National Commission on Fiscal Responsibility has recommended ending the tax-exempt status of municipal bonds in connection with a proposed overhaul of the Internal Revenue Code. IFA is monitoring policy developments through professional organizations including the Council of Development Finance Agencies, the National Association of Health and Education Facilities Finance Authorities and the National Association of Bond Lawyers.

Director Meister thanked Ms. Bronner, Chair of the Audit Committee for her work in helping IFA eliminate certain audit findings.

The Director explained that he recently did an interview with *The Bond Buyer* regarding an out-of-state issuer that is attempting to issue tax-exempt conduit debt in Illinois and various other states. Director Meister explained that the IFA believes the presence of such entities brings into question important matters such as transparency and accountability. The IFA supports a strengthened Host TEFRA process recently enacted by the Illinois General Assembly to enhance accountability.

Chairman Brandt thanked Director Meister for his report and asked Ms. Granda to present the financial report.

Financial Reports

Ms. Granda presented her report on the financials.

She explained that the gross revenue year-to-date for March 2011 was \$5.493 Million or \$1.315 Million over budget. Total operating expenses were \$3.562 Million or \$287,107 under budget. Year-to-date net income through March 2011 was \$3.058 Million or \$2.729 Million higher than budget and \$1.847 Million higher than the same period last fiscal year.

Ms. Granda explained that the Auditor General has dropped two material audit findings. This reduces the total number of material findings submitted by the Office of the Auditor General to eight and the number of immaterial findings to two. The findings were submitted on March 30, 2011. The anticipated date for the entrance conference for FY11 audit is May 16, 2011.

Chairman Brandt thanked Ms. Granda and asked for Mr. Cournane's report on the Bond Watch List.

Bond Watch List Report

Mr. Cournane reported that a borrower whom originated a now troubled agricultural loan through Litchfield National Bank moved the Authority into an inferior position without IFA's consent. The IFA has notified the Bank, with the advice of outside counsel, that this action is unacceptable.

Mr. Cournane explained that the IFA has also requested a pay down of collateral in regards to a now troubled loan originating through Flanagan State Bank.

Chairman Brandt thanked Mr. Cournane for his report. The Chairman expressed his concern regarding the loan portfolio and noted that the IFA should attempt to cover the costs of these troubled Participation Loans through its own funds rather than appropriated funds. Director Meister expressed his agreement.

There was limited discussion regarding other participation loans and exposure risk.

Chairman Brandt then asked for the Committee Reports.

Committee Reports

Chairman Brandt asked Mr. Zeller to present his report of the Agriculture Committee.

Agriculture Committee

Mr. Zeller explained that the agriculture lending business has recently experienced a positive upswing. As a result, many farmers may opt for conventional loans. Mr. Zeller reported that the Agriculture Committee recommended approval all three Beginning Farmer Bonds on today's agenda.

Chairman Brandt thanked Mr. Zeller for his report and asked Dr. Barclay for the report of the Healthcare Committee.

Healthcare Committee

Dr. Barclay deferred to Ms. Lenane to explain the Medicaid Vendor Payment Program. Ms. Lenane thanked Dr. Barclay and began her report. Ms. Lenane explained the details of the Program to the Members of the Board. Ms. Lenane reported that the IFA had collaborated closely with Katten Muchin Rosenman LLP. Additionally, Ms. Lenane noted that the deadline for vendor applications will be extended.

Chairman Brandt thanked Ms. Lenane for the Healthcare Committee report and asked for the Project Reports.

Project Reports

Agriculture

Mr. Senica presented the following projects for consideration:

No. 1A: Cody A. Purdom – \$240,000 – 1/3 interest in 95 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$240,000. Bond proceeds, along with other funds, will be used to acquire an approximately 1/3 undivided interest in 95 acres of farmland located in unincorporated McHenry County, near Marengo, IL.

No. 1B: John J. Traub – \$175,000 – 40 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$175,000. Bond proceeds, along with other funds, will be used to acquire approximately 40 acres of farmland located in unincorporated Livingston County, near Fairbury, IL.

No. 1C: Kurt A. Berg – \$218,000 – 98 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$218,000. Bond proceeds, along with other funds, will be used to acquire 98 acres of land and refinance an interim loan for farmland located in unincorporated Clay County, near Mason, IL.

Higher Education, Cultural and Other Non-Healthcare 501(c)(3)'s

Mr. Fletcher presented the following project for consideration:

No. 2: Columbia College Chicago - \$15,000,000 – Final

Columbia College Chicago (“Columbia”) is requesting approval of a Final Bond Resolution in an amount not-to-exceed \$15,000,000. Bond proceeds will enable Columbia to: (i) refund up to 100% of the outstanding balance of IFA Series 1998 Bonds; and (ii) pay costs of issuance.

Healthcare

Ms. Lenane presented the following project for consideration:

No. 3: University of Chicago Medical Center - \$182,500,000 – Final (One-Time Consideration)

The University of Chicago Medical Center (“UCMC”) is requesting approval of a Final Bond Resolution in an amount not-to-exceed \$182,500,000. Bond Proceeds will enable UCMC to: (i) acquire, construct and equip a New Hospital Pavilion consisting of ten floors and a lower level, with two-level mechanical penthouse and a helipad on the roof at its medical campus in Chicago; (ii) reimburse UCMC for previously incurred capital expenditures; (iii) pay capitalized interest; (iv) fund any original issue discount or premium, if applicable; and (v) pay costs of issuance.

Resolutions

Mr. Senica presented the following resolution for consideration:

No. 4: Request to approve Resolution to Amend a Fourth Amendment to Loan Agreement regarding IDFA Series 1999 Industrial Revenue Bonds (Ill-Mo Products Co. Project)

There was brief discussion regarding the following resolutions presented orally by staff:

No. 5: Resolution to Authorize Medicaid Vender Payment Program

No. 6: Resolution for Ratification of Loan to the East St. Louis Financial Advisory Authority

Other Business

None.

Adjournment

Chairman Brandt thanked the Board, IFA staff and the IFA financial advisors for appearing at the meeting and asked if there were any additional matters for the Board’s consideration. Hearing none, he adjourned the meeting. The Committee of the Whole unanimously agreed to adjourn the meeting.

The meeting adjourned at 10:46 a.m.

Minutes submitted by:
Ahad Syed
Assistant Board Secretary

**MINUTES OF THE APRIL 12, 2011, MEETING OF THE BOARD OF DIRECTORS OF THE ILLINOIS
FINANCE AUTHORITY**

The Board of Directors (the "Board") of the Illinois Finance Authority (the "IFA" or the "Authority"), pursuant to notice duly given, held a Board Meeting at 10:30 a.m. on Tuesday, April 12, 2011, at the Prudential Plaza Conference Center at 130 East Randolph Street, 7th Floor, Chicago, IL 60601.

Members Present: 1. William A. Brandt, Jr., Chairman 2. Dr. William Barclay 3. Gila J. Bronner 4. Ronald E. DeNard 5. James J. Fuentes 6. Terrence M. O'Brien 7. Heather D. Parish 8. Bradley A. Zeller Via Telephone: 9. Michael W. Goetz, Vice Chairman	Members Absent: 10. John "Jack" Durburg 11. Norman M. Gold 12. Edward H. Leonard, Sr. 13. Dr. Roger D. Herrin 14. Roger E. Poole Vacancies: One
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Call to Order, Roll Call and Chairman's Remarks

Chairman Brandt called the meeting to order at 10:56 a.m. with the above Members present. The Chairman welcomed Members of the Board, IFA staff and all guests. He then asked Assistant Board Secretary, Mr. Syed, to call the roll. There being eight (8) Members physically present and one (1) Member present via teleconference, Mr. Syed declared a quorum present.

Acceptance of Financial Statements and Minutes

Financial statements for the period ending March 31, 2011, and Minutes for both the Committee of the Whole and Board of Directors Meetings each held on March 8, 2011, were presented to the Board. Chairman Brandt stated that the Authority's Financial Statements and respective Minutes were reviewed at the regularly scheduled Committee of the Whole Meeting held at 9:30 a.m. The Chairman requested a motion to approve the March 31, 2011, Financial Statements and Minutes for both the Committee of the Whole and Board of Directors Meetings held on March 8, 2011.

The motion was made by Mr. O'Brien and seconded by Ms. Bronner. The March 31, 2011, Financial Statements and Minutes for both the Committee of the Whole and Board of Director's Meetings held on March 8, 2011, were unanimously approved by the Members of the Board.

Project Approvals

Chairman Brandt asked Mr. Richard Frampton, Vice President, to present the projects for consideration to the Board. The Chairman explained that all projects are reviewed by a staff Credit Committee and all agriculture, energy and healthcare projects are also reviewed at their respective committee's public hearing each month. Finally, each project is discussed at the Committee of the Whole Meeting held at 9:30 a.m. before the Board Meeting.

Mr. Frampton presented the following projects for approval:

Agriculture – No Guests

No. 1A: Cody A. Purdom – \$240,000 – 1/3 interest in 95 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$240,000. Bond proceeds, along with other funds, will be used to acquire an approximately 1/3 undivided interest in 95 acres of farmland located in unincorporated McHenry County, near Marengo, IL.

No. 1B: John J. Traub – \$175,000 – 40 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$175,000. Bond proceeds, along with other funds, will be used to acquire approximately 40 acres of farmland located in unincorporated Livingston County, near Fairbury, IL.

No. 1C: Kurt A. Berg – \$218,000 – 98 acres

Request for approval of a Final Bond Resolution in an amount not-to-exceed \$218,000. Bond proceeds, along with other funds, will be used to acquire of approximately 98 acres of land and refinance an interim loan for farmland located in unincorporated Clay County, near Mason, IL.

No guests attended with respect to Items Nos. 1A, 1B or 1C. Chairman Brandt asked if the Board had any questions with respect to Items Nos. 1A, 1B or 1C. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Items Nos. 1A, 1B and 1C.

Item Nos. 1A, 1B and 1C received approval with 9 ayes, 0 nays and 0 abstentions.

Higher Education, Cultural and Other Non-Healthcare 501(c)(3)'s – No Guests

No. 2: Columbia College Chicago - \$15,000,000 – Final

Columbia College Chicago (“Columbia”) is requesting approval of a Final Bond Resolution in an amount not-to-exceed \$15,000,000. Bond proceeds will enable Columbia to: (i) refund up to 100% of the outstanding balance of IFA Series 1998 Bonds; and (ii) pay costs of issuance.

No guests attended with respect to Item No. 2. Chairman Brandt asked if the Board had any questions with respect to Item No. 2. Mr. DeNard stated that he must abstain due to the fact that Columbia is the landlord of his place of business. Chairman Brandt requested a roll call vote for Item No. 2.

Item No. 2 received approval with 8 ayes, 0 nays and 1 abstention (DeNard).

Resolutions – No Guests

No. 4: Request to approve Resolution to Amend a Fourth Amendment to Loan Agreement regarding IDFA Series 1999 Industrial Revenue Bonds (Ill-Mo Products Company Project)

No guests attended with respect to Item No. 4. Chairman Brandt asked if the Board had any questions with respect to Item No. 4. There being none, Chairman Brandt requested a roll call vote for Item No. 4.

Item No. 4 received approval with 9 ayes, 0 nays and 0 abstentions.

No. 5: Resolution to Authorize Medicaid Vender Payment Program

No guests attended with respect to Item No. 5. Chairman Brandt asked if the Board had any questions with respect to Item No. 5. Mr. Goetz stated that he must abstain due to the fact that he works for an organization that owns a vender who may potentially be eligible for this Program. Chairman Brandt requested a roll call vote for Item No. 5.

Item No. 5 received approval with 8 ayes, 0 nays and 1 abstention (Goetz).

No. 6: Resolution for Ratification of Loan to the East St. Louis Financial Advisory Authority

No guests attended with respect to Item No. 6. A roll call vote for Item No. 6 was taken.

Item No. 6 received approval with 8 ayes, 1 nay (O'Brien) and 0 abstentions.

Healthcare

No. 3: University of Chicago Medical Center - \$182,500,000 – Final (One-Time Consideration)

The University of Chicago Medical Center ("UCMC") is requesting approval of a Final Bond Resolution in an amount not-to-exceed \$182,500,000. Bond Proceeds will enable UCMC to: (i) acquire, construct and equip a New Hospital Pavilion consisting of ten floors and a lower level, with two-level mechanical penthouse and a helipad on the roof at its medical campus in Chicago; (ii) reimburse UCMC for previously incurred capital expenditures; (iii) pay capitalized interest; (iv) fund any original issue discount or premium, if applicable; and (v) pay costs of issuance.

Chairman Brandt welcomed Mr. Kenneth Sharigian, Executive Vice President and Interim Chief Financial Officer from the UCMC. Mr. Sharigian thanked the Board for their continued support and consideration at today's Board Meeting. Chairman Brandt thanked Mr. Sharigian and UCMC staff involved in the deal for their long relationship with the IFA as a conduit issuer. Dr. Barclay expressed the Board's thanks in regards to UCMC's history of engaging minority and women-owned underwriting firms.

Chairman Brandt asked if the Board had any questions with respect to Item No. 3. Ms. Bronner stated that she would abstain due to the fact that she is related to a party that is involved with an entity working on this project. Chairman Brandt requested a roll call vote for Item No. 3.

Item No. 3 received approval with 8 ayes, 0 nays and 1 abstention (Bronner).

Other Business

None.

Adjournment

Chairman Brandt then asked if there were any other business matters to come before the Board. Hearing none, the Chairman motioned to adjourn. Upon a motion by Ms. Bronner, the Board unanimously voted to adjourn at 11:08 a.m.

Minutes submitted by:
Ahad Syed
Assistant Board Secretary



ILLINOIS FINANCE AUTHORITY
Memorandum

To: IFA Board of Directors
From: Jim Senica and Lorrie Karcher
Date: May 10, 2011
Re: Overview Memo for Beginning Farmer Bonds

- **Borrower/Project Name:** Beginning Farmer Bonds
- **Locations:** Throughout Illinois
- **Board Action Requested:** Final Bond Resolution for the attached project
- **Amount:** Up to \$477,000 maximum of new money for each project
- **Project Type:** Beginning Farmer Revenue Bonds
- **Total Requested:** \$125,000
- **Calendar Year Summary:** (as of May 10, 2011)
 - Volume Cap: \$30,000,000
 - Volume Cap Committed: \$2,889,545
 - Volume Remaining: 27,110,455
 - Average Acreage Farm Size: 58
 - Number of Farms Financed: 17
- **IFA Benefits:**
 - **Conduit Tax-Exempt Bonds** – no direct IFA or State funds at risk
 - **New Money Bonds:**
 - convey tax-exempt status
 - will use dedicated 2011 IFA Volume Cap set-aside for Beginning Farmer transactions
- **IFA Fees:**
 - One-time closing fee will total 1.50% of the bond amount for each project
- **Structure/Ratings:**
 - Bonds to be purchased directly as a nonrated investment held until maturity by the Borrower's Bank
 - The Borrower's Bank will be secured by the Borrower's assets, as on a commercial loan
 - Interest rates, terms, and collateral are negotiated between the Borrower and the Participating Bank, just as with any commercial loan
 - Workouts are negotiated directly between each Borrower and Bank, just as on any secured commercial loan
- **Bond Counsel:** **Burke, Burns & Pinelli, Ltd**
Stephen F. Welcome, Esq.
Three First National Plaza, Suite 4300
Chicago, IL 60602

A.

