ILLINOIS FINANCE AUTHORITY REGULAR MEETING OF THE MEMBERS

REPORT OF PROCEEDINGS had at the
Regular Meeting of the Illinois Finance Authority held Tuesday, March 10, 2020 at 9:30 a.m., pursuant to notice at 160 North LaSalle, Chicago, Illinois.

PRESENT:

ERIC ANDERBERG, Chairman
JAMES FUENTES
MICHAEL GOETZ
WILLIAM HOBERT
ARLENE JURACEK
LYLE McCOY
TERRENCE O'BRIEN
BRADLEY ZELLER
LERRY KNOX (via audio conference)
ROXANNE NAVA (via audio conference)
ROGER POOLE (via audio conference)
BETH SMOOTS (via audio conference)
ROXANNE NAVA (via audio conference)
J. RANDALL WEXLER (via audio conference)

ILLINOIS FINANCE AUTHORITY STAFF:
CHRISTOPHER MEISTER, Executive Director
ELIZABETH WEBER, General Counsel and Legal
Advisor to the Board
JACOB STUCKEY, Deputy Executive Director
RICH FRAMPTON, Executive Vice President
SARA PERUGINI, Vice President, Healthcare/CCRC
BRAD FLETCHER, Vice President
XIMENA GRANDA, Manager of Finance \&
Administration


Members physically present in the room has been constituted.

At this time, $I$ would like to ask if any Members would like to attend via audio conference?

I believe we have Member Knox?
MEMBER KNOX: Here.
MR. FLETCHER: And you are requesting to attend via audio conference due to employment purposes?

MEMBER KNOX: That is correct.
MR. FLETCHER: Thank you.
Next I believe we have Member Nava.
MEMBER NAVA: Yes, I'm here as well. I'm
requesting to attend because of family or other emergencies due to my recent travel to Italy two and a half weeks ago.

MR. FLETCHER: Thank you for calling in.
I believe next we have Roger Poole.
I believe we have Roger Poole.
MEMBER POOLE: Yes, Roger Poole. I'm requesting to attend via audio conference due to employment purposes.

MR. FLETCHER: Thank you.

Ms. Smoots.
MEMBER SMOOTS: This is Beth Smoots. I'm requesting to attend via conference due to personal illness or disability.

MR. FLETCHER: And I believe we have Mr. Wexler as well.

MR. WEXLER: Yes, here. I am requesting
to attend by phone due to employment purposes.
MR. FLETCHER: Thank you.
Is there a motion to -- sorry.
CHAIR ANDERBERG: Thank you. Is there a
motion to approve the requests pursuant to the bylaws and policies of the Authority?

MEMBER FUENTES: So moved.
MEMBER HOBERT: Second.
CHAIR ANDERBERG: We have a motion and a second.

All those in favor.
(A chorus of ayes.)
Opposed?
(No response)
The ayes have it.
MR. FLETCHER: Mr. Chairman, Members
Knox, Nava, Poole, Smoots, and Wexler have been
added to the initial quorum roll call.
CHAIR ANDERBERG: Thank you.
Does anyone wish to make any
additions, edits, or corrections to today's agenda?
(No response.)
Hearing none, I would like to request a motion to approve the agenda. Is there such a motion?

MEMBER GOETZ: So moved.
MEMBER JURACEK: Second.
CHAIR ANDERBERG: Motion by Mr. Goetz, second by Ms. Juracek.

All those in favor?
(A chorus of ayes.)
Opposed?
(No response.)
The ayes have it.
Is there any public comment for the Members today?
(No response.)
Okay. We will try to make this -move this meeting on. I would like to thank the staff today for accommodating -- Number 1, I would like to thank the Board Members that showed up today
and those on the phone and thank you, Ms. Nava, for attending by phone today. But $I$ would like to just thank the staff for accommodating due to the current health concerns we have.

Mr. Meister.
MR. MEISTER: Hey, thank you,
Mr. Chairman. Again, $I$ echo your thanks to all of the Members.

