

ILLINOIS FINANCE AUTHORITY

November 30, 2017

9:30 a.m.

SPECIAL MEETING

Michael A. Bilandic Building

160 North LaSalle Street

Suite S-1000

Chicago, Illinois 60601

- I. Call to Order & Roll Call
- II. Approval of Agenda
- III. Chairman's Remarks
- IV. Message from the Executive Director
- V. Presentation and Consideration of the Project Report and Resolution
- VI. Other Business
- VII. Public Comment
- VIII. Adjournment

PROJECT REPORTS AND RESOLUTIONS

HEALTHCARE PROJECTS

Tab	Project Name	Location	Amount	New Jobs	Const. Jobs	Staff
501(c)(3) Revenue Bonds						
<i>Final (One-Time Consideration)</i>						
1	Hospital Sisters Services, Inc.	Illinois: Decatur (Macon County), Litchfield (Montgomery County), Shelbyville (Shelby County), Springfield (Sangamon County), Effingham (Effingham County), Breese (Clinton County), Greenville (Bond County), Highland (Madison County), O'Fallon (St. Clair County); Wisconsin: Chippewa Falls (Chippewa County), Eau Claire (Eau Claire County), Green Bay (Brown County), Sheboygan (Sheboygan County), Oconto Falls (Oconto County)	\$300,000,000	-	10	PL
TOTAL HEALTHCARE PROJECTS			\$300,000,000	-	10	
GRAND TOTAL			\$300,000,000	-	10	

RESOLUTIONS

Tab	Action	Staff
Resolutions		
2	Resolution to Authorize Negotiation of Intergovernmental Agreement with the Illinois Department of Transportation Relating to Intercity Rail Service Project, and High Speed-Rail	CM

Date: November 30, 2017

To: Eric Anderberg, Chairman
Gila J. Bronner
James J. Fuentes
Michael W. Goetz
Robert Horne
Mayor Arlene A. Juracek
Lerry Knox

Lyle McCoy
George Obernagel
Terrence M. O'Brien
Roger Poole
Beth Smoots
Bradley A. Zeller

From: Christopher B. Meister, Executive Director

Subject: **Special Meeting November 30, 2017**
Message from the Executive Director

Dear Member of the Authority:

We are pleased to welcome Hospital Sisters Services, Inc. (HSSI), a Springfield, Illinois-based not-for-profit healthcare system with hospitals and facilities located in central and southwestern Illinois as well as Wisconsin. During this time of uncertainty at the federal level with respect to Private Activity Bonds (PABs) and the cost-saving advanced refunding tool, the Authority is committed to acting quickly in response to the financial needs of the Authority's PABs borrowers. As of September 30, 2017, the Authority has over \$24 billion in outstanding PABs (conduit bonds), which if the U.S. House version of federal tax reform is enacted into law, PABs could no longer be issued as of January 1, 2018. The money-saving advance refunding tool is eliminated in both the version that passed the U.S. House and the version now being considered by the U.S. Senate.

On behalf the entire Authority staff, we are very grateful that the Members of the Authority have made their time available for both this special meeting and other potential special meetings during December 2017 in order to effectively address the needs of the Authority's borrowers during this uncertain time.

Finally, it is possible that additional items may be added to the agenda for the November 30, 2017 meeting. If this need arises, I will be in communication with the Members of the Authority.

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

Respectfully,



Christopher B. Meister
Executive Director

November 30, 2017

\$300,000,000
Hospital Sisters Services, Inc.**REQUEST**

Purpose: Bond proceeds will be loaned to **Hospital Sisters Services, Inc.** (“**HSSI**” or the “**Corporation**”) to (i) currently refund all or a portion of the outstanding principal amount of the \$120,415,000 Maximum Principal Amount Illinois Finance Authority Revenue Bonds, Series 2012A (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012A Bonds**”); (ii) currently refund all or a portion of the outstanding principal amount of the \$31,645,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012G (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012G Bonds**”); (iii) currently refund all or a portion of the outstanding principal amount of the \$65,885,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012H (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012H Bonds**”); (iv) currently refund all or a portion of the outstanding principal amount of the \$89,460,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012I (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012I Bonds**”); (v) currently refund all or a portion of the outstanding principal amount of the \$75,000,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2016 (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2016 Bonds**”); (vi) currently refund all or a portion of the outstanding principal amount of the \$64,870,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2017B (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2017B Bonds**” and, together with the Series 2012A Bonds, the Series 2012G Bonds, the Series 2012H Bonds, the Series 2012I Bonds and Series 2016 Bonds, the “**Prior Bonds**”); (vii) pay or reimburse the Corporation or St. Elizabeth’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Elizabeth’s**”), St. Joseph’s Hospital, Breese, of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Breese**”), St. Mary’s Hospital, Decatur, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Decatur**”), St. Anthony’s Memorial Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Anthony’s**”), St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Highland**”), St. Francis Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Francis**”), St. John’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. John’s**”), St. Mary’s Hospital, Streator, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Streator**”), HSHS Good Shepherd Hospital, Inc. (“**Good Shepherd**”) and HSHS Holy Family Hospital, Inc. (“**Holy Family**” and, together with St. Elizabeth’s, St. Joseph’s Breese, St. Mary’s Decatur, St. Anthony’s, St. Joseph’s Highland, St. Francis, St. John’s, St. Mary’s Streator and Good Shepherd, the “**Illinois Users**”), each an Illinois not for profit corporation, and St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s**”), Sacred Heart Hospital of the Hospital Sisters of the Third Order of St. Francis (“**Sacred Heart**”), St. Mary’s Hospital Medical Center of Green Bay, Inc. (“**St. Mary’s**”), St. Vincent Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Vincent**”), St. Nicholas Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Nicholas**”) and St. Clare Memorial Hospital, Inc. (“**St. Clare**” and, together with St. Joseph’s, Sacred Heart, St. Mary’s, St. Vincent and St. Nicholas, the “**Wisconsin Users**” and, together with the Illinois Users, the “**Users**”) for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities of the Corporation and the Users; (viii) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the applicable Authority and the Corporation; (ix) fund working capital, if deemed necessary or advisable by the applicable Authority and the Corporation; and (x) pay certain expenses incurred in connection with the issuance of the Bonds and the current refunding of the Prior Bonds.