Project Number:	A-FB-TE-CD-8463
Borrower(s):	Colgan, Andrew J. & Jacqueline L.
Borrower Benefit:	First Time Land Buyer
Town:	Toulon, IL
IFA Bond Amount:	\$125,000
Use of Funds:	Farmland – 40 acres
Purchase Price:	\$250,000 / (\$6,250 per ac)
%Borrower Equity	5%
% USDA Farm Service Agency	45% (<i>Subordinate Financing</i>)
%IFA	50%
County/Region:	Stark / North Central
Lender/Bond Purchaser	State Bank of Toulon / Doug Blunier
Legislative Districts:	Congressional: 18 th , Aaron Schock State Senate: 37 th , Darin LaHood State House: 74 th , Donald Moffitt

Principal shall be paid annually in installments determined pursuant to a Thirty year amortization schedule, with the first principal payment date to begin one year from the date of closing. Accrued interest on the unpaid balance hereof shall be paid annually, with the first interest payment date to begin one year from the date of closing with the thirtieth and final payment of all outstanding balances due thirty years from the date of closing. The maturity will be thirty years from the date of closing.

***Andrew & Jacqueline Colgan:** Note shall bear simple interest at the expressed rate. The expressed rate shall be 4.0% fixed for the first five years and adjust every five years thereafter to 1.0% above prime rate as listed in the Wall Street Journal Prime. IFA Fee: \$1,875

Resolution Number 2011-0510-AG1B

**RESOLUTION AUTHORIZING THE ISSUANCE OF AN AGRICULTURAL
DEVELOPMENT REVENUE BOND IN THE AMOUNT SPECIFIED HEREIN BY
THE ILLINOIS FINANCE AUTHORITY TO FINANCE THE ACQUISITION OF
PROPERTY BY THE BORROWER.**

WHEREAS, the Illinois Finance Authority (the "Authority") is authorized, pursuant to the Illinois Finance Authority Act in general and Article 830 thereof specifically, 20 ILCS 3501/801-1 *et seq.* (the "Act"), to issue agricultural development revenue bonds to finance, among other things, (i) Agricultural Facilities, (ii) Agribusinesses and (iii) soil or water conservation projects or watershed areas (all as defined or provided for in the Act); and

WHEREAS, Andrew J. Colgan and Jacqueline L. Colgan (collectively, the "Borrower"), have submitted an application under the Authority's Beginning Farmer Bond Program to finance the purchase of approximately 40 acres of farmland, located in Penn Township, Stark County, Illinois (the "Project"); and

WHEREAS, pursuant to the Act, the Authority is willing to (i) issue an Agricultural Development Revenue Bond (Colgan 2011-05-0002) in an aggregate principal amount not to exceed \$125,000 (the "Bond") to finance the Project and (ii) to enter into agreements with the Borrower and State Bank of Toulon (the "Lender") upon terms which will produce revenues sufficient to promptly pay the principal of, premium, if any, and accrued interest on the Bond, all as set forth in the agreements hereinafter identified; and

WHEREAS, it is necessary to authorize the execution of a Loan Agreement (the "Loan Agreement") by and between the Authority and the Borrower in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Loan Agreement; the Loan Agreement shall be dated as of date on which the Loan Agreement is executed and delivered by the parties thereto (the "Closing Date"); pursuant to which Loan Agreement the Authority agrees to lend the Bond proceeds to the Borrower, and the Borrower agrees to pay the Authority or its assignee amounts sufficient to pay, when due, the principal of, premium, if any, and accrued interest on the Bond and to evidence such obligation by executing the Borrower's Promissory Note to the Authority (the "Note") in the principal amount of \$125,000 (the "Principal Amount"); and

WHEREAS, it is necessary to authorize the execution of a Lender Loan Agreement (the "Lender Loan Agreement") by and between the Authority and the Lender in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Lender Loan Agreement; the Lender Loan Agreement shall be dated as of the Closing Date; pursuant to which Lender Loan Agreement (i) the Authority agrees to sell the Bond to the Lender and assign certain of its rights and interests under the Loan Agreement and the Note to the Lender and (ii) the Lender agrees to purchase the Bond from the Authority;

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

Section 1. That the form, terms and provisions of the proposed Loan Agreement and Lender Loan Agreement be, and they are, in all respects, hereby approved; that the Chairman, Executive Director and Treasurer (including any person (i) holding such title on an interim basis or (ii) otherwise empowered in writing for the purpose by resolution of the Authority (each an "Authorized Officer") are each hereby authorized, empowered and directed to execute the Loan Agreement and the Lender Loan Agreement on behalf of the Authority, together with such changes as approved by the signatory in writing, and to cause these agreements to be delivered to the Borrower and the Lender, respectively; that the Secretary or any Assistant Secretary of the Authority (including any person (i) holding such title on an interim basis or (ii) otherwise empowered for the purpose by resolution of the Authority) is hereby authorized, empowered and directed to attest to the Loan Agreement and the Lender Loan Agreement on behalf of the Authority; and that from and after the execution and delivery of the Loan Agreement and the Lender Loan Agreement, the officials, agents and employees of the Authority are hereby authorized, empowered and directed to take all acts and to execute all documents necessary to carry out and comply with the provisions of the Loan Agreement and the Lender Loan Agreement as executed.

Section 2. That the assignment to the Lender of all amounts receivable by the Authority under the Loan Agreement and the Note is in all respects approved; provided, however, the Authority retains all unassigned rights, particularly rights to indemnification and costs to be paid by the Borrower under the Loan Agreement.

Section 3. That the Chairman, Executive Director or the Treasurer are each hereby authorized, empowered and directed to cause the Bond to be prepared in the Principal Amount; that the Bond will be dated the date of issuance and will be expressed to bear interest, pay a premium and be repaid as provided in the Bond and the Lender Loan Agreement. The Bond will be payable in such medium of payment and at such place, subject to such terms of redemption and containing such other terms and provisions as will be specified in the Loan Agreement and Lender Loan Agreement as executed and delivered.

Section 4. That the form, terms and provisions of the Bond be, and the same hereby are, in all respects approved; that the Bond in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Bond; the Chairman or the Executive Director is hereby authorized, empowered and directed to execute the Bond, either by manual or facsimile signature, on behalf of the Authority and to cause it to be delivered to the Lender as the initial purchaser of the Bond; that the Secretary or any Assistant Secretary of the Authority is hereby authorized, empowered and directed to attest to, either by manual or facsimile signature, the Bond on behalf of the Authority; and that from and after the execution and delivery of the Bond, the officials, agents and employees of the Authority are hereby authorized, empowered and directed to do all acts and to execute all documents necessary to carry out and comply with the provisions of the Bond.

Section 5. That the Executive Director is hereby authorized, empowered and directed to issue and sell the Bond to the Lender in the Principal Amount as provided in the Lender Loan Agreement, at a price of 100% of the Principal Amount thereof.

Section 6. That all acts of the Executive Director which are in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Bond and the financing of the Project be, and the same hereby are, in all respects, approved and confirmed.

Section 7. That the provisions of this Resolution are hereby declared to be separable, and if any section, phrase or provision shall, for any reason, be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases, or provisions hereof.

Section 8. That this Resolution shall be in full force and effect upon its adoption by the Members of the Authority.

Passed, approved and filed in the records of the Illinois Finance Authority on May 10, 2011.

Approved:

Title: Chairman

Ayes:
Nays:
Abstain:
Absent:
Vacancy:

Secretary
(SEAL)



ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

Date: May 10, 2011

From: Lorrie Karcher, Program Administrator

Re: Request from IFA Board of Directors approval of:

- 1) The modification in terms as listed on Exhibit A to extend the final maturity date from 25-years to 30-years from the closing date per the request of Bluestem National Bank in order to comply with the Farm Service Agency's guidelines for subordinate financing.
- 2) Additionally, Exhibit B terms would enable the interest rate to be reset on an annual basis (after the Bonds have been outstanding for 3 years).

The subject Beginning Farmer Bond project was originally approved April 12, 2011 (see Voting Record on p.2).

IFA Loan # 2011-04-0002 (*Beginning Farmer Bond*)

Original Amount: \$175,000.00

Funding Status: Pending

Bluestem National Bank (the "**Bank**") and **John J. Traub** (the "**Borrower**") have requested that the IFA Board of Directors approve a revised amortization schedule (as originally presented April 12, 2011 in Exhibit A) to extend the final maturity date from 25 years to 30 years in order to comply with guidelines required on subordinate financing provided by the Farm Service Agency.

This would extend Illinois Finance Authority's Bonds by five (5) years, thus reducing the annual payment to the Borrower.

Additionally, this request would revise the Exhibit B to enable annual interest rate adjustments after the first three years per the original application (instead of every three years as originally approved in April).

The subject project is pending closing and has satisfied all other requirements. Staff recommends approval to extend the final maturity date by five years as requested.

Beginning Farmer Bond Amendment

John J. Traub

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May 10, 2011

Lorrie Karcher

Original Information: 4/12/2011

Project Number:	A-FB-TE-CD-8458
Borrower(s):	Traub, John J.
Borrower Benefit:	First Time Land Buyer
Town:	Fairbury, IL
IFA Bond Amount:	\$175,000
Use of Funds:	Farmland – 40 acres
Purchase Price:	\$350,000 / (\$8,750 per ac)
%Borrower Equity	5%
% USDA Farm Service Agency	45% (<i>Subordinate Financing</i>)
%IFA	50%
County/Region:	Livingston / North Central
Lender/Bond Purchaser	Bluestem National Bank / Brad Brown
Legislative Districts:	Congressional: 15 th , Timothy V. Johnson
	State Senate: 53 rd , Shane Cultra
	State House: 105 th , Jason Barickman

Principal shall be paid annually in installments determined pursuant to a Twenty five year amortization schedule, with the first principal payment date to begin on February 1, 2012. Accrued interest on the unpaid balance hereof shall be paid annually, with the first interest payment date to begin on February 1, 2012 with the twenty fifth and final payment of all outstanding balances due twenty five years from the date of closing.

***John J. Traub:** Note shall bear simple interest at the expressed rate. The expressed rate shall be 3.25% fixed for the first three years and adjust every three years thereafter to 80% of the Wall Street Journal Prime with an interest rate cap of 5.3% and an interest rate floor of 3.0%. IFA Fee: \$5,250

Voting Record:

Ayes:	9
Nays:	0
Abstain:	0
Absent:	5 (Durburg, Gold, Herrin, Leonard, Poole)
Vacancy:	1

Resolution Number 2011-0412-AG1B

**RESOLUTION AUTHORIZING THE ISSUANCE OF AN AGRICULTURAL
DEVELOPMENT REVENUE BOND IN THE AMOUNT SPECIFIED HEREIN BY
THE ILLINOIS FINANCE AUTHORITY TO FINANCE THE ACQUISITION OF
PROPERTY BY THE BORROWER.**

WHEREAS, the Illinois Finance Authority (the "Authority") is authorized, pursuant to the Illinois Finance Authority Act in general and Article 830 thereof specifically, 20 ILCS 3501/801-1 *et seq.* (the "Act"), to issue agricultural development revenue bonds to finance, among other things, (i) Agricultural Facilities, (ii) Agribusinesses and (iii) soil or water conservation projects or watershed areas (all as defined or provided for in the Act); and

WHEREAS, John J. Traub (the "Borrower"), has submitted an application under the Authority's Beginning Farmer Bond Program to finance the purchase of approximately 40 acres of farmland, located in Eppards Point Township, Livingston County, Illinois (the "Project"); and

WHEREAS, pursuant to the Act, the Authority is willing to (i) issue an Agricultural Development Revenue Bond (Traub 2011-04-0002) in an aggregate principal amount not to exceed \$175,000 (the "Bond") to finance the Project and (ii) to enter into agreements with the Borrower and Bluestem National Bank (the "Lender") upon terms which will produce revenues sufficient to promptly pay the principal of, premium, if any, and accrued interest on the Bond, all as set forth in the agreements hereinafter identified; and

WHEREAS, it is necessary to authorize the execution of a Loan Agreement (the "Loan Agreement") by and between the Authority and the Borrower in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Loan Agreement; the Loan Agreement shall be dated as of date on which the Loan Agreement is executed and delivered by the parties thereto (the "Closing Date"); pursuant to which Loan Agreement the Authority agrees to lend the Bond proceeds to the Borrower, and the Borrower agrees to pay the Authority or its assignee amounts sufficient to pay, when due, the principal of, premium, if any, and accrued interest on the Bond and to evidence such obligation by executing the Borrower's Promissory Note to the Authority (the "Note") in the principal amount of \$175,000 (the "Principal Amount"); and

WHEREAS, it is necessary to authorize the execution of a Lender Loan Agreement (the "Lender Loan Agreement") by and between the Authority and the Lender in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Lender Loan Agreement; the Lender Loan Agreement shall be dated as of the Closing Date; pursuant to which Lender Loan Agreement (i) the Authority agrees to sell the Bond to the Lender and assign certain of its rights and interests under the Loan Agreement and the Note to the Lender and (ii) the Lender agrees to purchase the Bond from the Authority;

Beginning Farmer Bond Amendment

John J. Traub

Page 4

May 10, 2011

Lorrie Karcher

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

Section 1. That the form, terms and provisions of the proposed Loan Agreement and Lender Loan Agreement be, and they are, in all respects, hereby approved; that the Chairman, Executive Director and Treasurer (including any person (i) holding such title on an interim basis or (ii) otherwise empowered in writing for the purpose by resolution of the Authority (each an "Authorized Officer") are each hereby authorized, empowered and directed to execute the Loan Agreement and the Lender Loan Agreement on behalf of the Authority, together with such changes as approved by the signatory in writing, and to cause these agreements to be delivered to the Borrower and the Lender, respectively; that the Secretary or any Assistant Secretary of the Authority (including any person (i) holding such title on an interim basis or (ii) otherwise empowered for the purpose by resolution of the Authority) is hereby authorized, empowered and directed to attest to the Loan Agreement and the Lender Loan Agreement on behalf of the Authority; and that from and after the execution and delivery of the Loan Agreement and the Lender Loan Agreement, the officials, agents and employees of the Authority are hereby authorized, empowered and directed to take all acts and to execute all documents necessary to carry out and comply with the provisions of the Loan Agreement and the Lender Loan Agreement as executed.

Section 2. That the assignment to the Lender of all amounts receivable by the Authority under the Loan Agreement and the Note is in all respects approved; provided, however, the Authority retains all unassigned rights, particularly rights to indemnification and costs to be paid by the Borrower under the Loan Agreement.

Section 3. That the Chairman, Executive Director or the Treasurer are each hereby authorized, empowered and directed to cause the Bond to be prepared in the Principal Amount; that the Bond will be dated the date of issuance and will be expressed to bear interest, pay a premium and be repaid as provided in the Bond and the Lender Loan Agreement. The Bond will be payable in such medium of payment and at such place, subject to such terms of redemption and containing such other terms and provisions as will be specified in the Loan Agreement and Lender Loan Agreement as executed and delivered.

