Illinois Finance Authority

July 10, 2007
11:30 AM
Board Meeting
The Mid America Club
200 E. Randolph Drive, 80th floor
Chicago, Illinois

IFA File Copy

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AGRICULTURE

Tab	Project	Location	Amount	New Jobs	Const Jobs	FM
Specialized Livestock Guarantee						
1	Applewood Farms LLC	Virginia	255,000	0	0	ER
Beginning Farmer Bonds						
2	Thompson, Bradley & Ashley	Oblong	175,000	0	0	ER
	Kyle Willenburg	Edgewood	163,350	0	0	ER
TOTAL AGRICULTURE PROJECTS			593,350	-	-	

HEALTHCARE

Tab	Project	Location	Amount	New Jobs	Const Jobs	FM
501(c)(3) Bonds *Preliminary*						
3	Sedgebrook Retirement Community	Lincolnshire	150,000,000	1,000	960	PL/DS
501(c)(3) Bonds *Final*						
4	Little Company of Mary	Multiple	90,000,000	0	100	PL/DS
5	OSF Healthcare System	Peoria	500,000,000	300	650	PL/DS
Taxable Bonds *Preliminary*						
6	Albany Care LLC	Evanston	42,000,000	0	5	RFK
TOTAL HEALTHCARE PROJECTS			782,000,000	1,300	1,715	

COMMUNITIES AND CULTURE

Tab	Project	Location	Amount	New Jobs	Const Jobs	FM
501(c)(3) Bonds *Preliminary*						
7	Field House of Barrington	Barrington	30,000,000	100	100	TA
8	Elim Christian Services	Palos Heights, Orland Park	15,000,000	19	50	ST
501(c)(3) Bonds *Final*						
9	The Uniform Law Foundation (The National Conference of Commissioners on Uniform State Laws)	Chicago	2,800,000	4	15	RKF
10	Presbyterian Home	Lake Forest	30,000,000	0	0	SCM
Local Government Pooled Bonds						
11	Village of Green Oaks	Green Oaks	3,600,000	0	10	EW
TOTAL COMMUNITIES AND CULTURAL PROJECTS			81,400,000	123	175	

BUSINESS AND INDUSTRY

Tab	Project	Location	Amount	New Jobs	Const Jobs	FM
Industrial Revenue Bonds *Preliminary*						
12	Centa Corporation and its affiliates, successors, and assigns	Aurora	3,850,000	11	5	RKF
13	Versatile Card Technology	Downers Grove	7,500,000	15	15	ST
14	Rupari Food Services, Inc.	South Holland	10,000,000	110	60	ST
15	The Jel Sert Company	West Chicago	10,000,000	300	0	ST
Industrial Revenue Bonds *Final*						
16	47 Asphalt Company (K-Five Construction Corporation)	Newark	5,750,000	17	0	ST
17	Hadady Corporation & Hadady Investment Company	Lynwood	7,300,000	35	100	ST
TOTAL BUSINESS AND INDUSTRY PROJECTS			44,400,000	488	180	

HIGHER EDUCATION

Tab	Project	Location	Amount	New Jobs	Const Jobs	FM
501(c)(3) Bonds *Preliminary*						
18	Columbia College Chicago	Chicago	55,000,000	25	300	RKF
TOTAL HIGHER EDUCATION PROJECTS			55,000,000	25	300	

GRAND TOTAL	963,393,350	1,936	2,370	

RESOLUTIONS

Tab	Project	FM
Resolutions		
19	Resolution Adopting the Budget of the Illinois Finance Authority for FY 2008.	N/A
20	Resolution Approving a Change in the Trustees of the Illinois Finance Authority 401(a) Contribution Plan.	N/A
21	Resolution to Approve and Adopt the Amended and Restated By-Laws of the Illinois Finance Authority	N/A

Other

Adjournment

IFA
ILLINOIS FINANCE AUTHORITY

Governor, Rod R. Blagojevich
Executive Director, Kym M. Hubbard

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Illinois Finance Authority
Executive Director's Report
July 10, 2007

To: **IFA Board of Directors and Office of the Governor**

From: **Kym M. Hubbard, Executive Director**

I. Financial Performance

Consolidated Results:

Illinois Finance Authority financial position remains strong with total assets of $151,573,531 consisting of equity of $92,203,257 and liabilities of $59,370,274. This compares favorably to the June 2006 balance sheet of $151,984,176 in total assets comprising of $88,049,884 in equity and 63,934,293 in liabilities and Bonds Payable.

Gross Income YTD for June ended at $14.9 million or $2.2 million above plan. The above plan results are primarily due to above plan administration fee income. Total Administration fee Income for FY07 ended at $6.9 million with 40% from the healthcare sector, 25% higher education, 20% Non-profit and 15% from Industrial and Other. Operating expenses ended at $10.8 million generating a net income of $4.2 million. Net Income is $1.2M above budget mainly due to above budget revenue offset by above budget professional fees and loan loss reserve expense.

II. Sales Activities

Funding Managers will be presenting 18 projects totaling $963,393,350 for approval in July, 2007. Healthcare projects total $782,000,000; Higher Education projects total $55,000,000; Agriculture projects total $593,350; Communities and Culture total $81,400,000; and Business and Industry total $44,400,000. These projects are expected to create 1,936 new jobs and 2,370 construction jobs.

Agriculture: During the month of June staff attended and participated in the annual Community Bankers Ag Lending conference in Springfield, Illinois. IFA sponsored the event and was afforded space for a booth to showcase IFA's Secondary Market for guaranteed loans and other financings. Cory Mitchell and Lorrie Karcher attended and managed the IFA booth.

The Community Banker's Ag Lending Conference also hosted a panel discussion on ethanol which was moderated by Eric Reed. The panel was comprised of various leaders and experts in the field of ethanol, from across the State. Approximately 65 lenders from across the State attended the conference.

Cory Mitchell and Eric Reed met with leaders from the Illinois Soybean Association, Illinois Milk Producer's Association, and the Illinois Beef Producer's Association. These meetings have provided future opportunities for staff to publish articles in the association's publications to producers.

Eric Reed attended a meeting with representatives from DCEO and U.S. BioEnergy to discuss a proposed 118MGY ethanol plant in Clark County. Cory Mitchell attended the Champaign Agribusiness Council meeting. The Agricultural staff also made sixteen (16) calls to bankers, three (3) producer calls, and two (2) calls to the offices of the USDA.

HealthCare: This month, the Healthcare Group mailed out the Senior Living Healthcare Surveys to over fifty senior living facilities in Illinois. The Senior Living Initiative for 2007 was also finalized. This Initiative will involve expanding IFA's healthcare transactions using the new multi-state legislation to finance large senior living systems with a presence outside of the State of Illinois. Pam and Dana continued their meetings with large hospital systems (three this month) to discuss upcoming capital financings, which will occur in fiscal year 2008.

The Healthcare Group also met with Jeff Seubel, Managing Director of Bank of America, to discuss a new hospital financing program. Additionally, Pam and Dana closed two Continuing Care Retirement Community (CCRC) projects and began work with an Indiana/Illinois long term care provider for both adults and children on the Authority's first multi-state transaction. This month the Illinois Hospital Association held their Small and Rural Hospital Constituency Conference in Springfield, Illinois. CFO's from many hospitals throughout the state attended this conference and stopped by the IFA booth to obtain information about our financing programs. The Healthcare Group will be contacting several of these hospitals within the next few weeks to schedule meetings.

Communities and Culture: The Board approved ten not for profit projects at the June Board meeting. Project types included private schools such as Loyola Academy and Elgin Academy, service organizations such as The Jewish Federation of Metropolitan Chicago; and organizations such as St. Coletta's Foundation of Chicago and the Kankakee County Training Center for the Disabled, whose mission is to help disabled youth and adults to work and be active members of society. Not for profits are continuing to refund outstanding bonds and take advantage of the historically low interest rate environment to borrow for new money projects. Townsend Albright met with the Economic Development Director of Northfield to discuss a possible bond issue for a not for profit school, and also met with the President of the Skokie Theater to discuss possible financing. Skokie Theater is a not for profit theater specializing in modern dance and jazz ensembles for aspiring thespians, dancers and musicians.

As of the end of June 2007, there were $2,300,000 in closed mortgages and $445,000 in mortgages which were delivered to the Servicer, but not yet closed. The majority of mortgages closed and pending are for homes located in the Chicagoland area.

Townsend Albright sat before the well attended June Waukegan City Council meeting to describe the Single Family Mortgage Program for a second time, and to appear on local television to market the Program to Waukegan residents. The Waukegan City Council approved using IFA's program to jump start the City's efforts to encourage purchases of some of the approximately 400 foreclosed homes in the City as well as to encourage residents to consider purchasing a home in Waukegan. In May 2007 IFA staff met with prospective lenders and realtors at a seminar hosted by the Community Action Partnership of Lake County in which the Mayor and other City officials discussed and recommended IFA's Program as well.

IFA's Springfield funding managers worked cooperatively with staff of the Illinois Department of Commerce and Economic Opportunity (DCEO) and the Illinois Municipal League to sponsor a half-day seminar held in Galesburg for the Western part of the state that focused on Financing for Community Projects. Opening speakers included representatives from Chapman and Cutler, LLP and the City of Effingham. Resource consultants from twelve state and regional agencies also participated in a roundtable discussion to answer questions regarding funding and financing for various community projects. There were 80 participants who attended the seminar. Additionally, IFA staff is working with Edward Jones and Ziegler Capital Markets to partner on projects for the K-12 market sector.

IFA's Springfield and Peoria staff participated in the Illinois Municipal League's Newly Elected Officials Conference this past month. Sessions were held in Palos Heights, Rend Lake and Peoria, Illinois. The conference was attended by more than 400 local government officials. Staff also participated in a regional Economic Development Roundtable that was co-sponsored by the Illinois Municipal League, Department of Commerce and Economic Opportunity and the IFA. There were more than 80 attendees that attended. Staff has also been active in finalizing the Series 2007-A Local Government Pool and working with other units of local government for a Fall 2007 Local Government Pool Series 2007-B.

Industry and Commerce: The primary challenge in the Business and Industry segment in 2007 is Volume Cap. This is true for both Industrial Revenue Bond financings and the various projects that qualify for Solid Waste Disposal Revenue Bond financing (e.g., stillage from ethanol manufacturing plants, coal-fired utility plant solid waste treatment facilities).

Due to the new $20 Million Capital Expenditure Limit that became effective as of January 1, 2007, far more industrial expansion projects now qualify for Volume Cap. Additionally, the projects that now qualify are significantly larger, on average than in the past (when the IRS would audit any Industrial Revenue Bond financing over $7 million). With the new $20 Million Capital Expenditure Limit, IFA and other issuers nationally, have been issuing bonds ranging between $7 million and $10 million. Prior to January 1, 2007, most IFA Industrial Revenue Bonds issues ranged between $3.5 million and $5.0 million.

Because of existing and anticipated ongoing Volume Cap constraints, IFA staff members have been focusing on providing existing and prospective project representatives (i.e., borrowers, investment bankers, commercial bankers, and bond counsel) with reasonable (and extremely conservative) expectations regarding future Volume Cap availability and prospective timing.

Additionally, in order to help improve this Volume Cap challenge in the future, IFA staff members have been working with borrowers and certain Home Rule Municipalities to discuss the merit of mutually leveraging IFA and Home Rule Unit Volume Cap resources. These initial conversations have primarily focused on existing projects.

In order to facilitate this cooperation, it is likely that IFA will evaluate IFA's issuance fees charged on any Volume Cap transferred from Home Rule municipalities. IFA staff members will also continue to develop other policy suggestions for IFA management over the next several months -- our objective is to provide ideas to improve our predictability of the calendar 2008 Volume Cap allocation cycle.

Higher Education: The IFA Board gave its final approval on a new money bond issue for Augustana College and its initial approval for an innovative certified housing dormitory project for the McKinley Foundation at the University of Illinois' main campus at Urbana-Champaign. The $244-million University of Chicago multi-project bond issue closed in June 2007. Higher Education staff and Executive Director Hubbard attended a round table discussion hosted by Standard & Poors Higher Education sector analysts and team leader to discuss the current student and educational environment, and future trends of both public and private higher education. Staff attended the Illinois Board of Higher Education June meeting where Mark Pruitt from the Energy Resource Center at the University of Illinois at Chicago briefed the Board on the current status of the IFA-Public University Energy Hedging Initiative Higher Education team members and staff have prepared a Sprinkler/HVAC survey and a capital needs survey to be sent to members of the Federation of Independent Colleges and Universities of Illinois membership. Staff plans to follow up with calls to both participants and any non-participants in the survey to assess their needs and to make individual calls. Townsend Albright met with President of Rockford College, the Northern States Region-DCEO Director, and the President of Eiger

Laboratory to discuss ways to improve the viability of the College. One of the key topics discussed was debt restructuring.
IFA staff also attended the Illinois Board of Higher Education (IBHE) meeting in Springfield where a presentation was provided by Mark Pruitt, Director of the Energy Resources Center (ERC) at the University of Illinois. This presentation included information about the Virtual Pilot program for the Natural Gas Program, which is an on-going pilot effort for IFA, IBHE and the ERC. Additionally, IFA staff met with finance representatives at Heartland Community College to discuss the programs and services IFA offers that may meet financing needs of the college. IFA staff will also partner with PFM representatives to market information regarding IFA's Bond Investment Program.

III. Marketing and Public Relations

Strategic planning market segment meetings are set for July 9 - 12 to develop FY 2008 strategic action items and call plans. Creative concepts are in progress for the annual report and several brochures. Ongoing projects include developing our contact management capabilities and working with the ACT system to improve its utilization and efficiency. Several market surveys are underway: a higher ed capital needs survey, a lender survey on the subject of alternative energy, two healthcare surveys for behavioral care and senior living segments, and an employee survey to evaluate professional development needs. Program support materials are in progress in all market sectors and for programs including the secondary market for ag guarantees, a proposed Farm Purchase Guarantee, a pool bond program for higher ed, among others.

Marketing (continued)

FOIA Requests during June:

- College of DuPage request for a log of FOIA's received since 2000.
- D. H. Knowles – board and committee minutes since 2004

IV. Human Resources and Operations

In June the IFA selected a vendor to acquire and implement a new telephone system. This is the culmination of a project that began this past January and, when fully implemented latter this year, represents a significant upgrade in service and capability, as well as the opportunity for expense reductions. The IFA Individual Retirement Account (IFA staff's retirement plan) was approved as a "permanent" benefit at the June board meeting. This is an important benefit not only for retaining existing staff, but for recruiting new, qualified staff to join the Authority. The IT Disaster Recovery test was completed, successfully testing key systems that IFA would need to rebuild quickly in the event of a disaster. IFA staff successfully completed the biannual fire drill, insuring staff safety in the event a floor evacuation is required. Two new job descriptions were completed: Director of Financial Services and In-House Legal Counsel.

Continued progress was made concerning the following in process projects: New Employee Handbook, Job Description Update, Fiscal Year 2007 Performance Evaluations, Fiscal Year 2007 Compensation Plan, Insurance Application for the IFA Individual Retirement Account Trustees, and the IFA Individual Retirement Account Trustee changes.

V. Legal / Legislative Issues

HB 1921 recently passed out of the House on Concurrence. This is the bill that would appropriate a portion of the cigarette tax towards the ambulance revolving loan fund. Therefore, the following bills that impact IFA have passed both chambers and have been forwarded to the Governors office.

SB 1317 (Multistate Bonding)

SB 0066 (Clean Coal)
SB 1617 (Emerald Ash Borer Fund)

HB 1497 (Urban Development Authority)

HB 0277 (Underground Storage Tank Fund Priority List)

HB 1921 (Fire Truck and Ambulance Revolving Loan Fund)

Howard Kenner is working with the Governor's Legislative Office to answer any questions they may have to get these bills signed over the next several months. The Governor has until veto session in November to sign bills. However, most bills are signed long before that deadline.

Howard met again with Joe Handley in the Governor's Legislative office regarding SB 1317 and reiterated the importance of this bill, and how IFA would like for it to be fast tracked for the Governors signature. We expect to hear something soon.

SB 1327 (Bonding Authority) has not been called yet in the Senate. Howard Kenner has met with Senator Schoenberg and President Jones' Office concerning this bill. The bill is currently being analyzed by Appropriations Staff. Senator Schoenberg and President Jones' Office expressed their concern that the bill may fail because of a lack of votes. The bill passed a couple of months ago. However, if a super majority cannot be obtained over the next couple of weeks, Mr. Kenner will begin to lobby individual Senate Republicans for their support.

Audit and Compliance

The FY07 interim audit field work is complete. The OAG office is expected back in August/September timeframe to complete the FY07 audit.

Attached is the status of the current audit findings for your review.

Illinois Finance Authority
Consolidated
Balance Sheet
for the Twelve Months Ending June 30, 2007

	June 2006	June 2007	June Budget	Variance to budget
ASSETS				
CASH & INVESTMENTS, UNRESTRICTED	$ 31,648,932	$ 26,935,239	$ 19,480,619	$ 7,454,620
LOAN RECEIVABLE, NET	78,019,910	85,163,033	85,556,513	(393,480)
ACCOUNTS RECEIVABLE	438,202	581,916	500,000	81,916
OTHER RECEIVABLES	1,306,362	1,352,913	115,791	1,237,122
PREPAID EXPENSES	170,659	170,877	170,000	877
TOTAL CURRENT ASSETS	111,584,065	114,203,978	105,822,923	8,381,055
FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION	149,670	247,643	134,873	112,770
DEFERRED ISSUANCE COSTS	941,197	819,828	969,019	(149,191)
OTHER ASSETS				
CASH, INVESTMENTS & RESERVES	29,864,854	27,722,468	30,589,856	(2,867,388)
VENTURE CAPITAL INVESTMENTS	5,364,735	5,554,091	7,300,000	(1,745,908)
OTHER	4,079,656	3,025,522	4,079,000	(1,053,478)
TOTAL OTHER ASSETS	39,309,246	36,302,081	41,968,856	(5,666,774)
TOTAL ASSETS	$ 151,984,178	$ 151,573,531	$ 148,895,671	$ 2,677,861
LIABILITIES				
CURRENT LIABILITIES	$ 997,468	$ 1,466,423	$ 901,529	$ 564,894
LONG-TERM LIABILITIES	62,936,825	57,903,851	57,033,999	869,850
TOTAL LIABILITIES	63,934,293	59,370,274	57,935,528	1,434,744
EQUITY				
CONTRIBUTED CAPITAL	36,061,462	36,061,462	36,061,462	(0)
RETAINED EARNINGS	13,000,024	15,015,018	15,015,018	-
NET INCOME / (LOSS)	6,963,753	4,153,373	2,910,257	1,243,116
RESERVED/RESTRICTED FUND BALANCE	19,303,495	24,279,992	24,279,992	0
UNRESERVED FUND BALANCE	12,721,150	12,693,412	12,693,412	(0)
TOTAL EQUITY	88,049,884	92,203,257	90,960,142	1,243,116
TOTAL LIABILITIES & EQUITY	$ 151,984,176	$ 151,573,531	$ 148,895,671	$ 2,677,862

Illinois Finance Authority
Consolidated - Detail
Balance Sheet
for the Twelve Months Ending
June 30, 2007

	General Fund	Bond Fund	Firetruck Revolving Fund	Non Major Funds YTD	YTD 2007
Assets					
Current assets:					
Cash and cash equivalents – unrestricted	1,782,658	-	-	14,381,739	16,164,397
Investments – unrestricted	2,973,882	-	-	1,999,225	4,973,107
Restricted current assets:					
Cash and cash equivalents	-	836,031	1,941,117	-	2,777,148
Accrued interest receivable	-	904,020	8,000	6,758	918,778
Restricted investments	-	61,356	-	-	61,356
Receivables:					
Accounts	581,916	-	-	-	581,916
Interest and other	201,624	-	-	56,935	258,559
Prepaid expenses and deposits	170,877	-	-	-	170,877
Total Current Assets	5,710,957	1,801,407	1,949,117	16,444,658	25,906,138
Noncurrent assets:					
Restricted Noncurrent assets					
Cash and cash equivalents	-	-	-	22,148,226	22,148,226
Interest receivable	-	83,575	-	80,000	163,575
Guarantee payments receivable	-	-	-	459,048	459,048
Allowance for doubtful accounts	-	-	-	(433,526)	(433,526)
Deferred issuance costs, net of accumulated amortization	-	211,368	-	-	211,368
Investments	-	8,445,473	-	-	8,445,473
Bonds and notes receivable	-	47,234,300	-	-	47,234,300
Loans receivable	-	-	8,247,715	546,454	8,794,169
Allowance for doubtful accounts	-	-	-	(208,381)	(208,381)
Investments in partnerships and companies	-	-	-	5,554,091	5,554,091
Loans Receivable	30,284,672	-	-	4,973,242	35,257,914
Allowance for doubtful accounts	(2,814,970)	-	-	-	(2,814,970)
Due from other funds long term	2,328,186	-	-	712,374	3,040,560
Property and equipment, at cost	512,438	-	-	5,500	517,938
Accumulated depreciation	(265,436)	-	-	(4,858)	(270,295)
Deferred issuance costs, net of accumulated amortization	-	-	-	608,460	608,460
Total Noncurrent Assets:	30,044,890	55,974,716	8,247,715	34,440,630	128,707,952
Total Assets	35,755,847	57,776,123	10,196,832	50,885,288	154,614,090
Liabilities					
Current liabilities:					
Accounts payable	360,145	-	-	-	360,145
Accrued expenses	823,706	-	-	-	823,706
Accrued interest payable	-	1,036,477	-	4,140	1,040,617
Due to employees	33,827	-	-	-	33,827
Due to primary government	164,211	-	-	25,000	189,211
Current portion of Long term debt	-	-	-	55,394	55,394
Total Current Liabilities	1,381,889	1,036,477	-	84,534	2,502,900
Noncurrent liabilities:					
Long-term debt	-	-	-	772,666	772,666
Bonds payable	-	55,350,000	-	-	55,350,000
Deferred revenue net of accumulated amortization	-	-	-	857,204	857,204
Due to other funds - long term	-	-	-	3,040,560	3,040,560
Deferred loss on early extinguishment of Debt	-	(112,495)	-	-	(112,495)
Total Noncurrent Liabilities	-	55,237,505	-	4,670,430	59,907,934
Total Liabilities	1,381,889	56,273,981	-	4,754,964	62,410,834
Net Assets					
Invested in capital assets	247,002	-	-	642	247,643
Restricted	-	1,502,142	10,196,832	21,771,155	33,470,129
Unrestricted	34,128,208	-	-	24,357,276	58,485,484
Total Net Assets	34,375,210	1,502,142	10,196,832	46,129,073	92,203,256

Illinois Finance Authority
Consolidated - Actual to Budget
Statement of Activities
for Period Ending June 30, 2007

	Actual June 2007	Budget June 2007	Current Month Variance Actual vs.Budget	Current % Variance	Actual YTD FY 2007	Budget YTD FY 2007	Year to Date Variance Actual vs. Budget	YTD % Variance	Total Budget FY 2007	% of Budget Expended
REVENUE										
INTEREST ON LOANS	306,745	281,354	25,391	9.02%	3,512,331	3,478,413	33,918	0.98%	3,478,413	100.98%
INVESTMENT INTEREST & GAIN(LOSS)	182,696	177,172	5,524	3.12%	2,781,427	2,126,056	655,371	30.83%	2,126,056	130.83%
ADMINISTRATIONS & APPLICATION FEES	884,838	308,350	576,488	186.96%	6,915,243	5,394,200	1,521,043	28.20%	5,394,200	128.20%
ANNUAL ISSUANCE & LOAN FEES	85,402	85,000	402	0.47%	1,094,975	1,310,000	(215,025)	-16.41%	1,310,000	83.59%
OTHER INCOME	(32,733)	38,553	(71,286)	-184.90%	641,256	462,634	178,622	38.61%	462,634	138.61%
TOTAL REVENUE	1,426,947	890,429	536,518	60.25%	14,945,232	12,771,303	2,173,929	17.02%	12,771,303	117.02%
EXPENSES										
EMPLOYEE RELATED EXPENSES										
COMPENSATION & TAXES	294,770	249,799	44,971	18.00%	3,037,050	2,996,075	40,975	1.37%	2,996,075	101.37%
BENEFITS	22,581	28,499	(5,918)	-20.77%	313,846	342,000	(28,154)	-8.23%	342,000	91.77%
TEMPORARY HELP	11,089	-	11,089	#DIV/0!	104,245	84,940	19,305	22.73%	84,940	122.73%
EDUCATION & DEVELOPMENT	-	5,900	(5,900)	-100.00%	7,652	23,600	(15,948)	-67.57%	23,600	32.43%
TRAVEL & AUTO	12,455	11,000	1,455	13.22%	166,739	135,000	31,739	23.51%	135,000	123.51%
TOTAL EMPLOYEE RELATED EXPENSES	340,894	295,198	45,696	15.48%	3,629,533	3,581,615	47,918	1.34%	3,581,615	101.34%
PROFESSIONAL SERVICES										
CONSULTING, LEGAL & ADMIN	155,310	51,335	103,975	202.54%	1,680,954	1,116,000	564,954	50.62%	1,116,000	150.62%
LOAN EXPENSE & BANK FEE	218,053	209,008	9,045	4.33%	2,774,347	2,612,319	162,028	6.20%	2,612,319	106.20%
ACCOUNTING & AUDITING	35,824	31,392	4,432	14.12%	365,183	376,700	(11,517)	-3.06%	376,700	96.94%
MARKETING GENERAL	30,042	20,834	9,208	44.20%	92,105	250,000	(157,895)	-63.16%	250,000	36.84%
FINANCIAL ADVISORY	20,000	29,167	(9,167)	-31.43%	273,195	350,000	(76,805)	-21.94%	350,000	78.06%
CONFERENCE/TRAINING	225	2,700	(2,475)	-91.67%	20,262	25,400	(5,138)	-20.23%	25,400	79.77%
MISCELLANEOUS PROFESSIONAL SERVICES	30,000	5,250	24,750	471.43%	63,728	113,000	(49,273)	-43.60%	113,000	56.40%
DATA PROCESSING	7,242	3,200	4,042	126.31%	39,817	38,400	1,417	3.69%	38,400	103.69%
TOTAL PROFESSIONAL SERVICES	496,696	352,886	143,810	40.75%	5,309,591	4,881,819	427,772	8.76%	4,881,819	108.76%
OCCUPANCY COSTS										
OFFICE RENT	25,576	26,709	(1,133)	-4.24%	305,776	320,508	(14,732)	-4.60%	320,508	95.40%
EQUIPMENT RENTAL AND PURCHASES	5,938	3,750	2,188	58.36%	50,769	45,000	5,769	12.82%	45,000	112.82%
TELECOMMUNICATIONS	6,923	5,667	1,256	22.17%	81,478	68,000	13,478	19.82%	68,000	119.82%
UTILITIES	1,115	750	365	48.71%	12,605	9,000	3,605	40.06%	9,000	140.06%
DEPRECIATION	4,109	4,750	(641)	-13.49%	46,654	57,000	(10,346)	-18.15%	57,000	81.85%
INSURANCE	1,881	1,166	715	61.34%	17,289	14,000	3,289	23.49%	14,000	123.49%
TOTAL OCCUPANCY COSTS	45,543	42,792	2,751	6.43%	514,572	513,508	1,064	0.21%	513,508	100.21%
GENERAL & ADMINISTRATION										
OFFICE SUPPLIES	6,583	7,833	(1,250)	-15.96%	100,719	94,000	6,719	7.15%	94,000	107.15%
BOARD MEETING - EXPENSES	4,761	2,666	2,095	78.58%	45,087	32,000	13,087	40.90%	32,000	140.90%
PRINTING	660	1,166	(506)	-43.40%	17,001	14,000	3,001	21.44%	14,000	121.44%
POSTAGE & FREIGHT	1,496	2,917	(1,421)	-48.70%	24,852	35,000	(10,148)	-28.99%	35,000	71.01%
MEMBERSHIP, DUES & CONTRIBUTIONS	1,757	2,875	(1,118)	-38.89%	41,670	34,500	7,170	20.78%	34,500	120.78%
PUBLICATIONS	5	167	(162)	-97.13%	8,233	2,000	6,233	311.64%	2,000	411.64%
OFFICERS & DIRECTORS INSURANCE	14,746	13,500	1,246	9.23%	166,208	162,000	4,208	2.60%	162,000	102.60%
MISCELLANEOUS	1,500	167	1,333	798.20%	6,906	2,000	4,906	245.28%	2,000	345.28%
TOTAL GENERAL & ADMINISTRATION EXPENSES	31,508	31,291	217	0.69%	410,676	375,500	35,176	9.37%	375,500	109.37%
LOAN LOSS PROVISION	285,963	25,000	260,963	1043.85%	702,894	300,000	402,894	134.30%	300,000	234.30%
OTHER										
INTEREST EXPENSE	690	717	(27)	-3.76%	8,555	8,604	(49)	-0.57%	8,604	99.43%
TOTAL OTHER	690	717	(27)	-3.76%	8,555	8,604	(49)	-0.57%	8,604	99.43%
TOTAL EXPENSES	1,201,294	747,883	453,411	60.63%	10,575,820	9,661,046	914,774	9.47%	9,661,046	109.47%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS)	225,653	142,546	83,107	58.30%	4,369,412	3,110,257	1,259,155	40.48%	3,110,257	140.48%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	630	(16,667)	17,297	-103.78%	(216,039)	(200,000)	(16,039)	8.02%	(200,000)	108.02%
NET INCOME/(LOSS)	226,283	125,879	100,404	79.76%	4,153,373	2,910,257	1,243,116	42.71%	2,910,257	142.71%