Just to let everybody know, we've been in touch with outside counsel with some proposed language to the Open Meetings Act that would be applicable to the Authority and other entities under the Open Meetings Act. So we're in the process of doing that, if the current health-related situation continues.

Among the staff here at the Authority, we're working on appropriate social distance that has been recommended and organizing our operations. Along those lines, both within the office and then working remotely where that is possible.

On the matter of the SLF or the
Supportive Living Facilities for St. Anthony and Deer Path, I do want to inform the Members that

Kristin Faust, the Executive Director of the Housing Development Authority, and $I$ have been in contact over the past couple of weeks. We shared a draft of the project summary with her so we have executive director to executive director contact with the Housing Development Authority on housing-related issues.

And the final note is that with respect to the Better Housing Foundation reporting in various media, Deputy Executive Director Jacob Stuckey will be highlighting those recent reports when he speaks to the Members. Thanks.

CHAIR ANDERBERG: Thank you, Chris.
Committee Reports. Member McCoy. MEMBER McCOY: Thank you. Thank you, Mr. Chairman.

The Conduit Financing Committee met earlier this morning and voted unanimously to recommend for approval the following New Business items on today's agenda:

Christian Homes, Inc.; St. Anthony SLF and Deer Path SLF; University of St. Francis; Beginning Farmer bonds for Zachary Knobloch and Brandon Fredrickson; and a resolution for Roosevelt

University.
CHAIR ANDERBERG: Thank you, Lyle. Mr. Fuentes.

MEMBER FUENTES: The Direct and
Alternative Finance Committee met earlier this morning and voted unanimously to recommend for approval the following New Business item on today's agenda: Integrity Financial Services.

CHAIR ANDERBERG: Okay. Thank you.
I would like ask for the general consent of the members to consider New Business Items 1 through 6 collectively, and to have the subsequent recorded vote applied to each respective, individual item unless there are any specific New Business items that a Member would like to consider separately.

MEMBER GOETZ: Chairman, I would like to just clarify something regarding Item No. 2 , the St. Anthony SLF and Deer Path SLF: In April of 2012, I abstained from a vote on this project because $I$ was at that time involved in the day-to-day operations of Laborers' Home Development Corporation, which shared a material vendor, Gardant Management Solutions, with both of these SLFs. I am
no longer responsible for the day-to-day operations of Laborers' Home, so I will not be abstaining from voting on these projects today.

CHAIR ANDERBERG: Thank you.
MR. FLETCHER: Okay. At this time, I
would like to note that for each Conduit New Business item presented on today's agenda, including Items 1, 2, 3, 4A and 4B, the Members are considering approval only of the Resolution and the not-to-exceed amount contained therein.

First, under the Conduit Financing Projects, Item 1 is Christian Horizons Obligated Group.

Item 1 is a Conduit 501(c)(3) Revenue Bond multi-state request. Staff requests approval of a one-time Final Bond Resolution for Christian Horizons Obligated Group in an amount not-to-exceed \$75 million.

## Pursuant to the Final Bond

Resolution, the Bonds may be issued in one or more series of tax-exempt and taxable, fixed rate bonds, sold in a public offering by B.C. Ziegler and Company. Christian Horizons Obligated Group has a current long-term debt rating of BBB- from Fitch
with a stable outlook, which the Obligated Group expects Fitch to affirm and also assign to the new Bonds in mid-March.

Bond proceeds will be used by
Christian Homes, Inc., who is the borrower, or one or more corporate affiliates thereof, for both new money and refinancing purposes.

Does any Member have any questions or comments?
(No response.)
Item No. 2, St. Anthony SLF, LLC, and
Deer Path SLF, LLC.
Item 2 is a request for one-time consideration of a Final Bond Resolution in a not-to-exceed amount of $\$ 45$ million on behalf of St. Anthony SLF, LLC and Deer Path SLF, LLC.

The St. Anthony project in Lansing and the Deer Path project in Huntley were each developed under the Illinois Department of Healthcare and Family Services' Supportive Living Facility Program, which was developed to provide an affordable assisted living option to Medicaid-eligible seniors with disabilities and non-seniors aged 22-64.