Section 4. That the form, terms and provisions of the Bond be, and the same hereby are, in all respects approved; that the Bond in substantially the form used by the Authority in previous transactions of this type, with such terms and provisions approved by the parties executing the Bond; the Chairman or the Executive Director is hereby authorized, empowered and directed to execute the Bond, either by manual or facsimile signature, on behalf of the Authority and to cause it to be delivered to the Lender as the initial purchaser of the Bond; that the Secretary or any Assistant Secretary of the Authority is hereby authorized, empowered and directed to attest to, either by manual or facsimile signature, the Bond on behalf of the Authority; and that from and after the execution and delivery of the Bond, the officials, agents and employees of the Authority are hereby authorized, empowered and directed to do all acts and to execute all documents necessary to carry out and comply with the provisions of the Bond.

Beginning Farmer Bond Amendment

John J. Traub

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May 10, 2011

Lorrie Karcher

Section 5. That the Executive Director is hereby authorized, empowered and directed to issue and sell the Bond to the Lender in the Principal Amount as provided in the Lender Loan Agreement, at a price of 100% of the Principal Amount thereof.

Section 6. That all acts of the Executive Director which are in conformity with the purposes and intent of this Resolution and in furtherance of the issuance and sale of the Bond and the financing of the Project be, and the same hereby are, in all respects, approved and confirmed.

Section 7. That the provisions of this Resolution are hereby declared to be separable, and if any section, phrase or provision shall, for any reason, be declared to be invalid, such declaration shall not affect the validity of the remainder of the sections, phrases, or provisions hereof.

Section 8. That this Resolution shall be in full force and effect upon its adoption by the Members of the Authority.

Passed, approved and filed in the records of the Illinois Finance Authority on April 12, 2011.

Approved:

Title: Chairman

Ayes: 9
Nays: 0
Abstain: 0
Absent: 5
Vacancy: 1

Secretary
(SEAL)





NON-CONDUIT

\$352,000

AARON BERTOLINO

AGRI-DEBT GUARANTEE

May 10, 2011

REQUEST Purpose: Provide 85% loan guarantee in favor of Peoples Bank and Trust to refinance the Borrower's debts.
 Project Description: The proposed loan of \$352,000 will refinance an existing real estate loan in the amount of \$201,617 and working capital in the amount of \$150,383.
 Program Product Type: Agri-Debt Guarantee
State Treasurer's Funds at Risk: \$352,000
Conditions: 1) Annual LLC Profit/Loss statements and annual Balance Sheets provided to Lender and IFA.

BOARD ACTIONS Final Resolution-85% Loan Guarantee
 Voting Record: None prior

MATERIAL CHANGES N/A

JOB DATA	N/A	Current jobs	N/A	New jobs projected
	N/A	Retained jobs	N/A	Construction jobs projected

BORROWER DESCRIPTION

- Type of entity: Limited Liability Company
- Location: Morrisonville
- When was it established: 2009
- What does the entity do: Cattle Finishing and Grain Farming
- Who does the entity serve: N/A
- What will new project facilitate: Refinancing Borrower's debts

Proposed Structure Originating Bank: Peoples State Bank ("Bank")
 Collateral: Mortgage on 80 acres-farmland Collateral Position: 1st
 Maturity: 30 years
 Interest Rate: Fixed for initial 5 years (See confidential Section)

Sources and Uses	IFA Guarantee:	<u>\$352,000</u>	Working Capital	\$150,383
			Refinancing Debt:	<u>201,617</u>
	Total	<u>\$352,000</u>	Total	<u>\$352,000</u>

Recommendation Credit Review Committee recommends approval.

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: Aaron Bertolino

STATISTICS

Project Number: A-AD-GT-8467	Amount: \$352,000
Type: Agri-Debt Guarantee	IFA Staff: Jim Senica
County/Region: Christian/Central	City: Morrisonville

BOARD ACTION

Final Resolution-85% Loan Guarantee	Credit Review Committee recommends approval.
State Treasurer's Reserve Funds at risk: \$352,000	Extraordinary conditions: None

VOTING RECORD

None. This is the first time this project has been presented to the Board of Directors.

PURPOSE

Use of proceeds: Refinance the Borrower's existing debts.

IFA PROGRAM AND CONTRIBUTION

The Authority's Agriculture Guarantee Program guarantees up to 85% of a Bank's loans to Illinois farmers and agribusiness owners. The Agri-Debt Guarantee Program is available to assist farmers in refinancing and restructuring their debts. The guarantees are not transferable without the Authority's written consent. The Authority's agricultural guarantee obligations are backed by an IFA reserve capitalized for this program. These guarantees are also full faith and credit obligations of the State of Illinois. IFA's issuance of guarantees helps Borrowers obtain debt financing at reduced rates of interest and improved terms.

VOLUME CAP

N/A

JOBS

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources: IFA Guarantee:	<u>\$352,000</u>	Uses: Working Capital	\$150,383
		Refinancing Debt	<u>201,617</u>
Total	<u>\$352,000</u>		<u>\$352,000</u>

FINANCING SUMMARY/STRUCTURE

Security:	1 st Real Estate mortgage on 80 acres.
Structure:	30 year term and amortization.
Interest Mode:	Fixed for initial 5 years
Credit Enhancement:	IFA 85% Guarantee
Personal Guarantees:	N/A
Maturity:	30 years
Estimated Closing Date:	June 10, 2011

PROJECT/BUSINESS SUMMARY

Summary: Aaron Bertolino has been farming with his brother, Adam Bertolino, for the last ten years and together have been farming with their dad, Mark Bertolino, who has been farming for over 30 years and has maintained a good working relationship with his two sons. Mark allows his sons to use some of his equipment in exchange for labor with his operation size now over 3500 full share acres. Aaron and Adam will be farming 1263 acres in 2011, up from 672 acres just 5 years ago accomplished by adding ground through both cash rent and purchase. In addition to raising corn and soybeans, Aaron and Adam also maintain a herd of approximately 40 cows as well as a cattle finishing floor that can hold up to 300 feeders in which they background and sell to finishers.

To consolidate all farming operations into a single entity, the Bertolino brothers formed an LLC in 2009, Circle B Land and Livestock Farms LLC, with each brother owning a 50% share in the LLC. At the time the entity was formed, all livestock and equipment was infused into the LLC while their individually-owned land was still held personally. All personally-owned land is cash rented to the LLC and each brother makes annual payments to the bank from the cash rent proceeds.

Aaron purchased an 80-acre farm in Christian County in 2001 using an Illinois Farm Development Authority (*predecessor agency to IFA*) \$250,000 Beginning Farmer Bond which was subsequently taken out by Peoples Bank and Trust. Aaron now requests to refinance this loan with an outstanding balance of \$201,617 as of March 17, 2011 using IFA's Agri-Debt Guarantee Program.

Project Rationale: The proposed loan will refinance an existing real estate loan and will provide an additional line of credit. Combining and extending the amortization on the loans will improve the Aaron's cash flow and will assist in providing financing for inputs.

Timing: The proposed transaction is expected to close within 30 days of approval.

OWNERSHIP / ECONOMIC DISCLOSURE STATEMENT

Applicant: Aaron Bertolino

Project Location: 16084 North 24th Avenue
Morrisonville, IL 62456

**Collateral
Ownership:** Aaron Bertolino

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	N/A		
Accountant:	Charles Henry	Nokomis	
Originating Bank:	Peoples Bank & Trust	Pana	Nick Epley
Bank Counsel:	N/A		
IFA Advisors:	Scott Balice Strategies, LLC	Chicago	Lois Scott
IFA Counsel:	N/A		

LEGISLATIVE DISTRICTS

Congressional: 19 – John Shimkus
State Senate: 49 – Wm. Sam McCann
State House: 98 – Wayne Rosenthal

BACKGROUND INFORMATION

Aaron Bertolino has been raised on the family farm and has been actively engaged in farming on a full-time basis since the age of 18. At the age of 22, Aaron purchased 80 acres of farmland in Christian County using an Illinois Farm Development Authority (*predecessor agency to IFA*) Beginning Farmer Bond. Aaron has been farming with his brother, Adam, and father Mark for the last 10 years. In 2011, the acreage farmed with his brother, Adam, will be 1263, up from 672 just 5 years ago. Aaron and his brother also maintain a herd of 40 cows as well as a cattle finishing floor that can hold up to 300 feeders in which they background and sell to finishers. The brothers operate both the grain farming and cattle operations through an LLC, Circle B Land and Livestock Farms, LLC, which is owned jointly on a 50/50 basis by the two brothers.



NON-CONDUIT

\$380,000

ADAM T. BERTOLINO

AGRI-DEBT GUARANTEE

May 10, 2011

REQUEST Purpose: Provide 85% loan guarantee in favor of Peoples Bank and Trust to refinance the Borrower's debts.
 Project Description: The proposed loan of \$380,000 will refinance an existing real estate loan in the amount of \$230,000.00 and working capital in the amount of \$150,000.00.
 Program Product Type: Agri-Debt Guarantee
State Treasurer's Funds at Risk: \$380,000
Conditions: 1) Annual LLC Profit/Loss statements and annual Balance Sheets provided to Lender and IFA.

BOARD ACTIONS Final Resolution-85% Loan Guarantee
 Voting Record: None prior

MATERIAL CHANGES N/A

JOB DATA	N/A	Current jobs	N/A	New jobs projected
	N/A	Retained jobs	N/A	Construction jobs projected

BORROWER DESCRIPTION

- Type of entity: Limited Liability Company
- Location: Morrisonville
- When was it established: 2009
- What does the entity do: Cattle Finishing and Grain Farming
- Who does the entity serve: N/A
- What will new project facilitate: Refinancing Borrower's debts

Proposed Structure Originating Bank: Peoples State Bank ("Bank")
 Collateral: Mortgage on 84.5 acres-farmland Collateral Position: 1st
 Maturity: 30 years
 Interest Rate: Fixed for initial 5 years (See confidential Section)

Sources and Uses	IFA Guarantee:	<u>\$380,000</u>	Working Capital	\$150,000
			Refinancing Debt:	<u>230,000</u>
	Total	<u>\$380,000</u>	Total	<u>\$380,000</u>

Recommendation Credit Review Committee recommends approval.

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: Adam T. Bertolino

STATISTICS

Project Number: A-AD-GT-8468	Amount: \$380,000
Type: Agri-Debt Guarantee	IFA Staff: Jim Senica
County/Region: Christian/Central	City: Morrisonville

BOARD ACTION

Final Resolution-85% Loan Guarantee	Credit Review Committee recommends approval.
State Treasurer's Reserve Funds at risk: \$380,000	Extraordinary conditions: None

VOTING RECORD

None. This is the first time this project has been presented to the Board of Directors.

PURPOSE

Use of proceeds: Refinance the Borrower's existing debts.

IFA PROGRAM AND CONTRIBUTION

The Authority's Agriculture Guarantee Program guarantees up to 85% of a Bank's loans to Illinois farmers and agribusiness owners. The Agri-Debt Guarantee Program is available to assist farmers in refinancing and restructuring their debts. The guarantees are not transferable without the Authority's written consent. The Authority's agricultural guarantee obligations are backed by an IFA reserve capitalized for this program. These guarantees are also full faith and credit obligations of the State of Illinois. IFA's issuance of guarantees helps Borrowers obtain debt financing at reduced rates of interest and improved terms.

VOLUME CAP

N/A

JOBS

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources: IFA Guarantee:	<u>\$380,000</u>	Uses: Working Capital	\$150,000
		Refinancing Debt	<u>230,000</u>
Total	<u>\$380,000</u>		<u>\$380,000</u>

FINANCING SUMMARY/STRUCTURE

Security:	1 st Real Estate mortgage on 84.5 acres.
Structure:	30 year term and amortization.
Interest Mode:	Fixed for initial 5 years
Credit Enhancement:	IFA 85% Guarantee
Personal Guarantees:	N/A
Maturity:	30 years
Estimated Closing Date:	June 10, 2011

PROJECT/BUSINESS SUMMARY

Summary: Adam T. Bertolino has been farming with his brother, Aaron Bertolino, for the last ten years and together have been farming with their dad, Mark Bertolino, who has been farming for over 30 years and has maintained a good working relationship with his two sons. Mark allows his sons to use some of his equipment in exchange for labor with his operation size now over 3500 full share acres. Adam and Aaron will be farming 1263 acres in 2011, up from 672 acres just 5 years ago accomplished by adding ground through both cash rent and purchase. In addition to raising corn and soybeans, Adam and Aaron also maintain a herd of approximately 40 cows as well as a cattle finishing floor that can hold up to 300 feeders in which they background and sell to finishers.

To consolidate all farming operations into a single entity, the Bertolino brothers formed an LLC in 2009, Circle B Land and Livestock Farms LLC, with each brother owning a 50% share in the LLC. At the time the entity was formed, all livestock and equipment was infused into the LLC while their individually-owned land was still held personally. All personally-owned land is cash rented to the LLC and each brother makes annual payments to the bank from the cash rent proceeds.

Adam purchased an 84.5-acre farm in Christian County in 2007 from his grandfather using an IFA \$250,000 Beginning Farmer Bond. Adam is now requesting to refinance this loan with an outstanding balance of \$230,000 as of March 17, 2011 using IFA's Agri-Debt Guarantee Program.

Project Rationale: The proposed loan will refinance an existing real estate loan and will provide an additional line of credit. Combining and extending the amortization on the loans will improve the Adam's cash flow and will assist in providing financing for inputs.

Timing: The proposed transaction is expected to close within 30 days of approval.

OWNERSHIP / ECONOMIC DISCLOSURE STATEMENT

Applicant: Adam T. Bertolino

Project Location: 19330 N 13th Avenue
Witt, IL 62094

**Collateral
Ownership:** Adam T. Bertolino

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	N/A		
Accountant:	Charles Henry	Nokomis	
Originating Bank:	Peoples Bank & Trust	Pana	Nick Epley
Bank Counsel:	N/A		
IFA Advisors:	Scott Balice Strategies, LLC	Chicago	Lois Scott
IFA Counsel:	N/A		

LEGISLATIVE DISTRICTS

Congressional: 19 – John Shimkus
State Senate: 49 – Wm. Sam McCann
State House: 98 – Wayne Rosenthal

BACKGROUND INFORMATION

Adam Bertolino has been raised on the family farm and has been actively engaged in farming on a full-time basis since the age of 18. At the age of 24, Adam purchased 84.5 acres of farmland in Christian County from his grandfather using an IFA \$250,000 Beginning Farmer Bond. Adam has been farming with his brother, Aaron, and father Mark for the last 10 years. In 2011, the acreage farmed will be 1263, up from 672 just 5 years ago. Adam and his brother also maintain a herd of 40 cows as well as a cattle finishing floor that can hold up to 300 feeders in which they background and sell to finishers. The brothers operate both the grain farming and cattle operations through an LLC, Circle B Land and Livestock Farms, LLC, which is owned jointly on a 50/50 basis by the two brothers.