Illinois Finance Authority
Consolidated
Statement of Accounts
Comparasion
June 2006 and June 2007

	Actual June 2007	Actual June 2006	Current Month Variance Actual vs. Actula	Current % Variance	Actual YTD FY 2007	Actual YTD FY 2006	Year to Date Variance Actual vs. Actual	YTD % Variance
REVENUE								
INTEREST ON LOANS	306,745	1,085,912	(779,167)	(71.75%)	3,512,331	3,295,310	217,020	6.59%
INVESTMENT INTEREST & GAIN(LOSS)	182,696	429,249	(246,553)	(57.44%)	2,781,427	2,600,276	181,151	6.97%
ADMINISTRATIONS & APPLICATION FEES	884,838	322,564	562,274	174.31%	6,915,243	4,475,140	2,440,103	54.53%
ANNUAL ISSUANCE & LOAN FEES	85,402	120,152	(34,750)	(28.92%)	1,094,975	1,241,212	(146,236)	(11.78%)
OTHER INCOME	(32,733)	212,378	(245,111)	(115.41%)	641,256	4,585,630	(3,944,375)	(86.02%)
TOTAL REVENUE	1,426,947	2,170,254	(743,307)	(34.25%)	14,945,232	16,197,568	(1,252,337)	(7.73%)
EXPENSES								
EMPLOYEE RELATED EXPENSES								
COMPENSATION & TAXES	294,770	206,939	87,830	42.44%	3,037,050	2,545,325	491,725	19.32%
BENEFITS	22,581	22,411	170	0.76%	313,846	249,845	64,001	25.62%
TEMPORARY HELP	11,089	4,695	6,395	136.22%	104,245	66,390	37,856	57.02%
EDUCATION & DEVELOPMENT	-	-	-	#DIV/0!	7,652	10,893	(3,240)	(29.75%)
TRAVEL & AUTO	12,455	19,758	(7,303)	(36.96%)	166,739	158,175	8,563	5.41%
TOTAL EMPLOYEE RELATED EXPENSES	340,894	253,802	87,092	34.32%	3,629,533	3,030,628	598,905	19.76%
PROFESSIONAL SERVICES								
CONSULTING, LEGAL & ADMIN	155,310	89,696	65,614	73.15%	1,680,954	1,041,163	639,791	61.45%
LOAN EXPENSE & BANK FEE	218,053	1,149,003	(930,950)	(81.02%)	2,774,347	2,859,510	(85,163)	(2.98%)
ACCOUNTING & AUDITING	35,824	161,811	(125,987)	(77.86%)	365,183	579,838	(214,655)	(37.02%)
MARKETING GENERAL	30,042	7,825	22,217	283.93%	92,105	120,304	(28,199)	(23.44%)
FINANCIAL ADVISORY	20,000	8,000	12,000	150.00%	273,195	96,815	176,380	182.18%
CONFERENCE/TRAINING	225	230	(5)	(2.17%)	20,262	16,211	4,052	24.99%
MISCELLANEOUS PROFESSIONAL SERVICES	30,000	39,000	(9,000)	(23.08%)	63,728	106,055	(42,328)	(39.91%)
DATA PROCESSING	7,242	2,940	4,302	146.32%	39,817	41,858	(2,041)	(4.87%)
TOTAL PROFESSIONAL SERVICES	496,696	1,458,505	(961,809)	(65.94%)	5,309,591	4,861,753	447,838	9.21%
OCCUPANCY COSTS								
OFFICE RENT	25,576	125,049	(99,474)	(79.55%)	305,776	298,793	6,984	2.34%
EQUIPMENT RENTAL AND PURCHASES	5,938	5,051	888	17.57%	50,769	29,854	20,915	70.06%
TELECOMMUNICATIONS	6,923	3,778	3,145	83.26%	81,478	67,237	14,241	21.18%
UTILITIES	1,115	639	476	74.54%	12,605	8,944	3,661	40.94%
DEPRECIATION	4,109	3,791	319	8.41%	46,654	33,910	12,745	37.58%
INSURANCE	1,881	1,151	730	63.42%	17,289	11,924	5,365	44.99%
TOTAL OCCUPANCY COSTS	45,543	139,459	(93,916)	(67.34%)	514,572	450,661	63,911	14.18%
GENERAL & ADMINISTRATION								
OFFICE SUPPLIES	6,583	10,630	(4,048)	(38.08%)	100,719	94,063	6,656	7.08%
BOARD MEETING - EXPENSES	4,761	1,976	2,785	140.94%	45,087	42,782	2,305	5.39%
PRINTING	660	1,249	(589)	(47.15%)	17,001	12,108	4,893	40.41%
POSTAGE & FREIGHT	1,496	1,684	(187)	(11.12%)	24,852	34,176	(9,324)	(27.28%)
MEMBERSHIP, DUES & CONTRIBUTIONS	1,757	2,787	(1,030)	(36.97%)	41,670	41,034	636	1.55%
PUBLICATIONS	5	592	(587)	(99.19%)	8,233	2,329	5,904	253.48%
OFFICERS & DIRECTORS INSURANCE	14,746	13,500	1,246	9.23%	166,208	118,089	48,120	40.75%
MISCELLANEOUS	1,500	11,761	(10,261)	(87.25%)	6,906	15,996	(9,091)	(56.83%)
TOTAL GENERAL & ADMINISTRATION EXPENSES	31,508	44,179	(12,671)	(28.68%)	410,676	360,577	50,098	13.89%
LOAN LOSS PROVISION	285,963	161,326	124,637	77.26%	702,894	356,464	346,429	97.18%
OTHER								
INTEREST EXPENSE	690	736	(46)	(6.21%)	8,555	9,101	(546)	(6.00%)
TOTAL OTHER	690	736	(46)	(6.21%)	8,555	9,101	(546)	(6.00%)
TOTAL EXPENSES	1,201,294	2,058,006	(856,712)	(41.63%)	10,575,820	9,069,184	1,506,636	16.61%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS)	225,653	112,248	113,405	101.03%	4,369,412	7,128,384	(2,758,972)	(38.70%)
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	630	(8,362)	8,992	(107.53%)	(216,039)	(164,631)	(51,408)	31.23%
NET INCOME/(LOSS)	226,283	103,886	122,397	117.82%	4,153,373	6,963,753	(2,810,381)	(40.36%)

Illinois Finance Authority
Participations
30-60-90-120-180 Day Delinquencies

as of 6/30/2007

Loan #	Borrower Name	Due Date	0 - 30 Days	31 - 60 Days	61 - 90 Days	91 - 120 Days	121 - 150 Days	151 - 180 Days	181 + Days
Participations									
0049	SHULTS MACHINE	4/5/2007	$0.00	.00	8,100.00	.00	.00	.00	.00
0061	YOUNG, CLINTON (PRECISION P	5/24/2007	$0.00	3,366.64	.00	.00	.00	.00	.00
0073	BAXTER, JAY & COLLEEN	6/29/2007	$565.00	.00	.00	.00	.00	.00	.00
3			$565.00	3,366.64	8,100.00	.00	.00	.00	.00
FMHA									
10066	UTLRA PLAY SYSTEMS, INC.	6/1/2007	$1,314.77	.00	.00	.00	.00	.00	.00
10067	DEREL'S BBQ	5/1/2007	$0.00	2,294.72	.00	.00	.00	.00	.00
2			$1,314.77	2,294.72	.00	.00	.00	.00	.00
5			$2,062.77	5,661.36	8,100.00	.00	.00	.00	.00

Illinois Finance Authority
Loan Loss Analysis Summary
As of June 30, 2007

	Loan Balance	Current Balance	Delinquency > 90 days
Participation Loans	29,446,579	28,847,135	599,445
FMHA Loans	454,971	355,867	99,104
Direct Loans	174,808	67,000	107,808
SBA Loans	3,170	-	3,170
Non Performing loans **	751,599	-	751,599
Loans to Municipalities *	973,242	-	-
Loan Illinois Facilites Fund	1,000,000	-	-
Totals	32,804,369	29,270,001	1,561,125

Reserve Requirement (Policy 30.30.000)	5.00%	100.00%
Reserved Required	1,463,500	1,561,125
	Total Required Reserve	3,024,625
	General Ledger Balance	2,737,387
	Adjustment Needed	**287,237**

** These loans are submitted to the Auditor General Office to be written off.
*Loans to the Municipalities 0% is reserve

Loans greater than 90 days	Amount	Notes
Specialty Machine & Tool, Inc.	71,943	
Darel's BBQ	99,104	
Wilson, Michael L. Sr.	269,811	
Lincoln Tool Company	98,025	
Act Bending & Steel Company, Inc.	143,236	
Big Picture Chicago,LLC	16,430	
T.K.G. Inc.	107,808	
E.E. Medical Services, Inc.	3,170	
Tallman, Jack & Associates	130,518	Submitted to Atty. Gen for write off
Advanced Thermal	91,484	Submitted to Atty. Gen for write off
Frank Alexander Enterprises	25,000	Submitted to Atty. Gen for write off
Cool Temptations, Inc.	12,379	Submitted to Atty. Gen for write off
Energy Savings Associates	25,000	Submitted to Atty. Gen for write off
Martin, Karen Ann	15,286	Submitted to Atty. Gen for write off
Symonds, Ronald (Deceased)	16,932	Submitted to Atty. Gen for write off
Hughes Industries	200,000	Submitted to Atty. Gen for write off
Washington Terrace	235,000	Submitted to Atty. Gen for write off
Total	1,561,124	

Illinois Finance Authority
Audit Findings
Update as of June 30 2007

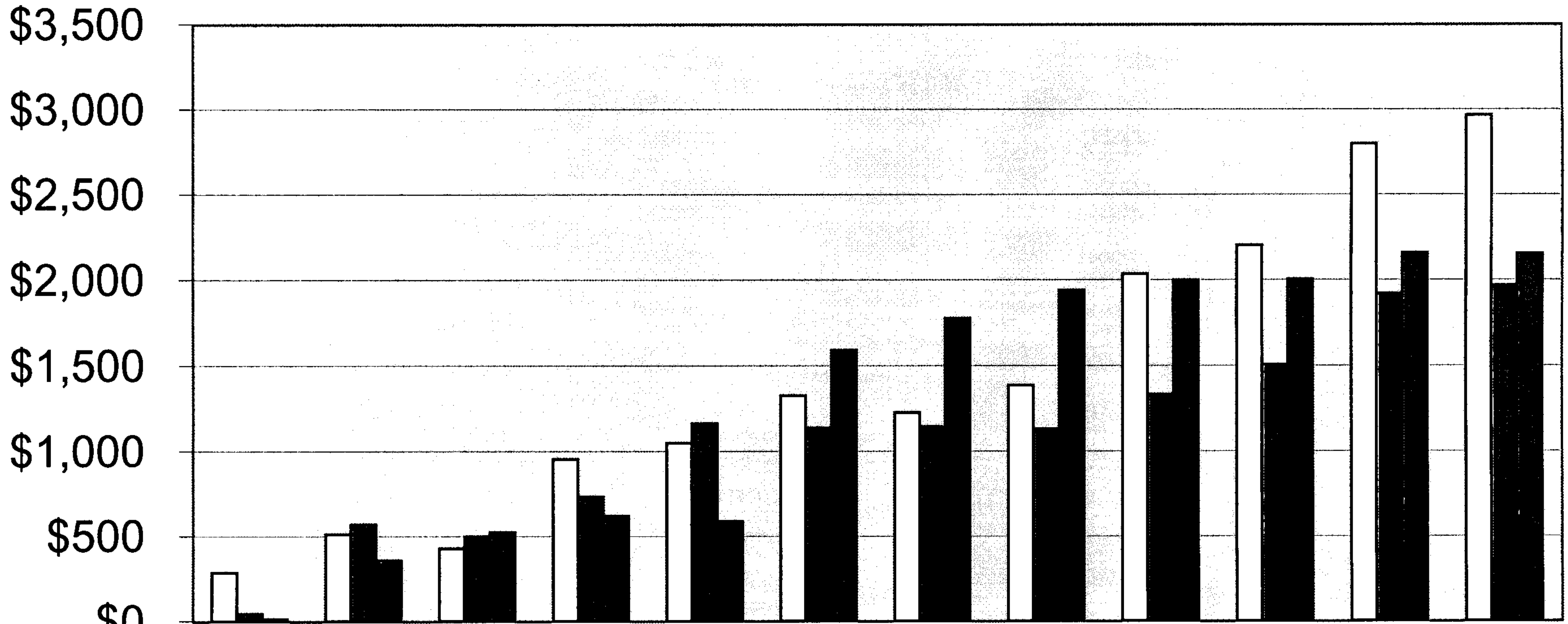
Total Number of 7

Item Number	Description	Status Action Items/ Action Items Completed	Percentage Completed 10 20 30 40 50 60 70 80 90 100
FY 04 Findings			
06-02	Failure to Monitor Bond Compliance	7/8	
FY 05 Findings			
06-01	Noncompliance with the Personnel Code	Under Review	
FY 06 Findings			
06-03	Missing and Incomplete Documents in State Guaranteed Agriculture Loans	**Complete**	
06-04	Contract Not Executed Timely	**Complete**	
06-05	Approval of Incomplete Travel and Marketing Reimbursement Forms	**Complete**	
06-06	Inadequate Processing and Untimely Deposit of Cash Receipts and Refunds	**Complete**	
06-07	Missing Documents from Personnel File	**Complete**	

<50% = Partially Completed or under review	1
60% = Substantially Completed	1
100% = Completed	5

Cumulative Net Income

Non-Appropriated



	July	Aug	Sep.	Oct.	Nov.	Dec.	Jan.	Feb.	Mar.	Apr.	May	Jun
FY 2007 Actual	$285	$512	$428	$953	$1,050	$1,326	$1,226	$1,387	$2,035	$2,202	$2,798	$2,967
FY 2007 Plan	$44	$570	$501	$733	$1,161	$1,136	$1,142	$1,130	$1,332	$1,505	$1,920	$1,967
Actual FY06	$12	$356	$524	$618	$586	$1,592	$1,778	$1,940	$1,998	$2,004	$2,157	$2,152

(In thousands)

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: Applewood Farms LLC

STATISTICS

Project Number:	A-SL-GT-7147	Amount:	$255,000
Type:	Specialized Livestock Guarantee	IFA Staff:	Eric Reed
Location:	Virginia	SIC Code:	Swine

BOARD ACTION

Approval to initiate an 85% loan guarantee in favor of Bank of Jacksonville.
$255,000 of State Treasurer's Agricultural Reserve Risk Funds at risk
Staff recommends approval, subject to satisfying all conditions of the bank loan.
Additional Conditions: 1)Assignment of Key Man Life insurance on Dr. Alan Wildt
2)Loan covenant limiting further expansions through leases or purchases without prior IFA and Bank approval.
3) Subordination Agreement from Bank of Jacksonville for line of credit
4) Bank to obtain and submit to IFA quarterly financial statements for Applewood

PURPOSE

The proposed loan will provide for the permanent financing of the purchase of 2,000 sows for additional breeding stock their pig production facility.

VOTING RECORD

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

SOURCES AND USES OF FUNDS

Sources:	IFA Guarantee	$255,000	Uses:	Additional Sow Cost	$464,000
	Bank of Jacksonville	$45,000		Leasehold Improvements	$186,000
	Borrower Equity	$350,000			
	Total	**$650,000**	**Total**		**$650,000**

JOBS

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

BUSINESS SUMMARY

Background: Applewood Farms LLC, which was formed in 2006, was started by the original management team, who began the Meadowbrook Farms slaughter plant in Rantoul, IL five years ago. Meadowbrook Farms eventually purchased the groups management interest in the company by trading stock for shackle space. Presently, the group has an arrangement with the Giertz Brothers to finish and deliver 30,000 finished hogs to the Meadowbrook plant each year.

Applewood Farms originated last year with breeding stock of 5,400 sows and 2,000 gilts of various ages to begin production of 140,000 weanling pigs annually. The company has since made an additional expansion, which brought their total production to 9,200 sows, which is approximately 1,200 sows more than the original expansion plan. An unanticipated opportunity to expand became available to Applewood Farms, which allowed them to lease another facility in the spring of 2007. The new site, which includes a feed mill on site, will allow Applewood farms to obtain a feed mill, which will allow them to produce their own feed rations, providing them significant cost savings in future.

Originally, Applewood Farms expected to fund the expansion internally by deferring principal payments on their original bank loan for 90 days. However, the funds needed for leasehold improvements for the additional site, along with the increase in feed costs were too expensive for Applewood Farms to fund the expansion project through operations. While they have been able to cash flow half of the expansion, the Bank of Jacksonville has suggested that they finance the remainder of the expansion costs and requested an additional guarantee from IFA.

Currently, the market demand for consistent, high health pigs remains strong. Applewood Farms will be able to increase production to meet these demands. These pigs will be sold under contract to various producers across the state. Applewood Farms will continue to lease buildings from Brauer Pork Inc., which will be sufficient to house the sows and pigs produced.

The IFA approved and closed on a Agri-Industry Guarantee in August of 2006 to finance the initial operations of Applewood Farms LLC. The loan, which was in the amount of $1,649,000, is secured by a blanket lien on all livestock and equipment, personal guarantees, and an assignment of life insurance on Dr. Wildt. This loan, which has had one monthly principal payment made out of a 36 month amortization, has a balance of $1,618,346. The proposed loan of $300,000 will be secured by a 2nd blanket lien on the same collateral.

The Bank of Jacksonville originated and has approved renewal of a $300,000 operating line of credit for Applewood Farms. The line of credit is secured by the same collateral pool and will be subordinate to the IFA guaranteed loans. The borrower's line of credit matures 2/7/08.

FINANCING SUMMARY

Borrower: Applewood Farms LLC

Loan Terms: The Bank of Jacksonville will originate a term loan in the amount of $300,000, which will be fully amortized over 3 years, with monthly P & I. The initial 3 months will require interest only.

PROJECT SUMMARY

The proposed loan will finance the balance of additional breeding stock and improvements at the following estimated cost:

2000 Sows	$464,000
Leasehold Improvements	$186,000
Total	**$650,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant: Applewood Farms LLC

Project Location: 5793 Route 78 North
Virginia, IL 62691

County: Cass

Organization: Limited Liability Company

Ownership: Dr. Alan Wildt, Doctor of Veterinary Medicine, Virginia, IL-33.4%
Giertz Brothers (Greg and Steve) Grain and Livestock Farmers, Monmouth, IL-33.3%
Shiloh Hill LLC-33.3%, which is owned by:

James L. Burke: CPA /Attorney, CEO of Meadowbrook, Shiloh, IL-16%
Dr. Alan Wildt: DVM, Virginia, IL-51%
Melvin F. Weck: Banker/Consultant, Freeburg, IL-9%
Neal A. Connors, Attorney, Belleville, IL-7%
Todd R. Keller, Engineer, Swansea, IL-5%
Joseph M. Poirier, Labor Relations Attorney, Belleville, IL-3%
Martin L. Ward, Mgr. of Ozark Mountain Coop, Fairview Heights, IL-9%

PROFESSIONAL & FINANCIAL

Attorney/Consultant:	Jim Burke, Shiloh, IL		
Bank:	Bank of Jacksonville,	Jacksonville	Mike Halsne, VP
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional: Ray Lahood-18th State Senate: John Sullivan-47th State House: Jil Tracy-93rd

MINUTES OF THE JUNE 12, 2007 MEETING 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 Board Meeting at 3:00 p.m., on June 12, 2007 at the Illinois State Library, 300 S. Second Street, Room 403/404, Springfield, Illinois:

Members present:	Members absent:	Members participating by telephone:
David C. Gustman, Chairman	Ronald DeNard	None
Dr. William Barclay	James J. Fuentes	
Magda Boyles	Terrence O'Brien	
Michael Goetz	Lynn F. Talbott	
Dr. Roger D. Herrin		
Edward H. Leonard, Sr.	**Vacancies:**	
Andrew W. Rice	One (1)	
Juan Rivera		
Joseph Valenti		
Bradley Zeller		

GENERAL BUSINESS

Call to Order and Roll Call

Chairman Gustman called the meeting to order at 3:02 p.m. with the above members present. Chairman Gustman thanked everyone for attending. Chairman Gustman announced that Board Member, Martin Nesbitt, has resigned from his position on the Board because of other commitments. Chairman Gustman thanked him for his service. Chairman Gustman also introduced a new member to the Board, Dr. William Barclay. Dr. Barclay introduced himself. Chairman Gustman also introduced Ms. Kym Hubbard, IFA's Executive Director effective May 21, 2007. He also thanked Ms. Jill Rendleman, IFA's former Interim Executive Director, for her assistance in the transitioning the role of Executive Director to Ms. Hubbard.

Chairman Gustman asked Carla Burgess Jones, Secretary, to call the roll. Ms. Burgess Jones called the roll. There being ten (10) members physically present, Ms. Burgess Jones declared a quorum present.

Executive Director's Report

Chairman Gustman asked Director Hubbard for her report. Director Hubbard first stated that she was happy to be with the IFA and looked forward to working with everyone. Director Hubbard stated that the IFA's net income and gross income are ahead of budget. Ms. Hubbard announced that the IFA would consider 30 projects for approval at today's meeting totaling over $400 million. The projects are expected to create approximately 740 new jobs and 1,300 construction jobs. Director Hubbard also announced that SB1317 (granting the IFA multi-state bonding authority) passed both houses of the State legislature and is awaiting Governor Blagojevich's signature; she thanked Howard Kenner for his efforts in assisting with the passage of this bill.

Acceptance of Financial Statements

Financial statements for the eleven-month period ending May 31, 2007 were accepted by the Board. Chairman Gustman noted that the financial statements are reviewed by the Board at the Committee of the Whole Meeting and thanked IFA staff and consultants for their assistance.

Minutes

Chairman Gustman announced that the next order of business was to approve the minutes of the May 8, 2007 Meeting of the Board. Chairman Gustman asked Carla Burgess Jones, Secretary, to take a roll call vote for approval of the minutes of the May 8, 2007 Meeting of the Board. Motion moved by Mr. Valenti and seconded by Mr. Goetz. Minutes of the May 8, 2007 Meeting of the Board were approved by a roll call vote with 10 ayes, 0 nays, and 0 abstentions.

Projects

Chairman Gustman asked Executive Director Hubbard to present the projects for consideration to the Board. Chairman Gustman reminded everyone that the Board considered each of the projects to be presented in detail at the 12:00 p.m. meeting of the Committee of the Whole Meeting. Director Hubbard presented the following projects to the Board for approval:

No. 1: **A-AI-GT-7102 - James P. and Wanda L. Monke**
Request for approval of the issuance of an agri-industry guarantee in an amount not-to-exceed $1,275,000 to provide permanent financing for the expansion of the borrower's farrowing operations, which includes the construction of a new 16,320 sq. ft. farrowing building and a 23,408 sq. ft. gestation building. **(07-06-01).**

No. 2: **ADR-TX-GT-7132 - John J. Seys and Patricia A. Seys**
Request for approval of the issuance of an agri-debt guarantee in an amount not-to-exceed $277,100 to provide refinancing of the borrower's current and intermediate debt in order to reduce debt service and increase cash flow. **(07-06-02).**

No. 3: **A-AD-GT-7139 - Ty L. and Darlene A. Dagen**
Request for approval of the issuance of an agri-debt guarantee in an amount not-to-exceed $170,000 to provide for the refinancing of the borrower's real estate debt and carryover operating debt in order to restructure and extend current debts and to improve cash flow. **(07-06-03).**

No. 4: **A-DR-TX-GT-7134 - Mark W. Dunn and Brenda L. Dunn**
Request for approval of the issuance of an agri-debt guarantee in an amount not-to-exceed $340,000 to provide for the refinancing of the borrower's term debt in order to reduce debt service and increase cash flow. **(07-06-04).**

No. 5: **A-AI-TX-GT-7136 - Mark W. Dunn and Brenda L. Dunn**

Request for approval of the issuance of a young farmer guarantee in an amount not-to-exceed $425,000 to provide permanent financing for the purchase of approximately 132 acres of farm land. **(07-06-05).**

No. 6: **A-LL-TX-7138 - Stephen Todd Fosen and Nannette Casteneda Fosen**

Request for approval of the issuance of a participation loan in an amount not-to-exceed $314,000 to provide permanent financing for the purchase of 158 acres of tillable farm land. **(07-06-06).**

No. 7: **A-FB-TE-CD - 7140 Eric J. Niemerg**

Request for approval of the issuance of a Beginning Farmer Bond in an amount not-to-exceed $119,250 to provide permanent financing for the purchase of approximately 79 acres of farm land. **(07-06-07).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 1 through 7. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 1 through 7. Leave was granted. Project nos. 1 through 7 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 8: **P-SW-TE-CD-6203 - Illinois River Energy, LLC**

Request for final approval of the issuance of Solid Waste Disposal Facilities Bonds in an amount not-to-exceed $30,000,000 to finance: i) the construction of a 50 million gallon capacity expansion ethanol plant; ii) the acquisition and installation of machinery and equipment, including qualifying solid waste disposal facilities; and iii) costs of insurance and other costs of issuance. The project is expected to create 15 new jobs and 100-300 construction jobs over a 24-month period. Issuance of these bonds is subject to an allocation of Volume Cap from the Governor's Office of Management and Budget ("OMB"). **(07-06-08).**

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 8. Funding Manager Steve Trout introduced Mr. Peter Middleton and Richard Ruebe of Illinois River Energy LLC. Mr. Middleton gave a description of the project including the history of Illinois River Energy LLC and its parent company. Mr. Middleton noted that the IFA financing will help complete the project. Mr. Middleton and Mr. Ruebe thanked the Board and IFA for consideration of the project.

Chairman Gustman asked if the Board had any comments or questions with respect to Project no. 8. Several Board members asked questions regarding this bond issue. Mr. Goetz commended Mr. Middleton and Mr. Ruebe for their work with organized labor on the project. Chairman Gustman then requested leave to apply the last unanimous vote in favor of Project no. 8. Project no. 8 was approved with 10 ayes, 0 nays, and 0 abstentions.

No. 9: **EZ-I-EZ-TE-CD-6219 - REG Cairo, LLC**

Request to amend the IFA's preliminary approval of the issuance of Empowerment Zone Bonds (granted in January 2007) to increase the aggregate amount of bonds to be issued from an amount not-to-exceed $30,000,000 to an amount not-to-exceed $60,000,000. The bond proceeds will be used to finance the construction of a 60 million gallon capacity biodiesel plant adjacent an existing soybean oil processing plant. The project is expected to create 35 new jobs and 567 construction jobs. **(07-06-09).**

No. 10: **H-HO-TE-CD-7133 - Little Company of Mary**

Request for preliminary approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $90,000,000. The bond proceeds will: i) fund $20 million in capital projects; ii) refund prior bonds (Series 1997A) for present value savings; and iii) refund prior variable rate demand bonds (Series 2001) with Auction Rate Securities. The project is expected to create 100 construction jobs. **(07-06-10).**

No. 11: **H-HO-TE-CD-7067 - Christian Homes, Inc.**

Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $55,000,000 to: i) refund certain existing tax-exempt debt; ii) pay for certain capital improvements at the various Illinois campuses owned and operated by the borrower; iii) establish debt service reserve funds for the bonds; and iv) pay certain costs for the issuance of the bonds. The project is expected to create 50 construction jobs. **(07-06-11).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 9 through 11. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 9 through 11. Leave was granted. Project nos. 9 through 11 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 12: **Removed from Board book.**

No. 13: **N-NP-TE-CD-7126 - Cornerstone Services, Inc.**

Request for preliminary approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $14,000,000 to finance the refunding of existing bond issues by a predecessor authority of the IFA (Series 1998 and Series 2002), to refinance existing conventional debt, and to pay for certain bond issuance costs. **(07-06-13).**

No. 14: **N-PS-TE-CD-7111 – Elgin Academy**

Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $11,500,000 to : i) financ e the construction of a media center on campus; ii) pay capitalized interest; and iii) fund professional and bond issuance costs. The project is expected to create 5 new jobs and 50 construction jobs over a 15 month period. **(07-06-14).**

No. 15: **E-PF-TE-CD-7123 - De La Salle Institute**

Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $7,500,000 to: i) construct an addition and to renovate the West Campus of the borrower; ii) finance renovations, including enhancements of academic and athletic facilities located at the borrower's main campus; and iii) refinance certain existing conventional bridge financing and taxable debt that financed prior capital improvements at both campuses of the borrower. The project is expected to create 5 new jobs and 75 construction jobs over a 14 month period. **(07-06-15).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 13 through 15. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 13 through 15. Leave was granted. Project nos. 13 through 15 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 16: **N-PS-TE-CD-7093 - Loyola Academy**

Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $21,500,000 to: i) refinance the outstanding par value of the borrower's prior bonds issued through a predecessor authority of the IFA (Series 1993); ii) renovate existing academic buildings and athletic facilities; iii) purchase real estate; iv) pay capitalized interest; and v) fund professional and bond issuance costs. The project is expected to create 50 construction jobs over a 36 month period. **(07-06-16).**

Chairman Gustman asked if the Board had any questions with respect to Project no. 16. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Goetz and seconded by Mr. Leonard. Project no. 16 was approved with 9 ayes, 0 nays, and 1 abstention (Boyles). Member Boyles abstained because her employer (a law firm) represents the borrower on an unrelated matter.