The Department's Daily Medicaid Reimbursements to SLF facilities are indexed by statute at an amount not less than 54.3 percent of the weighted average daily nursing home reimbursement by designated Illinois Department of Healthcare Family Services region.

Accordingly, SLF facilities reduce costs to the state compared to housing these same residents in a nursing home, while enabling these residents to also live more independently.

The St. Anthony SLF is a 125-unit SLF targeted to seniors in Lansing which is in Southern Cook County, while the Deer Path SLF is a 128-unit SLF targeted to non-seniors aged 22-64 with physical disabilities in Huntley, which is located in Northern Kane County.

The co-borrowers have applied for two-project financing to be rated by $S \& P$ on a portfolio basis.

The Underwriter is anticipating investment grade ratings in the Single $A-/ H i g h \quad B B B$ range for the Senior Tax-Exempt $2020 A$ and Senior Taxable $2020 B$ Bonds based on pro forma results.

Based on the Sources and Uses table
reported on Page 2, the net amount of non-rated debt attributable to these Projects will be reduced from $\$ 37.4$ million currently to just $\$ 2.785$ million in the Subordinate Series 2020 C Bonds upon closing. In addition to the $\$ 37.4$ million of Refunding Bonds, there will also be approximately \$8. 68 million of new, investment grade rated Senior Series 2020B Taxable Bonds. As noted in the Rationale section on Page 5 of the report, approximately $\$ 5.22$ million of the investment grade-rated 2020 B Taxable Bonds will finance accelerated payment of a performance-based Deferred Developer Fee associated with both the original Series 2012 Bonds. These performance-based Deferred Developer Fees have been accrued not paid as of yet.

The new Series 2020 Bonds will be structured to provide approximately level debt service payments and to reduce annual debt service payments compared to the existing Series 2012 Bonds, which each bear interest at 6.50 percent fixed.

Additionally, the final maturity dates will be extended from 2032 on the 2012 Bonds to 2050 on the Senior Tax-Exempt Series 2020A Bonds and to 2036 on the Senior Taxable Series 2020B

Bonds.
Finally, the Projects have featured strong occupancy rates since opening in August 2013 and as of January 2020 featured combined occupancy rates of approximately 96 percent and have posted strong debt service coverage.

As noted in the forecasts in the confidential section of the report, a 24 percent increase in the SLF Medicaid Daily Reimbursement Rate that went into effect on January 1, 2020 will provide even stronger debt service coverage going forward.

We had invited some guests to attend, but $I$ do not believe they have called in at this time.

Does any member have any questions or comments?
(No response.)
Moving on to Item 3, University of
St. Francis.
Item 3 is a 503(c)(3) Revenue Bond
request. Staff requests approval of a one-time Final Bond Resolution for University of St. Francis in an amount not-to-exceed $\$ 37$ million.

The bonds proceeds will be used to refund all of the outstanding Series 2013, Series 2016A, and Series 2016 B Bonds previously issued by the Authority on behalf of the borrower and to pay costs of issuance.

Wintrust Bank, National Association, or one of it affiliates will be the purchasing bank for this conduit transaction

Does any Member have any questions or comments?
(No response.)
Next is a Beginning Farmer Bond.
Item 4A is a one-time Final Bond Resolution requesting approval of a Beginning Farmer Bond for Zachary Paul Knobloch, who is purchasing 40 acres of farmland located in Stark County in the not-to-exceed amount of $\$ 200,000$. The State Bank of Toulon is the purchasing bank for this conduit transaction.

Does any Member have any questions or comments?
(No response.)
Item 4B is a one-time Final Bond
Resolution requesting approval of a Beginning Farmer

Bond for Brandon Fredrickson, who is purchasing 35 acres of farmland located in Warren County, in the not-to-exceed amount of $\$ 303,000$.

First Mid Bank and Trust is the purchasing bank for this conduit transaction.

Does any Member have any questions or comments?
(No response.)
Moving on to Direct and Alternative Financing.