CONDUIT

\$6,660,000

**Mr. Fermin Adames, Sr., individually
(Tempco Electric Heater Corporation)**

May 10, 2011

REQUEST

Purpose: To enable Mr. Fermin Adames, Sr. (the "Borrower"), individually, on behalf of Tempco Electric Heater Corporation ("Tempco", the "Company") to (i) construct and, prospectively, equip an approximately 37,145 square foot ("SF") addition to the Company's existing 43,520 SF manufacturing facility on an approximately 5.0 acre site located at 610 N. Central Ave., in Wood Dale (DuPage County), Illinois, (ii) prospectively, to current refund the approximately \$2.525 Million ("MM") outstanding balance of the Borrower's Series 1997 Bonds, the proceeds of which were used to construct and equip a new manufacturing facility located at 610 N. Central Ave. and to current refund (i.e., refinance) IDFA (IFA) Series 1989 Bonds that were used to construct and equip the Company's original Wood Dale manufacturing facility located at 607 N. Central Ave. in Wood Dale, if deemed necessary or advisable by the Company, and (iii) pay bond issuance costs (the "Project").

Program: Industrial Revenue Bonds

Volume Cap required: This Project is expected to require approximately \$4.055MM of IFA 2011 Volume Cap. The Project is located in the Village of Wood Dale, a Non Home Rule municipality. This transaction also contemplates \$2.525MM of Refunding Bonds; the Refunding Bonds will not require any Volume Cap.

No IFA Funds at risk. No State Funds at risk.

BOARD ACTION

Preliminary Bond Resolution

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

MATERIAL CHANGES

Not applicable. This is the first time this project has been presented to the IFA Board.

JOB DATA

394	Current jobs	56	New jobs projected
N/A	Retained jobs	14 (4.5 months)	Construction jobs projected

BORROWER DESCRIPTION

- Type of entity: Manufacturer of industrial and commercial heating elements, thermocouples, and accessories for the plastics, packaging, and other industries.
- Location: Wood Dale/DuPage/Northeast
- The new facility will be leased to and used by Tempco to expand the Company's Wood Dale manufacturing operations.

CREDIT INDICATORS

- Bonds will be secured by a Direct Pay Letter of Credit from JPMorgan Chase Bank and will be sold based on JPMorgan Chase's (Aa1/AA-/AA-) ratings (Moody's/S&P/Fitch).

STRUCTURE

- Term: 20 years (it is anticipated that real estate will be amortized over up to 20 years and any equipment financed with bond proceeds will be amortized over up to 7 years)
- Rate: The Bonds will be underwritten and remarketed by JPMorgan Securities as 7-day Tax-Exempt Variable Rate Demand Bonds (i.e., "7-day Floaters"). The most recent interest rate on 7-day Floaters was approximately 0.37% as of 4/13/2011 (excluding ongoing Bank Letter of Credit, Trustee, and Remarketing Agent fees, which are proprietary).

SOURCES AND USES

IFA New Money			
Bonds	\$4,135,000	Project Cost:	\$4,055,000
IFA Refunding			
Bonds	2,525,000	Refunding Bonds	2,525,000
Equity	<u>85,000</u>	Costs of Issuance	<u>165,000</u>
Total	\$6,745,000	Total	\$6,745,000

RECOMMENDATION

Credit Review Committee recommends approval.

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: Mr. Fermin Adames, Sr., individually (Tempco Electric Heater Corporation)

STATISTICS

IFA Project:	I-ID-TE-CD-8466	Amount:	\$6,660,000 (not-to-exceed amount)
Type:	Industrial Revenue Bonds	IFA Staff:	Rich Frampton
Location:	Wood Dale	County/ Region:	DuPage / Northeast

BOARD ACTION

Preliminary Bond Resolution	No IFA funds at risk
Conduit Industrial Revenue Bonds	No extraordinary conditions
Credit committee recommends approval	

VOTING RECORD

None. This is the first time this matter has been presented to the IFA Board of Directors.

PURPOSE

To enable Tempco Electric Heater Corporation to expand its existing Wood Dale manufacturing facility through the construction and equipping of an approximately 37,145 SF building addition located at the Company's existing 43,520 SF manufacturing facility located at 610 N. Central Avenue in Wood Dale, Illinois. Additionally, Tempco may also current refund the \$2.9MM outstanding balance of its IDFA (IFA) Series 1997 Bonds.

IDFA (IFA) issued \$3.6MM of Industrial Revenue Bond financing in 1997 to finance construction and equipping of the subject manufacturing facility. In 1988, IDFA (IFA) issued \$5.0MM of Industrial Revenue Bonds to finance construction and equipping of Tempco's original Wood Dale manufacturing facility located across the street at 607 N. Central Avenue in Wood Dale, Illinois.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Program provides tax-exempt financing for qualifying manufacturing projects.

VOLUME CAP

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying manufacturing projects. IFA's issuance of Industrial Revenue Bonds will enable the Borrower to obtain a lower interest rate on this capital project. It is anticipated that IFA will provide 100% of the Volume Cap allocation required to finance this project. The Village of Wood Dale is a Non-Home Rule Unit.

SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	\$ 4,135,000	Uses:	Project Costs	\$ 4,055,000
	(IRB)				
	Refunding	2,525,000		Refunding Bonds	2,525,000
	Bonds				
	Equity	85,000		Costs of Issuance	165,000
	Total	\$ 6,745,000		Total	\$ 6,745,000

Note: Cash equity from the Borrower or Operating Company will fund a portion of costs of issuance and any costs in excess of the anticipated \$6.6MM bond amount.

JOBS

Current employment:	394	Projected new jobs:	56
Jobs retained:	N/A	Construction jobs:	14 (4.5 months)

FINANCING SUMMARY

Structure/Credit Enhancement:	Conduit Industrial Revenue Bonds that will be credit enhanced by JPMorgan Chase Bank, which is the secured lender to the Borrower and Company.
Interest Rate:	If Bonds are credit enhanced, the Bonds will be underwritten by JPMorgan Securities and sold initially bearing interest as 7-day Variable Rate Demand Bonds. The most current average interest rate on 7-Day Floaters was approximately 0.37% as of 4/13/2011.
Credit Rating:	Bonds will be sold to investors based on JPMorgan Chase Bank's short-term ratings of VMIG1/A1+/ F1+ (Moody's/S&P/Fitch).
Bank Collateral:	JPMorgan Chase Bank will be secured by a first mortgage on the subject property, a first lien on the financed equipment, and a collateral assignment of Rents and Leases. Tempco Electric Heater Corporation will also provide a corporate guarantee. Additionally, all business loans by JPMorgan Chase Bank to Mr. Fermin Adames, Sr., and Tempco Electric Heater Corp. will be cross-collateralized and cross-defaulted.
Maturity:	Anticipated maximum of 25 Years on real estate assets; maximum of 7 years on equipment assets
Closing:	June 2011 – August 2011

BUSINESS SUMMARY

Description:	<p>Mr. Fermin Adames, Sr., individually (the "Borrower"), the owner of Tempco Electric Heater Corporation, will own the subject project personally and will lease the project to Tempco.</p> <p>Tempco is owned by Mr. Fermin Adames, Sr., as also noted in the Economic Disclosure Statement section of this report (see page 5).</p>
Background:	<p>Tempco Electric Heater Corporation ("Tempco" or the "Company") was founded by Fermin Adames in August, 1972 to manufacture industrial electric heating elements for a wide range of industrial, commercial, scientific, and medical applications. Tempco was also incorporated under the laws of the State of Illinois in August, 1972.</p> <p>Tempco originally leased 2,000 square feet of space and employed three people. The Company's initial products were low-watt density and high-watt density cartridge heaters. Tempco has focused on ongoing research and development to expand the manufacture of new types of heating elements. Tempco's research and development efforts have resulted in systematic additions to the Company's product lines each year. Today, Tempco manufactures approximately 30 different</p>

types of electric heating elements and thermocouples. Tempco holds patents to several of these products.

Tempco has grown to be recognized as an industry leader in the design and manufacturing of electric heating elements utilized in the plastics industry, as well as in the custom design of applications used in a variety of commercial, industrial, and specialized applications. Tempco's customer base is diversified and contains several publicly traded companies in various industries.

Assembly of Tempco's products is labor intensive, as evidenced by the relatively high number of employees in proportion to the Company's annual sales volume.

In addition to manufacturing proprietary products for off-the-shelf sales, Tempco's in-house engineering department designs custom manufactured components to customer specifications. Tempco's products are sold internationally through a network of sales representative and distributors, and directly through company-operated distribution centers located in Southern California and Mexico City.

Tempco's ongoing growth has driven several expansions. Tempco relocated from its original 2,000 square foot facility to a 5,000 square foot facility in 1974, and then to a 10,000 square foot building in 1976. Tempco constructed a new 35,000 square foot manufacturing facility in Franklin Park, where it relocated operations in 1981. Tempco continued to post rapid growth, and constructed a 23,000 square foot addition to its Franklin Park facility in 1982, increasing total square footage to 58,000 square feet.

Tempco's subsequent capital expansions (with its initial relocation to Wood Dale in 1989) have been financed with Industrial Revenue Bond financing provided by Tempco's banks through IDFA and IFA.

Past IRB
History
With IDFA:

Tempco has been a successful borrower/user and has had bonds outstanding with IDFA/IFA since 1988.

Tempco financed construction of a new, 130,000 SF manufacturing facility in Wood Dale in 1988 (and completed in 1989) with \$5.0 Million of Industrial Revenue Bonds. The 1988 project enabled Tempco to relocate its operations from a nearby facility in Bensenville that the Company had constructed in 1980 (and outgrown). (Note: The Wood Dale building is leased by Tempco from Mr. Adames, who is the 100% owner of the facility.)

Tempco returned to the Authority in 1997 and financed construction of a second Wood Dale facility located across the street (610 N. Central Ave.) from its original headquarters and manufacturing facility (607 N. Central Ave.) financed in 1989. IFA (IDFA) issued \$3.6 Million of Industrial Revenue Bonds to finance Tempco's 1997 construction and equipping of its second Wood Dale facility (which will be further expanded as a result of proposed IFA Series 2011 Bonds). By 1997, Tempco employed 325 people in Wood Dale.

Rationale:

The IFA Series 2011 Bonds will enable Tempco to further expand its Wood Dale manufacturing operations located at the Company's 610 N. Central Avenue facility.

Additionally, Tempco may refinance all or a portion of the \$2.525 million outstanding principal balance of its IDFA (IFA) Series 1997 Bonds. Tempco will defer its decision on whether to current refund the IDFA Series 1997 Bonds until the transaction is in documentation.

PROJECT SUMMARY (for Final Bond Resolution)

Bond proceeds will finance facilities that will be leased to Tempco Electric Heater Corporation. Bond proceeds will be used to (i) finance a portion of the costs of acquisition, construction and equipping an approximately 37,145 square foot addition to Tempco's existing 43,520 square foot manufacturing facility located at 610 N. Central Ave. in Wood Dale (DuPage County), Illinois and (ii) prospectively current refund the outstanding balance of IDFA (IFA) Series 1997 Bonds, the proceeds of which were used to finance or refinance the construction and equipping of its facilities located at 610 N. Central Ave. and 607 N. Central Ave. in Wood Dale (DuPage County), Illinois. Additionally, bond proceeds may be used to pay costs of issuance. The project will be owned by Mr. Fermin Adames, Sr., individually and leased to Tempco Electric Heater Corporation. (Mr. Adames is the principal owner of Tempco Electric Heater Corporation.)

Estimated (New Money) project costs are as follows:

Building Construction	\$2,200,000
Equipment (both new and existing facility)	<u>1,855,000</u>
Total New Money Project Costs	<u>\$4,055,000</u>

ECONOMIC DISCLOSURE STATEMENT

Applicant: Tempco Electric Heater Corporation, 607 N. Central Avenue, Wood Dale, IL 60191, c/o Mr. Paul Wickland, Chief Financial Officer, 607 N. Central Ave., Wood Dale, IL 60191 (DuPage County), IL 60048; Ph.: 630-477-3240; E-mail: PaulWickland@tempco.com

Website: www.tempco.com

Project name: Tempco Electric Heater Corp.

Location: 610 N. Central Ave., Wood Dale, IL 60191-1485 and 607 N. Central Ave., Wood Dale, IL 60191-1492

Ownership

Information: All management employees or individuals holding a 7.5% or greater ownership interest in the Applicant and the Borrower are listed below:

(i) **Applicant: Mr. Fermin Adames, Sr., individually, c/o Tempco Electric Heater Corp., 607 N. Central Avenue, Wood Dale, IL 60191; Ph.: 630-350-2252:**

(ii) **Tenant/Operating Company/Co-Borrower:**
Tempco Electric Heater Corporation:
Fermin Adames, Sr., President: 100.0%

PROFESSIONAL & FINANCIAL

General Counsel:	O'Neill Cannon Hollman DeJong & Laing	Milwaukee, WI	Joe Gumna
Company Advisor:	The Mohan Group, LLC	Hoffman Estates, IL	John Mohan
Accountant:	Harnman & Roehr, LTD.	Park Ridge, IL	Dave Roehr
LOC Bank:	JPMorgan Chase Bank	Park Ridge, IL	Jason Leix
Bond Counsel:	To be determined		
Bank Counsel:	To be determined		
Bond Trustee:	Not applicable		
Architect:	IHC Construction Companies, LLC	Elgin, IL	
General Contractor:	IHC Construction Companies, LLC	Elgin, IL	
Rating Agency:	To be determined		
IFA Counsel:	Sanchez Daniels & Hoffman	Chicago, IL	John Cummins
IFA Financial Advisor:	Scott Balice Strategies, LLC	Chicago, IL	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	6	Peter J. Roskam
State Senate:	23	Carole Pankau
State House:	46	Dennis Reboletti





CONDUIT

May 10, 2011

\$20,000,000 Swedish Covenant Hospital

REQUEST	<p>Purpose: Proceeds will be used to (i) pay or reimburse Swedish Covenant Hospital (the "Hospital") or (the "Borrower") for the cost of renovation and remodeling of Hospital buildings and the acquisition of medical and information systems equipment; (ii) to pay certain Bond issuance costs.</p> <p>Program: Conduit 501(c)(3) Revenue Bonds</p> <p>Extraordinary Conditions: None.</p>																
BOARD ACTIONS	Preliminary Bond Resolution																
MATERIAL CHANGES	None. This is the first time this project has been presented to the Board.																
JOB DATA	<table border="0"> <tr> <td>1,712</td> <td>Current jobs</td> <td>0</td> <td>New jobs projected</td> </tr> <tr> <td>N/A</td> <td>Retained jobs</td> <td>0</td> <td>Construction jobs projected</td> </tr> </table>	1,712	Current jobs	0	New jobs projected	N/A	Retained jobs	0	Construction jobs projected								
1,712	Current jobs	0	New jobs projected														
N/A	Retained jobs	0	Construction jobs projected														
DESCRIPTION	<ul style="list-style-type: none"> • Location: Chicago, Illinois (Cook County) • Swedish Covenant Hospital (the "Hospital") is an Illinois not-for-profit corporation which operates an acute care, community and teaching hospital on the northwest side of Chicago. The Hospital was founded in 1886 by The Evangelical Covenant Church (the "Church") and was known as the Swedish Home of Mercy. The Hospital is licensed by the State of Illinois for 313 beds, of which 300 were in service as of March 31, 2011. The Hospital has received a determination letter from the Internal Revenue Service ("IRS") that it is exempt from federal income taxation pursuant to Section 501(a) of the Internal Revenue Code of 1986 (the "Code") as an organization described in Section 501(c)(3) of the Internal Revenue Code. • The Hospital offers a wide range of inpatient and outpatient diagnostic and therapeutic services and related ancillary services. The Hospital's inpatient services include all major categories of medicine and surgery. The outpatient programs and services provide a continuum of care for patients in the Hospital's service area. The Hospital operates several satellite primary care facilities in various sections of its service area. 																
CREDIT INDICATORS	<ul style="list-style-type: none"> • Fixed Rate Bonds or Variable Rate Bonds to be purchased by US Bank. • BBB+/A- (S&P/Fitch). 																
SECURITY	<ul style="list-style-type: none"> • Collateral is expected to include a parity interest in the mortgaged property and the pledge of the Hospital's unrestricted receivables that secure all Obligations the Hospital issues under its Master Trust Indenture. 																
MATURITY	<ul style="list-style-type: none"> • No later than 2036 																
SOURCES AND USES	<table border="0"> <tr> <td colspan="2">Sources:</td> <td colspan="2">Uses:</td> </tr> <tr> <td>IFA Bonds</td> <td>\$20,000,000</td> <td>Project Fund</td> <td>\$19,600,000</td> </tr> <tr> <td></td> <td></td> <td>Cost of Issuance</td> <td>400,000</td> </tr> <tr> <td>Total</td> <td>\$20,000,000</td> <td>Total</td> <td>\$20,000,000</td> </tr> </table>	Sources:		Uses:		IFA Bonds	\$20,000,000	Project Fund	\$19,600,000			Cost of Issuance	400,000	Total	\$20,000,000	Total	\$20,000,000
Sources:		Uses:															
IFA Bonds	\$20,000,000	Project Fund	\$19,600,000														
		Cost of Issuance	400,000														
Total	\$20,000,000	Total	\$20,000,000														
RECOMMENDATION	Credit Committee recommends approval.																