No. 17: **N-NP-TE-CD-7081 - Peoria Association for Retarded Citizens, Inc. (aka Peoria ARC)**

Request for final approval of the issuance of Tax-Exempt 501(c)(3) Revenue Bonds in an amount not-to-exceed $6,500,000 to refund the borrower's prior bonds issued by a predecessor authority of the IFA (Series 1997) and to pay costs of issuance. **(07-06-17).**

No. 18: **N-ND-TE-CD-6105 - Jewish Federation of Metropolitan Chicago, Jewish Charities Revenue Anticipation Note Program, Series 2007–2008A, 2007-2008B**

Request for final approval of the issuance of Revenue Anticipation Notes in an amount not-to-exceed $35,000,000 to provide cash management savings to the borrower to be used to expand services provided to its affiliated organizations. **(07-06-18).**

No. 19: **M-MH-TX-CD-7001 - Liberty Towers Associates II LP, an Illinois limited partnership (Liberty Towers Apartments)**
Request for final approval of the issuance of Taxable Affordable Rental Housing Revenue Refunding Bonds in an amount not-to-exceed $5,500,000 to defease existing tax-exempt bonds issued by the Village of Libertyville. **(07-06-19).**

No. 20: **N-NP-TE-CD-7121 - Bridgeway, Inc. and Broadway Foundation**
Request for final approval of 501(c)(3) Revenue Bonds in an amount not-to-exceed $3,000,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997); ii) finance a new project located in Monmouth, IL; iii) capitalize a debt service reserve fund; and iv) pay costs of issuance. The project is expected to create 10 new jobs and 15 construction jobs. **(07-06-20).**

No. 21: **N-NP-TE-CD-7114 - Good Shepherd Manor Foundation**
Request for final approval of 501(c)(3) Revenue Bonds in an amount not-to-exceed $1,800,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997); ii) capitalize a debt service reserve fund; and iii) pay costs of issuance. **(07-06-21).**

No. 22: **N-NP-TE-CD-7113 - Kankakee County Training Center for the Disabled, Inc.**
Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $1,850,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997); ii) capitalize a debt service reserve fund; and iii) pay costs of issuance. **(07-06-22).**

No. 23: **N-NP-TE-CD-7120 - RAVE, Inc. (Rehabilitation and Vocational Education), Inc.**
Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $2,200,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997); ii) capitalize a debt service reserve fund; and iii) pay costs of issuance. **(07-06-23).**

No. 24: **N-NP-TE-CD-7116 - Trinity Services, Inc.**
Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $2,550,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997); ii) capitalize a debt service reserve fund; and iii) pay costs of issuance. **(07-03-24).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 17 through 24. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Zeller and seconded by Mr. Rivera. Project nos. 17 through 24 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 25: **N-PF-TE-CD-7075 - St. Coletta's of Illinois Foundation**

Request for final approval of the issuance of 501(c)(3) Bonds in an amount not-to-exceed $4,650,000 to: i) refinance bonds issued by a predecessor authority of the IFA (Series 1997, 1998, 2000 and 2002); ii) finance the acquisition of one new group home; iii) capitalize a debt service reserve fund; and iv) pay costs of issuance. **(07-06-25).**

Chairman Gustman asked if the Board had any questions with respect to Project no. 25. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Valenti and seconded by Dr. Barclay. Project no. 25 was approved with 9 ayes, 0 nays, and 1 abstention (Boyles). Member Boyles abstained because her employer (a law firm) represents the borrower on an unrelated matter.

No. 26: **L-GP-7128 - City of Pittsfield**

Request for preliminary approval of the issuance of Local Government Bonds in an amount not-to-exceed $8,300,000 to provide financing for the construction of a water treatment plant. **(07-06-26).**

No. 27: **L-GP-7142 - Village of Thompsonville**

Request for preliminary approval of Local Government Pooled Bonds in an amount not-to-exceed $285,000 to refinance prior bonds that were originally used to make Village sewer system improvements. **(07-06-27).**

No. 28: **B-LL-TX-7130 - Globe Energy Eco-Systems, LLC (Globe USA)**

Request for approval of the issuance of a Participation Loan in an amount not-to-exceed $600,000 to permanently finance a building and improvements. The project is expected to create 600 new jobs over a 5 year period and an average of 25 construction jobs over a 7 month period. **(07-06-28).**

No. 29: **I-ID-TE-CD-7094 - Walter Mulica, Belmont Sausage Company and 2201 Estes, LLC**

Request for final approval of the issuance of Industrial Revenue Bonds in an amount not-to-exceed $8,000,000 to finance renovations, acquisition of equipment and to pay certain bond issuance costs. The project is expected to create 60 new jobs and 40 construction jobs. Issuance of these bonds is subject to an allocation of Volume Cap from the OMB and the Village of Elk Grove. **(07-06-29).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 26 through 29. There being none, Chairman Gustman requested a motion for a roll call vote. Motion moved by Mr. Leonard and seconded by Mr. Zeller. Project nos. 26 through 29 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 30: **E-NP-TE-CD-7095 - McKinley Foundation at the University of Illinois Urbana-Champaign (Presbyterian Hall)**

Request for preliminary approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $27,500,000 to finance: i) remodeling of existing buildings and construction of a new building for student housing and study, recreational, and parking space; ii) the deposit of moneys in a debt service reserve fund; iii) capitalized interest; and iv) certain costs of issuance. The project is expected to create 12 new jobs and 50 construction jobs over a 15 month period. **(07-06-30).**

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 30. Funding Manager Nona Myers introduced Mr. Charles Oewell, Founding Partner, and Ms. Amanda Childress, Operations Manager of the McKinley Foundation. Mr. Oewell provided an overview of the history of the Foundation and the project. He noted that the bonds would be used to create greatly needed student housing at the University. Mr. Oewell and Ms. Childress thanked the IFA for its consideration.

Chairman Gustman asked if the Board had any questions with respect to Project no. 30. Some Board members asked questions which were answered by Mr. Oewell. There being nothing further, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 30. Leave was granted. Project no. 30 was approved with 10 ayes, 0 nays, and 0 abstentions.

No. 31: **E-PC-TE-CD-7122 - Augustana College**

Request for final approval of the issuance of 501(c)(3) Revenue Bonds in an amount not-to-exceed $5,000,000 to finance all or a portion of the costs of: i) providing permanent financing and completing construction of two, 28-bed student apartment buildings; ii) financing a portion of the substantial renovation and conversion of the existing Carlsson Hall student residence building into an academic building for the Business, Psychology, and Education departments; and iii) financing a portion of the renovation and restoration of the borrower's original Old Main building. The project is expected to create 2 new jobs and 175 construction jobs over a 13 month period. **(07-06-31).**

Chairman Gustman asked if there were any guests attending the meeting with respect to Project no. 31. Funding Manager Rich Frampton introduced Mr. Paul Pearson, Vice President of Finance for Augstana College. Mr. Pearson described the project and thanked the Board and IFA for consideration of the project.

Chairman Gustman asked if the Board had any questions with respect to Project no. 31. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project no. 31. Leave was granted. Project no. 31 was approved with 10 ayes, 0 nays, and 0 abstentions.

Resolutions/Project Revisions/Amendatory Resolutions

No. 32: **Resolution authorizing the execution and delivery of a First Supplemental Bond Indenture and a First Supplemental Loan Agreement relating to the**

Illinois Health Facilities Authority's $17,000,000 Revenue Bonds, Series 1992A (Felician Health Care, Inc.); and authorizing, approving and ratifying certain other matters.
Request to execute and deliver a First Supplemental Bond Indenture and a First Supplemental Loan Agreement to substitute the corporate members under a master agreement and to authorize, approve and ratify certain other related actions. **(07-06-32).**

No. 33: **Amendatory Resolution to Amend a Rural Development Loan to Defer Loan Principal Payments for Nine Months for Derel's BBQ. (B-LL-TX-658)**
Request to extend principal payments due on a Rural Development Loan made to Darrel and Marilyn Mattingly from April 1, 2007 to October 1, 2007. **(07-06-33).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 32 and 33. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 32 and 33. Leave was granted. Project nos. 32 and 33 were approved with 10 ayes, 0 nays, and 0 abstentions.

No. 34: **Withdrawn.**

No. 35: **Withdrawn.**

No. 36: **Resolution approving an extension of the Illinois Finance Authority's 401(a) Plan.**
Approval to continue the IFA's 401(a) Plan beyond the current June 30, 2007 termination date until such time as the Board or the Compensation Committee of the Board determines that termination is in the best interest of the IFA. **(07-06-36).**

No. 37: **Resolution establishing the meeting schedule of the Illinois Finance Authority for Fiscal Year 2008.**
Adoption of resolution to establish and publish the IFA's fiscal year 2008 meeting schedule. **(07-06-37).**

No. 38: **IMT Real Estate, LLC Participation Loan Extension Request. (B-LL-TX-6090)**
Request to approve a six month extension, from May 9, 2007 to November 9, 2007, on the IFA's commitment to issue a participation loan to IMT Real Estate, LLC. **(07-06-38).**

No. 39: **Precision Laser Manufacturing, Inc. Participation Loan Amount Increase and Commitment Extension Request. (B-LL-TX-6224)**
Request to approve a $50,000 increase of a participation loan and a six month extension, from May 14, 2007 to November 14, 2007, on the IFA's commitment to issue a participation loan to Precision Laser Manufacturing, Inc.
(07-06-39).

No. 40: **GFY Management Inc. (B-LL-TX-6257)**
Request to approve a decrease in the interest rate on an IFA participation loan. **(07-06-40).**

No. 41: **Resolution to Authorize the Conversion from a Taxable Convertible Mode to a Tax-Exempt Mode and Authorizing the Execution and Delivery of a Supplemental Trust Indenture, a Supplemental Loan Agreement, a Tax-Exemption Certificate and Agreement, and Related Documents for the Deemed Reissuance of DePaul University Series 2005C Revenue Bonds.**
Request to amend the original trust indenture and loan agreement and to extend the final maturity date and related documents in order to enable the conversion of prior bonds from taxable variable auction rate mode to tax-exempt variable auction rate mode. **(07-06-41).**

No. 42: **Network Innovations, Inc. – Change of Borrower's Name to NI Investments, LLC. (B-LL-TX-722)**
Request to approve a change in the name of the borrowing entity on a participation loan. **(07-06-42).**

Chairman Gustman asked if the Board had any questions with respect to Project nos. 36 through 42. There being none, Chairman Gustman requested leave to apply the last unanimous vote in favor of Project nos. 36 through 42. Leave was granted. Project nos. 36 through 42 were approved with 10 ayes, 0 nays, and 0 abstentions.

Chairman Gustman asked if there was any other business to come before the Board. There being no further business, Chairman Gustman requested a motion to adjourn. Upon a motion by Mr. Zeller and seconded by Ms. Boyles, the meeting adjourned at approximately 3:45 p.m.

Respectfully Submitted,

Carla B. Burgess Jones, Secretary

1051200_2

ILLINOIS FINANCE AUTHORITY

Memorandum

To: IFA Board of Directors

From: Eric Reed & Cory Mitchell/lk

Date: July 10, 2007

Re: Overview Memo for Beginning Farmer Bonds

- **Borrower/Project Name:** Beginning Farmer Bonds
- **Locations:** Throughout Illinois
- **Board Action Requested:** Final Bond Resolutions for each attached project
- **Amounts:** Up to $250,000 maximum of new money for each project
- **Project Type: Beginning Farmer Revenue Bonds**
- **IFA Benefits:**
  - **Conduit Tax-Exempt Bonds** – no direct IFA or State funds at risk
  - **New Money Bonds:**
    - convey tax-exempt status
    - will use dedicated 2007 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

Project Number:	**A-FB-TE-CD-7144**
Funding Manager:	Eric Reed
Borrower(s):	**Thompson, Bradley & Ashley**
Town:	Oblong, IL
Amount:	$175,000
Use of Funds:	Farmland, Buildings & Equipment
Purchase Price:	$350,000
%Borrower Equity	0%
%Other Agency	50%
%IFA	50%
County:	Crawford
Lender/Bond Purchaser	First National Bank, Richard Kocher
Legislative Districts:	Congressional: 15th, Timothy Johnson
	State Senate: 55th, Dale Righter
	State House: 109th, Roger Eddy

Principal shall be paid monthly in installments determined pursuant to a Fifteen year amortization schedule, with the first principal payment date to begin one month from the date of closing. Accrued interest on the unpaid balance hereof shall be paid monthly, with the first interest payment date to begin one month from the date of closing with the fifteenth and final payment of all outstanding balances due fifteen years (180 months) from the date of closing.

*Bradley & Ashley Thompson: Note shall bear simple interest at the expressed rate. The expressed rate shall be 6.0% fixed for the first 5 years and adjust every 5 years thereafter to the Wall Street Journal Prime Rate minus 2.25%. During the term of this loan, the applicable interest rate will not be more than 9% or less than 4%. **Fee: $2,625**

Project Number:	**A-FB-TE-CD-7146**
Funding Manager:	Eric Reed
Borrower(s):	**Willenburg, Kyle**
Town:	Edgewood, IL
Amount:	$163,350 / ($2,700 per ac)
Use of Funds:	Farmland
Purchase Price:	$326,700
%Borrower Equity	0%
%Other Agency	50%
%IFA	50%
County:	Effingham
Lender/Bond Purchaser	First Mid IL Bank & Trust, Doug Kopplin
Legislative Districts:	Congressional: 19th, John Shimkus
	State Senate: 51st, Frank Watson
	State House: 102nd, Ron Stephens

Principal shall be paid annually in installments determined pursuant to a thirty year amortization schedule, with the first principal payment date to be March 15, 2008, and successive principal payments dates to be at one year intervals thereafter, with the thirtieth and final payment of all principal then outstanding due March 15, 2037. Accrued interest on the unpaid balance hereof shall be paid annually with the first interest payment date to be March 15, 2008, and successive interest payment dates to be at one year intervals thereafter, with the thirtieth and final payment of all interest than outstanding due March 15, 2037.

*Kyle Willenburg: **The Note bears simple interest at the "Expressed Rate", currently 6.00% until March 15, 2011, and then adjusting every 3 years based on an index. The index uses US Treasury yields, adds a 3.75% margin, and then reduces that rate to the borrower's "Expressed Rate" based on Exhibit B1 (to account for the tax exempt status to the bank).** **Fee: $2,450**

*** Information enclosed in the border is to be considered confidential and may be exempt from disclosure under the Freedom of Information Act**

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: Sedgebrook Retirement Community

STATISTICS

Project Number:	H-HO-TE-CD-7137	Amount:	$150,000,000 (Not to exceed amount)
Type:	501(c)(3) Bonds	IFA Staff:	Pam Lenane and Dana Sodikoff
Locations:	Lincolnshire		

BOARD ACTION

Preliminary Bond Resolution
Conduit 501(c)(3) Bonds
No IFA Funds at Risk

Requesting a waiver of IFA Policy regarding the sale of unrated and unenhanced debt, to be based on a feasibility study by Dixon Hughes which will be completed prior to the Final Bond Resolution

PURPOSE

Bond proceeds will be used to: 1) finance the purchase deposit for the option to purchase Sedgebrook Retirement Community, 2) fund a debt service reserve fund, and 3) pay for cost of issuance.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bonds that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal income tax-exempt status on interest earned on the Bonds paid to bondholders and thereby reducing the borrower's interest expense. 501(c)(3) bond issues do not require Volume Cap.

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA bonds	$145,000,000	Uses:	Purchase Option	$125,000,000
	Trustee Held Funds			Debt Service Reserve Fund	15,000,000
	Equity Contribution*			Issuance Costs*	3,000,000
				Swap Unwind Cost	2,000,000
	Total	$145,000,000	Total		$145,000,000

*An equity contribution will be made to cover cost of issuance in excess of the 2% tax limit. There is no equity contribution assumed at this time.

JOBS

Current employment: 97
Jobs retained: 97

Projected new jobs: 1000
Construction jobs: 960

BUSINESS SUMMARY

Project Background: Sedgebrook is a continuing care retirement community ("CCRC") located in Lincolnshire, Illinois and is currently being developed in phases by Erickson Retirement Communities ("Erickson"). The first phase of the CCRC (which consists of five residential buildings and a community building) is expected to be completed in October of 2007. The CCRC will ultimately consist of three phases which are similar in size and scope as the first phase which will be completed in October. When and if completed as currently planned, the CCRC will ultimately consist of three residential neighborhoods, with a total of 1,390 independent living units, plus a healthcare unit which will consist of 96 assisted living units, and 132 skilled nursing units.

Sedgebrook currently leases the community from the landowner, Linconshire Campus, LLC ("LC"), a wholly-owned subsidiary of Erickson Retirement Communities. During the development of this project, Sedgebrook receives the initial entry fees from the residents and loans these fees to LC, under the Community Loan. The Community Loan is utilized by Erickson to develop the CCRC in conjunction with constructions loans. **The Series 2007 Bonds are being issued to fund the Purchase Option Deposit, which gives Sedgebrook the right to purchase the CCRC, for $125 million, consisting of all three neighborhoods and the healthcare unit, valued at approximately $302 million upon completion. In other words, this bond financing of $150 million will be used along with the entry fees to complete the entire project and will entitle Sedgebrook to purchase the entire CCRC valued on completion, at approximately $302 million.** (The Existing Purchase Option Deposit Structure gives Sedgebrook the right to purchase the community upon completion by forgiveness of the then outstanding Community Loan balance plus a cash payment equal to the purchase deposit amount of $125 million).

Sedgebrook can always decline to exercise the option and/or offer to pay less than the deposit amount but the deposit amount serves as a cap or ceiling on the cash payment. Under the Existing Purchase Option Deposit Structure, LC/Erickson would pay the debt service on the bonds until completion through the use of initial entrance deposits that would otherwise be loaned to LC under the Community Loan. Under the Existing Purchase Option Deposit Structure, Erickson also guarantees LC's obligation to refund the purchase deposit if the option is not exercised. As stated, if the purchase option is not exercised by Sedgebrook, or a lower purchase option price is negotiated as a result of change in scope of the project or the value of it upon completion, the difference will be reimbursed by Erickson to Sedgebrook. These monies will be used to retire Series 2007 Bonds. The Series 2007 Bonds will have call features that allow for the retirement of all outstanding debt should the purchase option not be exercised by Sedgebrook. Additionally, a portion of the Series 2007 Bonds are Letter of Credit enhanced variable rate demand bonds which are callable at any time with 30 day notice. This will provide the flexibility to retire a portion of the bonds if Sedgebrook was to negotiate a lower purchase option price as a result of a change in the projects scope or design.

Developer Background: Erickson is a developer and manager of large continuing care retirement communities offering affordable living accommodations, related health care and support services to a target market of middle income seniors age 62 and older. Erickson was originally formed as a corporation in 1983 to develop and operate large campus style continuing care retirement communities and became a limited liability company in 1997. Erickson currently manages four completed operating continuing care retirement communities – Charlestown Retirement Community in Baltimore, Maryland, Oak Crest Village in Parkville, Maryland, Greenspring Village in Springfield, Virginia and Henry Ford Village in Dearborn, Michigan – which serve a total population of approximately 8,000 residents. In addition to the CCRC and the completed communities, Erickson is currently developing, constructing and/or managing 13 other continuing care retirement communities in various stages of development, and is exploring the development of several other continuing care retirement communities, throughout the United States. As of December 31, 2006, the aggregate number of residents served by continuing care communities managed by the Manager was approximately 19,000.

Erickson as a manager has historically filled and maintained occupancy of nearly 99% in its completed communities. In addition, Erickson traditionally has developed a very deep waiting-list at each community.

Occupancy: Lincolnshire Campus, LLC, a limited liability company wholly-owned by Erickson Retirement Communities has entered into a purchase option agreement with Sedgebrook Retirement Community which gives Sedgebrook the right to purchase the CCRC upon completion. As of May 30th, Sedgebrook has the first four buildings open, with 228 units occupied and 51 units reserved out of 406 units. The total occupied and reserved units is 69%. Sedgebrook has a waiting-list of 283 people and has been averaging 10 conversions a month. The purchase option is granted in exchange for the purchase deposit, which will be used to repay the construction loan borrowed by Lincolnshire Campus, LLC and used to finance the construction of the CCRC. The Series 2007 Bonds are being issued to fund the purchase deposit for Sedgebrook.

Appraisal: Michael G. Boehm of Senior Living Valuation Services, Inc, a recognized appraisal firm, prepared an appraisal report for Sedgebrook at Lincolnshire as of January 11, 2004. This report states:

Market Value As Is @ January 11, 2004
Based on an inspection of the property and the investigation and analyses undertaken, we have formed the opinion, subject to the assumptions and limiting conditions set forth in this report, that the fee simple going concern market value of Sedgebrook at Lincolnshire, as is (a development project and including land value), as of January 11, 2004, is: $27,225,000.

Phase I Only- Prospective Market Value At Completion of Construction @ May 1, 2005
Based on an inspection of the property and the investigation and analyses undertaken, we have formed the opinion, subject to the assumptions and limiting conditions set forth in this report, that the fee simple going concern market value of Phase I of Sedgebrook at Linconshire, at the estimated completion of construction of the first residential building of Phase I, projected to be May 1, 2005, and not including a deduction for the costs to complete the remaining buildings of Phase I, will be: $136,800,000

Phase I Only- Prospective Market Value at Full Occupancy Stabilization @ August 1, 2008
Based on an inspection of the property and the investigation and analyses undertaken, we have formed the opinion, subject to the assumptions and limiting conditions set forth in this report, that the prospective fee simple going concern market value of Phase I of Sedgebrook at Linconshire, at the estimated full occupancy stabilization date of Phase I, projected to be August 1, 2008, and including the gross value of the first generation entry fees for Phase I only and not including the value for the partially completed and open Phase II, will be: $180,875,000

Prospective Market Value At Phase III Full Occupancy Stabilization @ August 1, 2013
Based on an inspection of the property and the investigation and analyses undertaken, we have formed the opinion, subject to the assumptions and limiting conditions set forth in the report, that the fee simple going concern market value of Phases I, II and III of Sedgebrook at Linconshire, at the estimated full occupancy stabilization date of Phase III, projected to be August 1, 2013, and including the gross value of the first generation entry fees for Phase III only, will be: $302,825,000

Swap Background: Sedgebrook entered into a cash settle swap (rate lock) in September of 2006, which will settle prior to closing. When Sedgebrook entered into the swap, they believed that interest rates would increase prior to their financing and they did not anticipate a cost to unwind. Sedgebrook believed they were locking in the then low rates for the upcoming Series 2007 financing. The rates since the swap have in fact decreased, and Sedgebrook will be required to pay a termination fee, currently anticipated to be $2 million. Bond Counsel has determined that this is eligible for tax-exempt borrowing cost. The Illinois Finance Authority identified the swap at the time it was entered into.

Feasibility Study: A feasibility study is currently under way by Dixon Hughes, a nationally recognized accounting, audit, tax and consulting firm. For over four decades, Dixon Hughes has provided accounting, auditing, tax and consulting services to businesses in a variety of industries. Dixon Hughes has a staff of over 1,100 employees in 26 offices, and serves clients throughout the United States. Dixon Hughes is also involved in *Praxity, AISBL*, an international alliance of independent accounting firms, which provides the firm access to resources around the world. This feasibility study will be completed in July.

Service Area: Sedgebrook is located in Lincolnshire and is being developed to serve the needs of the elderly population of the north and northwest suburbs of Chicago.

Outstanding Tax-Exempt Bonds: Sedgebrook currently does not have any existing tax-exempt bonds

Tax Opinion: Bond Counsel, McGuire Woods, will be issuing a tax opinion regarding the structure of this transaction. It will address the relationship between the builder and the not-for-profit as being an "arm's length" relationship. Additionally, the IFA retained special tax counsel, Jones Day, to review the tax-exempt status of the structure of the transaction. Jones Day has reviewed the proposed structure and expects to be able to provide the IFA Board with a Memo stating that it is reasonable to accept McGuire Woods' bond counsel opinion regarding the tax-exempt status of the bonds.

PROJECT SUMMARY

The proceeds of the proposed bond deal will be used to 1) finance the purchase deposit for the option to purchase the CCRC from Lincolnshire Campus, LLC, 2) fund a debt service reserve fund, and 3) pay for cost of issuance. In addition, Sedgebrook entered into a cash settle swap in September of 2006 which will be terminated in association with the Series 2007 financing. The termination payment is anticipated to be funded with Series 2007 bond proceeds.

Sedgebrook and Lincolnshire Campus, LLC have entered into a purchase option agreement which gives Sedgebrook the right to purchase the CCRC upon completion. At the time of completion, the value of the CCRC is anticipated to be greater than the purchase option price that has been agreed to. The Series 2007 Bonds are being used to finance the purchase deposit for the granting of the purchase option. The Series 2007 Bonds are assumed to be comprised of tax-exempt letter of credit enhanced variable rate demand bonds and unrated unenhanced fixed rate bonds. A full market and financial feasibility study will be prepared by Dixon Hughes, a nationally recognized accounting, audit, tax and consulting firm, in connection with the issuance of the Bonds. It is expected that the CCRC will have over 1.75x coverage of debt service in the first full year of stabilized occupancy.

FINANCING SUMMARY

Security/Collateral: A first mortgage on the entire project, land and buildings; guarantee from Erickson through stabilized occupancy; subordinated management fees through stabilized occupancy, and gross revenue pledge. Covenants and other legal provisions are expected to be consistent with those in use for similar financings.

Structure: The Series 2007 Bonds are anticipated to include a total of approximately $40 million of Letter of Credit enhanced variable rate demand bonds and approximately $105 million of unrated unenhanced fixed rate bonds.

Maturity: The Series 2007 Bonds are expected to have a final maturity in 2037.

Credit Rating(s): The Letter of Credit enhanced variable rate demand bonds will have a rating consistent with the Letter of Credit provider's public rating. The Series 2007 fixed rate bonds are not expected to be rated.

Waiver: The bonds will be sold in denominations less than $100,000 (i.e. $1,000, $5,000). The Borrower has requested a waiver of our unrated and non-credit enhanced debt policy. They expect to meet the conditions for a waiver, which they qualify for.

Conditions for Waiver:

The Borrower expects to secure a feasibility study** from an independent and qualified accounting or consulting firm acceptable to the Authority demonstrating the financial viability of the project

**A full market and financial feasibility study will be prepared by Dixon Hughes, a national accounting firm that provides financial forecast and feasibility studies with the senior living industry, in connection with the issuance of the Bonds.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Sedgebrook, Inc. 701 Maiden Choice Lane Baltimore, Maryland 21228
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Maryland; qualified to do business in Illinois (Erickson – Illinois, Maryland, Florida, Michigan, Virginia, Massachusetts, Colorado, Kansas, Texas, Pennsylvania, and New Jersey)
Board of Directors:	Rod Coe – Chair Harold Ashby Jim Hayes

PROFESSIONAL & FINANCIAL

Bond Counsel:	McGuire Woods LLP	Chicago	Emery McGill
Underwriter:	Ziegler Capital Markets	Chicago	Tom Brode Steve Johnson Mike Taylor
Underwriter's Counsel:	Ballard Spahr Andrews & Ingersoll, LLP	Baltimore, MD	Teri Guarnaccia
Bond Trustee:	M&T Bank	Baltimore, MD	Dante Monakil
Accountant:	Price Waterhouse Coopers LLP	Baltimore, MD	Steve Luber
Feasibility Consultant:	Dixon Hughes	Atlanta, GA	Tonya Bodie
Issuer's Counsel:	Charity & Associates	Chicago	Alan Bell
Issuer's Special Tax Counsel:	Jones Day	Chicago	David Kates
IFA Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional: 10- Mark Steven Kirk
State Senate: 30- Terry Link
State House: 59- Kathleen A. Ryg

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: Little Company of Mary

STATISTICS

Project Number:	H-HO-TE-CD-7133	Amount:	$ 90,000,000 (Not-to-exceed amount)
Type:	501 (c)(3) Bonds	IFA Staff:	Pam Lenane and Dana Sodikoff
Locations:	Evergreen Park, Oak Lawn, Burbank, Ridge, Chicago, Palos Heights		

BOARD ACTION

Final Bond Resolution
Conduit 501(c)(3) Bonds
No IFA funds at risk

No extraordinary conditions
Staff recommends approval

PURPOSE

The 2007A Bond proceeds will be used to: (i) fund $20 million in capital projects, and (ii) refund the Series 1997A fixed rate bonds for present value savings.

