

**MINUTES OF THE REGULARLY SCHEDULED 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 its regularly scheduled meeting at 11:30 a.m., on November 8, 2005 at the Plaza Club, One Prudential Plaza, 130 E. Randolph Street, 40<sup>th</sup> floor, Chicago, Illinois.

**Members Present:**

James J. Fuentes  
Demetris A. Giannoulas  
Michael W. Goetz  
David C. Gustman  
Edward H. Leonard  
Martin H. Nesbitt  
Andrew W. Rice  
Juan B. Rivera  
Lynn F. Talbott  
Joseph P. Valenti

**Members Absent:**

Magda M. Boyles  
Ronald E. DeNard  
Dr. Roger D. Herrin  
Terrence M O'Brien  
Bradley A. Zeller

**GENERAL BUSINESS**

**Call to order**

Chairman Gustman called the meeting to order at 11:35 AM with the above members present.

**Chairman's Welcome**

On behalf of the Board, Chairman Gustman welcomed everyone present and shared that projects being presented for approval today total almost \$0.5 billion and are expected to create 1,566 new jobs and 2,211 constructions jobs. Chairman Gustman also introduced Lynn F. Talbott, Illinois Finance Authority's newest board member.

**Roll Call**

Chairman Gustman asked Secretary Burgess Jones to call the roll. There being ten members present, a quorum was declared.

**Approval of October 2005 Minutes**

Upon a motion by Mr. Rivera and seconded by Mr. Nesbitt, Chairman Gustman requested a roll call vote to approve the October 11, 2005 Minutes. The motion was approved with 10 ayes, 0 nays, and 0 abstentions.

## **Interim Executive Director's Report**

Interim Executive Director Rendleman gave an overview of the projects being presented to Board members this month, noting that there are twenty-two projects totaling over \$500M. Director Rendleman also shared that Illinois Finance Authority's financial position currently exceeds its performance plans, and IFA is very pleased to continue to present such diverse projects that positively impacts the State's economy and contribute to creating job growth throughout Illinois.

### **Resolutions**

**Resolution 2006-15:** Establishes the Illinois Finance Authority's Healthcare Initiative Private Placement Program for Small and Mid-Size Rural and Urban Not-for-Profit Hospitals, Critical Access Hospitals, and Community Providers of Behavioral Healthcare Services in the State of Illinois.

**Resolution 2006-16:** Authorizes the acceptance of a \$4M Grant from the Illinois Clean Energy Community Foundation and authorizes the creation of the Renewable Energy Development ("RED") Fund Loan Participation Program and RED Fund Loan Guaranty Program.

Director Rendleman provided a summary of each Resolution. Chairman Gustman requested leave to apply the last unanimous vote to each Resolution. Leave was granted. The above Resolutions were approved with 10 ayes, 0 nays, and 0 abstentions. (2006-15 and 2006-16)

### **Projects**

- No. 1:        **A-LL-TX-695 – Alan R. and Kimberly A. Rutger**  
Requests approval of a Participation Loan to purchase 576 acres of farmland and farm equipment in an amount not-to-exceed \$322,000.
- Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-01)
- No. 2:        **A-LL-TX-688 – Ray R. and Loretta K. Aden**  
Requests approval of a Participation Loan to purchase farmland in an amount not-to-exceed \$150,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-02)

- No. 3: **A-DR-TX-GT-684 – Rust Farms, Inc.**  
Requests approval of an Agricultural Debt Restructuring Loan in an amount not-to-exceed \$50,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-03)

- No. 4: **A-SG-TX-GT-685 – Tory and Wendy Zimmerman**  
Requests approval of a Specialized Livestock Guarantee in an amount not-to-exceed \$500,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-04)

- No. 5: **E-PS-TE-CD-683 – The Roman Catholic Diocese of Joliet, organized as a Trust (All Saints Catholic Academy)**  
Requests preliminary approval of 501(c)(3) Bonds to refinance taxable loans, capitalize interest and fund bond issuance costs in an amount not-to-exceed \$13,000,000. This project is expected to create 7 new jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-05)

- No. 6: **E-PS-TE-CD-693 – The Latin School of Chicago**  
Requests preliminary approval of 501(c)(3) Bonds for demolition and new building construction, renovations, refinance bonds, capitalize interest and fund legal and professional costs in an amount not-to-exceed \$35,000,000. This project is expected to create 11 new jobs and 300 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-06)

- No. 7: **M-CH-TE-CD-556 – Plum Creek of Rolling Meadows, LP**  
Requests preliminary approval of Multi-family Housing Revenue Bonds to refinance construction loans, capitalize interest, fund debt service reserve and pay bond issuance costs in an amount not-to-exceed \$12,000,000. This project is expected to create 50 new jobs and 100 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-07)

No. 8

**N-NP-TE-CD-402 – Huskies Hockey Club**

Requests final approval of Conduit 501(C)(3) Bonds to acquire and improve a 7.5 acre site, construction, renovations, finance capitalized interest, establish debt reserve and pay certain bond issuance costs in an amount not-to-exceed \$18,000,000. This project is expected to create 10 new jobs and 150 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-08)

No. 9

**E-PC-TE-CD-660 – Illinois Wesleyan University**

Requests final approval of 501(c)(3) Bonds to finance costs of purchasing and installing, repairing and replacing dormitory building sprinklers in an amount not-to-exceed \$18,300,000. This project is expected to create 12 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-09)

No. 10

**N-NP-TE-CD-519 – The Thresholds**

Requests final approval of 501(c)(3) Bonds to purchase land, building renovations, equipment and fund issuance costs in an amount not-to-exceed \$8,000,000. This project is expected to create 36 new jobs and 100 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-10)

No. 11

**I-ID-TE-CD-410 – Central City Studios, LLC**

This project was withdrawn. No vote taken.