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: Swedish Covenant Hospital

STATISTICS

Project Number:	H-HO-TE-CD-8465	Amount:	\$20,000,000 (Not-to-Exceed)
Type:	501(c)(3) Bonds	IFA Staff:	Pam Lenane and Nora O'Brien
Location:	Chicago	County/ Region:	Cook/Northeast

BOARD ACTION

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

VOTING RECORD

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

PURPOSE

Proceeds will be used to (i) pay or reimburse Hospital for the cost of renovation and remodeling of Hospital buildings and the acquisition of medical and information systems equipment; (ii) to pay certain Bond issuance costs.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bond financing that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal income tax-exempt status on interest earned on the Bonds 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	\$20,000,000	Project Fund	\$19,600,000
		Cost of Issuance	400,000
Total	\$20,000,000	Total	\$20,000,000

JOBS

Current employment:	1,712	Projected new jobs:	0
Jobs retained:	N/A	Construction jobs:	0

FINANCING SUMMARY/STRUCTURE

Security: Collateral is expected to include a parity interest in the mortgaged property and the pledge of the Hospital's unrestricted receivables that secure all Obligations the Hospital issues under its Master Trust Indenture.

Structure: Fixed or Variable Rate Bonds to be purchased by US Bank.

Interest Rate: To be determined the day of pricing depending on market conditions through a variable rate offering.

Interest Modes: The Bond documents will allow for a fixed, variable or adjustable rate mode that will be jointly determined by US Bank and the Borrower based on market conditions prior to closing.

Current Rating: BBB+/A- (S&P/Fitch)

Maturity: 2031-2036

Estimated Closing Date: June 28, 2011

PROJECT SUMMARY (FOR PRELIMINARY BOND RESOLUTION)

Proceeds will be used to (i) pay or reimburse Hospital for the cost of renovation and remodeling of Hospital buildings and the acquisition of medical and information systems equipment; (ii) to pay certain Bond issuance costs.

BUSINESS SUMMARY

Swedish Covenant Hospital (the "Hospital") is an Illinois not for profit corporation which operates an acute care, community and teaching hospital on the northwest side of Chicago. The Hospital was founded in 1886 by The Evangelical Covenant Church (the "Church") and was known as the Swedish Home of Mercy. The Hospital is licensed by the State of Illinois for 313 beds, of which 300 were in service as of March 31, 2011. The Hospital has received a determination letter from the Internal Revenue Service ("IRS") that it is exempt from federal income taxation pursuant to Section 501(a) of the Internal Revenue Code of 1986 (the "Code") as an organization described in Section 501(c)(3) of the Internal Revenue Code.

The Hospital offers a wide range of inpatient and outpatient diagnostic and therapeutic services and related ancillary services. The Hospital's inpatient services include all major categories of medicine and surgery. The outpatient programs and services provide a continuum of care for patients in the Hospital's service area. The Hospital operates several satellite primary care facilities in various sections of its service area.

ECONOMIC DISCLOSURE STATEMENT

Applicant: Swedish Covenant Hospital
5145 North California Avenue
Chicago, IL 60625

Website: www.swedishcovenant.org

Project name: Swedish Covenant Hospital (IFA Series 2011 Bonds)

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

State: Illinois

Board Members:

BOARD OF DIRECTORS

ADAIR, Charles L.
ANDERSON, Kurt D.
BANKS, Lyle
BOFFA, James F., M.D.
BORKOWSKI, Renee
DABERTIN, Judith E.
FEDERER, CLARK, M.D.
HAWKINSON, Paul A., *Chair*
KEE, W.J. Wesley
KOO, David J.
MERRYWEATHER, Patricia
MEYER, Donald L.
MILLER, Rev. Mary C.D. Min.
PETERSON, James B
PINS, Judith A.
PUTMAN, David R. *Secretary*
PYRA, Thomas M.
SCARBOROUGH, Sydney P.
VANCAUWELAERT, Tony R., M.D.

EX-OFFICIO

ANDERSON, Lawrence P.
DWIGHT, David A.
NEWTON, Mark
SZANTO, Martin J., M.D.
WALTER, Rev. Gary B.

PROFESSIONAL & FINANCIAL

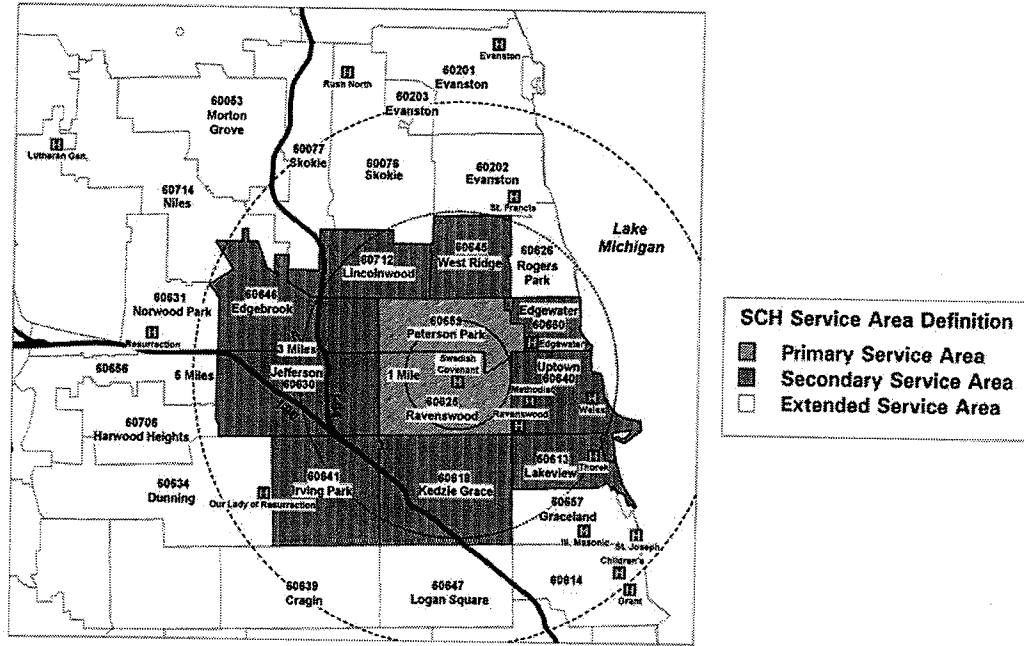
Borrower's Counsel:	Katten Muchin Rosenman, LLP	Chicago	Janet Hoffman
Bond Counsel:	Jones Day	Chicago	Richard Tomei
Financial Advisor:	Ponder & Co.	Chicago	Jennifer Brown
Bond Purchaser:	US Bank	Chicago	Deborah Cappozi
Bank's Counsel:	Ungaretti & Harris	Chicago	Julie Seymour
IFA Counsel:	TBD	Chicago	
IFA Financial Advisor:	Scott Balice	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	5	Mike Quigley
State Senate:	7, 8	Heather Steans; Ira I. Silverstein
State House:	13, 15	Greg Harris; John D'Amico

SERVICE AREA

Swedish Covenant Hospital Service Area





CONDUIT

May 10, 2011

\$120,000,000
Methodist Medical Center of Illinois

REQUEST	<p>Purpose: The proceeds will be used to (i) current refund Methodist Medical Center of Illinois (“Methodist”) Series 1998 fixed rate bonds; (ii) refinance a taxable bank line of credit used for hospital renovations at its campus in Peoria; (iii) fund a portion of the swap termination costs associated with an outstanding fixed payor swap with a current notional value of \$150,000,000; and (iv) pay certain Bond issuance costs.</p> <p>Program: Conduit 501(c)(3) Revenue Bonds</p> <p>Extraordinary Conditions: None.</p>																									
BOARD ACTIONS	Final Bond Resolution																									
MATERIAL CHANGES	Voting Record for March 8, 2011: 10 ayes, 0 nays, 0 abstentions, 5 absent (Brandt, DeNard, Fuentes, Herrin, McInerney), 0 vacancies.																									
JOB DATA	2,168 Current jobs	0 New jobs projected																								
	2,168 Retained jobs	0 Construction jobs projected																								
DESCRIPTION	<ul style="list-style-type: none"> • Location: Peoria, Illinois (Peoria County) • Methodist, headquartered in Peoria, Illinois, is an Illinois not-for-profit corporation engaged in providing healthcare services to residents of Central Illinois. Methodist operates a hospital with 318 staffed beds, a large medical group operating at 39 different locations, and a College of Nursing with over 500 students. 																									
CREDIT INDICATORS	<ul style="list-style-type: none"> • Underlying rating is “A2” (Moody’s); Methodist is likely to obtain an additional rating from Fitch. • Directly Purchased Fixed Rate Bonds with PNC Bank and Variable Rate Demand Bonds (VRDB’s) backed by a bank letter of credit from PNC Bank (a portion of this exposure will be syndicated to US Bank). 																									
SECURITY	<ul style="list-style-type: none"> • Secured by pledge of unrestricted receivables. 																									
MATURITY	<ul style="list-style-type: none"> • No later than 2041 																									
SOURCES AND USES (ALLOCATION OF FIXED VS VARIABLE SUBJECT TO CHANGE)	<table border="0"> <tr> <td colspan="2">Sources:</td> <td colspan="2">Uses:</td> </tr> <tr> <td>Directly Purchased Fixed Rate Bonds</td> <td>\$61,000,000</td> <td>Redeem Series 1998 Bonds¹</td> <td>\$54,135,000</td> </tr> <tr> <td>IFA VRDBs</td> <td><u>\$55,000,000</u></td> <td>Cost of Issuance</td> <td>1,865,000</td> </tr> <tr> <td></td> <td></td> <td>Swap Termination²</td> <td>12,000,000</td> </tr> <tr> <td></td> <td></td> <td>Refinance Line of Credit¹</td> <td><u>48,000,000</u></td> </tr> <tr> <td>Total</td> <td>\$116,000,000</td> <td>Total</td> <td>\$116,000,000</td> </tr> </table>		Sources:		Uses:		Directly Purchased Fixed Rate Bonds	\$61,000,000	Redeem Series 1998 Bonds ¹	\$54,135,000	IFA VRDBs	<u>\$55,000,000</u>	Cost of Issuance	1,865,000			Swap Termination ²	12,000,000			Refinance Line of Credit ¹	<u>48,000,000</u>	Total	\$116,000,000	Total	\$116,000,000
Sources:		Uses:																								
Directly Purchased Fixed Rate Bonds	\$61,000,000	Redeem Series 1998 Bonds ¹	\$54,135,000																							
IFA VRDBs	<u>\$55,000,000</u>	Cost of Issuance	1,865,000																							
		Swap Termination ²	12,000,000																							
		Refinance Line of Credit ¹	<u>48,000,000</u>																							
Total	\$116,000,000	Total	\$116,000,000																							
RECOMMENDATION	Credit Committee recommends approval.																									

¹ Remaining accrued interest on Series 1998 Bonds and Line of Credit likely to be paid from Methodist’s cash on hand.

² Remaining swap termination payment will be funded from Methodist’s cash on hand.

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: Methodist Medical Center of Illinois

STATISTICS

Project Number:	H-HO-TE-CD-8456	Amount:	\$120,000,000 (Not-to-Exceed)
Type:	501(c)(3) Bonds	IFA Staff:	Pam Lenane and Nora O'Brien
Location:	Peoria	County/ Region:	Peoria County/ North Central

BOARD ACTION

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

VOTING RECORD

Voting Record for March 8, 2011: 10 ayes, 0 nays, 0 abstentions, 5 absent (Brandt, DeNard, Fuentes, Herrin, McInerney), 0 vacancies.

PURPOSE

Bond proceeds will be used to (i) current refund Methodist Medical Center of Illinois Series 1998 Fixed Rate Bonds; (ii) refinance a taxable bank line of credit used for hospital renovations at its Peoria campus; (iii) fund a portion of the swap termination costs associated with an outstanding fixed payor swap with a current notional value of \$150,000,000; and (iv) pay certain Bond issuance costs.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bond financing that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal income tax-exempt status on interest earned on the Bonds 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:	
Directly Purchased Fixed Rate Bonds	\$61,000,000	Redeem Series 1998 Bonds ¹	\$54,135,000
IFA VRDBs	<u>\$55,000,000</u>	Cost of Issuance	1,865,000
		Swap Termination ²	12,000,000
		Refinance Line of Credit ¹	<u>48,000,000</u>
Total	\$116,000,000	Total	\$116,000,000

¹ Remaining accrued interest on Series 1998 Bonds and Line of Credit likely to be paid from Methodist's cash on hand.

² Remaining swap termination payment will be funded from Methodist's cash on hand.

JOBS

Current employment:	2,168	Projected new jobs:	0
Jobs retained:	2,168	Construction jobs:	0

FINANCING SUMMARY/STRUCTURE

Security: The Bonds are expected to be secured by Master Trust Indenture that includes a pledge of unrestricted receivables.

Structure: The plan of finance contemplates the issuance of (i) Directly Purchased Fixed Rate Bonds by PNC Bank (non-rated) and (ii) Variable Rate Demand Bonds secured by a letter of credit from PNC Bank (rated).

Interest Rate: To be determined a few days before closing for the Fixed Rate Direct Purchase and by prevailing market rates at reset for Variable Rate Bonds.

Interest Modes: Fixed for 11 years to match final maturity of Series 1998 Bonds and LOC-backed VRDB's likely in weekly mode.

Current Rating: The Fixed Rate bonds will not be rated (due to the direct bank purchase structure). The Borrower currently has a direct underlying rating of "A2" by Moody's. The Borrower is likely to obtain an additional rating from Fitch.