The 2007B Bond proceeds will be used to: (i) refund the Series 2001 VRDBs with Auction Rate Securities. (subject to availability of bond insurance)

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bonds that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal income tax-exempt status on interest earned on the Bonds paid to bondholders and thereby reducing the borrower's interest expense. 501(c)(3) bond issues do not require Volume Cap.

VOTING RECORD

The IFA gave its approval for a Preliminary Bond Resolution on June 12, 2007 by the following vote:

Ayes: 10 Nays: 0 Abstentions: 0 Absent: 4 Vacancies: 1

ESTIMATED SOURCES AND USES OF FUNDS[1, 2]
(2007A)

Sources:		*Uses:*	
IFA Bonds (Par)	$33,500,000	Project Fund	$19,765,000
IFA Bonds (Premium)	$600,000	Refunding Escrow Deposit	$14,000,000
		Cost of Issuance	$335,000
Total Sources	$34,100,000	Total	$34,100,000

(1) Does not include potential Debt Service Reserve Fund.
(2) Depending on the market environment as the pricing date approaches, the Series 1997A bonds may be refunded with Insured Auction Rate Bonds.

ESTIMATED SOURCES AND USES OF FUNDS(1)
(2007B)

Sources:		*Uses:*	
IFA Bonds	$37,735,000	Refunding Escrow Deposit	$36,135,000
		Bond Insurance (estimate)	$1,225,000
		Cost of Issuance	$375,000
Total Sources	$37,735,000	Total	$37,735,000

(1) Does not include potential Debt Service Reserve Fund.

JOBS

Current employment:	1,403 FTE's	Projected new jobs:	0
Jobs retained:	1,403 FTE's	Construction jobs:	100

BUSINESS SUMMARY

Background/Description:

Overview

The Little Company of Mary, an order of nursing sisters, was founded in Nottingham, England by Mother Mary Potter in 1877. At the present time, the Congregation operates four health care facilities in the United States of America and additional health care facilities in Europe, Africa, Australia and New Zealand.

Health care institutions located in the United States of America are operated under the auspices of the American Province Incorporated of the Little Company of Mary Sisters, located in Evergreen Park, Illinois which sponsors Little Company of Mary Hospital and Health Care Centers.

The Little Company of Mary Hospital and Health Care Centers is a not-for-profit corporation, and was incorporated in 1893. The original hospital facility was dedicated in January 1930.

Description of Properties

The Hospital Facility is situated on approximately 14 acres of property in a residential and commercial area located in the Village of Evergreen Park, Illinois.

Building	Year Completed	Number of Floors	Gross Square Feet
Main Building			
Adult Patient Rooms, Support Services, Administrative Offices, Ancillary Services, Chapel, Cancer Center and Basement	1930-2000	10 Floors	903,358
EDP Building			
Electronic Data Processing	1930	2 Floors	15,030
Boiler Building			
Boilers, Generators and Maintenance Offices	1930-1931	2 Floors	7,542

Bed Complement

The Corporation offers a full range of inpatient and outpatient diagnostic and therapeutic services and related ancillary services. The Corporation is licensed to operate 477 beds.

Bed Category	Licensed Bed Complement	Beds in Service
Medical/Surgical	339	178
Obstetrics	40	29
Pediatrics (includes critical care)	37	25
Acute Mental Illness	32	24
Intensive Care Unit (Adult)	29	26
Total Acute Care Beds	**477**	**282**

Service Area: Little Company of Mary Hospital operates in the south suburbs of Chicago, including Evergreen Park, Oak Lawn, Burbank, Chicago Ridge, Palos Heights and certain southwestern portions of the City of Chicago.

Existing Bonds: Fixed Rate Series 1997A bonds, Series 1997B Auction Rate bonds, and Series 2001 VRDBs.

PROJECT SUMMARY

The proceeds of the proposed bond deal will be used to (i) fund $20 million in capital projects, (ii) refund the Series 1997A fixed rate bonds for annual savings, and (iii) refund the Series 2001 VRDBs with Auction Rate Securities to mitigate Letter of Credit renewal risk

FINANCING SUMMARY

Security/Collateral: Gross Receivables Pledge

Structure: Fixed Rate New Money and Refunding Bonds (Series 2007A), which will carry the underlying rating of Little Company of Mary "A" (S&P); and Auction Rate Refunding Bonds (Series 2007B) which will be insured by a "AAA" rated insurer. The bond insurer will be determined before the July 10, 2007 IFA Board Meeting. Depending on the market environment as the pricing date approaches, the Series 1997A bonds may be refunded with 'AAA' rated Insured Auction Rate Bonds.

Maturity: August 15, 2034 (Series 2007A); and
August 15, 2029 (Series 2007B)

Credit Rating(s): Underlying rating of "A" (S&P)

ECONOMIC DISCLOSURE STATEMENT

Project name:	Little Company of Mary Hospital
Locations:	Evergreen Park, IL
Applicant:	Little Company of Mary Hospital
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Ungaretti and Harris, LLP	Chicago	Julie Seymour
Bond Counsel:	Jones Day	Chicago	Mike Mitchell
Underwriter:	Goldman, Sachs & Co.	Chicago	Brian Carlstead
Underwriter's Counsel:	Winston & Strawn, LLP	Chicago	Kay McNab
Bond Trustee:	U.S. Bank National Association	Chicago	Grace Gorka
Accountant:	Ernst & Young, LLP	Chicago	Susan R. Jones
Issuer's Counsel:	Burke Burns and Pinelli	Chicago	Mary Ann Murray
IFA Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional: 1st- Bobby L. Rush
State Senate: 18th- Edward D. Maloney
State House: 36th – James D. Brosnahan

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: OSF Healthcare System

STATISTICS

Project Number:	H-HO-TE-CD-7035	Amount:	$500,000,000 (Not to exceed amount)
Type:	501(c)(3) Bonds	IFA Staff:	Pamela Lenane and Dana Sodikoff
Location:	Peoria, IL		

BOARD ACTION

Final Bond Resolution
Conduit 501(c)(3) Bonds
No IFA funds at risk

No extraordinary conditions
Staff recommends approval

PURPOSE

Bond proceeds will be used to: (i) finance new construction on the campus of St. Francis Medical Center in Peoria; (ii) fund capitalized interest; (iii) to refund the IFA Series 2002 Bonds; (iv) to pay-off the IFA 1985 Revolving Fund Pooled Financing Program loans; (v) to reimburse OSF Healthcare System for prior capital expenditures; (vi) to pay-off taxable lines of credit used for initial project costs; (vii) fund a debt service reserve fund; and (viii) pay the costs of issuance including bond insurance.

IFA PROGRAM AND CONTRIBUTION

501(c)(3) Bonds are a form of municipal bonds that 501(c)(3) corporations can use to finance capital projects that will be used to further their charitable mission. IFA's issuance will convey federal income tax-exempt status on interest earned on the Bonds paid to bondholders and thereby reducing the borrower's interest expense. 501(c)(3) bond issues do not require Volume Cap rate.

VOTING RECORD

The IFA gave its approval for a Preliminary Bond Resolution on February 13, 2007 by the following vote:

Ayes: 11 Nays: 0 Abstentions: 0 Absent: 3 Vacancies: 1

OSF Healthcare System came before the IFA in 2005 and issued $107,750,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2005.

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	$455,000,000	Uses:	Project	$253,000,000
				Capitalized Interest	37,000,000
				Debt Service Reserve Fund	39,000,000
				Bond insurance Premium	6,000,000
				Costs of issuance	5,000,000
				Refinance Series 2002	74,000,000
				Refinance IFA 1985 Pool	28,000,000
				Reimbursement and Routine Capital	13,000,000
	Total	$455,000,000		Total	$455,000,000

JOBS

Current employment:	9,219 FTEs	Projected new jobs:	300
Jobs retained:	9,219 FTEs	Construction jobs:	650

BUSINESS SUMMARY

Background: OSF Healthcare System ("OSF" or the "Corporation") is an Illinois not-for-profit corporation, exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. OSF was incorporated in 1880 as The Sisters of the Third Order of St. Francis. The Corporation's current name was adopted as part of a corporate restructuring in 1989. The sole corporate member of OSF is The Sisters of the Third Order of St. Francis, a religious congregation founded in 1877 in Peoria, Illinois. The Corporation operates it health care facilities as a single corporation, with each health care facility functioning as an operating division of the Corporation.

Description: OSF is headquartered in Peoria. Seven of the Corporation's facilities (six hospitals and one continuing care and nursing home center) are located in Illinois. One hospital is located in Michigan. OSF has 1328 licensed acute care beds and 155 licensed long term care beds. The Corporation's largest hospital, St. Francis Medical Center in Peoria, is a 616-licensed bed tertiary care teaching center providing numerous specialty services and extensive residency programs for physicians. The array of health services provided by OSF also includes 27 hospital-based outpatient facilities, approximately 81 physician office facilities of employed physicians, six home health agencies and five hospices. Multi-institutional membership status has been conferred on the Corporation by the Illinois Hospital Association and the American Hospital Association. Similar membership status exists with the Catholic Health Association of the United States and the Illinois Catholic Health Association.

Service Area: OSF has facilities in the following locations in Illinois: Peoria (St. Francis Medical Center); Rockford (Saint Anthony Medical Center); Bloomington (St. Joseph Medical Center); Galesburg (St. Mary Medical Center); Pontiac (Saint James Hospital); Monmouth (OSF Holy Family Medical Center); Peoria Heights (Saint Clare Home). The facility in Michigan, St. Francis Hospital, is located in Escanaba.

Existing Bonds: Series 1985B, Series 1999, Series 2001, Series 2002, Series 2004, Series 2005

PROJECT SUMMARY

The portion proceeds of the proposed bond issue will be used to construct a new nine-story patient tower adjacent to St. Francis Medical Center in Peoria. The Project will add bed capacity to both the adult and children's hospitals; increase bed capacity for adult, neonatal and pediatric intensive care services; expand capacity and consolidate the Emergency Department; expand, integrate and consolidate surgical interventional services; establish a new campus entry for patients and visitors; provide consolidation of children's healthcare services to enhance the pediatric patient experience; consolidate and improve alignment of cardiovascular diagnostic, treatment and interventional services; and, construct a parking garage. OSF has received the required CON for the Project. **This financing will also refund the Series 2002 Bonds to mitigate renewal risk (refinanced with bond insurance),** to pay-off the Illinois Finance Authority 1985 Revolving Fund Loan, to reimburse OSF Healthcare System for prior healthcare expenditures and to pay-off taxable lines of credit used for initial project costs.

FINANCING SUMMARY

Security/Collateral: Bond insurance will be purchased from FSA, whose ratings are as follows. Aaa/AAA/AAA (Moody's/Standard and Poor's/Fitch). All of the bonds will be secured by a master indenture note.

Structure:	The Series 2007 bonds will consist of seven series (Series A – Series G) of bonds. Series A and Series B will be fixed rate. The Series A Bonds will be sold based on the System's credit rating and the Series B Bonds will be insured by FSA. Series C and Series D will each be insured by FSA and will be offered as auction rate securities. Series E and Series F will be insured variable rate demand bonds. FSA will provide the insurance for both series, and JPMorgan Chase and National City Bank will each provide liquidity for one series. Series G will be variable rate demand bonds credit enhanced with a direct pay letter of credit from Wachovia Bank.
Maturity:	Up to 30 years.
Credit Rating(s):	OSF currently maintains ratings with all three rating agencies. Current ratings are as follows: A2/A/A (Moody's/Standard and Poor's/Fitch). FSA ratings are as follows Aaa/AAA/AAA (Moody'/Stand and Poor's/Fitch).

ECONOMIC DISCLOSURE STATEMENT

Project name:	OSF Healthcare System
Location:	800 North East Glen Oak Avenue; Peoria, Illinois 61603
Applicant:	OSF Healthcare System
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois
Board of Directors:	Sister Judith Ann Duvall, O.S.F., Chairperson
	James M. Moore, Chief Executive Officer
	Sister Diane Marie McGrew, O.S.F., President and Treasurer
	Sister Theresa Ann Brazeau, O.S.F., Secretary
	Sister Mary Ellen Flannery, O.S.F.
	Sister Mary John Harvey, O.S.F.
	Sister Maria Elena Padills, O.S.F.
	Sister Agnes Joseph Williams, O.S.F.
	Sister Rose Therese Mann, O.S.F.
	Mr. Leonard E. Nevitt
	Mr. Vance C. Parkhurst
	James W. Girardy, M.D.
	Gerald J. McShane, M.D.

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Hinshaw & Culbertson	Rockford	Charles Thomas
Accountant:	KPMG LLP	Peoria	Charles Klescewski
Bond Counsel:	Jones Day	Chicago	John Bibby
Underwriter:	Merrill Lynch.	New York	Neil Matthews
Underwriter's Counsel	Sonnenschein Nath & Rosenthal	Chicago	Steve Kite
Financial Advisor to OSF:	Anne Donahoe	Chicago	Anne Donahoe
Bond Trustee:	Wells Fargo	Chicago	Patricia Martirano
Issuer's Counsel:	Ungaretti & Harris	Chicago	Julie Seymour
IFA Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	18- Ray LaHood, 15-Timothy V. Johnson, 16- Donald A. Manzullo, 17- Phil Hare
State Senate:	46- David Koehler, 37- Dale E. Risinger, 53- Dan Rutherford, 44- Bill Brady, 47- John M. Sullivan
State House:	92- Aaron Schock, 73- David R. Leitch, 106- Keith P. Sommer, 69-Ronald A. Wait, 74- Donald L. Moffitt, 88-Dan Brady, 94- Richard P. Myers

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Albany Care LLC**

STATISTICS

IFA Project:	H-NH-TX-CD-7124	Amount:	$42,000,000 (not-to-exceed amount)
Type:	Taxable Bonds	IFA Staff:	Rich Frampton
Location:	Evanston		

BOARD ACTION

Preliminary Bond Resolution
Conduit Taxable Health Care Revenue Bonds and Revenue Refunding Bonds
No IFA Funds at risk
Staff recommends approval subject to the following condition:

- Bonds, if sold on a non-rated, sub-investment-grade, or non-credit-enhanced basis, must be sold in minimum denominations of $100,000 to Accredited Investors, consistent with provisions in IFA's Bond Program Handbook. RBC Capital Market, Inc. has agreed to sell the subject bonds consistent with policies specified in IFA's Bond Program Handbook.

PURPOSE

The IFA Series 2007 Taxable Bonds will finance new capital improvements, fund an operating reserve (repair and replacement) reserve, a debt service reserve fund, and refinance an existing taxable loan for the Albany Care intermediate care nursing home facility for the mentally ill in Evanston.

IFA CONTRIBUTION AND PROGRAM

IFA will issue conduit Taxable Revenue Bonds to provide permanent financing for this project. Because this project is owned by a for-profit entity, this project does not qualify for tax-exempt bond financing. No IFA financial resources aside from usage of the Authority's debt limit will be provided.

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS – PRELIMINARY, SUBJECT TO CHANGE

Sources:	IFA Taxable Series 2007A Bonds:	$38,530,000	Uses:	Refinancing Existing Conventional Loan:	$10,827,000
	Equity:	--		Capital Improvements Allowance	1,044,000
				**Deposit to Operating Reserves:	21,841,625
				Debt Svc. Res. Fund	3,007,300
				Replacement Reserve	417,000
				Costs of Issuance	1,393,075
	Total	**$38,530,000**		**Total**	**$38,530,000**

**Bond proceeds deposited to the Operating Reserve Account will be held in escrow by the Bond Trustee for a three-year period. This Operating Reserve Fund will be used initially to finance any capital improvements, renovations, and rehabilitation to the facility required at any time over the next three years by the Illinois Department of Public Health. Once such improvements are completed satisfactorily -- pursuant to certification provided to the Bond Trustee -- an amount equal to 33.3% of the remaining proceeds each year may be distributed to the Borrower.

JOBS

Current employment:	180	Projected new jobs:	N/A (Refinancing)
Jobs retained:	N/A	Construction jobs:	5 (2 months) [with potentially more over the next three years depending on improvements made from the Operating Reserve]

BUSINESS SUMMARY

Organization: **Albany Care, LLC (the "Borrower")** is an Illinois limited liability company established in 1995, as a special purpose entity to own and lease the Albany Care Nursing Home in Evanston to **Albany Care, Inc. (the "Operating Company").**

Albany Care, Inc. is an Illinois S Corporation established in 1991 to own the Albany Care Nursing Home.

Albany Care LLC and Albany Care, Inc. have many of the same principals. The Economic Disclosure Statement section of this report (see pp. 4-5) discloses owners of more than 7.5% of both the Borrower and the Operating Company.

Ownership of both the Borrower and Operating Company is controlled by private individuals. Accordingly, this project is ineligible for tax-exempt bond financing.

Background on the Nursing Home: Albany Care, Inc. operates (via a contract to a related management company) a 417 licensed bed intermediate care facility for the mentally ill licensed by the Illinois Department of Healthcare and Family Services.

The Albany Care facility (the "Property") was originally constructed in 1930. The property is a 7-story building, comprised of 135 rooms with three elevators.

Albany Care, Inc. initially obtained its Certificate of Need to operate the subject facility as an intermediate care nursing home facility for the mentally ill in 1991 and initiated operations in 1991. The Facility has been owned by its current owners (or affiliates) since 1991.

The Facility was operating in compliance with all IDHFS license requirements as of 5/17/2007, according to representations by the Applicant.

The Project's common facilities include two elevators, 52 parking spaces, a laundry room, lobby, a library, and a theatre.

Background on Intermediate Care Facilities for the Mentally Ill: Intermediate Care Facilities for the Mentally Ill serve individuals diagnosed as mentally ill by a designated Mental Health Agency. These facilities are required to provide a continuous specialized service program for each individual and must be approved to live in this type of facility. Albany Care is a Veterans Administration – approved facility.

Albany Care and other Intermediate Care Facilities for the Mentally Ill serve residents who cannot live in the community without additional supportive services and programs subject to licensure, regulation, and annual inspection by the Illinois Department of Public Health. Albany Care serves mentally ill residents between the ages of 18 and 84 and provides the following services:

- 24-hour nursing care with medication management
- Medical and psychiatric rehabilitation services
- Meals and nutritional support
- Case management services
- Job training and therapeutic work programs
- Structured and diverse activity program and daily events
- Recreational activities
- Library and theatre, on premises
- Psycho-social programming
- Transportation van
- Discharge planning and community reintegration

Background on Management Company and Affiliates: S.I.R. Management, Inc. is a Lincolnwood-based management company established in 1989 that specializes in managing nursing homes for residents with mental illnesses. Subsequently, S.I.R. has expanded its scope of operations to include other types of skilled nursing facilities.

S.I.R. currently has 1,811 licensed nursing home beds under management located in eight licensed facilities in the Chicago metropolitan area and in Rockford. All eight facilities are licensed by the IDHHS and were in good standing as of 5/17/2007 according to the Applicant.

S.I.R.'s principal owners include several key owners of both the Borrower and the Operating Company (see Economic Disclosure Statement on pp. 4-5 for more information).

All eight facilities that S.I.R. manages are privately owned and have overlapping ownership with the Borrower and Operating Company.

FINANCING SUMMARY

Bondholder Security/ Collateral: The IFA Series 2007 Taxable Bonds will be sold by RBC Capital Markets, Inc. on a non-rated basis to Accredited Investors in minimum denominations of $100,000 in accordance with IFA's Bond Program Handbook. Bondholders will be secured by a first mortgage on the subject facility, a collateral assignment of rents, leases, and contractual payments. The proposed IFA Series 2007 Taxable Bonds will not be credit enhanced. The Bonds will be non-recourse to both the members of the Borrower and shareholders in the Operating Company. Bondholders will be secured exclusively by the project assets.

Structure/Est. Interest Rates/ Amortization: The Series 2007 Bonds will be sold as Taxable Fixed Rate Bonds at a coupon rate of 7.00% fixed with level principal and interest payments amortized over 30 years. The True Interest Cost is estimated at approximately 7.13%.

PROJECT DESCRIPTION FOR IFA PRELIMINARY BOND RESOLUTION

Bond proceeds will be used by Albany Care, LLC (i) to refinance existing taxable mortgage debt at Albany Care, Inc.'s intermediate care nursing home for the mentally ill located at 901 Maple Ave., in Evanston (Cook County), IL 60202-1717, (ii) to capitalize a capital improvement fund, (iii) to capitalize a replacement reserve fund , (iv) to capitalize an operating reserve escrow fund, (v) to fund capitalized interest, (vi) to fund a debt service reserve fund,

(vii) to pay costs of issuance, and (viii) to finance financing-related soft costs. Collectively, these costs will comprise the "Project".

A summary of the refinancing costs, capital improvements budget, and deposits to the Operating Reserve as currently proposed:

Refinancing	$10,827,000
Capital Improvements allowance:	1,044,000
Deposits to Operating Reserve	21,841,625
Total New Project Costs	**$33,712,625**

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Albany Care, LLC, an Illinois limited liability company (c/o Mr. Thomas Winter, CPA, RIS Management, Manager, c/o S.I.R. Management, Inc., 6840 N. Lincoln Avenue, Lincolnwood, Illinois, 60712; Ph.: 847-675-7979)	
Alternate Contact:	Mr. Martin Willis, Borrower's Consultant, Martin Financial Corporation, 1435 William Street, Flossmoor, IL 60422; Ph.: 708-206-1015 and 312-933-3100; e-mail: marty.willis@yahoo.com	
Project name:	Albany Care, Inc.	
Location:	901 Maple Avenue, Evanston, IL 60202	
	Applicant/Borrower:	***Operating Company:***
Organization:	Limited Partnership	Limited Liability Company
State:	Illinois	Illinois

Ownership of Applicant: **Albany Care LLC, an Illinois limited liability company:**

- **Manager (1.48%):**
  - <u>*RIS Management, Inc., Lincolnwood, Illinois:*</u>
    - Bryan G. Barrish, President
    - Thomas Winter, Treasurer
    - Michael R. Giannini, Secretary
    - Eric A. Rothner, VP

- **Members (98.52%):**
  - Individuals with a 7.5% or greater ownership interest include the following:
    - Bryan G. Barrish
    - Julianna R. Barrish
    - Michael R. Giannini
    - Celeste Giannini
    - Abe Matthew
    - Norman Matthew
    - R&L Associates: 16.43% -- no single individual owns a sufficient ownership interest in R&L Associates (i.e., 45.6%) to require further disclosure (i.e., an effective membership interest of 7.5% or greater in Albany Care LLC).

Operating Company/Tenant: Albany Care, Inc., Lincolnwood, IL

- Individuals with a 7.5% or greater ownership interest include the following:
  - Bryan G. Barrish, President: 7.31%
  - Gale Rothner, VP
  - Thomas Winter, Treasurer
  - Julianna R. Barrish, Secretary: 7.31%
  - Norman Matthew, 10.60%
  - Michael R. Giannini, 7.31%
  - Celeste Giannini: 7.31%

Management Agent: **S.I.R. Management, Inc., Lincolnwood, Illinois:**

- Individuals with a 7.5% or greater ownership interest include the following:
  - Eric A. Rothner, President
  - Gale Rothner, VP
  - Thomas Winter, Treasurer
  - Julianna R. Barrish, Secretary

Ownership of Subject Property: The subject property is currently owned by the Applicant (Albany Care, LLC) and leased to the Operating Company (Albany Care, Inc.), both of which have many overlapping shareholders (and members) – see above.

PROFESSIONAL & FINANCIAL

Counsel:	Michael Margolies	Skokie, IL	Michael Margolies
Outside CPA:	Frost Ruttenberg & Rothblatt, P.C.	Deerfield, IL	
Bond Counsel:	Greenberg Traurig, L.L.P.	Chicago, IL	Matt Lewin
Underwriter:	RBC Capital Markets, Inc.	Chicago, IL	Tod Miles
Underwriter's Counsel:	Barnes & Thornberg LLP	Chicago, IL	Darren Collier
Borrower Consultant:	Martin Financial Corporation	Flossmoor, IL	Marty Willis
Credit Enhancement:	Not applicable		
Trustee:	Bank of New York	Chicago, IL	
Management Agent:	S.I.R. Management, Inc.	Lincolnwood, IL	Thomas Winter
Engineering Study:	Professional Service Industries, Inc.	Hillside, IL	
Appraiser/Market Study:	MAI Appraiser to be determined satisfactory by RBC Capital Markets, Inc. and their counsel. The identity of the appraiser and the results of the appraisal/market study will be incorporated into the final report for this project, which will be prepared in connection with the Final Bond Resolution.		
Issuer's Counsel:	Sonnenschein Nath & Rosenthal LLP	Chicago, IL	Steve Kite
Financial Advisors:	D.A. Davidson & Co., Inc.	Chicago, IL	Bill Morris
	Scott Balice Strategies, Inc.	Chicago, IL	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	9	Janice D. Schakowsky
State Senate:	9	Jeffrey M. Schoenberg
State House:	18	Julie Hamos

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project Name: **The Field House of Barrington, LLC**

STATISTICS

Number:	N-NP-TE-CD-7112	Amount:	$30,000,000 (not-to-exceed amount)
Type:	501(c)(3) Bond	IFA Staff:	Townsend Albright
Location:	Barrington		

BOARD ACTION

Preliminary Bond Resolution
Conduit 501(c)(3) Bond Financing
No IFA funds at risk
Issuance of Unrated and Unenhanced Bonds to be sold consistent with IFA Policy for the issuance of such bonds. The bonds will be sold in $100,000 denominations.

PURPOSE

To finance (i) the purchase of land, (ii) the construction and equipping of an approximately 175,000 square foot indoor sports complex, (iii) fund a debt service reserve account, (iv) capitalize interest, and (v) pay professional and bond issuance costs.

IFA PROGRAM AND CONTRIBUTION

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

VOTING RECORD

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

SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	$29,135,000	Uses:	Project Costs	$23,326,370
	Interest earned on Project Construction Fund	128,123		Debt Service reserve	2,600,000
	Original Issue Discount	(436,754)		Capitalized Interest	1,700,000
				Costs of Issuance*	1,200,000
	Total	$28,826,370		**Total**	$28,826,370

* The Applicant plans to issue $1,355,000 Taxable Series B Bonds, a portion of which will be used to pay issuance costs in excess of the 2.0% limit.

JOBS

Current employment:	0	Projected new jobs:	100 (PTEs)
Jobs retained:	N/A	Construction jobs:	100

BUSINESS SUMMARY

Description: The Field House of Barrington, LLC (the"Applicant", the "LLC", "BFH") was organized in August, 2006, as an Illinois limited liability company. The sole member of the LLC, the United Sports Organization of Barrington ("USOB") an Illinois 501(c)(3) corporation, was organized in March, 2006. The current sponsors of the USOB are: Barrington Youth Baseball & Softball, Barrington Area Soccer Association, Barrington Youth Basketball, and Barrington Youth Football. Each of these members is a 501(c)(3) corporation. All future members, if any, of the USOB are required to be 501(c)(3) entities. The Applicant's mission is to promote good health and exercise to the members of the Barrington community through sports, training, and injury rehabilitation. The purpose of the LLC is to build and own the Barrington Field House, and to lease the sports facilities within to various tenants. The LLC and the USOB have worked exclusively to develop the project.

The Service Area: The Applicant's service area is roughly contiguous to the boundaries of Barrington CUSD #220 which includes Barrington, Barrington Hills, Lake Barrington, South Barrington, North Barrington, Tower Lakes, Deer Park, and parts of Hoffman Estates and Carpentersville. There are approximately 10,000 students who attend elementary and middle school within CUSD 220. Approximately 5,000 of those students participate in competitive sports which will be offered at the proposed facility. CUSD 220's student enrollment is expected to grow, annually, at a robust 8.0%.