Item 5 is a participation loan request. Staff requests approval of a one-time final resolution for Integrity Financial Services, Inc., in a maximum loan participation amount of $\$ 50,000$. Loan proceeds will be used by the borrower to finance a portion of the cost of leasehold improvements to a three-story, 28,800 square foot vacant warehouse located in Freeport, Illinois.

The Authority will purchase a 50 percent participation interest in a $\$ 100,000$ subordinate loan being funded by Northern Illinois Community Development Corporation and is equal to approximately 20 percent of the total project cost of $\$ 250,000$. The principal owner is a veteran of
the United States Air Force.
Does any Member have any questions or
comments?
(No response.)
Moving to Resolutions. First Conduit
Financing.
Item 6 is an Amendatory Resolution that amends the Final Bond Resolution approved at the January Board Meeting and referenced in the accompanying memorandum to reflect that Roosevelt University has now solely engaged Stern Brothers \& Company to serve as the Underwriter on the subject IFA Series 2020 Bonds, therefore replacing Wells Fargo Securities LLC.

The Amendatory Resolution will authorize the execution of a form of purchase contract among Roosevelt University, the IFA, and Stern Brothers \& Co as the Underwriter.

Does any Member have any questions or comments?
(No response.)
CHAIR ANDERBERG: Thank you, Brad.
All right. I would like to request a
motion to pass and adopt the following New Business

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Items: 1, 2, 3, 4A, 4B, 5, and 6.
                    Is there such a motion?
    MEMBER McCOY: So moved.
    MEMBER GOETZ: Second.
    CHAIR ANDERBERG: Motion by Mr. McCoy,
second by Mr. Goetz.
                            Will the Assistant Secretary please
call the roll?
    MR. FLETCHER: On the motion and second,
I will call the roll.
                                Mr. Goetz?
    MEMBER GOETZ: Yes.
    MR. FLETCHER: Mr. Fuentes?
    MEMBER FUENTES: Yes.
    MR. FLETCHER: Mr. Hobert?
    MEMBER HOBERT: Yes.
    MR. FLETCHER: Ms. Juracek?
    MEMBER JURACEK: Yes.
    MR. FLETCHER: Mr. Knox via audio
    conference?
                                    (No response.)
            We'll come back.
            Mr. McCoy?
    MEMBER MCCOY: Yes.
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MR. FLETCHER: Ms. Nava via audio conference?

MEMBER NAVA: Yes.
MR. FLETCHER: Mr. O'Brien?
MEMBER O'BRIEN: Yes.
MR. FLETCHER: Mr. Poole via audio conference?

MEMBER POOLE: Yes.
MR. FLETCHER: Ms. Smoots via audio conference?

MEMBER SMOOTS: Yes.
MR. FLETCHER: Mr. Wexler via audio conference?

MEMBER WEXLER: Yes.
MR. FLETCHER: Mr. Zeller?
MEMBER ZELLER: Yes.
MR. FLETCHER: Mr. Chairman?
CHAIRMAN ANDERBERG: Yes.
MR. FLETCHER: Lerry, did we lose you?
(No response.)
Mr. Chairman, the motion carries.
CHAIR ANDERBERG: Thank you.
MR. FLETCHER: This is Brad Fletcher.
Did someone just join the line?

MEMBER KNOX: Hi, this is Lerry Knox. Unfortunately, I dropped off and dialed back in. MR. FLETCHER: Was that a "yes" vote that I think $I$ heard on the project?

MEMBER KNOX: Yes.
MR. FLETCHER: Thank you, sir.
Mr. Chairman, the motion carries.
CHAIR ANDERBERG: Thank you.
MR. STUCKEY: On Tab 7, the Members will find a memo outlining the various news articles that have happened since the last Board meeting. You will find the articles behind them. You will find two articles from Crain's Chicago Business, an article from Bloomberg Briefs, an article from the Chicago Tribune, an article from the Bond Buyer, and an article from the Chicago Sun-Times.

I'm sorry if I didn't say this before, all these are in reference to the Better Housing Foundation.

Does any Member have any questions? (No response.)