Maturity: No later than 2041 (30 Years)

Estimated Closing Date: May 12, 2011

PROJECT SUMMARY (FOR FINAL BOND RESOLUTION)

Bond proceeds will be used to (i) current refund Methodist Medical Center of Illinois ("Methodist") Series 1998 Fixed Rate Bonds; (ii) refinance a taxable bank line of credit used for hospital renovations; (iii) fund a portion of the swap termination costs associated with an outstanding fixed payor swap with a current national value of \$150,000,000; (iv) pay certain Bond issuance costs.

BUSINESS SUMMARY

Methodist Medical Center of Illinois is a tax-exempt 501(c)(3) Illinois corporation that provides inpatient, outpatient, ambulatory, emergency care, non-acute and professional services for residents of Peoria and 22 surrounding counties.

Methodist Medical Center of Illinois consists of three primary operating units:

- **Hospital:** The hospital division consists of the traditional acute and sub-acute care services. The Hospital's total bed complement as of December 31, 2010 is 318 staffed beds (including nursery).
- **Methodist Medical Group:** Methodist Medical Group ("MMG") provides primary and specialty care professional services to residents of Peoria and the surrounding area. MMG consists of 34 primary and specialty care physician practices; two in-school health programs, which serve multiple schools in both Peoria and Pekin; and a family practice residency program.
- **Methodist College of Nursing:** The College of Nursing offers an accredited baccalaureate degree program in nursing. The College currently has over 500 full-time and part-time students enrolled.

ECONOMIC DISCLOSURE STATEMENT

Applicant: Methodist Medical Center of Illinois
221 Northeast Glen Oak Avenue
Peoria, IL 61636-0002

Website: www.mymethodist.net

Project name: Methodist Medical Center (IFA Series 2011 Bonds)

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

State: Illinois

Board Members: Methodist Health Services Corporation (Parent) Board Members:
Karen Stumpe, Chairperson
Michael Bryant
Steve Graham
Lee Graves
Peter Johnsen
Joseph O'Neill
Michael Landwirth
Mark Petersen
Michael Stone
Donald White
Karl Kuppler

PROFESSIONAL & FINANCIAL

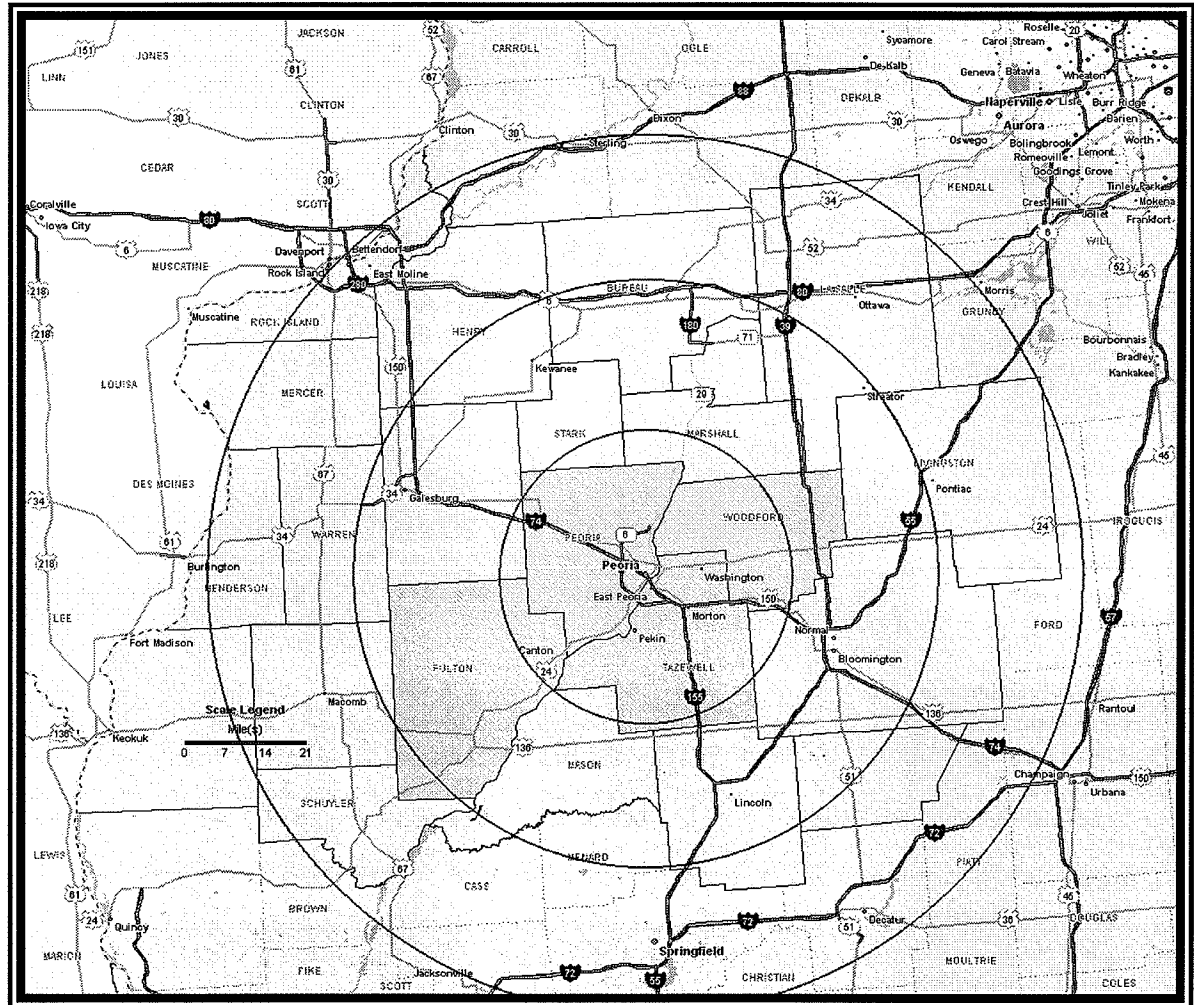
Borrower's Counsel:	McDermott, Will & Emery	Chicago	Dean Kant
Bond Counsel:	Jones Day	Chicago	Richard Tomei
		San Francisco	Mary Kimura
Underwriter:	Morgan Stanley	New York	David Ertel
		New York	David Gallin
Underwriter's Counsel:	Foley & Lardner	Chicago	Heidi Jeffery
Financial Advisor:	Kaufman Hall	Chicago	Glenn Wagner
LOC Bank/Purchaser:	PNC Bank	Peoria	Michael Zeller
Bank's Counsel:	Thompson Coburn	St. Louis	Deborah Rush
IFA Counsel:	Charity & Associates, P.C.	Chicago	Alan Bell
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago	Courtney Shea

LEGISLATIVE DISTRICTS

Congressional:	18	Aaron Schock
State Senate:	16	David Koehler
State House:	73	David Leitch

SERVICE AREA

The primary service area includes Peoria, and three surrounding counties. The secondary service area includes an additional 19 counties.







CONDUIT

\$65,000,000 (not-to-exceed amount)

May 10, 2011

UNO Charter School Network, Inc. and United Neighborhood Organization

REQUEST

Purpose: Bond proceeds, combined with funds from other sources, will enable **UNO Charter School Network, Inc. ("UCSN")** to: (i) refinance outstanding taxable bank loans, to which UCSN and **United Neighborhood Organization ("UNO Corporate")**; with UCSN and UNO Corporate, either individually or collectively as the prospective **"Borrower"**, (ii) capitalize a debt service reserve fund, if deemed necessary or desirable, and (iii) pay bond issuance costs (the **"Project"**).

Program: Conduit 501(c)(3) Revenue Bonds

Extraordinary Conditions: None.

No IFA funds at risk. No State funds at risk.

BOARD

ACTION

Preliminary Bond Resolution

MATERIAL

CHANGES

None. This is the first time this Project has been presented to the IFA Board of Directors.

JOBS DATA

299	Current jobs	*N/A	New jobs projected (*UNO expects to open new schools that will add 478 jobs over the next 2 years as an indirect result of this financing)
N/A	Retained jobs	N/A	Construction jobs projected

DESCRIPTION

- Location: Chicago (Cook County/Northeast Region)
- UCSN was created in 1998 by United Neighborhood Organization to provide quality educational opportunities primarily to Chicago's Hispanic neighborhoods.
- This financing will enable UCSN to refinance approximately \$65MM of existing bank loans. UCSN anticipates savings realized through these refinancings will enable UCSN to accelerate new school openings. UCSN plans to open eleven additional campuses over the next four years.

CREDIT

INDICATORS

- UCSN's financing team plans to apply for debt ratings from one or more rating agencies (a low-to-mid investment grade is expected).
- UCSN is currently non-rated.

PROPOSED

STRUCTURE

- Bonds will be sold directly based on the underlying rating of UCSN.
- Final Maturity of up to 30 years.

SOURCES AND USES

IFA Bonds	\$65,000,000	Refinancing	\$65,000,000
Equity	<u>600,000</u>	Cost of Issuance	<u>600,000</u>
Total	<u>\$65,600,000</u>	Total	<u>\$65,600,000</u>

RECOMMENDATION

Credit Review Committee recommends approval.

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
May 10, 2011**

Project: UNO Charter School Network, Inc. and United Neighborhood Organization

STATISTICS

Project Number: N-NP-TE-CD-8464	Amount: \$65,000,000 (not-to-exceed amount)
Type: 501(c)(3) Revenue Bonds	IFA Staff: Rich Frampton
Location: Chicago	County/Region: Cook/Northeast

BOARD ACTION

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

PURPOSE

Bond proceeds will be used to: (i) refinance outstanding taxable bank loans (for which UCSN and UNO Corporate are co-borrowers), (ii) prospectively capitalize a debt service reserve fund and (iii) pay costs of issuance.

The refinancing will allow for the expansion of eleven additional campuses over the next four years.

IFA PROGRAM AND 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. IFA's issuance of these Bonds will convey federal tax-exempt status on the interest paid to bondholders, thereby enabling bondholders to accept a below market interest rate that is passed through to the Borrower.

VOTING RECORD

Not applicable. This is the first time this project has been presented to the IFA Board of Directors.

PRELIMINARY ESTIMATED SOURCES AND USES OF FUNDS

Sources: IFA Bonds	\$65,000,000	Uses: Refinancing	\$65,000,000
Equity	<u>600,000</u>	Issuance Costs	<u>600,000</u>
Total	<u>\$65,600,000</u>	Total	<u>\$65,000,000</u>

JOBS

Current employment: 299

Projected new jobs: N/A (Refinancing; although UCSN anticipates adding 478 new jobs over the next 2 years as an indirect result of this refinancing)

Jobs retained: N/A

Construction jobs: N/A

BUSINESS SUMMARY

Background: **United Neighborhood Organization** (“UNO Corporate”) was established in 1984 as a grassroots organization supporting the Chicago Hispanic community and is a tax-exempt 501(c)(3) organization incorporated under Illinois law.

As an outgrowth of UNO Corporate’s mission, the **UNO Charter School Network, Inc.** (“UCSN”) was created in 1998 to provide quality educational opportunities in Chicago’s Hispanic neighborhoods. UCSN is 501(c)(3) organization incorporated under Illinois law.

UCSN is governed by a 6-member Board of Directors (see p. 5 for listing).

UCSN is subject to a “Charter Agreement” with the Chicago School Reform Board of Trustees (Chicago Public Schools or “CPS”). The agreement was for an original term of five (5) years ending 6/30/2003 and was subsequently renewed for two (2) additional terms, with the most recent renewal expiring 6/30/2013. UCSN has been certified as a Charter School by the Illinois State Board of Education.

Under Illinois law, CPS has oversight responsibility to verify that the School complies and meets the expectations of a public educational system and to also satisfy regulations and compliance requirements established by CPS.

Description: UNO Corporate is a grassroots community organization for Chicago’s Hispanic community. Today, UNO is the largest Hispanic organization in the region, serving over 20,000 individuals by providing leadership, social services, and programming in education, parenting, health care, immigration, and economic development. Through these services, UNO maintains one focus: to bring its community the necessary tools to encourage empowerment and self-sufficiency.

UCSN currently operates nine (9) charter schools serving 4,500 predominantly Hispanic youths. Approximately 41% of students attending UNO Charter Schools have limited proficiency with English. Over 95% of UCSN’s students qualify for free or subsidized school lunches and live in the following southwest and northwest side neighborhoods: Little Village, Archer Heights, Brighton Park, Gage Park, Hermosa and Belmont-Cragin.

UCSN’s fundamental mission is to create schools that become anchors in their community and support economic and academic success, thereby strengthening the surrounding community.

According to UCSN, this refinancing indirectly enable UCSN to undertake new expansions and school openings will help alleviate overcrowding in the CPS system, particularly for elementary schools that are mostly Hispanic. This severe overcrowding and a failure in many cases to meet educational goals, combined with the appeal of the UCSN school model explain why Hispanic families in Chicago’s southwest and northwest side neighborhoods seek placement in UNO schools.

FINANCING SUMMARY

Structure/
Bondholder
Security: The proposed Bonds will be underwritten by Robert W. Baird & Co. and Cabrera Capital Markets, LLC, serving as Senior Manager and Co-Manager, respectively. The Bonds will be sold on the basis of UCSN's underlying ratings. UCSN will be applying for a long-term debt rating from at least one of the rating agencies. UCSN anticipates receiving a low-to-mid investment grade rating.

Interest Rates: Fixed rates. The Underwriters will evaluate various serial and term bond structures based on market conditions at the time of pricing.

Maturity: Up to 30 years (preliminary; subject to change)

Anticipated Closing: June or July 2011

Rationale: This project will enable UCSN to refinance existing bank loans. An indirect result of this refinancing will be to enable UCSN and UNO-Corporate to facilitate the addition of eleven (11) new campuses over the next four years.

PROJECT SUMMARY (for IFA Preliminary Bond Resolution)

Bond proceeds, combined with other funds, will be used by UNO Charter School Network, Inc. and, prospectively, United Neighborhood Organization (as either stand-alone borrowers or Co-Borrowers) to (i) refinance taxable bank loans, the proceeds from which were used to finance and refinance the rehabilitation, construction, equipping and furnishing of school facilities located in the City of Chicago, (ii) prospectively, to capitalize any necessary reserve funds, if deemed necessary and desirable, and (iii) to pay bond issuance costs.

No new money project costs are anticipated.

ECONOMIC DISCLOSURE STATEMENT

Applicant: UNO Charter Schools Network and United Neighborhood Organization (c/o Mrs. Kathy McIntyre, Director of Finance, 954 W. Washington Blvd., 3rd Floor, Chicago, IL 60607; (T) 312-432-6300

Web Site: <http://www.unocharterschools.org/>

Project name: UNO Charter Schools Network, Series 2011 Bonds

Locations: N/A

Organization: Illinois 501(c) (3) not-for-profit Corporation

Board of Directors: Members of UNO Charter Schools Network are listed below on page 5. Members of United Neighborhood Organization are listed below on page 6.

Current Property Owners: The current school facilities are leased by UNO Charter Schools from (1) United Neighborhood Organization (an affiliated entity), and (2) the Catholic Archdiocese of Chicago.