Background: In August, 2006 the Applicant entered into a real estate contract with G23 Development LLC ("G23") to purchase approximately 10 acres of Greenfield land located in the village of Lake Barrington for the facility and for parking. In August, 2006 the Applicant entered into a design/build contract with G23 to design and build the Barrington Field House for approximately $23,000,000, including the costs of land acquisition, building construction, and various equipment and fixtures. Upon project completion, the Applicant will own the land, facility, and fixtures.

Marketing: The development team has secured the commitments from the following tenants to use space within the proposed facility: (i) Barrington Area Soccer Association; (ii) Lacrosse America; (iii) WCS/Gattone Sports Performance, LLC; (iv) WCS Rehabilitation and Sports Medicine, Inc.; (v) Barrington Youth Football; (vi) Barrington Youth Baseball & Softball; Barrington Youth Basketball (boys); (vii) Barrington Youth Basketball (girls), (viii) Barrington Area Volleyball, (ix) Tri County Youth Football, (x) USSA, a national organization providing tournament play for baseball, soccer, volleyball, lacrosse, and basketball, (xi) an AAU basketball program conducted by the Barrington High School basketball coach, and (xii) New Generations Teen Center. Basic lease terms are for 10 years, with fee increases tied to utilities and the CPI. It is anticipated the Applicant will have signed leases by the time the proposed financing closes.

Management Team:

1. Thomas D. Laue, Proprietor, is responsible for the development of the project and has directed the development team since March, 2005. Mr. Laue is an attorney, with expertise in the corporate area, and is a long time Barrington resident who has been active in sports organizations. He has been President of Barrington Youth Baseball, and was a founder of Barrington Youth Football. Mr. Laue received his JD from John Marshall Law School and his BA from the College of Holy Cross in 1982.

2. John Sciacotta, Manager, USOB, is a corporate attorney and long time Barrington resident. He is a board member of the Barrington Youth Softball and baseball organization.

3. Ben Curcio, Facilities and Program manager, joined the project team in April, 2007, to manage the day-to-day operations of the project and to fill the programs that will utilize

space in the facility that is not leased to other organizations. Mr. Curcio has managed programs for the Barrington Park District for the past 12 years.

4. Mark Houser, Advisor and Consultant, has more than 28 years' of commercial real estate development experience, and is the Founder of Equity One Sports, a full service consulting and design/build company specializing in the development of recreational facilities. Equity One recently completed the development of the Libertyville Sports Complex, a $25,000,000 multi-faceted sports complex. The Complex features a 169,000 sq. ft. indoor sports complex. Mr. Houser is working closely with G23 Development, LLC, the developer of the project.

Project description: The purpose of the financing is to develop an approximately 175,000 sq. ft. indoor sports complex. The facility will include an artificial turf playing field of approximately 100,000 sq. ft. that is large enough to accommodate a full-size football or soccer field, a hardwood court area of approximately 35,000 sq. ft. that will accommodate four basketball courts or eight volleyball courts; and a 10,000 sq. ft. strength, conditioning, and rehabilitation area. Additionally, the facility will have rooms that can be used by community organizations and a concession area.

Remarks: The proposed facility will bring benefit to the Barrington-area communities which are woefully short of athletic facilities. The CUSU #220 athletic facilities are overburdened due to the growth in student population and the increased interest in sports and wellness activities. The Facility is expected to create approximately 100 full and part time jobs for Barrington area residents for facilities management, sport officials, and other functions. Additionally, tax exempt financing will make it possible for the facility to obtain low cost capital to make the project viable.

FINANCING SUMMARY

Bonds:	The financing team contemplates that the Bonds will be structured as fixed-rate, unenhanced 501(c)(3) Bonds with maturities up to 30 years. The Bonds will be a combination of Tax-Exempt and Taxable Series. It is anticipated that interest rates on the proposed Bonds will be approximately 6.375% for Series A Tax Exempt Bonds and 9.00% for the Series B Taxable Bonds. IFA policy requires the bonds to be sold in minimum denominations of $100,000. The Underwriter will certify to the IFA in the Bond Purchase Agreement that it is selling only to Qualified Institutional Buyers and Accredited Investors as defined by the Securities and Exchange Commission.
Collateral:	First mortgage in the real estate financed and first lien in machinery and equipment and assignment of all rents and leases.
Payment:	The Bonds will be paid from all income generated by the Project, including but not limited to leases, fees and charges and interest earned on reserves and surplus funds.
Borrower:	The Field House of Barrington, LLC
Guarantor:	United Sports Organization of Barrington will guaranty the prompt and timely payment of the principal and interest of the 2007A and 2007B Bonds. Depending on investor requirements, corporate guarantys from additional Members may be required.
Rating:	The Financing Team contemplates that no rating will be sought on the Bonds.

PROJECT SUMMARY

To (i) purchase land, (ii) finance the construction and equipping of an approximately 175,000 sq. ft. indoor sports facility to be located at 2301 Northpointe Drive, Lake Barrington, Lake County, Illinois, (iii) fund a debt service reserve account, (iv) capitalize interest, and (v) fund professional and bond issuance costs.

Project Costs:	Facility Construction & Equipment	$20,926,370
	Land	2,400,000
	Total	$23,326,370

ECONOMIC DISCLOSURE STATEMENT

Applicant:	The Field House of Barrington, LLC, 1250 South Grove Avenue, Suite 200, Barrington, Lake County, Illinois 60010 (Contact: Thomas D. Laue, Proprietor, Phone: 847/852-5066
Project name:	Barrington Field House
Location:	An unincorporated area of Lake County, Illinois near the Village of Lake Barrington, Lake County, Illinois
Borrower:	The Field House of Barrington, LLC
Board Members:	John C. Sciacotta, President Kent Wardin Vice President Rick Wokoun, Secretary Scott Rogers, Member
Guarantor:	United Sports Organization of Barrington, 1250 South Grove Avenue, Suite 200, Barrington, Lake County, Illinois 60010
Current Land owner:	G23 Development, LLC, 64 West Seegers, Arlington Heights, Cook County, Illinois 60005

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Law Offices of Kenneth B. Drost	Barrington, IL	Kenneth B. Drost
Accountant:	Bass, Solomon & Dowell	Palatine, IL	Greg Dowell
Bond Counsel:	Barnes & Thornburg LLP	Chicago	Darren Collier
Underwriter:	Oppenheimer & Co., Inc.	Minneapolis	Ralph McGinley Bryan Nelson
Underwriter's Counsel:	Greenberg Traurig		
IFA Counsel:	Chapman & Cutler	Chicago	Chuck Jarik
Consultant:	C.H. Johnson Consulting	Chicago	Charles H. Johnson IV
Trustee:	US Bank, NA	Minneapolis	Joanne Fischer
IFA Financial Advisors:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	08th Melissa Bean
State Senate:	26th William E. Peterson
State House:	51st Mary E. Flowers

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Elim Christian Services**

STATISTICS

Project Number:	N-NP-TE-CD-7155	Amount:	$15,000,000 (not-to-exceed amount)
Type:	501(c) (3) Bonds	IFA Staff:	Steve Trout
Location:	Palos Height and Orland Park		

BOARD ACTION

Preliminary Bond Resolution	
Conduit Tax-Exempt 501(c)(3) Revenue Bonds	Staff recommends approval
No extraordinary conditions	No IFA funds at risk

PURPOSE

To finance : 1) the construction, improvements and renovation of the Autism Comprehensive Education Center, Main School, Adult Services Building and campus, which is located at 13020 South Central Avenue in Palos Heights and 2) the construction, improvements and renovation of the Adult Services Building, which is located at15565 and 15601 South 70th Court in Orland Park, 3) refinance a bank line of credit that was used to finance the various capital improvements, 4) provide interim financing and 5) pay costs of issuance.

IFA PROGRAM AND CONTRIBUTION

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

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS (subject to change)

Sources:	IFA Bonds	$14,892,000	**Uses:**	Project Costs	$16,850,000
	Equity *	2,558,000		Interim Financing	300,000
				Cost of Issuance	300,000
	Total	$17,450,000		**Total**	$17,450,000

* Equity is expected to consist of $2,558,000 in cash collected from a capital campaign for the Adult Services Building.

JOBS

Current employment:	390	Projected new jobs:	19
Jobs retained:	NA	Construction jobs:	50

BUSINESS SUMMARY

Description: Elim Christian Services is an Illinois 501(c)(3) corporation that was incorporated in 1950 to provide schooling and counseling for mentally handicapped children and adults.

Background: Elim began operating around 1948 as a Christian school for children with developmental disabilities. Today Elim serves 240 children in its day school, 35 of which live in the children's residential program and 30 which are served in a separate program for autism. Elim also services 190 adults with developmental disabilities, 100 on the main campus in Palos Heights and 90 at a facility in Alsip.

Through its four major program areas on its main campus in Palos Heights and in 15 Discovery locations in the south Chicago area, Elim employs nearly 400 people to assist over 800 people to achieve the highest potential.

Elim's services include:

Educational Services for children aged 3 though 21, based on individualized curricula which includes need therapeutic, assistive technology, athletic social and other programming. Elim's STEP (Secondary Transitional Experience Program) bridges the gap from child to adult services for persons with disabilities by offering vocational training through partnerships with various organizations.

Discovery Network Services assist children with learning disabilities in mainstream educational settings. This service provides children with a structured process o how to learn and remain in their own schools and classrooms as much as possible.

Residential Services are offered only to students of Elim. In a pod-type setting, residents are afforded a great deal of space in s supervised setting that encourages the extension of school curriculum and individual goods into everyday life.

Adult Services offers adults with disabilities the opportunity to engage in various vocational opportunities in a sheltered workshop environment on Elim's campus, in Alsip (Oasis Enterprises) or in a number of community placements.

Licensing: Elim maintains the following accreditations:

Elim Christian School maintains accreditation through the North Central Association, is a member of Christian Schools International, and is approved by the Illinois State Board of Education.

Elim Children's Residential Services program is licensed by the Illinois Department of Children and Family Services.

Adult Services has maintained 3-year accreditation with the Council on the Accreditation of Rehabilitative Facilities since 1990, and receives the majority of funding from the Illinois Department of Human Services.

FINANCING SUMMARY

Bonds: Tax-exempt 501(c)(3) Bonds

Structure: The Bonds are expected to be structured as Variable Rate Demand Notes, with interest initially resetting every 7 days. Similar notes are currently yielding 3.8% for the week of June 28, 2007. The Bonds are expected to mature over 30 years, with no scheduled principal amortization over the first 5 years to provide Elim with flexibility in the event that collections on a large capital campaign are slower than anticipated. Elim is considering entering into a swap to fix its rate of interest on this debt, particularly over the first 5 years of the bond issue.

Bondholder Collateral: Direct-pay Letter of Credit issued by JP Morgan Chase

Bank Collateral: First Real Estate Mortgage and negative Pledge or parity with any Bank lien on Elim's business assets

PROJECT SUMMARY

Bond proceeds, together $2,558,000 in capital campaign contributions will be used to finance : 1) the construction, improvements and renovation of the Autism Comprehensive Education Center, Main School, Adult Services Building and campus, which is located at 13020 South Central Avenue in Palos Heights and 2) the construction, improvements and renovation of the Adult Services Building, which is located at15565 and 15601 South 70th Court in Orland Park, 3) refinance a bank line of credit that used to finance the various capital improvements, 4) provide interim financing and 5) pay costs of issuance. Project costs are currently estimated as follows:

Adults Services Bldg and Credit Refinancing	$6,400,000
Capital improvements at the Autism Comprehensive Education Center and Palos Heights Campus	4,350,000
Capital improvements at the Main School and Kamp Cottage	4,100,000
Capital improvements at the Adult Services Building	2,000,000
Total	$16,850,000

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Elim Christian Services
Location:	13929 S, Central Ave., Palos Heights, IL 60463-2410
Organization:	Illinois 501(c)(3) organization
Board:	Lee Brandsma, Rick Bulthuis, John De Jager, Dr. David De Jong, Henry Doorn, John Hiskes, Dr. Sue Ireland, Bert Kamp, Nancy Mast, Dr. Joel Nederhood, Dr. Liz Rudenga, Dr. Phil Van Reken, Dr. Stephanie Williams, Tom Yonker

PROFESSIONAL & FINANCIAL

Bond Counsel:	Wildman Harrold	Chicago	James Snyder
Underwriters:	JP Morgan Securities	Chicago	Shelley Phillips
Underwriters Counsel:	Chapman and Cutler	Chicago	Nancy Burke
Letter of Credit Bank	JP Morgan Chase	Chicago	Elizabeth May
Trustee:	TBD		
Trustee's Counsel:	TBD		
IFA Counsel:	Dykema Gossett	Chicago	Vern Kowal
IFA Financial Advisors:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

	Palos Heights	Orland Park
Congressional:	1st: Bobby Rush	1st: Bobby Rush
State Senate:	14th: Emil Jones	14th: Maggie Crotty
State House:	37th: Monique Davis	27th: Kevin McCarthy

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **The Uniform Law Foundation (The National Conference of Commissioners on Uniform State Laws)**

STATISTICS

Project Number:	N-NP-TE-CD-7150	Amount:	$2,800,000 (not-to-exceed amount)
Type:	501(c)(3) Bonds	IFA Staff:	Rich Frampton
Location:	Chicago		

BOARD ACTION

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

PURPOSE

To finance, refinance, and/or reimburse the Uniform Law Foundation for all or a portion of the costs to purchase, renovate and equip a condominium interest in a Downtown Chicago Office building which will be leased to the National Conference of Commissioners on Uniform State Laws ("NCCUSL"). This project will enable NCCUSL to remain headquartered in Chicago, relocate from leased facilities, and fix its future occupancy costs.

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 furthering 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

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

PRELIMINARY ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA 501(c)(3) Bonds	$2,730,000	Uses:	Project Cost	$2,675,000
	Equity (NCCUSL)	60,000		Costs of Issuance	115,000
	Total	$2,790,000		Total	$2,790,000

JOBS

Current employment:	10	Projected new jobs (within 2 years of move-in):	4
Jobs retained:	10 (NCCUSL will remain headquartered in Illinois)	Construction jobs:	15-20 (average; 3½ months)

BUSINESS SUMMARY

Background on Obligor:	The **Uniform Law Foundation ("ULF", "the Foundation", or the "Obligor")** is a 501(c)(3) charitable trust organized to raise and distribute funds in support of the purposes of the **National Conference of Commissioners on Uniform State Laws ("NCCUSL")**. ULF was formed by the membership of NCCUSL in 1990 and is organized under the laws of the State of Illinois. ULF is governed by a five (5) member Board of Commissioners (see page 7). The purpose of ULF is to provide a permanent funding endowment to provide support primarily for NCCUSL's operations, but also for its capital needs, when needed. The Uniform Law Foundation has built its endowment primarily as the result of charitable contributions from private law firms and individuals since its founding in 1990. As a 501(c)(3) corporation, ULF has the ability to accept charitable contributions from private entities as a supporting foundation for NCCUSL. ULF generates its revenues primarily from (1) charitable donations, (2) a benefit dinner, and (3) investment income. ULF provides ongoing operating grants to support various NCCUSL legislative development and research projects.
Background on Tenant:	**ULF will be leasing the subject facilities to the National Conference of Commissioners on Uniform State Laws ("NCCUSL", the "Conference", the "Tenant", or the "Corporate Guarantor").** NCCUSL is a not-for-profit unincorporated association whose contributions are deductible under the Internal Revenue Code as contributions to or for the use of a state for exclusively public purposes. Members of the Executive Committee of NCCUSL and the Illinois Commissioners to NCCUSL are listed on pages 7-8 of this report. NCCUSL has a letter from the Internal Revenue Service stating that, as an agency or instrumentality of a state *(and actually all 50 states, the District of Columbia, the Commonwealth of Puerto Rico, and the U. S. Virgin Islands),* NCCUSL is exempt from income tax under Section 115 of the Internal Revenue Code.
History of NCCUSL:	Since its 1892 inception, NCCUSL has provided states with non-partisan legislation intended to bring clarity, stability, and uniformity to critical areas of state statutory law, when desirable and practicable. By 1912, all states were actively participating in NCCUSL. NCCUSL's primary revenues are provided by annual appropriations/contributions from all 50 states, the District of Columbia, Puerto Rico, and the U.S. Virgin Islands ("USVI"). The State of Illinois has made annual contributions to NCCUSL ranging from $53,000 in 2002 to $58,000 in 2006. All 50 states, Washington D.C., Puerto Rico, and the USVI are each represented by a slate of 3 to 14 voluntary commissioners comprised of both appointed state government officials and private attorneys. The state government representatives are appointed by elected officials in each state. The private sectors attorneys serve NCCUSL on a *pro bono* basis. NCCUSL's current President is Mr. Howard Swibel of Arnstein & Lehr LLP in Chicago. Ultimately, NCCUSL is a confederation of state interests created to better interstate relationships. Its sole purpose has been to service state government and recommend improvements to state law.

Operations of NCCUSL: NCCUSL convenes as a body once a year for eight days in late July or early August. In the period between annual meetings, legislative drafting committees composed of Commissioners meet to supply the working drafts that are considered at each annual meeting.

At each National Conference, the work of the drafting committee is read and debated. Most Acts evolve after several years of drafting and discussion. No Act becomes officially recognized as a "Uniform Act" until the National Conference is satisfied that it is ready for consideration in the state legislatures. Each Act is then put to a vote of the states, during which each state caucuses and votes as a unit.

NCCUSL's governing body is its Executive Committee and is comprised of its officers, certain *ex officio* members, and certain members appointed by the President of NCCUSL. Some NCCUSL activities are conducted by standing committees (e.g. the Committee on Scope and Program considers all new subject areas for possible Uniform Acts).

NCCUSL employs a staff of 10 employees in Chicago that operates as its national headquarters. NCCUSL's national office is responsible for annual meeting arrangements, NCCUSL publications, providing legislative liaison services, and general administration for NCCUSL. NCCUSL has been headquartered in Chicago since 1954.

NCCUSL maintains official relationships with the American Bar Association (which also supports NCCUSL with annual financial contributions), the American Law Institute, the Council of State Governments, and the National Conference of State Legislatures on an ongoing basis. NCCUSL also relies on these entities and other professional law organizations in certain specialties (e.g., Trust and Estate Planning lawyers) for funding legal research and assistance supporting development of uniform state law in specific practice areas.

Recent NCCUSL initiatives have focused on laws regulating interstate transportation and electronic commerce that have made the States increasingly interdependent economically and socially. NCCUSL aims to minimize confusion or differences of laws among the states since such differences may deter interstate trade or services. NCCUSL's activities seek to alleviate these problems in areas of law traditionally left to the States, thereby eliminating the need for federal intervention.

Some key examples of achievements and legislative initiatives by NCCUSL include:

- Original development in the 1930's and further refinement of the Uniform Commercial Code.
- Uniform Certificate of Title Act (Motor Vehicles)
- Model Entity Transactions Act (Mergers, Conversions, and Divisions of partnerships, limited partnerships, limited liability companies, and corporations).
- Premarital agreements.
- Power of Attorney
- Probate Code
- Consumer Leases
- Anatomical Gifts
- Athlete Agents
- Controlled Substances.
- Transfers to Minors

NCCUSL also collaborates with partner organizations including the American Bar Association, the American Law Institute, the American College of Trusts and Estate Counsel, and the American Academy of Matrimonial Lawyers. NCCUSL also received financial support for its efforts from academic institutions and the Uniform Law Foundation.

State of Illinois Participation in NCCUSL: Support of the uniformity of legislation is a statutory mandate of the Illinois Legislative Reference Bureau. The Legislative Reference Bureau is the State of Illinois agency that supports NCCUSL's activities (and its Executive Director is an *ex officio* NCCUSL commissioner).

Pursuant to 25 ILCS 135/5.07, Illinois' delegation to NCCUSL is comprised of 5 members appointed by the Governor, 4 members appointed by each of the Speaker and Minority Leader of the Illinois House of Representatives, and the President and Minority Leader of the Senate, and includes the Executive Director of the Legislative Reference Bureau as an *ex officio* member. Additionally, the Constitution of NCCUSL provides for life membership for any Commissioners who have served for at least 20 years – these Commissioners may continue to serve – even if not appointed.

NCCUSL files an annual report with the Governor of Illinois, with copies to members of the Illinois General Assembly, and the Illinois Legislative Reference Bureau and to other entities with an interest in promoting the uniformity of state laws. Illinois' commissioners to NCCUSL are identified on p. 8 of this report.

Impact of Project on NCCUSL's Operations: NCCUSL's headquarters have been located in approximately 5,037 SF of leased space in Chicago since 1954.

The proposed project will enable to purchase approximately 9,381 SF of condominium office space in the City of Chicago that will enable NCCUSL to expand its operations and add an estimated 4 new employees within two years of completion. The new facility will also provide additional space to accommodate future growth and enable NCCUSL to retain its operations in the City of Chicago and State of Illinois.

Perhaps most importantly, this acquisition project will enable NCCUSL to fix its future occupancy costs on a long-term basis. Additionally, NCCUSL's (ULF's) ownership of this real estate will enable NCCUSL to obtain a property tax exemption on the subject office condominium space.

NCCUSL plans to close on the subject acquisition by July 31st, and complete construction in advance of a planned December 2007 relocation to the new office condominium facility located at 111 N. Wabash Ave. (Garland Building).

FINANCING SUMMARY

Structure/ Bondholder Security: Bondholders will be secured by a Direct Pay Letter of Credit from LaSalle National Bank. Bonds will be underwritten by LaSalle Financial Services, Inc. and sold initially as 7-day variable rate demand bonds.

Collateral to LOC Bank: LaSalle National Bank will be secured by a first mortgage on the subject property and by a blanket first security interest in equipment, receivables, and pledges. Additionally, LaSalle National Bank will be secured by an unconditional guarantee from NCCUSL (the tenant), and an assignment of rents and leases.

Term/ Interest Rate: The interest rate will reflect market 7-day Variable Rate Demand Bond interest rates borne in the market. The most current average weekly interest rate was approximately 3.80% as of 6/27/2004.

Maturity: 30 years.

PROJECT SUMMARY

Proceeds of the Bonds will be loaned to the Uniform Law Foundation, an Illinois trust, and the facilities will be leased to the National Conference of Commissioners on Uniform State Laws, an unincorporated not-for-profit governmental entity, and will finance (i) the acquisition, renovation, and equipping of approximately 9,381 SF of office space at 111 N. Wabash Ave., Units 1004-1017, Chicago (Cook County), IL 60602, (ii) to pay certain legal, professional, architectural, and engineering expenses associated with purchasing a condominium interest in the subject property, (iii) to fund various capitalize reserve funds, and (iv) to pay bond issuance costs. Collectively, these capital improvements and related costs will comprise the "Project".

The preliminary line-item project cost estimate is listed below:

Office Condominium Acquisition:	$1,803,000
Buildout/Renovation:	662,000
Furniture and Equipment:	175,000
Architectural/Engineering:	35,000
Total	**$2,675,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant: Uniform Law Foundation, 211 E. Ontario Street, Suite 1300, Chicago, IL 60611

Contact: Ms. Elizabeth Cotton-Murphy, Uniform Law Foundation/National Council of Commissioners on Uniform State Laws, 211 E. Ontario St., Suite 1300, Chicago, IL 60611; Ph.: 312-876-7164; Fax: 312-876-0288; e-mail: elizabeth.cotton@nccusl.org

Tenant's Web site: www.nccusl.org

Project name: Uniform Law Commission Series 2007 Bonds (NCCUSL Project)

Location: 111 N. Wabash Ave., Units 1004-1017, Chicago, IL 60602

Organization:

Applicant	**Tenant**
Uniform Law Foundation	National Council of Commissioners on Uniform State Laws
Illinois 501(c)(3) Corporation	Non-Profit Unincorporated Instrumentality of all 50 States

Board Membership:

Uniform Law Foundation - Obligor: Please see Page 5

National Conference of Commissioners on Uniform State Laws – Tenant: Please see Page 5

Current Property Owner: The subject property is currently owned by **Garland Condominium, LLC**, an Illinois limited liability company.

Owner/Developer Contact Information:

L. J. Sheridan & Company
The Garland Building
111 North Wabash, Suite 818
Chicago, IL 60602
Contact: Pat Caruso, President
Ph.: 312-738-9501
E-mail: pjcaruso@ljsheridan.com

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Goldberg Kohn	Chicago, IL	Keith Sigale
Accountant:	Ostrow Reisin Berk & Abrams, Ltd.	Chicago, IL	
Bond Counsel:	Greenberg Traurig LLP	Chicago, IL	Matt Lewin
Direct Pay LOC:	LaSalle Bank	Chicago, IL	Niresh Pande
Bank LOC Counsel:	Chapman and Cutler LLP	Chicago, IL	Bill Hunter
Underwriter:	LaSalle Financial Services, Inc.	Chicago, IL	Peter Glick, Juliette Deshaies
Underwriter's Counsel:	Greenberg Traurig LLP	Chicago, IL	Matt Lewin
Architect:	Baumann Studios LLP	Chicago, IL	
General Contractor:	To be determined – will be selected by Late July.		
Bond Trustee	US Bank N.A.	Chicago, IL	Grace Gorka
Trustee's Counsel:	Drinker Biddle Gardner Carton	Chicago, IL	Steve Wagner
Rating Agency:	Standard & Poor's Rating Group	New York, NY	Erin McCutcheon
IFA Counsel:	Charity & Associates, P.C.	Chicago, IL	Alan Bell
IFA Financial Advisors:	D. A. Davidson Co., Inc.	Chicago, IL	Bill Morris
	Scott Balice Strategies, Inc.	Chicago, IL	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	7	Danny K. Davis
State Senate:	13	Kwame Raoul
State House:	26	Elga L. Jeffries

Uniform Law Foundation (ULF) Trustees

Robert Stein	Chair	Minneapolis, MN
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National Conference of Commissioners on Uniform State Laws (NCCUSL)

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Illinois Commissioners of NCCUSL for 2006-2007
(as of 12/31/2006)

The Illinois Commissioners of NCCUSL are listed below as an informational disclosure. Each Member shall hold office for a term of 4 years, or until a successor is appointed. The Executive Director of the Illinois Legislative Research Bureau is an *ex officio* member.

Commissioner/Year Appointed	Appointed By:
Harry D. Leinenweber (1976)	Life Member
Howard J. Swibel (1976)	Illinois Senate President
Michael B. Getty (1977)	Illinois House Speaker
Thomas J. McCracken, Jr. (1988)	Senate Minority Leader
Randall Picker (1991)	Governor
Richard C. Edwards (1993)	*Ex officio* (Executive Director of Illinois Legislative Research Bureau)
Diane Ford (2000)	Governor
Steve G. Frost (2001)	Governor
Dimitri Karcazes (2004)	Governor
J. Samuel Tenenbaum (2004)	House Minority Leader
Vacancy	Governor

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Presbyterian Homes**

STATISTICS

Deal Number:	N-NP-TE-CD-7071	Amount:	$30,000,000 (not-to-exceed amount)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Sharnell Curtis Martin
Location:	Lake Forest	SIC Code:	6513

BOARD ACTION

Final Bond Resolution
Conduit 501(c)(3) Refunding Revenue Bonds
No IFA funds at risk

Staff recommends approval
No extraordinary conditions

PURPOSE

Bond proceeds will be used to refund a previous bond issue which financed the construction of Lake Forest Place, a continuing care facility and to pay certain bond issuance costs.

IFA PROGRAM AND CONTRIBUTION

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

VOTING RECORD

Preliminary Bond Resolution: April 10, 2007

Ayes: 8 Nays: 0 Abstentions: 0 Absent: 4 (Herrin, O'Brien, Rivera, Valenti)

SOURCES AND USES OF FUNDS

Sources:	IFA Refunding Bonds	$29,000,000	Uses:	Refund Bonds	$28,650,000
				Bond Issuance Costs	350,000
Total Sources		$29,000,000	Total Uses:		$29,000,000

JOBS

Current employment:	980	Projected new jobs:	N/A
Jobs retained:	N/A	Construction jobs:	N/A

BUSINESS SUMMARY

Background: The Presbyterian Homes ("Presbyterian Homes" or the "Applicant") is an Illinois not-for-profit corporation founded in 1904 by the Chicago Presbytery. Headquartered in Evanston, the Presbyterian Home is one of the oldest continuing care retirement communities in Illinois. The day to day operations of Presbyterian Homes are managed by its President and Chief Executive Officer, Peter Mulvey. Mr. Mulvey has operated in his capacity at Presbyterian Homes for 21 years and in health care management for more than 32 years.

Currently, the applicant serves approximately 1,300 older adults through its nine facilities: six located in Evanston, two located in Chicago and one located in Lake Forest. The mix of these units consists of 870 independent living units, 242 assisted living units, and 400 health care center units.