No. 12

**I-ID-TE-CD-694 – Pollman North America, Inc.**

Requests preliminary approval of Industrial Revenue Bonds to acquire a 4.26 acre site, construct and equip a manufacturing site in an amount not-to-exceed \$6,000,000. This project is expected to use up to \$6,000,000 in IFA Volume Cap. This project is expected to create 16 new jobs and 95 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-12)

No. 13

**I-ID-TE-CD-522 – Barton Manufacturing**

Requests final approval of Industrial Revenue Bonds to finance construction and additions to an industrial plant, purchase machinery and equipment and pay certain issuance costs in an amount not-to-exceed \$3,000,000. This project received \$3,000,000 in IFA Volume Cap. This project is expected to create 25 new jobs and 15 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-13)

No. 14

**B-LL-TX-689 – CoBatCo**

Requests approval of a Participation Loan to finance construction and purchase new equipment in an amount not-to-exceed \$500,000. This project is expected to create 4 new jobs and 15 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-14)

No. 15

**B-LL-TX-690- DVA Development (The Spotted Cow, Inc.)**

Requests final approval of a Participation Loan to finance land acquisition and construction for a commercial building in an amount not-to-exceed \$475,000. This project is expected to create 10 new jobs and 19 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-15)

No. 16

**B-LL-TX-686 – Spring Green Lodge**

Requests final approval of a Participation Loan to finance construction and provide permanent financing for a lodge and conference center in an amount not-to-exceed \$1,000,000. The applicant also is requesting approval of \$500,000 to establish a Debt Service Reserve Fund. This project is expected to create 30 new jobs and 60 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-16)

No. 17

**H-SL-RE-TE-CD-661 – Clare Oaks**

Requests preliminary approval of 501(c)(3) Bonds for development, marketing, and construction, payoff existing bridge loan, fund a portion of the interest payment, establish Debt Service Reserve Funds, and pay issuance costs in an amount not-to-exceed \$120,000,000. This project is expected to create 450 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-17)

No. 18

**H-HO-TE-CD-691 – Sinai Health System and Mount Sinai Hospital Medical Center of Chicago**

Requests preliminary approval of 501(c)(3) Bonds to pay or reimburse the borrower for cost of acquiring certain capital equipment, refinance a taxable loan and pay certain related expenses in an amount not-to-exceed \$7,300,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions/present. (05-11-18)

No. 19

**H-CP-TE-CD-653 – Milestone, Inc.**

Requests final approval of 501(c)(3) Bonds to refinance existing tax-exempt debt and pay issuance costs in an amount not-to-exceed \$4,000,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-19)

No. 20

**H-HO-TE-CD-654 – Silver Cross Hospital**

Requests final approval of 501(c)(3) Bonds to fund new money projects, refinancing, fund Debt Service Reserve and pay issuance costs in an amount not-to-exceed \$150,000,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions/present. **(05-11-20)**

No. 21

**H-SL-RE-TE-CD-604 – Smith Village**

Requests final approval of 501(c)(3) Bonds to pay for development, marketing, construction and other related costs, refund outstanding debt, fund a portion of the interest payment, establish Debt Service Reserve Funds and, pay issuance costs, in an amount not-to-exceed \$80,000,000. This project is expected to create 90 new jobs and 450 construction jobs.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. **(05-11-21)**

No. 22

**H-HO-TE-CP-655 – The Rehabilitation Institute of Chicago**

Requests final approval of Conduit 501(c)(3) Commercial Paper Revenue Notes. Proceeds will provide interim financing for the acquisition of a new Health Information System (HIS) in an amount not-to-exceed \$20,000,000.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. **(05-11-22)**

**Amendments / Resolutions**

**Amendatory Resolution 05-11-23.**

Request to defer payment for Agri-Industry Guaranteed Loan to Kent Pearl Valley Cheese Company (A-AI-GT-TX-409) 60 days and to subsequently defer principal payments for an additional 60 days.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions **(05-11-23)**

**Amendatory Resolution 05-11-24**

Request to Extend a Commitment Until May 8, 2006 for a Participation Loan to Francisco and Cecilia Barrera/Durango Products, Inc., d/b/a Junior Produce (B-LL-TX-418).

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-24)

**Resolution 05-11-25**

Authorizing Extension of IFA Commercial Paper Revenue Notes Rollovers for 5 Years.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-25)

**Resolution 05-11-26**

Authorizing the execution and delivery of a First Supplemental Indenture of Trust supplementing and amending the Indenture of Trust, dated as of July 1, 2004 between the Illinois Finance Authority and Amalgamated Bank of Chicago, as Trustee securing \$13,395,000 Adjustable Rate Demand Revenue Bonds, Series 2004 for Kohl Children's Museum of Greater Chicago, Inc.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-26)

**Resolution 05-11-27**

Authorizing the execution and delivery of a First Supplemental Loan Agreement supplementing and amending the Loan Agreements by and between Evanston Northwestern Healthcare Corporation and the Illinois health Facilities Authority to provide revisions to the liquidity covenant contained in each loan agreement and authorizing and approving certain other matters.

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted. The motion was approved with 10 ayes, 0 nays, and 0 abstentions. (05-11-27)

**Acceptance of October 2005 Financial Statements**

Chairman Gustman requested leave to apply the last unanimous vote. Leave was granted  
The motion was 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. Leonard and seconded by Mr. Giannoulis the meeting adjourned at  
approximately 12:38 p.m.

Respectfully Submitted,

Carla B. Burgess Jones, Secretary