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Burke, Burns & Pinelli, Ltd.	Chicago, IL	Stephen Welcome
Auditor:	Ostrow Reisin Berk & Abrams, Ltd.	Chicago, IL	
Borrower's Advisor:	Buck Financial Advisors LLC	Englewood, CO	John Buck
Bond Counsel:	Kutak Rock LLP	Denver, CO Chicago, IL	Thomas Peltz Kevin Barney
Senior Managing Underwriter:	Robert W. Baird & Co.	Denver, CO	Brian Colon
Co-Managing Underwriter:	Cabrera Capital Markets, LLC	Chicago, IL	Brian King
Underwriter's Counsel:	Greenberg Traurig, LLP	Chicago, IL	Matthew Lewin
Co-Underwriter's Counsel:	Tristan & Cervantes	Chicago, IL	Homero Tristan
Trustee:	To be determined		
IFA Counsel:	Sanchez Daniels & Hoffman LLP	Chicago, IL	John Cummins
IFA Financial Advisor:	Acacia Financial Group, Inc.	Chicago, IL	Courtney Shea

LEGISLATIVE DISTRICTS

Congressional:	7	Danny K. Davis
State House:	9	Arthur Turner
State Senate:	5	Annazette R. Collins

**UNO Charter Schools Network
Board of Directors**

Veronica Alanis, *Chairperson*;
Assistant Director of Operational Administration, Chicago Housing Authority, Chicago

Federico d'Escoto, *Secretary*;
President, d'Escoto Inc., Chicago

Mark Doyle, *Treasurer*;
President, Second Federal Savings, Chicago

Guadalupe Gallo-Brinkman, *Community Representative*;
(retired), Glen Ellyn, IL

Fr. George Schopp, *Pastor*, Our Lady of Grace Church, Chicago, IL

Daniel Sichelski, *Educational Consultant*, Burbank, IL

Peter Skerry, *Professor of Political Science*, Boston College;
Non-resident Senior Fellow, Governance Studies, Brookings Institution

Juan Rangel, *CEO*, United Neighborhood Organization

**United Neighborhood Organization
Board of Directors**

Note: Although UNO-Corporate has the same individuals on its Board of Directors as the UNO Charter School Network, Inc., UNO-Corporate and UNO Charter School are separate legal and financial entities.

In his role as an ex-officio Board Member of the United Charter School Network, Inc., Mr. Juan Rangel is CEO.

In his role as an ex-officio Board Member of United Neighborhood Organization, Mr. Rangel is serving in his role as President of United Neighborhood Organization (i.e., UNO-Corporate).

Veronica Alanis, Chairperson;
Assistant Director of Operational Administration, Chicago Housing Authority, Chicago

Federico d'Escoto, Secretary;
President, d'Escoto Inc., Chicago

Mark Doyle, Treasurer;
President, Second Federal Savings, Chicago

Guadalupe Gallo-Brinkman, Community Representative;
(retired), Glen Ellyn, IL

Fr. George Schopp, Pastor, Our Lady of Grace Church, Chicago, IL

Daniel Sichelski, Educational Consultant, Burbank, IL

Peter Skerry, Professor of Political Science, Boston College;
Non-resident Senior Fellow, Governance Studies, Brookings Institution

Juan Rangel, President, United Neighborhood Organization





CONDUIT

May 10, 2011 **\$1,275,000**
Sarah's Circle, Inc.

REQUEST **Purpose:** The proposed project will enable **Sarah's Circle, Inc.** ("Sarah's Circle", "SC", or the "Borrower") to: (1) acquire and substantially rehabilitate an approximately 14,000 SF building located at 1016 W. Argyle Street, Chicago, IL; and (2) pay costs of issuance of the Bonds, if deemed necessary and desirable by the Borrower (collectively, the "Project"). Approximately 8,500 SF will be used for client support and program services while the remaining space (approximately 5,500 SF) will provide 10 residential studio apartments for rent to chronically homeless women, the Borrower's target clients.

Program: Conduit 501(c)(3) Revenue Bonds
Extraordinary Conditions: None

BOARD ACTION Preliminary Bond Resolution

MATERIAL CHANGES None. This is the first time this financing has been presented to the IFA Board.

JOBS DATA

	8	Current jobs	10-12	Projected Jobs (2 years)
	N/A	Retained jobs	25-30	Construction jobs projected

DESCRIPTION

- Location: Chicago (Cook County/Northeast Region)
- Sarah's Circle was originally established in 1979, and is a 501(c)(3) organization incorporated under Illinois law.
- Sarah's Circle provides services for women who are homeless or at risk of homelessness in the Uptown neighborhood of Chicago. Services include: a daytime drop-in center for the homeless, addicted, mentally ill or otherwise severely distressed "street" population of the community, which will be maintained in the same building as the ten units of permanent housing financed in connection with the subject project.

CREDIT INDICATORS

- Sarah's Circle is not rated.
- The proposed Bonds will be purchased directly by the Borrower's bank and held as an investment.

PROPOSED STRUCTURE

- The IFA Series 2011 Bonds will be purchased directly and held for an initial term of 10 years at a fixed interest rate (pursuant to a Bond and Loan Agreement between the Borrower and Village Bank & Trust) and re-priced every five years thereafter based on market conditions.
- The estimated interest rate was between 4.00% and 4.50% as of 4/18/2011.

SOURCES AND USES	Sources:		Uses:	
	IFA Series 2011 Bonds	\$ 1,275,000	Project Costs	\$ 3,734,840
	City of Chicago HOME Loan (Subordinate)	1,220,930	Capitalized Interest	16,660
	HUD SHP Grant	400,000	Bond Issuance Costs	<u>40,000</u>
	SBIF Grant	130,000		
	Donations/Grants	750,570		
	Cash Equity	<u>15,000</u>		
	Total	<u>\$ 3,791,500</u>	Total	<u>\$ 3,791,500</u>

RECOMMENDATION Credit Review Committee recommends approval.

**ILLINOIS FINANCE AUTHORITY
 BOARD SUMMARY
 May 10, 2011**

Project: Sarah's Circle, Inc.

STATISTICS

Project Number:	N-NP-TE-CD-8461	Amount:	\$1,275,000 (not-to-exceed amount)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Rich Frampton, Brad Fletcher
Location:	Chicago	County	
		/Region:	Cook County/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

None. This is the first time this financing has been presented to the IFA Board.

PURPOSE

Bond proceeds will be used by **Sarah's Circle, Inc.** to: (1) acquire and substantially rehabilitate an approximately 14,000 SF building located at 1016 W. Argyle Street, Chicago, IL; and (2) pay costs of issuance of the Bonds, if deemed necessary and desirable by the Borrower (collectively, the "**Project**"). Approximately 8,500 SF will be used for client support and program services while the remaining space (approximately 5,500 SF) will provide 10 residential studio apartments for rent to chronically homeless women, the Borrower's target clients.

IFA CONTRIBUTION AND PROGRAM

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

SOURCES AND USES OF FUNDS

Sources:	IFA Series 2011 Bonds	\$1,275,000	Uses:	Project Costs	\$3,734,840
	City of Chicago HOME Loan (Subordinate)	1,220,930		Capitalized Interest	16,660
	HUD SHP Grant	400,000		Costs of Issuance	<u>40,000</u>
	SBIF Grant	130,000			
	Donations/Grants	750,570			
	Cash Equity	<u>15,000</u>			
Total		<u>\$3,791,500</u>	Total		<u>\$3,791,500</u>

JOBS

Current employment:	8	Projected new jobs:	10-12 (2 years)
Jobs retained:	N/A	Construction jobs:	25-30

FINANCING SUMMARY

Security/Rating: Bonds will be purchased directly by **Village Bank & Trust** (the "Bank" and the "Direct Lender/Purchaser") of Arlington Heights, Illinois. The Bank is a subsidiary of Wintrust Financial Corporation.

Structure/

Interest Rate: The IFA Series 2011 Bonds will be purchased directly and held for an initial term of 10 years at a fixed interest rate (pursuant to a Bond and Loan Agreement between the Borrower and Village Bank & Trust) and re-priced every five years thereafter based on market conditions. The estimated interest rate was between 4.00% and 4.50% as of 4/18/2011.

Maturity: 25 years

Closing Date: June 2011 to August 2011, subject to change

Bank Collateral: The Bank/Direct Lender/Investor will be secured by a blanket first mortgage on all real property and a blanket first security interest in all equipment and accounts receivable. The Bank will cross-collateralize and cross-default the proposed Bonds with all other term debt and working capital financing, as applicable.

Rationale: The proposed Project will enable the Borrower to improve service delivery to its clients by providing expanded service programs space. Additionally, the Project will enable the Borrower to expand its service delivery to include 10 affordable studio apartment units for lease to homeless women served by Sarah's Circle. These affordable studio apartment units will provide new, affordable housing units in a community (Uptown) that has lost affordable housing due to neighborhood redevelopment and gentrification. As the building is currently vacant and in need of substantial renovation, this Project will return the subject building to productive use. Design plans for this building will include several "green" design elements.

PROJECT SUMMARY (FOR PRELIMINARY BOND RESOLUTION)

Bond proceeds, combined with other funds, will be used to finance the acquisition, substantial rehabilitation, and equipping of an approximately 14,022 SF building located at 4836-38 N. Sheridan Road in Chicago (Cook County), IL 60640. The project will be used as a multi-purpose facility that will house Sarah's Circle's social service operations as well as ten (10) affordable studio rental apartments that will be leased to the Borrower's clients.

Preliminary Summary of project costs:

Land & Site Acquisition:	\$140,000
Building Acquisition:	790,000
Construction Costs:	<u>2,804,840</u>
Total:	\$3,734,840

Sarah's Circle, Inc.
Board of Directors

Judy Krueger
President of the Board

Susan Lucari
Executive Director
AT&T

Georgia A. Beatty
Attorney at Law

Katherine Ragnar
Executive Director
Sarah's Circle

Sheila Neely Frost
Assistant Director and Field Director
St. Augustine College

Joshua Reitman
Treasurer, Sarah's Circle Board of Directors
Vice President Commercial Lending
Bridgeview Bank Group

Debra C. Flynn
Principal
Chicago & Milwaukee Office Business Leader

Reginald Richardson PhD, ACSW, LCSW
Vice President for
Quality Assurance and Evaluation
The Family Institute at Northwestern University

Bianka Hardin Psy.D.
Associate Department Chair
The Chicago School of Professional Psychology

Joyce J. Johnson
Community Resident

Patricia A. Ivy
Community Activist

Barbara Burrell
Burrell Realty



ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors
Date: May 10, 2011
From: Rich Frampton
Re: Request for Financial Covenant Compliance Waiver for Illinois Finance Authority ("IFA")
Agri-Business Guarantee #A-AI-TX-GT-6120

IFA Agri-Business Guarantee # A-AI-TX-GT-6120
Original IFA Guarantee Amount (61% of Loan): \$15,036,500
IFA Guarantee Amount as of 3/31/2011: \$14,169,016
IFA Guarantee Principal Reduction during Quarter: \$51,666
Interest Rate on Fifth Third Loan: 4.26%

Original Note Date: 5/9/2008
Original Bank Loan Balance: \$24,650,000
Outstanding Bank Loan Balance as of 3/31/2011: \$23,227,896

Bank Term Loan Maturity Date: 11/3/2011

Request:

On Thursday, April 28, 2011, Fifth Third Bank (the "Bank") in Clayton, Missouri, informed IFA by letter that (1) Fifth Third Bank is in the process of obtaining internal formal credit approval to waive two financial covenant violations and (2) is requesting that the IFA Board of Directors consider approval of a formal waiver of the same financial covenant violations for the fiscal quarter ended March 31, 2011.

The fiscal quarter ended 3/31/2011 is the second fiscal quarter for which the quarterly financial covenant tests are applicable under the loan agreements. (Details regarding the prior covenant waiver request for the fiscal quarter ended 12/31/2010 follow on p. 2.)

Specifically, Fifth Third Bank has notified IFA that the underlying Borrower for the above-referenced loan did not satisfy (1) the required Minimum Fixed Charge Coverage Ratio Test of 1.25x for the rolling 12-month period ended 3/31/2011, and (2) the Maximum Funded Debt to EBITDA Ratio test of 5.00x for the rolling 12-month period ended 3/31/2011.

Recommendation:

The Bank has requested the IFA Board to consent to this financial covenant waiver. Failure by either the Bank or IFA to approve the requested waiver would trigger a technical default on Fifth Third Bank's Loan Agreement with the Borrower and could risk a call on the 61% IFA Agri-Business Guarantee that is further securing the above-referenced loan for Fifth Third Bank. Based on the current outstanding balance, the potential call on the 61% Agri-Business Loan Guarantee is currently \$14,169,016 as of 3/31/2011.

IFA staff recommends approval of the Bank's request as presented.

Comment – Underlying Borrower is a SEC Reporting Entity:

Because the underlying Borrower is a SEC reporting entity, information on the Borrower is being presented in a manner consistent with pertinent SEC restrictions and an executed Confidentiality Agreement. The underlying Borrower will release details regarding covenant non-compliance in connection with its next scheduled SEC filing (anticipated on or around May 16, 2011).

Note on Financial Covenant Waiver for Quarter Ended 12/31/2010:

At the March 8, 2011 Board Meeting, the IFA Board of Directors voted to concur with the Bank's plan to waive two specific financial covenant violations as of 12/31/2010, the first fiscal quarter under the loan agreements to which these financial covenant tests were applicable.

Specifically, Fifth Third Bank requested that the IFA Board consent to the Bank's waiver of the following financial covenants due to the underlying Borrower not satisfying (1) the required Minimum Fixed Charge Coverage Ratio Test of 1.25x for the period ended 12/31/2010 and (2) the Maximum Funded Debt to EBITDA Ratio test of 5.00x for the period ended December 31, 2010.

Voting Record for Financial Covenant Waiver Requested by Fifth Third Bank for the Rolling 12-Month Period Ended 12/31/2010 (considered on March 8, 2011):

Ayes: 10 Nays: 0 Absent: 5 (Brandt, DeNard, Fuentes, Herrin, McInerney) Abstentions: 0



MaryAnn Lemonds, CTP
Vice President-Commercial Division
8000 Maryland Ave., Suite 1400 • Clayton, MO 63105
Telephone: 314-889-3370 • Fax: 314-889-3377

April 28, 2011

Mr. Christopher Meister
Executive Director
Illinois Finance Authority
Suite 2555
Two Prudential Plaza
180 North Stetson Avenue
Chicago, Illinois 60601

Dear Mr. Meister:

Fifth Third Bank has been notified by REG Danville that the company did not meet the required minimum Fixed Charge Coverage ratio of 1.25x and the maximum Funded Debt to EBITDA ratio of 5.0x for the period ended March 31, 2011.

This letter is to inform you that we are currently in the process of requesting formal credit approval to waive the above noted covenant violations. We would request that the Illinois Finance Authority obtain Board approval to waive the covenants for the period ended March 31, 2011.

Best regards,

A handwritten signature in cursive script that reads 'Mary Ann Lemonds'.

Mary Ann Lemonds
Vice President
Fifth Third Bank

cc: Mr. Daniel Oh, Renewable Energy Group

This letter does not constitute or create any legally binding or enforceable obligation on the part of either party. This should not be construed as a commitment to waive the covenant violations. If formal bank approval is obtained, such approval may contain different terms and conditions than those contained herein or may contain additional terms and conditions.