Okay. On Tab 8, we wanted to keep the Members apprised of the recent meetings of the Firefighters' Pension Investment Fund and the Police

Officers' Pension Investment Fund. Both Funds have met multiple times. I was fortunate enough to attend the Police Officers' Pension Investment Fund meeting. I want to say that $I$ was impressed with their professionalism and the seriousness with which they're trying to fulfill their statutory role of this important mission and the Authority continues to work with them to provide not only the funding that was outlined in the statute but also any other support that we can provide the Funds.

Does anybody have any questions?
CHAIR ANDERBERG: I just have one comment on the media. The media just does not seem to understand the true role of the IFA. There's been some serious misrepresentation in the media in our involvement in the Better Housing Foundation. So... I wanted to put that on the record.

MEMBER GOETZ: I thought the one article treated us pretty fairly. I think it was the Sun-Times.

CHAIR ANDERBERG: There were a couple of articles that were not.

MR. FRAMPTON: The Bond Buyer.
MEMBER GOETZ: The Sun-Times, they kind
of just glossed over us, you know, saying these were conduit bonds.

## CHAIR ANDERBERG: Thank you.

MR. STUCKEY: Thank you.
MS. WEBER: Item 9 is Ethics
Considerations. Shortly, you will be receiving in the mail two economic disclosure forms that will need to be completed and filed with State entities. Samples of both those forms are included in your Board packet under Tab 9.

First, there's a statement of economic interest that you will be receiving in the mail from the Secretary of State around March 16; and second, you will be receiving a supplemental statement of economic interest from the state of Illinois Executive Ethics Commission around March 24.

Please do not complete the forms in the Board packet, which have been included for informational purposes only.

The original forms you receive in the mail should be completed and mailed to Mari Money for my review as ethics officer as required by law.

Please send your completed forms no
later than the next Board meeting in April for review or bring them with you to the Board meeting. We can file the forms for you at the appropriate State entity if no changes are needed.

Note that both forms will be a matter of public record. I'm always available to answer any questions about the forms and the process so please don't hesitate to contact me if you have any questions.

Does any Member have any questions? (No response.)

Thank you.
CHAIR ANDERBERG: Thank you, Elizabeth. Six.

MS. GRANDA: Good morning, everyone. The financial statements can be found in your blue folders. You will find the financial analysis memo and the financial statements.

The financial information for
February 29, 2020 is as follows:
It was a slow month in February. The
Authority recorded operating revenue of $\$ 190,000$, which is lower than the budgeted amount of $\$ 317,000$. This brings our total annual operating revenue to
$\$ 2.4$ million, which is $\$ 185,000$ lower than budget. This is due to lower than expected interest on loans and closing fees.

Our non-operating revenue for
February was $\$ 172,000$, which was higher than our monthly budgeted amount of $\$ 83,000$. This brings our total annual non-operating revenue to $\$ 805,000$, which is $\$ 144,000$ higher than budget. This is due to an increase in the appreciation of our securities.

Per our investment manager, yields have continued to decline, which means prices of the securities are rising. The C-virus fears are driving yields lower and prices are higher. The yields are at historical lows across our entire yield curve, meaning bond prices are very high.

In February, the Authority recorded operating expenses of $\$ 357,000$, which was lower than the monthly budgeted amount of $\$ 400,000$. The Authority posted this monthly result despite an increase in the Chicago office rent expense and recording a related adjustment in the occupancy costs that have occurred since October of 2019. Our total annual expenses of
$\$ 2.8$ million were $\$ 417,000$ or 13 percent lower than budget, which was mostly driven by below budget spending on employee-related expenses and professional services.

Our total net income for February was $\$ 5,000$, and this was due to lower than expected closing fees.

Our total annual net income is $\$ 377,000$. Again, the major driver of the annual positive bottom line continues to be the overall spending at 13 percent below budget and higher than expected interest and income and investment income due to the increasing prices under our securities.

The Authority's general operating fund continues to maintain a strong balance sheet with a total of net position of $\$ 60$ million and our total assets as $\$ 60.5$ million.