Project: These bonds will refund a portion of outstanding bonds originally issued in 1996 and refunded in 1999, by the IFA's predecessor, the Illinois Development Finance Authority (IDFA). The original project was the construction of the Lake Forest Place, a continuing care facility with 250 apartments and cottages, 30 assisted living units and 63 health care units. The project was completed and put into service in the January of 1999.

This project represents the fifth financing transaction that the IFA and its predecessor have issued on behalf of the Presbyterian Homes. The proposed project financing will generate an estimated $2.4 million in interest rate savings on a present value basis.

FINANCING SUMMARY

Security: The Bonds will be secured by an Insurance provided by Financial Security Assurance (FSA)Company.
Structure: Variable Rate Demand Bonds
Maturity: 30 Years
Bank Collateral: First mortgage on subject real estate.
Credit Rating: The credit rating for this transaction will reflect that of the credit enhancer/insurance provider, Financial Security Assurance (FSA). FSA carries a rating of AAA by S&P, Fitch Ratings and Moody Investors.

PROJECT SUMMARY

Bond proceeds will be used to refund a portion of outstanding bonds originally issued in 1996 and refunded in 1999, by the IFA's predecessor, the Illinois Development Finance Authority (IDFA). The project, Lake Forest Place is located at 1100 Embridge in Lake Forest, Lake County, Illinois. It financed the construction of a continuing care facility with 250 apartments and cottages, 30 assisted living units and 63 health care units. The project was completed and put into service in the January of 1999. Project costs include refunding of previous bond issue in the amount of $28,650,000 million.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	The Presbyterian Home		
Project name:	The Presbyterian Home Refunding 2007		
Location:	3200 Grant Street, Evanston, Illinois, 60201 (Cook County)		
Organization:	501(c)(3) Corporation		
State:	Illinois		
Board:	Donald C. Clark, Chairman	Dr. Willard A. Fry	R. Douglas Petrie
	Byram Dickes, Vice Chair	Leland Hutchinson, Secretary	Adrian F. Kruse, Treasurer
	Peter S. Mulvey, President	John A. Anderson	Karin Balsbaugh
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	Thomas A. Donahoe	Rev. David A. Donovan	Jon T. Ender
	Earl J. Frederick	Van R. Gathany	Dr. Martha Page Greene
	Katheryn L. Guthrie	Diane T. Hart	Edward W. Horner, Jr.
	Dr. Richard L. Hughes	Edward R. James	Dr. Philip N. Jones
	Walter Kasten II	M. Allen Kimble	Robert P. Knight
	Thomas M. Lillard	Dr. John J. McGillen	Allen C. Menke
	Sally Parnell Miller	Mary C. Milligan	Dale Park, Jr.
	Dr. Stephen C. Pierce	Cynthia W. Pinkerton	Jacqueline L. Quern
	James T. Rhind	Eugene F. Silkorovsky	Mary Simmons
	Goff Smith	Neele E. Stearns	Dr. Milton Weinberg, Jr.
	Charles N. Wheatley	Frank H. Whitehand	Robert H. Wilson
	Robert J. Winter	George H. Bodeen	

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Sonnenschein Nath & Rosenthal	Chicago	Mary Wilson
Accountant:	Deloitte & Touche	Chicago	Patrick Kitchen
Bond Counsel:	Perkins & Coie	Chicago	Bruce Bonjour
LOC Bank:	Financial Security Assurance	Chicago	Robert Wetzler
Underwriter:	William Blair & Company	Chicago	Christine Kelly
Underwriter's Counsel:	Katten Muchin & Rosenthal	Chicago	Elizabeth Weber
Issuer's Counsel:	Pugh Jones & Johnson	Chicago	Scott Bremer
Trustee:	Bank of New York	Chicago	Rodney Harrington
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	10 -- Mark S. Kirk
State Senate:	58 -- David Luechtefeld
State House:	29 -- David E. Miller

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Village of Green Oaks**

STATISTICS

Number:	L-GP-7153	Amount:	$3,600,000 (not to exceed)
Type:	Local Government Pooled Program		
IFA Staff:	Eric Watson	Location:	Green Oaks, Illinois

BOARD ACTION

Preliminary Bond Resolution
Local Government Pooled Bond Program
Staff recommends approval

No extraordinary conditions
No IFA funds at risk

PURPOSE

Provide financing for the Village of Green Oaks to rebuild and repair a Village road and accompanying drainage and sewer repair.

IFA PROGRAM AND CONTRIBUTION

IFA's Local Government Pooled Bond Program combines the needs of more than one unit of local government into a pooled bond issue, with the IFA serving as the financing conduit. The pooling process allows local governments to realize savings by sharing fixed costs and achieving economies of scale. In addition, the issues are supported by the "moral obligation" of the State of Illinois. This, coupled with the bonds double-tax exemption offers participants a lower overall borrowing rate.

VOTING RECORD

This is the first time that this project has been presented for Board consideration.

SOURCES AND USES OF FUNDS

Sources:	IFA Bonds	$3,600,000	Uses:	Road & Drainage Repair	$3,520,000
				Costs of Issue	80,000
	Total	$3,600,000		Total	$3,600,000

JOBS

Current employment: 0
Jobs retained: 0

Projected new jobs: 0
Construction jobs: 10

BUSINESS SUMMARY

Background:	The Village of Green Oaks, located in Lake County, covers a geographical area of 4.1 square miles. The City is approximately 35 miles northwest of Chicago and serves a population of 3,572 (per the 2000 census).
Project:	The Village wishes to rebuild and repair Atkinson Road (a main thoroughfare) and accompanying drainage and sewer repair.

FINANCING SUMMARY

The Bonds:	The bonds will be Alternate Revenue Bonds, Village motor fuel and sales tax revenues pledged as the primary revenue source. In the event that pledged revenues are insufficient to pay principal and interest on the bonds, the Village has committed to collect ad valorem property taxes levied to pay debt service on the bonds. The Village must document that the primary revenues are sufficient to provide 1.25 times debt service coverage on the bonds in order to pledge ad valorem property taxes to repay the bonds without passing a voter referendum to do so. The Village will pass a "backdoor referendum" authorizing issuance of the bonds unless a sufficient number of voters petition to require referendum approval. In the event that there are not adequate funds for debt service payment, the Village will pledge its interceptable state revenues (State Income Tax, State Sales Tax, State Replacement Tax, and Motor Fuel Tax)
Collateral:	The bonds are secured by a pledge of (i) motor fuel and sales tax revenues, and if such revenues are insufficient to meet debt service, then (ii) ad valorem property taxes are levied against all of the taxable property in the Village without limitation as to rate or amount, and (iii) the Village's interceptable State revenues.
Structure:	Principal is expected to be due on February 1, beginning in 2009 with a final maturity in 2028. Interest will be fixed rate and payable each August 1 and February 1, beginning August 1, 2008. The bonds are subject to redemption prior to maturity.
Maturity:	20 years

PROJECT SUMMARY

The Village will use proceeds to rebuild and repair roads and accompanying drainage and sewer repair.

Total costs are estimated at $3,600,000

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Village of Green Oaks
Project names:	Village of Green Oaks
Location:	2020 O'Plaine Road, Green Oaks 60048
Organization:	Illinois Municipality
Trustee:	Patricia P. Thomas

PROFESSIONAL & FINANCIAL

Underwriter:	AG Edwards	St Louis, MO	Anne Noble
Local Bond Counsel:	TBD		
Issuers Counsel:	Brooks Cahill & Hanley	Chicago	Kevin Cahill
Trustee:	US Bank	St. Louis, MO	Brian Kabbes
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris

	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	Mark Steven Kirk - 10th	
State Senate:	William Peterson – 26th	Terry Link - 30th
State House:	Ed Sullivan, Jr. – 51st	Kathleen A. Ryg – 59th

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Centa Corporation and its affiliates, successors, and assigns**

STATISTICS

IFA Project:	I-ID-TE-CD-7148	Amount:	$3,850,000 (not-to-exceed amount)
Type:	Industrial Revenue Bond	IFA Staff:	Rich Frampton
Location:	Aurora		

BOARD ACTION

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

PURPOSE

Acquisition, renovation, and equipping of an existing manufacturing facility in Aurora that will enable Centa Corporation to initiate manufacturing in the U.S. for the first time.

IFA CONTRIBUTION AND PROGRAM

The proposed Bonds are expected to require approximately $3,000,000 of Volume Cap. The Borrower and IFA staff will also be requesting the City of Aurora to transfer a portion (e.g., approximately $1.5 million) of its 2007 or 2008 Volume Cap allocation to support this financing, thereby reducing the net amount of IFA allocation required for this financing. **This financing will be subject to an allocation of IFA Volume Cap and Volume Cap transferred from Home Rule Units (e.g., the City of Aurora and others) adequate to finance the project.**

VOTING RECORD

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

SOURCES AND USES OF FUNDS

Sources:	IRB	$3,000,000	Uses:	Project Cost	$3,630,000
	Equity	850,000		Issuance Costs	120,000
	Total	**$3,850,000**		**Total**	**$3,850,000**

JOBS

Current employment:	11	Projected new jobs:	11
Jobs retained:	11 (in Illinois)	Construction jobs:	5 (average over 1-2 months)

BUSINESS SUMMARY

Description: Centa Corporation ("Centa-USA" or the "Company") is incorporated under Illinois law and was established in 1996 as the U.S. subsidiary of Centa-Antriebe Kirschey GmbH ("CAKG", or the "Parent Company"), a privately-held company headquartered in Haan, Germany.

Centa-USA is 100%-owned by CAKG.

The proposed Bonds will be the sole obligation of Centa-USA. Accordingly, as structured by JPMorgan Chase Bank, the prospective Direct Pay LOC-provider, CAKG will not be required to provide a corporate guarantee to JPMorgan Chase to further secure the Direct Pay LOC commitment.

Background: Centa-USA was originally established in 1996 in Westmont, Illinois to serve as Centa-International's U.S./North American distribution arm. At that time all of Centa-International's products were manufactured in Germany for export.

CAKG was established in Haan, Germany in 1970 and is engaged in the design, engineering, and manufacturing of flexible couplings and shafts. CAKG's products are used in a variety of applications, including drive shafts for industrial and construction equipment applications (diesel generators, paving equipment, steamrollers, cranes, and excavating equipment), agricultural machines (tractors), power generation (wind turbines), compressors, train drives (railroad locomotives), boat and ship propulsion, and general machinery.

CAKG's transmission coupling and drive shaft products are specifically designed to withstand torsional vibration and can be found as components on the products of several internationally recognized original equipment manufacturers including John Deere, Caterpillar, TEREX, and Ingersoll-Rand.

CAKG has subsidiaries located in 10 countries worldwide, licensees in two countries, and has 30 distributors located worldwide to provide engineering support and service.

CAKG's manufacturing process is certified to ISO 9001 standards.

The proposed project will enable CAKG's Centa-USA subsidiary to manufacture in the United States for the first time. Centa-USA has strictly sold, distributed, and serviced products manufactured by CAKG to date.

FINANCING SUMMARY

Security: Bondholders will be secured by a Direct Pay Letter of Credit from JPMorgan Chase Bank.

Structure/Interest Rate: Bonds will be underwritten by Wachovia Securities, LLC and priced as 7-day variable rate demand bonds. The most recent average interest rate on 7-day variable rate demand bonds was 3.80% as of 6/27/2007 (excludes ongoing LOC, Remarketing Agent, and Trustee Fees).

Amortization: 20 years on real estate; 7 years on equipment

Bank Security/ Collateral: JPMorgan Chase Bank will be secured by (i) a first mortgage on the subject real estate and improvements, and (ii) a first priority security interest in all business assets of Centa Corporation (i.e., Centa-USA). JPMorgan Chase Bank will not be secured by a corporate guaranty from Centa-Antriebe Kirschey GmbH (i.e., CAKG), Centa-USA's Germany-based parent company.

Additionally, in the event that Centa-USA ultimately forms a special purpose entity to own the subject real estate (and serve as the "obligor" on the Bank LOC and Bonds), JPMorgan Chase Bank would be secured by a corporate guaranty from Centa-USA and a collateral assignment of rents and leases.

PROJECT SUMMARY

Bond proceeds will be used to finance, refinance, or reimburse Centa Corporation and its affiliates, successors, and assigns for (i) the acquisition, renovation, and equipping of four business condominium units totaling approximately 23,216 SF and located at 2570 Beverly Drive, Units 124, 126, 128,and 130, Aurora (Kane County), IL 60502 that will be used as a manufacturing facility for flexible transmission couplings and drive shafts, and (ii) to pay capitalized interest, costs of issuance, and other qualified professional costs. Collectively, these capital expenditures and related costs will comprise the "Project".

Estimated project costs are as follows:

Building Acquisition	$1,973,275
Renovation	605,725
Equipment	1,051,000
Total	**$3,630,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Centa Corporation and its affiliates, successors, and assigns
Web Site:	www.centacorp.com
Contact:	Mr. Kurt Niederpruem, President, Centa Corporation, 815 Blackhawk Drive, Westmont, IL 60559; Ph.: 630-734-9600; Fax: 630-734-9669
Project name:	Centa Corporation Aurora
Location:	2570 Beverly Drive, Units 124, 126, 128, and 130, Aurora (Kane County), IL 60502-8588
Organization:	**Centa Corporation** an Illinois corporation
Ownership:	Centa-Antriebe Kirschey GmbH; Haan, Germany: 100% shareholder

- Centa-Antriebe Kirschey GmbH is a privately-owned German company.
- Accordingly, consistent with historical IFA (IDFA) practices regarding ownership disclosure for foreign companies, no further ownership disclosure is required.
- Contact Information for the Parent Company:
  - Mr. Gerhard Kirschey, General Manager
    Centa-Antriebe Kirschey GmbH
    Bergische Str. 7
    42781 Haan, Germany
    www.centa.info

    Corporate Directors: Gerhard Kirschey, Harald Kirschey, Bernd Kirschey, and Kunigunde Kirschey

Seller of Real Estate: The subject business condominium units are currently owned by:
Aurora Corporate Center Development Company
P. O. Box 746
Geneva, IL 60134
Attn: Mr. Thomas E. Burgess, President

PROFESSIONAL & FINANCIAL

General Counsel:	Fritzhall & Palowski	Chicago, IL	Brad Pawlowski
Auditor:	McBeath, Fates & Ivers, P.C.	Itasca, IL	Larry McBeath
Borrower's Consultant:	Carroll Financial Group, Inc.	Des Plaines, IL	Stanley Schwartz
LOC Bank:	JPMorgan Chase Bank	Chicago, IL	Tony Anesi
Bond Counsel:	Ice Miller LLP	Chicago, IL	Tom Smith
LOC Bank Counsel:	To be determined		
Underwriter:	Wachovia Capital Markets, LLC	Holland, MI	Bill Ockerlund
		Philadelphia, PA	Roy Young
Remarketing Agent:	Wachovia Capital Markets, LLC	Charlotte, NC	Hal Telimen
Underwriter's Counsel:	Ice Miller LLP	Chicago, IL	Patra Geroulis
General Contractor:	Foxfield Construction	Bartlett, IL	Thomas Piazza
Architect:	Batir Architecture Ltd.	St. Charles, IL	
Trustee/Fiscal Agent:	US Bank	Philadelphia, PA	George Rayzis
IFA Counsel:	Perkins Coie, LLP	Chicago, IL	Bill Corbin
IFA Financial Advisors:	D. A. Davidson Co., Inc.	Chicago, IL	Bill Morris
	Scott Balice Strategies, Inc.	Chicago, IL	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	14	J. Dennis Hastert
State Senate:	42	Linda Holmes
State House:	83	Linda Chapa-LaVia

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Versatile Card Technology, Inc.**

STATISTICS

Project Number:	I-ID-TE-CD-7141	Amount:	$7,500,000 (not-to-exceed)
Type:	Industrial Revenue Bond	IFA Staff:	Steve Trout
Location:	Downers Grove		

BOARD ACTION

Preliminary Bond Resolution	No IFA funds at risk
Conduit Industrial Revenue Bonds	No extraordinary conditions
Staff recommends approval	NAICS: 3089
	Plastic Products

PURPOSE

To finance the renovation and 9,800 square-foot expansion of Versatile Card Technology's two manufacturing plants located at 5200 and 5220 Thatcher Road in Downers Grove and the acquisition and installation of equipment, primarily a 10-color printing press.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying industrial projects. IFA's issuance of Industrial Revenue Bonds will exempt income earned on the Bonds from federal income tax and thereby enable the Borrower to obtain a lower interest rate on this debt. The Village of Downers Grove is prepared to contribute $4,500,000 of its Volume Cap to support this project. **Issuance of these bonds is subject to an allocation of Volume Cap from the Governor's Office of Management and Budget for the remaining Cap required for this project.**

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IRB	$7,400,000	Uses:	Project Costs	$7,400,000
	Equity	115,000		Legal & Professional	115,000
	Total	**$7,515,000**		**Total**	**$7,515,000**

JOBS

Current employment:	350	Projected new jobs:	15 (within 2 years)
Jobs retained:	NA	Construction jobs:	15

BUSINESS SUMMARY

Description: Versatile Card Technology, Inc. ("Versatile Card" or "VCT") is a private Illinois corporation that was originally incorporated in March 1985 as University Printing Services, Inc., to serve the region's direct marketing industry. The company changed its name to Versatile Card Technology, Inc., in December 1996. With customer service and production facilities on four continents, VCT is a multi-national manufacturer and world leader in plastic card production and related services.

Background:	Versatile Card Technology, Inc. (VCT) operates as the largest American manufacturer of plastic cards, specializing in credit cards, gift cards, and advertisement cards. The company completed an acquisition of a wholly-owned subsidiary, Qualteq, Inc. in 2004 that manufactures personalized credit cards. VCT has increased capacity to more than 2 billion cards per year and its among the global leaders in card manufacturing. The company has facility located in the USA, Mexico, Europe, Asia and Brazil, VCT offers a high level of security and is certified by both MasterCard, and VISA for bank and credit card printing. The product line also includes retail credit cards, loyalty programs, phone cards, direct mail and other specialty cards, and baggage and key tags. VCT produces a diverse range of card products printed on the finest plastic materials available. Cards range in thickness from 10 mil. (0.255mm) to 30 mil. (0/76mm) and finishes range from UV coated to a full ISO laminated product and can include magnetic stripes, signature panels, holograms, Lenticular or smartcard technology.
Project Rationale:	VCT is expanding to respond to increased customer demand. The company's current customers, which include companies such as Bank of America, Stored Value Systems, Alliance Data Systems and Fulfillment Xcellence have expressed interest doing more business with VCT.

FINANCING SUMMARY

The Bonds:	Industrial Revenue Bonds to be purchased by GE Capital
Interest:	4.70% fixed rate
Amortization:	Approximately 108 months (9 years)
Collateral:	The borrower will provide GE Capital with a perfected security interest in the equipment and a first priority mortgage on the real estate financed. No additional collateral will be provided to the IFA.
Rating:	No credit rating will be sought as GE Capital intends to hold the Bonds to maturity.

PROJECT SUMMARY

Bond proceeds will be used for the (1) renovation and 9,800 square-foot expansion of Versatile Card Technology's two manufacturing plants, a 45,000 square-foot building located at 5200 Thatcher Road and an adjacent 17,000 square-foot building located at 5220 Thatcher Road, both in Downers Grove, (2) acquire and install new manufacturing machinery and equipment and (3) fund costs of issuance. Estimated project costs are as follows:

New Machinery & Equipment	$5,900,000
Building Renovation & Expansion	1,500,000
Total	**$7,400,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Versatile Card Technology, 5200 Thatcher Road, Downers Grove, IL 60515-4053
Project Location:	5200 and 5220 Thatcher Road, Downers Grove, IL 60515, DuPage County
Organization:	Private Corporation
Ownership:	Pethinaidu Veluchamy (100%)

PROFESSIONAL & FINANCIAL

Bond Counsel:	Jones Day	Chicago	Robert Capizzi
Bank Purchaser:	GE Capital Public Finance, Inc.	Oak Brook	Brian J Riordan
Bank Counsel:	Kutak Rock		
Accountant:	Bradford Dooley & Associates	Chicago	Bradford Dooley
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott
Issuer Counsel:	Burke, Burns and Pinnelli	Chicago	Steve Welcome

LEGISLATIVE DISTRICTS

Congress	13^{th}	Judy Biggert
State Senate	21^{st}	Dan Cronin
State Representative	42^{nd}	Sandra M. Pihos

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: Rupari Food Services Inc.

STATISTICS

Project Number:	I-ID-TE-CD-7127	Amount:	$10,000,000 (not-to-exceed)
Type:	Industrial Revenue Bond	IFA Staff:	Steve Trout
Location:	South Holland	NAICS:	311610

BOARD ACTION

Preliminary Bond Resolution
Conduit Industrial Revenue Bonds
Staff recommends approval

No IFA funds at risk
No extraordinary conditions

PURPOSE

To finance the construction of a new 60,000 square foot production/cold storage facility, the expansion and renovation of a RTE (ready-to-eat) area and acquisition and installation of refrigeration equipment, cooking ovens, and warehouse equipment.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying industrial projects. IFA's issuance of Industrial Revenue Bonds will exempt income earned on the Bonds from federal income tax and thereby enable the Borrower to obtain a lower interest rate on this debt. **Issuance of these bonds is subject to an allocation of Volume Cap from the Governor's Office of Management and Budget.**

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IFA IRBs	$10,000,000	Uses:	Project Costs	$11,925,000
	Bank Loan	6,550,000		Refinance Mortgage	4,500,000
				Legal & Professional	125,000
	Total	**$16,550,000**		**Total**	**$16,550,000**

Rupari is in early stages of discussions with lenders. Sources of equity, if required, could include a pledge of real estate in Florida valued at $2 million (debt free) as collateral and was well as funds drawn a line of credit.

JOBS

Current employment:	150	Projected new jobs:	110 (within 2 years)
Jobs retained:	0	Construction jobs:	60

BUSINESS SUMMARY

Description: Rupari Food Services, Inc. ("Rupari") is a privately owned Florida corporation that was established in 1978. Rupari was primarily a meat wholesaler until 2005 when it acquired a meat processing plant in South Holland, IL from Conagra Corp. The company's move into meat processing boosted employment from 35 to 150 and has spurred rapid sales growth. Since the acquisition Rupari has introduced several cooked meat products for sale to retail chains such as Wal-Mart, Publix, Stop-N-Shop and Harris Teeter. Management anticipates that growing demand for cooked meat products will largely drive Rupari's expansion over the next several years.

Background: Rupari was originally founded in Canada by the father of current CEO Robert Mintz. The company operates from its headquarters in Deerfield Beach, Florida, manufacturing plants in South Holland and Vermont and several sales offices around the country.

Established in 1978, the company opened an office in South Florida to capitalize on the growing popularity of ribs in that region and started importing ribs from Canada that same year. In 1981, it began importing ribs from Denmark, where Robert Mintz had previously spent a year working at a pork factory to learn the family business.. Before Rupari began importing pork products (shortly after the US government began allowing ribs to be imported), the Danish threw away pork ribs.

Since its inception, Rupari branched into other areas like groceries and snack foods, but it has recently returned to its niche focus on ribs—spare ribs, back ribs, St. Louis-style ribs, and other barbeque by-products. Strictly a rib importer until two years ago, the company began distributing domestic ribs that it processes in its plant in Chicago.

Rupari supplies ribs to some of the nation's largest national restaurant chains, such as TGI Friday's, Chili's, Tony Roma's, Max & Erna's Cheesecake Factory and Sonny's Barbeque restaurants, big box retailers, such as Wal-Mart and major grocery chains, such as Publix and Kroger. Rupari is the only company in the US that carries both domestic and imported ribs. (Domestic ribs are fattier, and imported ribs are leaner.) Rupari's clients have different quality standards and sell ribs at different price points, which effect their demand for ribs.

Implementing new technology has enabled Rupari to create line extensions and offer customers new products. For example, Rupari now precooks ribs at its Vermont plant for distribution to retailers and grocers and also co-packages ribs with Plumrose USA for sale under the Plumrose brand name.

Key competitors include Hormel and Smithfield. Key suppliers include all major national meat packers, such as Tyson, Swift and Dane.

Project Rationale: Demand from both restaurants and retailers is increasingly evolving to value-added, cooked, ready-to-eat, ready-to-serve products. Rupari needs additional production capacity to meet this need. Additional production, packaging and warehousing capacity is needed to fulfill this demand. Management expects to reduce warehousing, logistics, and transportation costs by constructing a new cold storage/production facility next to an existing production facility

Development Benefits: The existing facility and planned expansion borders the towns of Phoenix and Harvey, both designated as slum/blighted areas. As such, this significant plant expansion will add a positive story to the economic development of this area. This project will add approximately 110 skilled, semi-skilled and administrative jobs. Given the economic conditions within this community, such job growth will have a very positive impact on the area. Additionally, the project will increase the local real estate tax base by approximately $900,000.

FINANCING SUMMARY

The Bonds: Industrial Revenue Bonds. Borrower representatives are currently soliciting banks to determine interest in offering a letter of credit or to purchase the bonds. The interest rate mode, maturity and other key parameters remain undetermined.

Collateral: Expected to be a first mortgage in the subject real estate and a first lien in the equipment financed.

Rating: To be determined.

PROJECT SUMMARY

Bond proceeds will be used to finance: 1) the construction of a new 60,000 square foot production/cold storage facility to be located at 15600 S. Wentworth Avenue in South Holland, 2) the expansion and renovation of a RTE (ready-to-eat) area and 3) acquisition and installation of refrigeration equipment, cooking ovens, and warehouse equipment. . Estimated project costs are as follows:

Construction:	$6,875,000
Refrigeration Equipment	1,800,000
Cooking Ovens	1,315,000
Racking	625,000
Dock, Packing and Warehouse Equipment	695,000
Boiler Room	250,000
Miscellaneous	165,000
Architectural and Engineering	200,000
Total	$11,925,000

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Rupari Food Services, 1208 West Newport Center Drive, Deerfield Beach, FL 33442
Contact:	John Salvaggio, Controller, 954-480-6320
Project Location:	15600 S. Wentworth Ave., South Holland, IL 60473
Organization:	Florida corporation established in January, 1978
Ownership	Robert Mintz: 85%
	Jennifer Mintz: 15%

PROFESSIONAL & FINANCIAL

Accountant:	Morrison, Brown, Argiz & Farra	Ft. Lauderdale, FL	Rick Covert
Bond Counsel:	Wilman Harrold Allen & Dixon	Chicago	James Snyder
General Counsel:	Akerman Senterfitt	Miami	Dan Jacobson
Bond Purchaser or Letter of Credit Provider:	To be determined:		
IFA Counsel:	Sanchez and Daniels	Chicago	John Cummins
IFA Financial Advisors:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

U.S Congress	2nd	Jesse L. Jackson Jr.
IL House	29th	David E. Miller
IL Senate	15th	James T. Meeks

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: The Jel Sert Company

STATISTICS

Project Number:	I-ID-TE-CD-7151	Amount:	$10,000,000 (not-to-exceed)
Type:	Industrial Revenue Bond	IFA Staff:	Steve Trout
Location:	West Chicago		

BOARD ACTION

Preliminary Bond Resolution	No IFA funds at risk
Conduit Industrial Revenue Bonds	No extraordinary conditions
Staff recommends approval	SIC Code:

PURPOSE

To finance new manufacturing equipment to be located at the company's West Chicago facility.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying industrial projects. IFA's issuance of Industrial Revenue Bonds will exempt income earned on the Bonds from federal income tax and thereby enable the Borrower to obtain a lower interest rate on this debt. **Issuance of these bonds is subject to an allocation of Volume Cap from the Governor's Office of Management and Budget.**

VOTING RECORD

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

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IRB	$10,000,000	Uses:	Project Costs	$10,000,000
	Equity	115,000		Legal & Professional	115,000
	Total	**$10,115,000**		**Total**	**$10,115,000**

JOBS

Current employment:	1,000	Projected new jobs:	300
Jobs retained:	1,000	Construction jobs:	0

BUSINESS SUMMARY

Description: Jel Sert was founded in 1926 and has been under the control of the Wegner family since its inception. Jel Sert is a manufacturer of gelatin desserts, powdered drink mixes, flavored ices, fruit drinks, pudding mixes, baking powder/products, and healthcare products. Brand names include: Wyler's, Flavor Ice, Otter Pops, Royal (gelatin and pudding), Mondo, Royal, Davis, and Flavor Ade. Jel Sert's healthcare products include Pedialyte freezer pops manufactured for Abbot Labs.