For more information: Alicia Clancy
(o) 515-239-8118; (m) 515-450-9692
Alicia.clancy@regfuel.com

Biodiesel Producer, Marketer Ready to Meet 2011 Demand Spurred by Tax Credit Revival, RFS2
Renewable Energy Group® positioned to meet volume requirements of RFS2

(AMES, Iowa) Dec. 16, 2010—With tonight's approval of the Tax Relief, Unemployment Insurance Reauthorization, and Job Creation Act of 2010 by the U.S. House of Representatives, the biodiesel blenders' tax credit will be reinstated for 2011 and be retroactive for all B100 gallons sold in 2010.

"The reinstatement and retroactivity of the biodiesel blenders' tax credit provides a more predictable and stable market for our company and our customers," said Daniel J. Oh, President and Chief Operating Officer of Renewable Energy Group® (REG®), the nation's largest biodiesel producer and marketer.

"With President Obama's signature as the final step for this bill, the biodiesel blenders' tax program restores competitive pricing for biodiesel in the distillate marketplace, puts green collar workers back to work and supports the future of this advanced biofuel industry in the coming months."

Reinstatement and retroactivity means greater market certainty for REG's customers, the petroleum industry and RFS2 obligated parties.

"We believe reinstatement for 2011 will allow petroleum distributors and obligated parties to make biodiesel purchasing decisions which will increase demand for REG-9000™ biodiesel," said Oh. "With the combination of blending requirements under RFS2 and the competitive pricing model offered by the tax credit, REG expects a significant increase in biodiesel demand for our five facilities in Iowa, Illinois and Texas."

Historically, REG has maintained approximately a 25 percent market share in the U.S. biodiesel industry. The company acquired six strategic businesses in 2010, including three commercial -scale biodiesel refineries in production mode and one facility under construction. Today, the REG network includes more than 180 million gallons of owned/operated production capacity.

With an 800 million gallon market under RFS2, REG anticipates doubling biodiesel sales in 2011 to meet national demand. "Additional demand will improve job security for our green collar workers," said Oh who estimates REG could increase its nationwide workforce by 30 percent in 2011 as a result of the demand created by the combined RFS2 and blenders' tax credit programs.

We are very pleased with the reinstatement and retroactivity of the biodiesel blenders tax credit passed by the Senate and the House, said Oh who is looking forward to a longer term program.

"During the next year, REG looks forward to working with our elected officials in a bi-partisan effort to develop a long-term tax program that promotes the growth, expansion and green collar jobs created by the biodiesel industry which is our country's only commercial, widely-available advanced biofuel available today," he said.

###

Renewable Energy Group® is North America's largest biodiesel manufacturer and marketer. Utilizing an integrated supply chain model, Renewable Energy Group is focused on converting triglycerides into advanced biofuels. With more than 180 million gallons of owned/operated annual production capacity— which meets or exceed ASTM quality specifications—REG® is a proven biodiesel partner in the distillate marketplace.

REG owns/operates biodiesel facilities in Ralston, Iowa (REG Ralston, LLC); Newton, Iowa (REG Newton, LLC); Danville, Ill. (REG Danville); Seneca, Ill. (REG Seneca, LLC) and Seabrook, Texas (REG Houston, LLC). In addition, the company has commercial-scale biodiesel plants under construction in New Orleans (REG New Orleans, LLC); Emporia, Kans. (REG Emporia, LLC) and Clovis, New Mexico (REG Clovis, LLC).

**Excerpts from REG, Inc.'s 10-K/A Filing on Executive Compensation
(Amendment No. 1 to Annual Report)**

The following information has been excerpted from the above-referenced filing as available on REG, Inc.'s web site. Click the link to "SEC Filings" on the following page: <http://www.regfuel.com/investors.html>

REG, Inc.'s Executive Officers include the following:

- **Jeffrey Stroburg, 61, Chairman and Chief Executive Officer.** Mr. Stroburg has served as Chief Executive Officer and Director since June 2006. Mr. Stroburg has extensive experience in agricultural cooperatives in food processing (including as Vice President and COO of Land O'Lakes' Eastern Region) and petroleum products (Countrymark Cooperative).
- **Daniel J. Oh, 46, President and Chief Operating Officer.** Mr. Oh has served as Chief Operating Officer since June 2007 and President since April 2009. Mr. Oh serve as REG, Inc.'s Chief Financial Officer and Executive Vice President from June 2006 to June 2007 and as it Secretary from August 2006 until March 2009. Previously, Mr. Oh worked in agribusiness consulting, in the Corporate Finance and Investment Banking area of the Corporate Strategy and Business Development Group at Eli Lilly and Company and as a consultant with McKinsey & Company
- **Chad Stone, 41, Chief Financial Officer.** Mr. Stone has served as Chief Financial Officer since joining REG, Inc. in August 2009. Previously, Mr. Stone served as Director with PricewaterhouseCooper and was a manager at Arthur Andersen.

REG, Inc.'s Executive Compensation Plan:

The key elements of REG Inc.'s compensation plan for its Executive Officers are: (1) Base Salary, (2) Long-Term Equity (restricted stock), and (3) Employee Benefits (same as earned by other eligible employees).

The following table summarizes certain compensation paid to REG Inc.'s Executive Officers over the past three fiscal years:

Name and Position	Year	Salary (\$)	Bonus (\$)	Option Awards (\$)	401(k) Match (\$)	Total Compensation
Jeffrey Stroburg, CEO	2010	--	--	\$319,931	--	\$319,931
	2009	\$72,187	--	\$632,083	--	\$704,270
	2008	\$370,310	--	\$1,083,571	--	\$1,453,881

Name and Position	Year	Salary (\$)	Bonus (\$)	Option Awards (\$)	401(k) Match (\$)	Total Compensation
Daniel J. Oh, President and COO	2010	\$260,926	--	\$242,991	\$4,845	\$319,931
	2009	\$255,532	--	\$541,786	\$3,790	\$704,270
	2008	\$291,377	--	\$812,679	\$3,733	\$1,453,881

Name and Position	Year	Salary (\$)	Bonus (\$)	Option Awards (\$)	401(k) Match (\$)	Total Compensation
Chad Stone, Chief Financial Officer	2010	\$186,252	--	\$74,063	\$5,735	\$266,050
	2009	\$64,967	\$10,000	--	\$2,249	\$77,216
	2008	<i>Mr. Stone joined REG in August 2009</i>	--	--	--	--

Although REG, Inc.'s directors did not receive any compensation for the fiscal year ended 12/31/2010, certain non-employee directors received grants of Restricted Stock Unit ("RSU") in consideration of previously deferred cash director fees.

In addition to stock options received as CEO of REG, Inc., Mr. Stroburg also received a RSU award as a Director of REG, Inc. under the Company's 2009 Stock Incentive Plan in August 2010. This RSU award was valued at \$2,966,738 and is in consideration of working for a reduced salary in 2009 and no salary in 2010.

The RSU's become exercisable three years after the date of grant and are convertible on a one-for-one basis into REG, Inc.'s Common Stock.

Security Ownership of REG, Inc.'s Executive Management:

Page 15 of the 10-K/A Filing reports current security ownership of Management (including directors and Executive Officers).

As of 4/15/2011, none of the three Executive Officers of REG, Inc. identified above either directly or beneficially owned any of the Company's (1) Series A Preferred Stock or (2) Common Stock.

Confidential - not intended for public purposes

REG DANVILLE
FINANCIAL STATEMENT
FISCAL YEAR 2021
TOLLING

	January	February	March	April	May	June	July	August	September	October	November	December	Total
Income:													
Biodiesel sales	2,800,000	2,400,000	2,400,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,400,000	2,400,000	30,800,000
Biodiesel claims produced	2,360,000	2,400,000	2,400,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,700,000	2,400,000	2,400,000	30,800,000
Other income	5,904	5,904	5,904	10,933	10,933	10,933	34,030	34,030	34,030	13,200	13,200	12,300	188,501
Cost of goods sold:													
Freight & Storage	139,971	139,971	139,971	164,314	164,314	164,314	564,314	564,314	564,314	164,314	164,314	164,314	6,171
Other (gain) losses	134,057	134,057	134,057	157,371	157,371	157,371	557,371	557,371	557,371	157,371	157,371	157,371	1,750,200
Realized (gain) losses	5,904	5,904	5,904	6,843	6,843	6,843	6,843	6,843	6,843	6,843	6,843	6,843	79,200
Unrealized (gain) losses	5,904	5,904	5,904	11,502	11,502	11,502	11,502	11,502	11,502	11,502	11,502	11,502	0.00
Total costs	914,096	914,096	914,096	1,049,067	1,049,067	1,049,067	3,425,970	3,425,970	3,425,970	1,049,067	1,049,067	947,700	11,996,699
Net income	1,985,904	1,485,904	1,485,904	1,650,933	1,650,933	1,650,933	3,274,030	3,274,030	3,274,030	1,650,933	1,650,933	1,452,300	18,803,301
Direct control expenses:													
Payroll - total	139,971	139,971	139,971	164,314	164,314	164,314	564,314	564,314	564,314	164,314	164,314	164,314	6,171
Payroll contract employees	134,057	134,057	134,057	157,371	157,371	157,371	557,371	557,371	557,371	157,371	157,371	157,371	1,750,200
Operating supplies	5,904	5,904	5,904	6,843	6,843	6,843	6,843	6,843	6,843	6,843	6,843	6,843	79,200
Supplies & repair (main)	5,904	5,904	5,904	11,502	11,502	11,502	11,502	11,502	11,502	11,502	11,502	11,502	0.00
Utilities	184,000	184,000	184,000	216,000	216,000	216,000	216,000	216,000	216,000	216,000	216,000	216,000	8,114
Repairs	1,971	1,971	1,971	4,629	4,629	4,629	4,629	4,629	4,629	4,629	4,629	4,629	52,800
Freight	1,183	1,183	1,183	1,388	1,388	1,388	1,388	1,388	1,388	1,388	1,388	1,388	15,840
EHS	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	3,000
Management fee	24,120	24,120	24,120	28,327	28,327	28,327	28,327	28,327	28,327	28,327	28,327	28,327	313,136
Advertising	50	50	50	684	684	684	684	684	684	684	684	684	7,920
Legal & regulatory	1,774	1,774	1,774	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	2,083	23,760
Bad debt expense													
Depreciation	11,829	11,829	11,829	13,886	13,886	13,886	13,886	13,886	13,886	13,886	13,886	13,886	158,400
Misc. direct expenses	518,987	518,987	518,987	581,778	581,778	581,778	581,778	581,778	581,778	581,778	581,778	581,778	6,805,338
Total direct expenses	1,971,312	1,971,312	1,971,312	2,314,067	2,314,067	2,314,067	7,425,970	7,425,970	7,425,970	2,314,067	2,314,067	2,314,067	28,803,301
Depreciation	11,829	11,829	11,829	13,886	13,886	13,886	13,886	13,886	13,886	13,886	13,886	13,886	158,400
Interest expense	145,271	145,271	145,271	164,314	164,314	164,314	564,314	564,314	564,314	164,314	164,314	164,314	6,171
Interest expense (Noncash)	12,678	12,678	12,678	12,678	12,678	12,678	12,678	12,678	12,678	12,678	12,678	12,678	158,594
Insurance	26,550	26,550	26,550	26,550	26,550	26,550	26,550	26,550	26,550	26,550	26,550	26,550	312,136
Rent and lease	17,000	17,000	17,000	17,000	17,000	17,000	17,000	17,000	17,000	17,000	17,000	17,000	218,800
Shareholders' Loan Exp (Noncash)	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	25,000	300,000
Shared Assets	413,517	413,517	413,517	413,517	413,517	413,517	413,517	413,517	413,517	413,517	413,517	413,517	4,932,346
Total fixed expenses	971,904	971,904	971,904	1,002,270	1,002,270	1,002,270	3,000,891	3,000,891	3,000,891	1,002,270	1,002,270	942,528	11,777,684
Net income	1,013,999	513,999	513,999	648,663	648,663	648,663	2,273,139	2,273,139	2,273,139	648,663	648,663	509,772	7,025,617
Net free cashflow:													
Principal	134,800	134,800	134,800	134,800	134,800	134,800	134,800	134,800	134,800	134,800	134,800	134,800	1,539,600
Copy Ex	14,271	14,271	14,271	14,271	14,271	14,271	14,271	14,271	14,271	14,271	14,271	14,271	168,594
Total Net Free Cashflow:	45,327	45,327	45,327	45,327	45,327	45,327	45,327	45,327	45,327	45,327	45,327	45,327	561,194



ILLINOIS FINANCE AUTHORITY

MEMORANDUM

TO: IFA Board of Directors
FROM: Jim Senica, Senior Funding Manager
DATE: May 10, 2011
RE: Pere Marquette Hotel Associates, L.P. Participation Loan Update

Loan No. B-LL-TX-582	Original Note Date:	08/08/06
	Original Balance:	\$990,950.73
	Original Interest Rate:	1.014%
	Maturity Date:	5/31/2011
	Balance @ 3/31/2011	\$813,132.28
	Interest Rate beginning as of July 2010:	6.250%

Background: This IFA Participation Loan was originally closed August 2006 with an original maturity date of March 31, 2010. The IFA Board previously approved requests to extend the final maturity date: (1) initially to June 30, 2010 (approved May 11, 2010), (2) subsequently to September 30, 2010 (approved July 13, 2010) (3) subsequently to January 31, 2011 (approved October 12, 2010), and subsequently to May 31, 2011 (approved January 18, 2011).

Proposed Hotel Sale would repay existing lenders: The Hotel's current owners, Pere Marquette Hotel Associates, L.P., are in the process of selling the facility and are awaiting receipt of loan proceeds from the closing of the sale to a new purchaser, EM Properties of East Peoria, in order to repay this loan in full. The new owner's project entails not only the purchase of the Pere Marquette Hotel, but also includes complete refurbishing of the hotel facility transforming it into a 4-star Marriott hotel, along with construction of a new Courtyard by Marriott Hotel on an adjacent property. Additionally, the project involves construction of a parking facility adjacent to the current hotel building and an enclosed walkway linking both hotels to the Peoria Civic Center.

Obtaining financing commitments and negotiating intercreditor issues for a project of this complexity and magnitude during the current recession has been challenging for the purchaser, thus necessitating several extensions of the final maturity date of the PNC Bank (formerly National City Bank of Illinois)/IFA Participation Loan. Portions of the loan originated by PNC (not including the portion purchased by IFA) were syndicated to other area lenders.

Request: Under the IFA Participation Loan Program, it is the contractual obligation of the participating bank, not IFA, to administer and service the loan, including remitting and forwarding payments to IFA, as well as regular servicing calls to monitor collateral, collecting and reviewing financial statements and managing loan work-outs and asset disposition as necessary.

Recommendation: Because this loan is currently in negotiation by PNC Bank (and the multi-bank financing syndicate) and the underlying situation could materially change at any time, IFA staff recommends that the Board authorize the Executive Director, or a designee of the Executive Director, to undertake reasonable actions necessary to protect the Authority's interest in this loan with updated reports presented to the IFA Board of Directors on an as-needed basis.

Additionally, IFA staff recommends that the Board authorize extending the final maturity date by an additional 120 days (i.e., to September 30, 2011). IFA staff also recommends deferring scheduled principal payments that were due beginning September 2010, and to defer scheduled interest payments that were due beginning February, 2011 and continuing through September 30, 2011 pending the outcome of ongoing discussions between the Borrower, PNC, IFA, and the multi-bank financing syndicate.