Moving on to Treasury. In February, the Authority issued two bonds in an aggregate amount of $\$ 60.8$ million. This brings our total bonds outstanding as of February 29, 2020 to \$24.6 billion.

And lastly, moving on to Audit, the two-year compliance examination for Fiscal Year 2018
and Fiscal Year 2019 is still on track. The Authority anticipates the compliance examination to be released late March or early April.

The internal audits are still on track. At this time, the staff has nothing to report.

Are there any questions?
(No response.)
Thank you.
CHAIR ANDERBERG: I would like to reqeust a motion to accept the financial reports.

Is there such a motion?
MEMBER GOETZ: So moved.
MEMBER JURACEK: Second.
CHAIR ANDERBERG: Moved by Mr. Goetz, second by Ms. Juracek.

All those in favor?
(A chorus of ayes.)
Opposed?
(No response.)
The ayes have it.
Monthly Procurement.
MR. STUCKEY: Mr. Holloway was unable to make the meeting today as he had some scheduled time
off.
Under the Procurement Tab, you will find the Procurement Report of activity since prior Board report. I would like to draw the attention to the Members of the second page. We have a couple of contracts that are expiring mid-2020. The Authority is working on those procurements and we'll up have updates probably by the next Board meeting. CHAIR ANDERBERG: Thank you. MR. STUCKEY: Thank you. CHAIR ANDERBERG: Does anyone wish to make any additions, edits, or corrections to the minutes from February 11?
(No response.)
Hearing none, $I$ would like to request a motion to approve the minutes.

Is there such a motion?
MEMBER GOETZ: So moved.
MEMBER FUENTES: Second.
CHAIR ANDERBERG: Motion by Mr. Goetz, second by Mr. Fuentes.

All those in favor?
(A chorus of ayes.)
Opposed?
(No response.)
The ayes have it.
Is there any other business to come before the Members?
(No response.)
Before we move to adjourn later on here, I would like to thank everyone for showing up today and everyone by conference, and $I$ have been informed by the Executive Director that going forward, the Authority will monitor the current health situation and they are working with the legislature to change the laws to, in case need be, we can do meetings by audio conference while this situation persists.

So again, thank you, everyone today.
I'd like to request a motion to
excuse the absences of Members unable to participate today.

Is there such a motion?
MEMBER ZELLER: So moved.
MEMBER GOETZ: Second.
CHAIR ANDERBERG: There's a motion and second. All those in favor?
(A chorus of ayes.)

|  | Page 28 |
| :---: | :---: |
| 1 | Opposed? |
| 2 | (No response.) |
| 3 | The ayes have it. |
| 4 | Is there any matter for discussion in |
| 5 | closed session? |
| 6 | (No response.) |
| 7 | Hearing none, the next regularly |
| 8 | scheduled meeting will be April 14. |
| 9 | I would like to request a motion to |
| 10 | adjourn. Is there such a motion? |
| 11 | MEMBER GOETZ: So moved. |
| 12 | MEMBER HOBERT: Second. |
| 13 | CHAIR ANDERBERG: Motion and second, all |
| 14 | those in favor? |
| 15 | (A chorus of ayes.) |
| 16 | Opposed? |
| 17 | (No response.) |
| 18 | The ayes have it. Thank you, |
| 19 | everyone. |
| 20 | MR. FLETCHER: The time is 9:59 a.m. |
| 21 | (WHEREUPON, which were all the |
| 22 | proceedings had in the above |
| 23 | entitled cause.) |
| 24 | (Off the record at 9:59 a.m.) | REPORTER CERTIFICATION $\quad$ Page 29 Reporter of the State of Illinois, do hereby certify that $I$ reported in shorthand the proceedings had at the meeting aforesaid, and that the foregoing is a true, complete and correct transcript of the proceedings of said meeting as appears from my stenographic notes so taken and transcribed under my personal direction.

IN WITNESS WHEREOF, I do hereunto set my hand at Chicago, Illinois, this June 3, 2020.


JO ANN LOSOYA
C.S.R. No. 084-002437

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