The company has grown internally and through acquisition. The company acquired the Wyler's brand from Lipton in 1994 and the leading Jello brand. Jel Sert is the world's leading producer of freezer pops under its Otter Pops, Pop Ice and Flavor Ice brands. Jel Sert is second to Kraft in the pudding, gelatin and juice drinks lines. Jel Sert sells its products to grocery chains and discount stores.

Project Rationale: Jel Sert's investment in additional equipment lines is necessitated by increased customer demand, and its current lack of available capacity. The company's current customer base, which includes retail chains, such as Walmart and Walgreens, have indicated their intent to purchase more of Jel Sert's products.

FINANCING SUMMARY

The Bonds:	Industrial Revenue Bonds to be purchased by GE Capital
Interest Rate:	4.8% fixed
Amortization:	84 months (7 years)
Collateral:	A perfected first security interest in the equipment financed.
Rating:	No credit rating will be sought, as GE Capital intends to hold these bonds as investments until maturity.

PROJECT SUMMARY

Bond proceeds will be used for the (1) eight Unistraw lines for a new product line, and (2) 4 stick pack filler lines for their Wyler's Single Serve lines. Project costs are estimated at $10,000,000.

ECONOMIC DISCLOSURE STATEMENT

Applicant:	The Jel Sert Company, Highway 59 and Conde Street, PO Box 261, West Chicago, IL 60186-0261
Project Location:	Highway 59 and Conde Street, West Chicago, IL 60186-0261
Organization:	Corporation

PROFESSIONAL & FINANCIAL

Bond Counsel:	Jones Day	Chicago	Rich Tomei, Bob Capizzi
General Counsel:			Marshall Eisenberg
Bond Purchaser:	GE Capital Public Finance	Oak Brook	Brian Riordan
IFA Counsel:	Greenberg Traurig	Chicago	Mark McComb
Accountant:	McGladrey & Pullen	Chicago	Pete Mulvey
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

US Congress	14th J. Dennis Hastert
IL House	95th Mike Fortner
IL Senate	48th Randall M. Hultgren

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: 47 Asphalt Company (K-Five Construction Corporation)

STATISTICS

Project Number:	I-IR-TE-CD-7118	Amount:	$5,750,000 (not-to-exceed)
Type:	Industrial Revenue Bond	IFA Staff:	Steve Trout
Location:	Newark		

BOARD ACTION

Final Bond Resolution	No IFA funds at risk
Conduit Industrial Revenue Bonds	No extraordinary conditions
Staff recommends approval	SIC Code:

PURPOSE

To finance the acquisition and installation of asphalt related manufacturing equipment for the manufacture of asphalt and pay costs of issuance.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying industrial projects. IFA's issuance of Industrial Revenue Bonds will exempt income earned on the Bonds from federal income tax and thereby enable the Borrower to obtain a lower interest rate on this debt. The Authority will contribute $5,500,000 of Volume Cap, a prerequisite to issuing the Bonds.

VOTING RECORD

The IFA Board adopted a Preliminary Resolution on February 13, 2007 for this project by the following vote:

Ayes: 12 Nays: 0 Abstentions: 0 Absent: 3 (Herrin, Nesbitt, Valenti)

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IRB	$5,500,000	Uses:	Project Costs	$5,400,000
				Legal & Professional	$100,000
	Total	**$5,500,000**		**Total**	**$5,500,000**

JOBS

Current employment:	350 (600 at peak season)	Projected new jobs:	17
Jobs retained:		Construction jobs:	0

BUSINESS SUMMARY

Description: K-Five Construction Corporation ("K-Five" or "the company") is a family-owned contractor of highway/street asphalt projects that was established as an Illinois corporation in April 1977. K-Five is headquartered in Lemont and operates from area offices and asphalt plants in Lemont, Naperville, Elmhurst, Chicago and Markham, as well as two high production portable concrete plants. K-Five has established wholly owned subsidiaries for each of the asphalt plants. The Company established 47 Asphalt Company as a wholly owned subsidiary to own and serve as borrower for the subject property.

Background: In the early part of the 20th century, William J. Newman and George Krug both owned construction companies. Newman's companies worked on most of the caisson projects that the City's skyscrapers are built upon. Krug's company also did extensive excavating work in Chicago's downtown area. The marriage of William Newman's daughter, Josephine, to George Krug's son, George, provided the future foundation for K-Five Construction. Today all of Josephine and George's children are directly involved in the Company.

From its roots as a residential paving company, K-Five has grown into one of Illinois' largest unionized heavy highway paving contractors. Serving governments, industrial and commercial concerns in the Chicago metropolitan area, K-Five generates substantially over $100 million in annual sales and employs over 500 workers during the height of the construction season. Public sector clients include among others: Illinois Department of Transportation, Illinois State Toll Highway Authority, City of Chicago, O'Hare International Airport, the counties of Cook, DuPage, Kane, as well as numerous municipalities. Some recent projects include expansions of O'Hare and Midway airports and renovations and improvements to the Stevenson Expressway. Some privately owned projects recently completed include: Comisky Park, United Center and distribution centers for Menards and Home Depot.

In addition to being one of Illinois' leading suppliers of asphalt, K-Five offers many other construction services and believes that it is an industry leader in estimating, quality control and quality assurance, project management, highway general contracting, residential and commercial subcontracting and recycling and disposal of used asphalt and concrete.

Substantially all of K-Five's workforce is subject is various collective bargaining agreements.

FINANCING SUMMARY

The Bonds: The Bonds are expected to be fixed-rate obligations that will amortize and mature over 60 to 84 months.

Collateral: First lien on the subject machinery and equipment

Rating: No credit rating will be sought as the Bonds will be held to maturity by GE Capital.

PROJECT SUMMARY

Bond proceeds will be used to (1) acquire and install asphalt related manufacturing equipment on a 10 acre site located just east of 10425 Joliet Road, Newark, IL; (2) pay legal and professional costs. The list of equipment includes a cold feed system, scalping screens, inclined conveyors, aggregate dryer, mixing drum, pulse jet backhouse, dry additive system, duster blower system, recycle feed bins, command control center and new generation storage system. Project costs are estimated at $5,400,000.

ECONOMIC DISCLOSURE STATEMENT

Applicant: 47 Asphalt (K-Five Construction Corp.) 13769 Main Street, Lemont, IL 60439 (Contact: Mark Sniegowski, Vice President Finance & Administration, Telephone: 630/257.5600)

Landowner: The site will be leased from Vulcan Materials, a publicly traded corporation

Project Location: No address has been assigned. The project will be located within a 10-acre site within a large parcel of land that is owned by Vulcan Materials. The address on that parcel is 10425 Joliet Road, Newark, IL 60541.

Organization: Illinois Corporation (1977)

PROFESSIONAL & FINANCIAL

Bond Counsel:	Jones Day	Chicago	Richard K . Tomei / Robert Capizzi
Bond Purchaser:	GE Capital Public Finance, Inc.	Oak Brook, IL	
Purchaser's Counsel:	Kutak Rock, LLP	Omaha, NE	Robin Clark
Accountant:	Africk / Chez. P.C.	Chicago	
IFA Counsel:	Pugh Jones, Johnson & Quandt	Chicago	Scott Bremer
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

Congressional:	14th	J. Dennis Hastert
State Senate:	25th	Chris Lauzen
State House:	50th	Patricia Reid Lindner

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
July 10, 2007

Project: **Hadady Corporation & Hadady Investment Company**

STATISTICS

Project Number:	I-ID-TE-CD-7062	Amount:	$7,300,000 (not-to-exceed)
Type:	Industrial Revenue Bond	IFA Staff:	Steve Trout
Location:	Lynwood		

BOARD ACTION

Final Bond Resolution	No IFA funds at risk
Conduit Industrial Revenue Bonds	No extraordinary conditions
Staff recommends approval	SIC Code:

PURPOSE

The construction of a 57,000 sq foot manufacturing facility to be located at 21825 E. Lincoln Highway Lynwood, IL, for the acquisition of manufacturing equipment and machining center.

IFA PROGRAM AND CONTRIBUTION

The Authority's Industrial Revenue Bond Program provides low interest rate financing for qualifying industrial projects. IFA's issuance of Industrial Revenue Bonds will exempt income earned on the Bonds from federal income tax and thereby enable the Borrower to obtain a lower interest rate on this debt. The Authority will contribute $7,100,000 of Volume Cap, a prerequisite to issuing the Bonds.

VOTING RECORD

The IFA Board adopted a Preliminary Resolution on March 13, 2007 for this project by the following vote:

Ayes: 12 Nays: 0 Abstentions: 0 Absent: 3 (Herrin, Nesbitt, Valenti)

ESTIMATED SOURCES AND USES OF FUNDS

Sources:	IRB	$6,900,000	Uses:	Project Costs	$7,000,000
	Equity	$200,000		Legal & Professional	$100,000
	Total	**$7,100,000**		**Total**	**$7,100,000**

JOBS

Current employment:	264	Projected new jobs:	35 (within 1 year)
Jobs retained:	264	Construction jobs:	100 (4 months)

BUSINESS SUMMARY

Description: Hadady Corporation is a privately-owned Delaware C-Corporation that was formed in November 1973 to manufacture and assemble precision machined fabrications and locomotive components for industrial and railroad use. The Corporation has facilities is South Holland and Park Forest and two facilities in Dyer, Indiana. Hadady Investment Company leases equipment and real estate to Hadady Corporation and is located in South Holland.

Background: Hadady Corporation has been supplying the Railroad & Mass transit Industries since 1973, with their origin rooted in the design and manufacture of locomotive brake rigging. Hadady is the industry's only vertically integrated supplier of railroad truck components. Complimentary products, such as critical engine components, fasteners, suspension products and other locomotive and freight car replacement parts have been developed in response to the Rail Industry's need for better, more reliable products. Hadady has made railroad trucks (bogies) their niche market. Hadady's product offering encompasses over 4,000 part numbers.

Hadady offers the diesel engine manufacturers unique products designed for demanding service and performance. Custom manifolds for marine diesel engines top the list of innovative Hadady products. Challenged with producing higher horse-power output in a smaller package, major marine engine manufactures complete engine cooling systems, including oil coolers and expansion tank assemblies, and after cooler housing assemblies, oil and fuel filter housings, fuel lines, engine supports and various truck suspension parts.

Project Rationale: Hadady's expansion is necessitated by increased customer demand, and its current lack of available capacity. The company's current customer base, which includes companies such as Caterpillar, Cummins, Deere and Hendrickson have indicated their intention of increased opportunity for business. With additional capacity there will be more productive utilization of personnel that enable sales growth to outpace hiring and improve product flow through the production process.

FINANCING SUMMARY

The Bonds: Industrial Revenue Bonds to be purchased by GE Capital
Structure: The Bonds are expected to be fixed-rate obligations that will amortize and mature over 7 years for debt financing machinery and equipment and 20 years for debt financing real estate.
Collateral: The Bonds are expected to be secured by a first lien in the financed equipment.
Rating: No credit rating will be sought.

PROJECT SUMMARY

Bond proceeds will be used for the (1) construction of a 57,000 sq foot manufacturing facility to be located at 21825 E Lincoln Highway, and (2) acquire and install new manufacturing machinery and equipment. Estimated project costs are as follows:

New Machinery & Equipment	$2,800,000
New Construction	$4,200,000
Total	**$7,000,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant: Hadady Corporation and Hadady Investment Company. 510 West 172nd Street, South Holland, IL 60473 (Contact: Rodger Gordon, Chief Financial Office, Telephone: 708/596.5168)
Project Location: 21825 E Lincoln Highway, (Cook County) Lynwood, IL 60411
Organization: Delaware C-Corporation (1973)
Ownership: Jane Sullivan

PROFESSIONAL & FINANCIAL

Bond Counsel:	Perkins Coie	Chicago	Robert Capizz
General Counsel:	Barnes and Thornburg, LLP	South Bend, IN	Peter Tybula
Bank Purchaser:	GE Capital Public Finance, Inc.	Oak Brook	Brian J Riordan
Bank Counsel:	Kutak Rock		
IFA Counsel:	Dykema Gossett	Chicago	Vern Kowal
Accountant:	Terry McMahon & Co., P.C.	South Bend, IN	
IFA Financial Advisor:	D.A. Davidson & Co.	Chicago	Bill Morris
	Scott Balice Strategies, Inc.	Chicago	Lois Scott

LEGISLATIVE DISTRICTS

U.S Congress – 2nd Jesse Jackson, Jr.
IL House – 80th George Scully Jr.
IL Senate – 40th Debbie DeFrancesco Halvorson

ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY

Project: **Columbia College Chicago**

STATISTICS

IFA Project:	E-PC-TE-CD-7149	Amount:	$55,000,000 (not-to-exceed amount)
Type:	501(c)(3) Bonds	IFA Staff:	Rich Frampton
Location:	Chicago		

BOARD ACTION

Preliminary Bond Resolution	Staff recommends approval
Conduit 501(c)(3) Bond Financing	No IFA funds at risk
No extraordinary conditions	

PURPOSE

Proceeds will be used to finance (i) the acquisition and renovation of two new buildings, (ii) the construction of a new building, (iii) the renovation and equipping of a recently acquired building, (iv) the potential renovation and equipping of existing buildings, (v) dependent on market conditions, the potential refunding of an existing IFA (IEFA) Series 1998 Bond issue, and (vi) pay certain costs of issuance which will enable Columbia College Chicago to continue its recent growth.

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 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

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

PROPOSED SOURCES AND USES OF FUNDS – PRELIMINARY, SUBJECT TO CHANGE

Sources:	IFA Bonds	$54,244,550	Uses:	New Project Costs	$45,000,000
	IFA Refunding Bonds			Bond Insurance	1,200,000
	Premium	755,450		Potential Refunding	5,500,000
				Debt Service Reserve Fd.	2,500,000
				Issuance Costs	800,000
	Total	**$55,000,000**		**Total**	**$55,000,000**

JOBS

Current employment:	234(FT) 1,065(PT)	Projected new jobs:	25
Jobs retained:	N/A	Construction jobs:	300 average (30 months)

BUSINESS SUMMARY

Background: Columbia College Chicago (hereinafter, "Columbia College", "College" or the "Borrower") is incorporated under Illinois law and is a 501(c)(3) not-for-profit corporation exempt from federal income taxes under the Internal Revenue Code.

Description: Columbia College Chicago is private, not for profit, independent, fully accredited, unaffiliated undergraduate and graduate college located in downtown Chicago. The College was originally established in 1890 as a college of education and became fully accredited as a four-year, undergraduate, liberal arts school in 1974. The College offers educational opportunities in the performing, visual, communications, and writing arts at both the graduate and undergraduate levels, and is home to the one of the largest film schools in the world. Its primary location in the South Loop area of Chicago provides easy access to the Art Institute of Chicago, Alder Planetarium and Astronomy Museum, Field Museum, Chicago Symphony Orchestra and other notable cultural and educational institutions.

Founded in 1890 as the Columbia School of Oratory, the College has grown to become the fifth largest private higher education institution in Illinois. Columbia College's enrollment of approximately 11,500 students is drawn primarily from the city of Chicago and its suburbs, but also attracts students from across the United States and from 46 other countries. Approximately 30 percent of the students are individuals who are African American, Latino, Native American, or Pacific Islander. The student body is evenly divided between men and women. Approximately 725 students are enrolled in graduate studies.

Columbia College offer more than 120 academic majors and programs and is the largest private arts and media college in the nation. The College's operations are located in 16 buildings and more than 1.3 million SF that Columbia Chicago owns and leases in Chicago's South Loop. Columbia College has been located in the South Loop since 1975. Columbia College Chicago is currently the largest landowner in the South Loop.

Due to Chicago's role as a key media center, with nine independent film festivals, 200 theatre groups and venues, 35 radio stations, and 25 magazines and newspapers, Columbia College has developed a strong internship and part-time job placement program for its students. These employment opportunities have been critical in attracting students to Columbia College.

Columbia College's annual tuition of $16,328 for academic 2006-2007 is among the lowest of all private arts and media colleges in the U.S.

Additionally, Columbia College has attempted to attract students by offering increased opportunities for student housing by participating as a non-recourse partner in the development of the University Center project with DePaul University and Roosevelt University in 2003 (IFA provided the original financing and issued Bonds to refund all debt associated with the Educational Advancement Fund, Inc./University Center project in late 2006 and early 2007). Columbia College has also signed a letter supporting development of a new 750-bed facility under development by the University Educational Student Housing Corporation, a 501(c)(3) entity that is developing the Dwight Building project, located approximately 3 blocks west of the University Center project, near the SW corner of Clark Street and Harrison Avenue.

As a result of these projects and other smaller buildings that Columbia owns, Columbia College now provides student housing to 2,500 students in four facilities, thereby making Columbia among the 10 largest private residential colleges in Illinois. Significantly, Columbia College has been able to participate in the development of these new student housing facilities without affecting its credit. Both of these borrowings have been non-recourse and off-balance-sheet from Columbia's perspective.

As a result of the College's strategic initiatives over the last 15 years, enrollment has increased from approximately 7,300 in 1993 to an estimated 12,000 for the Fall 2007 term.

The proposed financing will include the acquisition, renovation, equipping, and construction of projects to expand Columbia College's physical plant and facilitate future growth.

Columbia College has been accredited at the undergraduate and graduate levels by the North Central Association of Colleges and Schools since 1974. Columbia Chicago is also accredited as a teacher training institution by the Illinois State Board of Education.

Columbia College currently has four IFA (IEFA) bond issues outstanding. The total balance scheduled to be outstanding as of 8/31/2007 (just in advance of the scheduled issuance of the Series 2007 Bonds) will be approximately $61,735,000 and includes three series of Fixed Rate Bonds and one series of Variable Rate Bonds. The Fixed Rate Bonds are currently secured with AAA-rated bond insurance and the Variable Rate Bonds are secured with a Direct Pay LOC from Harris Bank. All bond payments on Columbia College's existing IFA debt obligations were current as of 7/1/2007.

FINANCING SUMMARY

Security:	The Series 2007 Bonds will be secured by a limited obligation of the College (which has an underlying rating of 'BBB+' by S&P). The bonds are expected to be insured by one of the AAA-rated (S&P) municipal bond insurers based on negotiations regarding both fees and covenants.
Structure:	Fixed Rate Bonds, potentially including current interest bonds and capital appreciation bonds.
Maturity:	30 Years (12/1/2037)

PROJECT SUMMARY

Bond proceeds will be used by Columbia College Chicago (the "College") for the purpose of providing the College with all or a portion of the funds necessary to finance, refinance, or be reimbursed for all or a portion of the costs of certain of its educational facilities as described below:

1. Bond proceeds currently estimated at an amount not-to-exceed $20,000,000 will be used to finance the acquisition, construction, renovation, and equipping of an existing 10-story, 105,000 SF building located 618 S. Michigan Avenue, Chicago, Illinois that will be used for faculty and staff offices as well as classrooms; and
2. Bond proceeds currently estimated at an amount not-to-exceed $10,000,000 will be used to finance the acquisition, construction, renovation, and equipping of two existing buildings including (i) a 5-story, 40,000 SF building and (ii) a nearby 2-story, 28,000 SF building located at 916-1000 S. Wabash Avenue, Chicago, Illinois that will be for faculty and staff offices as well as student classrooms; and
3. Bond proceeds currently estimated at an amount not-to-exceed $10,000,000 will be used to finance the acquisition, construction, and equipping of a new, 2-story, 40,000 SF building located at 1600 S. State Street, Chicago, Illinois that will be used as a film production studio; and
4. Bond proceeds currently estimated at an amount not-to-exceed $5,000,000 will be used to finance the renovation and equipping of various facilities including faculty and staff offices and student classroom space located in the College's buildings at 600 S. Michigan Avenue, 623 S. Wabash, 72 W. 11th Street, 624 S. Michigan Ave., 731 S. Plymouth Court, 1415 S. Wabash, 1014 S. Michigan Ave., 1306 S. Michigan Ave., 1104 S. Wabash Ave., 33 E. Congress Parkway, 724-754 S. Wabash Ave., 1258 N. LaSalle St., 619 S. Wabash, and 1312 S. Michigan Ave, all in Chicago, Illinois; and
5. Bond proceeds will also be used to fund a Debt Service Reserve Fund for the benefit of the Bonds, the potential refunding of existing IFA Bonds dependent on market conditions, and to pay bond issuance costs, including the costs of bond insurance or other credit or liquidity enhancement, if any, in connection with financing the capital improvements described herein.

Collectively, these costs and expenses comprise the "Project".

New Project costs are estimated as follows:

618 South Michigan Ave:	$20,000,000
916-1000 S. Wabash Ave.:	10,000,000
1600 S. State Street:	10,000,000
Capital Improvements at Existing Columbia College Facilities:	5,000,000
Total	**$45,000,000**

ECONOMIC DISCLOSURE STATEMENT

Applicant:	Columbia College Chicago
Contact:	Mike DeSalle, VP-Business Affairs & CFO, Columbia College Chicago, 600 S. Michigan Ave., Chicago, IL 60605-1996; Ph. (312) 344-7215; Fax: (312) 344-8069; e-mail: mdesalle@colum.edu
Web Site:	www.colum.edu
Project name:	Columbia College Chicago – IFA Series 2007 Bonds
Locations:	618 South Michigan Avenue, Chicago, IL 60605-1901; 916-1000 South Wabash Avenue, Chicago, 60605-2262; 600 S. Michigan Ave. 60605; 623 S. Wabash; 72 E. 11th Street 60605-2312; 624 S. Michigan Ave. 60605-1996; 731 S. Plymouth Court 60605-2097; 1415 S. Wabash 60605-2806; 1014 S. Michigan Ave. 60605-2202; 1306 S. Michigan Ave. 60605-2602; 1104 S. Wabash 60605-2328; 33 E. Congress Parkway 60605-1218; 724-754 S. Wabash 60605-2111; 1258 N. LaSalle 60610-1913; 619 S. Wabash 60605-1809; 1312 S. Michigan Ave 60605-2602; and 1600 S. State Street, Chicago, Illinois 60616-1214.
Organization:	501(c)(3) Not-for-Profit Corporation
State:	Illinois
Ownership:	Not applicable for 501(c)(3) Corporations. *See list of Board of Directors attached.*
Current Ownership of Real Estate:	

- 618 S. Michigan Avenue, Chicago, IL: This project site is already owned by Columbia College Chicago
- 916-1000 S. Wabash Avenue, Chicago, IL: This site is owned by the Chicago Housing Authority.
- 1600 S. State St., Chicago, IL: This site is owned by the City of Chicago.

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Wildman Harrold, LLP *(Lisle office to become Ice Miller LLP)*	Lisle, IL	David Hight
College's Advisor:	John S. Vincent & Company, LLC	Chicago, IL	John S. Vincent
College's Auditor:	KPMG, LLP	Chicago, IL	Teri Desris
Bond Counsel:	Chapman and Cutler, LLP	Chicago, IL	Jim Luebchow
Bond Insurer:	TBD. One of the AAA-rated insurers will be selected.		
Senior Manager:	RBC Capital Markets	Chicago, IL	Jim Pass
Co-Manager:	Loop Capital Markets, Inc.	Chicago, IL	Larry Russo
Underwriter's Counsel:	Mayer Brown Rowe & Maw LLP	Chicago, IL	David Narefsky, Joanna Horsnail
Trustee:	U.S. Bank National Association	St. Paul, MN	Lori-Anne Rosenberg
Architect(s):	Studio Gang (production center)	Chicago, IL	
	Gensler Arhitects (all other projects)	Chicago, IL	
General Contractor(s):	Forthcoming – expect to be engaged at time of Final Bond Resolution		
Rating Agency:	Standard & Poor's	Chicago, IL	Susan Carlson
IFA Counsel:	Schiff Hardin LLP (tentative)	Chicago, IL	Bruce Weisenthal
IFA Financial Advisors:	D. A. Davidson Co., Inc.	Chicago, IL	Bill Morris
	Scott Balice Strategies, Inc.	Chicago, IL	Lois Scott

LEGISLATIVE DISTRICTS

	618 and 624 S. Michigan		916-1000 S. Wabash, 1600 S. State St., (& Refundings)	
Congressional:	7	Danny K. Davis	7	Danny K. Davis
State Senate:	13	Kwame Raoul	3	Mattie Hunter
State House:	26	Elga L. Jeffries	5	Kenneth Dunkin

	1258 N. LaSalle – (Refunding Proceeds Only)	
Congressional:	7	Danny K. Davis
State Senate:	6	John J. Cullerton
State House:	12	Sara Feigenholtz

COLUMBIA COLLEGE CHICAGO
BOARD OF TRUSTEES

OFFICERS OF THE BOARD

MEMBERS OF THE BOARD

COLUMBIA COLLEGE CHICAGO
BOARD OF TRUSTEES (CONTINUED FROM PAGE 6)

Resolution Number 2007- 07- ___

Resolution Adopting the Budget of the Illinois Finance Authority for the 2008 Fiscal Year

WHEREAS, the Illinois Finance Authority (the "Authority") is empowered by Section 801-30(e) of the Illinois Finance Authority Act, 20 ILCS 3501/801-1 *et seq.* (the "Act"), to "adopt all needful ordinances, resolutions, by-laws, rules and regulations for the conduct of its business and affairs and for the management and use of the projects developed, constructed, acquired and improved in furtherance of its purposes"; and

WHEREAS, Section 845-20 of the Act directs and empowers the Authority to adopt a budget and appropriate funds to defray the expenses of the Authority; and

WHEREAS, the Executive Director and staff of the Authority have undertaken a review and analysis to determine the budgetary needs of the Authority for Fiscal Year 2008 required for the Authority to pursue its various purposes as set forth in the Act during said Fiscal Year; and

WHEREAS, the Board of the Authority has the power to adopt this Resolution pursuant to Section 801-25 of the Act, and it has found that the adoption of the budget set forth herein for Fiscal Year 2008 is in the best interest of the Authority; and

NOW, THEREFORE, BE IT RESOLVED BY THE ILLINOIS FINANCE AUTHORITY, AS FOLLOWS:

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

Section 2. Adoption of Budget. The budget attached to this Resolution as Exhibit A is hereby adopted as the "Budget" of the Authority for the fiscal year commencing on July 1, 2007 and ending June 30, 2008.

Section 3. Appropriations. The revenues and other available funds set forth in the Budget for the fiscal year commencing on July 1, 2007 and ending June 30, 2008 are hereby appropriated to meet the respective items of expenditure set forth in said Budget, and the Executive Director, Treasurer and other authorized officers of the Authority are hereby authorized to expend funds during said fiscal year in accordance with said Budget.

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

This Resolution 2007-07-___ is adopted this 10th day of July 2007 by roll vote as follows:

Ayes:

Nays:

Abstain:

Absent:

____

Chairman

Attested to:

____

Secretary

ILLINOIS FINANCE AUTHORITY

FISCAL YEAR 2008
Budget

Illinois Finance Authority
IFA CONSOLIDATED - BUDGET SUMMARY
FY 2008

	Actual FY 2007	Budget FY 2008	$ Change	% Change
REVENUE				
INTEREST ON LOANS	3,512,331	3,526,321	13,990	0.40%
INVESTMENT INTEREST & GAIN(LOSS)	2,781,427	2,499,176	(282,251)	-10.15%
ADMINISTRATIONS & APPLICATION FEES	6,915,243	6,530,805	(384,438)	-5.56%
ANNUAL ISSUANCE & LOAN FEES	1,094,975	1,038,859	(56,116)	-5.12%
OTHER INCOME	641,256	179,367	(461,889)	-72.03%
TOTAL REVENUE	14,945,232	13,774,528	(1,170,704)	-7.83%
EXPENSES				
EMPLOYEE RELATED EXPENSES				
COMPENSATION & TAXES	3,037,050	3,732,899	695,849	22.91%
BENEFITS	313,846	310,448	(3,398)	-1.08%
TEMPORARY HELP	104,245	30,000	(74,245)	-71.22%
EDUCATION & DEVELOPMENT	7,652	6,000	(1,652)	-21.59%
TRAVEL & AUTO	166,739	150,000	(16,739)	-10.04%
TOTAL EMPLOYEE RELATED EXPENSES	3,629,533	4,229,347	599,814	16.53%
PROFESSIONAL SERVICES				
CONSULTING, LEGAL & ADMIN	1,680,954	1,048,000	(632,954)	-37.65%
LOAN EXPENSE & BANK FEE	2,774,347	2,578,138	(196,209)	-7.07%
ACCOUNTING & AUDITING	365,183	351,943	(13,240)	-3.63%
MARKETING GENERAL	92,105	250,000	157,895	171.43%
FINANCIAL ADVISORY	273,195	290,000	16,805	6.15%
CONFERENCE/TRAINING	20,262	25,000	4,738	23.38%
MISCELLANEOUS PROFESSIONAL SERVICES	63,728	110,004	46,277	72.62%
DATA PROCESSING	39,817	35,000	(4,817)	-12.10%
TOTAL PROFESSIONAL SERVICES	5,309,591	4,688,085	(621,506)	-11.71%
OCCUPANCY COSTS				
OFFICE RENT	305,776	314,350	8,574	2.80%
EQUIPMENT RENTAL AND PURCHASES	50,769	49,680	(1,089)	-2.15%
TELECOMMUNICATIONS	81,478	85,000	3,522	4.32%
UTILITIES	12,605	11,800	(805)	-6.39%
DEPRECIATION	46,654	77,189	30,535	65.45%
INSURANCE	17,289	24,000	6,711	38.82%
TOTAL OCCUPANCY COSTS	514,573	562,019	47,446	9.22%
GENERAL & ADMINISTRATION				
OFFICE SUPPLIES	100,719	105,000	4,281	4.25%
BOARD MEETING - EXPENSES	45,087	39,000	(6,087)	-13.50%
PRINTING	17,001	14,400	(2,601)	-15.30%
POSTAGE & FREIGHT	24,852	24,800	(52)	-0.21%
MEMBERSHIP, DUES & CONTRIBUTIONS	41,670	40,000	(1,670)	-4.01%
PUBLICATIONS	8,233	3,600	(4,633)	-56.27%
OFFICERS & DIRECTORS INSURANCE	166,208	177,000	10,792	6.49%
MISCELLANEOUS	6,906	500	(6,406)	-92.76%
TOTAL GENERAL & ADMINISTRATION EXPENSES	410,676	404,300	(6,376)	-1.55%
LOAN PROVISION EXPENSE	702,894	400,000	(302,894)	-43.09%
OTHER				
INTEREST EXPENSE AND OTHER	8,555	8,004	(551)	-6.44%
TOTAL OTHER	8,555	8,004	(551)	-6.44%
TOTAL EXPENSES	10,575,820	10,291,755	(284,065)	-2.69%
NET INCOME (LOSS) BEFORE UNREALIZED GAIN/(LOSS)	4,369,412	3,482,773	(886,639)	-20.29%
NET UNREALIZED GAIN/(LOSS) ON INVESTMENT	(216,039)	(200,000)	16,039	-7.42%
NET INCOME/(LOSS)	**4,153,373**	**3,282,773**	**(870,600)**	**-20.96%**

Illinois Finance Authority
Consolidated
Balance Sheet
FY 2008 Budget

	Actual June 2006	Projected June 2007	Budget June 2008	Variance to budget
ASSETS				
CASH & INVESTMENTS, UNRESTRICTED	$ 31,648,932	$ 26,935,239	$ 26,291,013	$ 644,226
LOAN RECEIVABLE, NET	78,019,910	$ 85,163,033	$ 88,657,125	(3,494,092)
OTHER RECEIVABLES	1,744,564	$ 1,934,829	$ 1,484,000	450,829
PREPAID EXPENSES	170,659	$ 170,877	$ 190,000	(19,123)
TOTAL CURRENT ASSETS	111,584,065	114,203,978	116,622,138	(2,418,160)
FIXED ASSETS, NET OF ACCUMULATED DEPRECIATION	149,670	247,643	290,643	(43,000)
DEFERRED ISSUANCE COSTS	941,197	819,828	749,540	70,288
OTHER ASSETS				
CASH, INVESTMENTS & RESERVES	29,864,854	27,722,468	28,271,864	(549,396)
VENTURE CAPITAL INVESTMENTS	5,364,735	5,554,091	7,054,091	(1,499,999)
OTHER	4,079,656	3,025,522	3,044,243	(18,721)
TOTAL OTHER ASSETS	39,309,246	36,302,081	38,370,198	(2,068,116)
TOTAL ASSETS	$ 151,984,178	$ 151,573,531	$ 156,032,519	$ (4,458,988)
LIABILITIES				
CURRENT LIABILITIES	$ 997,468	$ 1,466,423	$ 1,290,356	$ 176,067
LONG-TERM LIABILITIES	62,936,825	57,903,851	$ 59,211,343	(1,307,494)
TOTAL LIABILITIES	63,934,293	59,370,274	60,501,699	(1,131,427)
EQUITY				
CONTRIBUTED CAPITAL	36,061,462	36,061,462	36,061,462	-
RETAINED EARNINGS	13,000,024	15,015,018	17,982,392	(2,967,374)
NET INCOME / (LOSS)	6,963,753	4,153,373	3,282,773	870,600
RESERVED/RESTRICTED FUND BALANCE	19,303,495	24,279,992	25,510,781	(1,230,789)
UNRESERVED FUND BALANCE	12,721,150	12,693,412	12,693,412	0
TOTAL EQUITY	88,049,883	92,203,257	95,530,822	(3,327,564)
TOTAL LIABILITIES & EQUITY	$ 151,984,178	$ 151,573,531	$ 156,032,520	$ (4,458,988)

Funding Manager
Fee Analysis
for Budget
2008

	PROPOSED FY 2008
ALBRIGHT	875,500
CONRAD	8,700
FRAMPTO	1,147,290
REED	150,000
SENICA	266,000
LENANE	2,188,000
WATSON	90,400
CURTIS	800,000
MITCHELL	108,700
PIGG	106,615
TROUT	780,000
	6,521,205

Compansation Analysis
For Fiscal Year 2008
Budget

Actual		
Fiscal Year End 2007		
Compensation & Taxes		3,037,050
Budget assumptions		
Increase due to:		
Increase in staff	5	410,000
Salary increase		77,000
Increase in retirement (new Plan)		128,849
Increase in payroll taxes new staff		80,000
Budget Fisacl Year 2008		3,732,899

Legal Analysis
For Fiscal Year 2008
Budget

Actual	
Fiscal Year End 2007	
Legal Fees expense	1,680,954
Budget assumptions	
Derease due to:	
Shefsky & Froelich (General Counsel)	(419,054)
Dykema Gosset (Part. Loans)	(21,000)
McGuire Woods (Vent Cap & Collections)	1,100
Howard Kenner (Gov. Lobbiest)	(8,000)
Burke Burns (Beg. Farmer Bonds)	(50,000)
Franzcek Sullivan (Human Resources)	(6,000)
Others 401(a), Incentive, Subpoena	(130,000)
Budget Fisacl Year 2008	1,048,000

Captial Assets to be purchased for Fiscal Year 2008

Location	Description	Qty	Purchase Period	Start Depreciation	Amount
Chicago	Computers	9	4	5	6,750
Springfield	Computers	3	4	5	2,250
Chicago	Video Conference	1	3	4	25,000
Chicago	Windows Upgrade	20	4	5	6,000
Springfield	Windows Upgrade	5	4	5	1,500
Mt. Vernon	Windows Upgrade	5	4	5	1,500
Total new purchases					43,000
Total Depreciation for new assets					6,150
Total Depreciation for previous purchased assets					71,040
Total Depreciation for Fiscal Year 2008					77,190

RESOLUTION 2007-07-___

Resolution Approving a Change in the Trustees of the Illinois Finance Authority 401(a) Contribution Plan

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

WHEREAS, the Authority maintains the Illinois Finance Authority 401(a) Contribution Plan (the "401(a) Plan") for its employees; and

WHEREAS, Article XVI of the 401(a) Plan provides the process regarding the replacement of Trustees; and

WHEREAS, Jill Rendleman heretofore served as co-Trustee to the 401(a) Plan; and

WHEREAS, Jill Rendleman desires to resign as co-Trustee and the Authority desires to appoint Kym M. Hubbard as successor co-Trustee to the 401(a) Plan effective **[need date _________, 2007]**; and

WHEREAS, the Members of the Authority have the power to adopt this Resolution pursuant to the provisions of Sections 801-25, 801-30 and 801-40 of the Act.

NOW, THEREFORE, BE IT RESOLVED BY THE ILLINOIS FINANCE AUTHORITY, AS FOLLOWS:

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

Section 2. Appointment of Successor Trustee. The Authority hereby accepts Jill Rendleman's resignation as co-Trustee of the 401(a) Plan **[effective as of ________, 2007]** and waives the thirty (30) days' written notice requirement under the 401(a) Plan. **[Effective _________, 2007]**, the Authority hereby appoints Kym M. Hubbard as successor co-Trustee of the 401(a) Plan.

Section 3. Miscellaneous. The Authority does hereby authorize, empower and direct the Executive Director of the Authority, Chief Administrative Officer of the Authority, and the Treasurer of the Authority (each an "Authorized Officer"), and each of them, to take or cause to be taken any and all such other and further actions, and to execute, acknowledge and deliver any and all such agreements, instruments, certificates and other documents, and to pay all such fees and expenses, as each, in his or her discretion, may deem necessary, appropriate or advisable in order to carry out the purpose and intent of this Resolution.

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

This Resolution 2007-07-____ is adopted this 10th day of July, 2007 by roll vote as follows:

Ayes:

Nays:

Abstain:

Absent:

____
Chairman

Attested to:

____
Secretary

1050847_1

Resolution Number 2007-07-___

Resolution to Approve and Adopt the Amended and Restated By-Laws of the Illinois Finance Authority

WHEREAS, the Illinois Finance Authority (the "Authority") is empowered by Section 801-30(e) of the Illinois Finance Authority Act, 20 ILCS 3501/801-1 *et seq.* (the "Act"), to "adopt all needful ordinances, resolutions, by-laws, rules and regulations for the conduct of its business and affairs and for the management and use of the projects developed, constructed, acquired and improved in furtherance of its purposes";

WHEREAS, the Authority's Board of Directors (the "Board") adopted the By-Laws of the Authority on January 5, 2004 (the "By-Laws") and the Board now desires to amend the By-Laws and to ratify actions of the Treasurer relating to the execution of certain Authority documents;

WHEREAS, the By-Laws may be amended by the affirmative vote of not less than eight (8) members of the Authority at any meeting, provided ten (10) days written notice of the proposed amendment has been given to all members of the Board;

WHEREAS, the Board desires to amend the By-Laws to effectuate certain changes including, but not limited to, permitting the Authority to call emergency meetings; conforming the By-Laws to the State of Illinois Open Meetings Act; and authorizing the execution of contracts, agreements, financing resolutions and other documents by the Treasurer; and

WHEREAS, all members of the Board were provided with written notice of the proposed amendments to the By-Laws on June 29, 2007 and desire to adopt and approve amendments to the By-Laws.

NOW, THEREFORE, BE IT RESOLVED BY THE ILLINOIS FINANCE AUTHORITY, AS FOLLOWS:

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

Section 2. Adoption of Amended and Restated By-Laws of the Illinois Finance Authority. The By-Laws attached to this Resolution as Exhibit A are hereby adopted as the By-Laws of the Authority.

Section 3. Ratification. The Board hereby ratifies the actions of Jose Garcia, the Treasurer and Chief Financial Officer of the Authority, relating to his execution of any contracts, agreements, financing resolutions and other documents relating to the Authority from the date of his appointment to the date of this Resolution.

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

This Resolution 2007-07-___ is adopted this 10^{th} day of July, 2007 by roll vote as follows:

Ayes:

Nays:

Abstain:

Absent:

____

Chairman

Attested to:

____

Secretary

EXHIBIT A

BY-LAWS

1048195_2

Resolution Number 2007- 07-____

Resolution Adopting the Amended and Restated By-Laws of the Illinois Finance Authority

BE IT RESOLVED BY THE ILLINOIS FINANCE AUTHORITY, AS FOLLOWS:

Section 1. Authority. This resolution is adopted pursuant to Section 801-25 and Section 801-30 of the Illinois Finance Authority Act, 20 Illinois Compiled Statutes 3501/801-1 et seq. (the "Act").

Section 2. Adoption of By-laws. The following Amended and Restated By-laws are adopted as the By-laws of the Illinois Finance Authority.

ILLINOIS FINANCE AUTHORITY

BY-LAWS

ARTICLE I

ORGANIZATION

Section 1. Name. The name of the Authority shall be the Illinois Finance Authority (the "Authority"), as provided in Section 801-25 of the Illinois Finance Authority Act, 20 ILCS 3501/801-1 *et seq.* (the "Act").

Section 2. Status. The Authority is a body politic and corporate of the State of Illinois, duly organized and existing under the Act

Section 3. Principal Office. The principal office of the Authority shall be located at Chicago, Illinois. The Authority may maintain a branch office anywhere in the State, and may utilize, without payment of rent, any office facilities that the State may conveniently make available to it

Section 4. Seal. The corporate seal of the Authority shall be a circular disk, having described around the periphery thereof the words "Illinois Finance Authority", and in the center the word "Seal".

ARTICLE II

MEMBERSHIP

Section 1. Membership of the Authority. The Authority is comprised of fifteen (15) members appointed by the Governor, with the advice and consent of the Senate of the State of Illinois. The members of the Authority shall be persons of recognized ability and experience in one or more of the following areas: economic development, finance, banking, industrial development, small business management, real estate development, housing, health facilities financing, local government financing, community development venture finance, agricultural finance, construction, and labor relations.

Section 2. Term of Office. The provisions for the terms of office, vacancies and removal of members of the Authority are established in Section 801-15 of the Act.

Section 3. Powers. The members of the Authority shall possess and exercise all the powers granted in the Act, and by all other statutes of the State of Illinois specifically naming the Authority; and such other powers not inconsistent with the Act as are authorized by the general laws of the State of Illinois and as may be necessary to effectuate the purposes of the Act. The Executive Director or any committee of the Authority may carry out such responsibilities of the Authority as the Authority by resolution may delegate.

ARTICLE III

OFFICERS OF THE AUTHORITY

Section 1. Chairperson. The Chairperson of the Authority shall be selected by the Governor for a term of two years. The Chairperson shall preside at all meetings of the Authority and perform such other duties as shall be necessary or desirable by reason of his or her position as Chairperson or as may be directed by a duly adopted resolution of the Authority.

Section 2. Vice Chairperson or Acting Chairperson. At the direction of the Authority a Vice Chairperson or Acting Chairperson shall be elected by the Authority from among its members for a term expiring on the date of the next annual meeting following such election and if so elected he or she shall preside at meetings of the Authority and perform all duties incumbent upon the Chairperson during the absence or disability of the Chairperson.

Section 3. Secretary and Treasurer. The Authority shall appoint a Secretary and a Treasurer, who may, but need not, be members of the Authority, to hold office during the pleasure of the Authority. Before entering upon the duties of Secretary or Treasurer such person shall satisfy the applicable conditions and requirements specified in Section 845-40 of the Act. The Secretary shall keep the minutes of all meetings, maintain custody of the Authority seal, and shall execute such documents and perform such other duties as shall be directed by the Authority from time to time. The Treasurer shall collect, receive and deposit all funds of the Authority as provided by law.

Section 4. Assistant Secretary. The Authority may, but need not, appoint from time to time, one or more Assistant Secretaries who may, but need not be, a member or members of the Authority, to perform any of the duties imposed upon the Secretary unless the Authority or the Secretary shall otherwise direct.

Section 5. Executive Director. From nominations received from the Governor, the members of the Authority shall appoint an Executive Director. The Executive Director shall hold office for a one year term. The Executive Director shall be the chief administrative and operational officer of the Authority and shall direct and supervise its administrative affairs and general management and perform other such duties as may be prescribed by the members of the Authority from time to time.

Section 6. Continuation in Office Pending Appointment of Successor. The Chairperson and the Executive Director shall remain in office after the expiration of their term of office pending the appointment and qualification of their successor.

ARTICLE IV

MEETINGS

Section 1. Annual Meeting. The annual meeting of the Authority shall be held in July on such day and at such time and place as may be designated by the Authority, or in the absence of such action, by the Chairperson. The Authority shall hold an annual meeting in January of 2004 for the fiscal year ending June 30, 2004.

Section 2. Regular Meetings. The time, date and location of all regular meetings for the fiscal year in which the Annual Meeting takes place shall be established by resolution at the Annual Meeting. Immediately following such Annual Meeting, a schedule reflecting the time, date and location of the meetings so established shall be prepared, posted and distributed in accordance with the Open Meetings Act (5 ILCS 120/1 *et seq.*, as supplemented and amended) (the "Open Meetings Act"). The time, date and location of any regular meeting may be changed by resolution of the members of the Authority in compliance with the Open Meetings Act.

Section 3. Special Meetings. A special meeting of the Authority may be held upon call by the Chairperson, or any three (3) members of the Authority upon not less than forty-eight (48) hours notice to the public and each member of the Authority. Such notice shall specify the time, date and location of the meeting, include an agenda, and be given to the public in the form and manner specified by the Open Meetings Act.

Section 4. Emergency Meetings. An emergency meeting of the Authority may be held upon call by the Chairperson, or any three (3) members of the Authority. Notice of an emergency meeting shall be given as soon as practicable, but in any event prior to the holding of such meeting, to any news medium which has filed an annual request for such notice. Such notice shall specify the time, date and location of the meeting, include an agenda, and be given to the public in the form and manner specified by the Open Meetings Act. At the beginning of an emergency meeting, the chairman shall briefly describe, for the record, the emergency circumstance(s) and such comments shall appear in the minutes.

Section 5. Quorum and Voting. Eight (8) members of the Authority shall constitute a quorum. All official acts of the Authority shall require the approval of at least eight (8) members. All meetings shall be conducted at a single location within the State with a quorum of members physically present at this location. Other members who are not physically present at this location may participate in the meeting and vote on all matters by means of a video or audio conference in accordance with policies adopted by the Board from time to time. During the roll call of the members at any Authority meeting, the Secretary or Assistant Secretary shall call the name of the members physically present at the meeting and the name of those members participating by means of a video or audio conference. Each member participating by means of a video or audio conference shall be deemed authorized to attend, participate in, and vote at, the meeting once their name has been called into the roll of the members or called during any roll call vote of the members taken at such meeting.

Voting by the members on all official acts of the Authority, including, but not limited to, all resolutions, ordinances, by-laws, rules and regulations for the conduct of its business and affairs, shall be recorded. A member may make a statement for the record respecting the reasons for the casting of his or her vote. Any member wishing to do so shall declare "with a statement" after responding to roll call and casting his or her vote. Upon the completion of voting by the members on any particular official act of the Authority, and before the recording of such voting, the Chairperson shall call upon each member who has declared an intention to make a statement. Each such member, when called upon by the Chairperson, shall make a concise statement respecting any reasons for the casting of his or her vote. Such a statement shall be recorded with the member's vote. Any vote of a member at any meeting or on any issue shall be cast by the member and not by proxy.

Section 6. Order of Business and Agenda. The Executive Director in consultation with the Chairperson shall establish the agenda for meetings of the Authority, provided that the Chairperson or any two (2) members of the Authority may direct that a matter be placed on the agenda. Unless otherwise provided by law, the Act, rules of the Authority or these By-Laws, the business of the Authority at any regular or special meeting shall be conducted pursuant to Robert's Rules of Order Newly Revised (2000 ed.).

Section 7. Written Minutes. The Secretary shall keep written minutes of all meetings of the Authority which shall contain, at a minimum, the following: a) the date, time and location of the meeting; b) the members of the Authority recorded as either present or absent; c) whether the members of the Authority are attending the meeting in person or by other means; d) the specific wording of resolutions adopted; e) a general description of all matters proposed, discussed or decided; and f) a record of any vote taken, together with any statement made for the record by any member respecting his or her vote. Said minutes shall be made available for public inspection in accordance with the Open Meetings Act (5 ILCS 120, *et seq.).*

Section 8. Conflicts. In the event of a conflict, the provisions of the Act, as amended from time to time, shall supersede these By-Laws.

ARTICLE V

ADMINISTRATIVE PERSONNEL

Section 1. Controller. The Authority may, upon such terms and conditions as it shall deem proper, employ a Controller who shall have custody of the Authority's financial records, and who shall keep or cause to be kept full and accurate books and records of the accounts of the Authority. The Controller, if one is employed, shall exercise all powers and duties as may from time to time be assigned to him or her by the Authority. Before entering upon the duties of Controller, such person so employed shall execute a bond with a corporate surety. Such surety bond shall be in an amount and by such surety company as the members may determine. Such surety bond shall be conditioned upon the faithful performance of the Controller of his or her duties, and shall be executed by a surety company authorized to transact business in the State of Illinois as surety.

Section 2. Assistant Executive Directors. The Authority may employ one or more Assistant Executive Directors upon such terms and conditions as the Authority shall deem proper.

Section 3. Other Personnel. The Authority may engage the services of such other agents and employees, including attorneys, appraisers, engineers, accountants, credit analysts and other consultants, as it may deem advisable, and may prescribe their duties and fix their compensation.

ARTICLE VI

ADMINISTRATION

Section 1. Audit and Accounting Procedures. The accounts and books of the

Authority, including its receipts, disbursements, contracts and other matters relating to its finances, operation and affairs shall be examined and audited at the end of each fiscal year by the Auditor General or by a firm of certified public accountants which shall certify its audit to the Comptroller of the State of Illinois.

Section 2. Fiscal Year. The initial fiscal year of the Authority shall end on June 30, 2004. Each subsequent fiscal year for the Authority shall commence on the first of July.

Section 3. Annual Budget/Salary Schedule. The Authority shall not incur any obligations for salaries, office or other administrative expenses prior to the making of appropriations to meet such expenses. At the beginning of each fiscal year, the Executive Director shall present a tentative budget for consideration by the members of the Authority. Approval of such budget shall be deemed as appropriating funds to meet such expenses. Additionally, the members of the Authority shall establish the salary of the Executive Director for the fiscal year, and the Executive Director shall establish a salary schedule for the employees of the Authority for the fiscal year. The Executive Director shall report to the members of the Authority the employee salary schedule. The salaries established for the prior fiscal year shall remain in effect until the new salaries for the forthcoming or current fiscal year are established. At any time during the fiscal year, the budget and salary of the Executive Director may be amended by a vote of the members of the Authority and the employee salary schedule may be amended by the Executive Director (in which case such amendment shall be reported to the members of the Authority); any such amendment is to be deemed an additional or supplementary appropriation of funds. Prior to January 31, 2004, the members shall approve the budget of the Authority for the initial fiscal year.

Section 4. Reports. As soon after the end of each fiscal year as may be expedient, the Authority shall cause to be prepared and printed a complete report and financial statement of its operations and of its assets and liabilities. A reasonably sufficient number of such reports shall be printed for distribution to persons interested, upon request, and a copy thereof shall be filed with the Governor, the Secretary of State, the Comptroller, the Secretary of the Senate and the Chief Clerk of the House of Representatives of the State of Illinois.

Section 5. Execution of Documents. All contracts and agreements entered into by the Authority shall, except for those instances described in Section 7 of this Article, or unless the members by resolution otherwise direct, be executed on behalf of the Authority by the Chairperson, Executive Director, any Assistant Executive Director or Treasurer, and may be attested to by the Secretary or any Assistant Secretary. Nothing in these By-Laws shall be deemed to limit in any manner the right of the members by resolution adopted at a meeting to delegate other or different officers to execute a specific document or documents at any time. Nothing in these By-Laws shall be deemed to prohibit the use of facsimile signatures where compliance has been had with -the Uniform Facsimile Signature of Public Officials Act of the State of Illinois. (30 ILCS 320/1 *et seq.*, as supplemented and amended).

Section 6. Deposit and Withdrawal of Authority Funds. All funds deposited by the Treasurer in any bank shall be placed in the name of the Authority and shall be withdrawn and paid out only by check or draft upon the bank, signed by (i) the Treasurer and countersigned by the Chairperson or the Executive Director; (ii) the Chairperson and countersigned by the Treasurer or the Executive Director or (iii) the Executive Director and countersigned by the Treasurer or the Chairperson. The Authority, by resolution, may designate any of its members or any officer or employee of the Authority to affix the signatures of the Executive Director, Chairperson and Treasurer to any check or draft for payment of any salaries or wages, and for payment of any other obligation of not more than twenty-five hundred dollars ($2,500.00).

Section 7. Financing Resolutions. Whenever the Authority shall adopt a bond resolution or other resolutions authorizing a financing transaction, the Executive Director, the Treasurer and any officer or employee designated by the Executive Director, shall then be authorized to execute all documents and make all elections as may be necessary or appropriate to effectuate the intent of the Authority to complete or administer the transaction approved by such resolution.

Section 8. Transactions Under Prior Documents. The Executive Director, the Treasurer, and any officer or employee designated by the Executive Director, is authorized to execute all documents and make all elections as may be necessary or appropriate to administer transactions undertaken or approved by any Predecessor Authority, as defined in Section 845-75 of the Act.

ARTICLE VII

INDEMNIFICATION

Section 1. General. The Authority shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Authority) by reason of the fact that the person is or was a member, officer or employee of the Authority, against expenses (including attorneys' fees) judgments, fines and amounts paid in settlement actually and reasonably incurred by the person in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Authority, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interests of the Authority, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

Section 2. Derivative Claims. The Authority shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Authority to procure a judgment in its favor by reason of the fact that the person is or was a member, officer or employee of the Authority, against expenses (including attorneys fees) actually and reasonably incurred by the person in connection with the defense or settlement of suit if the person acted in good faith and in a manner the person' reasonably believed to be in or not opposed to the best interests of the Authority, and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his or her duty to the Authority unless and only to the extent that the Chancery Division, Circuit Court of Cook County, State of Illinois, or the court in which such action or suit was brought, shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court shall deem proper.

Section 3. Expenses. To the extent that any person referred to in Sections 1 or 2 of this Article has been successful on the merits or otherwise in the defense of any action, suit or proceeding referred to therein or in the defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by him or her in connection therewith.

Section 4. Authorization for Indemnification. Any indemnification under Sections 1 or 2 of this Article (unless ordered by a court) shall be made by the Authority only as authorized in a specific case upon a determination that indemnification of the member, officer or employee is proper in the circumstances because he or she has met the applicable standard of conduct set forth in Sections 1 or 2 of this Article. Such determination shall be made (i) by the members of the Authority by the affirmative vote of at least eight (8) members who were not parties to such action, suit or proceeding, or (ii) pursuant to the direction of the members, by independent legal counsel expressed in a written opinion.

Section 5. Advancement of Funds for Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Authority in advance of the final disposition of such action, suit or proceeding upon delivery to the Authority of a written undertaking by or on behalf of the member, officer or employee to repay all amounts so advanced if it should be determined ultimately, as provided herein, that such person is not entitled to indemnification as provided in this Article.

Notwithstanding the foregoing, no advance shall be made by the Authority if a determination is reasonably and promptly made (i) by the members of the Authority by the affirmative vote of at least eight (8) members who were not parties to such action, suit or proceeding, or (ii) pursuant to the direction of the members, by independent legal counsel expressed in a written opinion, that, based on the facts known to the Board or independent counsel at the time such determination is made, such person acted in bad faith and in a manner that such person did not believe to be in or not opposed to the best interests of the Authority, or with respect to a criminal proceeding, that such person believed or had reasonable cause to believe his conduct was unlawful. In no event shall the Authority be required to advance any expenses to a person against whom the Authority brings a claim, in a proceeding, alleging that such person has breached his or her duty of loyalty to the Authority, committed an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law.

Section 6. Non-exclusive. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a person seeking indemnification may be entitled under any statute, by-law, agreement, vote of disinterested members or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a member or officer and shall inure to the benefit of the heirs, executors and administrators of such a person.

Section 7. Insurance. The Authority shall have power to purchase and maintain insurance on behalf of any person who is or was a member, officer, employee or agent of the Authority, or is or was serving at the request of the Authority as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against the person and incurred by the person in any such capacity, or arising out of the person's status as such, whether or not the Authority would have the power to indemnify the person against such liability under the provisions of this Article.

ARTICLE VIII

AMENDMENTS

These By-Laws may be amended by the affirmative vote of not less than eight (8) members of the Authority at any meeting, provided ten (10) days written notice of the proposed amendment has been given to all members. Such notice may, however, be waived if all members are present and if unanimous consent is given to the adoption of the amendment

Section 3. Enactment This resolution shall take effect immediately. If any section, paragraph or provision of this resolution shall be held to be invalid or unenforceable for any reason, the invalidity or unenforceability of such section, paragraph or provision shall not affect any of the remaining provisions of this resolution.

Adopted this 10th day of July, 2007, by roll call vote as follows:

Ayes:

Nays:

Abstain:

Absent:

____

Secretary

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ILLINOIS FINANCE AUTHORITY
BOARD MEETING
July 10, 2007
Chicago, Illinois

EXECUTIVE SESSION
8:30 a.m.
Illinois Finance Authority
180 N. Stetson, Suite 2555

- Opening Remarks
- Executive Director's Report
- Financials
- Staff Reports
- Project Reports
- Adjournment

BOARD MEETING
11:30 a.m.
Mid-America Club
200 E. Randolph Drive, 80th Floor
Chicago, Illinois

AGENDA

- Call to Order
- Chairman's Report
- Roll Call
- Executive Director's Report
- Acceptance of Financials
- Approval of Minutes
- Approval of FY 2008 Budget
- Project Approvals
- Resolutions / Amendments