In Addition, the Corporation has requested that the Authority enter into certain amendments to the bond documents for the Prior Bonds previously issued by the Authority in order to provide additional flexibility in converting to different interest rate modes in the future. Such amendments may constitute a reissuance for federal income tax purposes.

	Program: Conduit 501(c)(3) Revenue Bonds (<i>Multi-State</i>)			
	Extraordinary Conditions: None.			
BOARD ACTIONS	Final Bond Resolution (<i>One-time consideration</i>)			
JOB DATA	9,470	Current jobs (IL)	0	New jobs projected
	9,470	Retained jobs	35	Construction jobs projected
DESCRIPTION	<ul style="list-style-type: none"> Location: St. John’s Hospital, Springfield, IL operating a 439 bed acute care facility St. Francis Hospital, Litchfield, IL operating a 25 bed critical access facility St. Mary’s Hospital, Decatur, IL operating a 244 bed acute care facility Good Shepherd Hospital, Shelbyville, IL operating a 30 bed acute care facility St. Elizabeth’s Hospital, O’Fallon, IL operating a 144 bed acute care facility St. Joseph’s Hospital, Breese, IL operating a 70 bed acute care facility St. Anthony’s Hospital, Effingham, IL operating a 133 bed acute care facility St. Joseph’s Hospital, Highland, IL operating a 25 bed critical access facility Holy Family Hospital, Greenville, IL operating a 42 bed acute care facility St. Joseph’s Hospital, Chippewa Falls, WI operating a 217 acute care facility Sacred Heart Hospital, Eau Claire, WI operating a 344 bed acute care facility St. Mary’s Hospital, Green Bay, WI operating a 158 acute care facility St. Vincent Hospital, Green Bay, WI operating a 517 bed acute care facility St. Clare Hospital, Oconto Falls, WI operating a 25 bed critical access facility St. Nicholas Hospital, Sheboygan, WI operating a 185 bed acute care facility The Corporation does not operate any health care facility but is the sole member of each User. 			
CREDIT INDICATORS	<ul style="list-style-type: none"> The Bonds will be a direct bank purchase by DNT Asset Trust, an affiliate of JPMorgan Chase Bank, N.A. Hospital Sisters Services, Inc. has current ratings of “AA-”/ “AA-” (by Fitch/S&P). 			
SECURITY	<ul style="list-style-type: none"> The Bonds will be secured by the Borrower’s Direct Note Obligations issued pursuant to its Master Trust Indenture (“MTI”). 			
MATURITY	<ul style="list-style-type: none"> No later than 2047. 			
SOURCES AND USES	Sources:		Uses:	
	IFA Bonds	<u>\$300,000,000</u>	New Money	\$175,000,000
			Est. Refunding	123,250,000
			Est. Cost of Issuance	<u>1,750,000</u>
	Total	<u>\$300,000,000</u>	Total	<u>\$300,000,000</u>
RECOMMENDATION	Credit Review Committee recommends approval.			

**ILLINOIS FINANCE AUTHORITY
BOARD SUMMARY
November 30, 2017**

Project: Hospital Sisters Services, Inc.

STATISTICS

Project Number:	12416	Amount:	\$300,000,000 (not-to-exceed)
Type:	501(c)(3) Revenue Bonds	IFA Staff:	Pam Lenane
Locations:	Illinois: Decatur, Litchfield, Shelbyville, Springfield, Effingham, Breese, Greenville, Highland, O'Fallon, Wisconsin: Chippewa Falls, Eau Claire, Green Bay, Sheboygan, Oconto Falls	Counties:	Illinois: Macon, Montgomery, Shelby, Sangamon, Effingham, Clinton, Bond, Madison, St. Clair; Wisconsin: Chippewa, Eau Claire, Brown, Sheboygan, Oconto
		Regions:	Illinois: Central, Southeast, Southwest Wisconsin: Eastern and Western

BOARD ACTION

Final Bond Resolution (<i>One-time consideration</i>)	No IFA funds at risk
Conduit 501 (c)(3) Bonds (<i>Multi-State</i>)	No extraordinary conditions
Credit Review Committee recommends approval.	

VOTING RECORD

This is the first time this project has been brought before the IFA Board of Directors.

PURPOSE

Bond proceeds will be loaned to **Hospital Sisters Services, Inc.** (“**HSSI**” or the “**Corporation**”) to (i) currently refund all or a portion of the outstanding principal amount of the \$120,415,000 Maximum Principal Amount Illinois Finance Authority Revenue Bonds, Series 2012A (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012A Bonds**”); (ii) currently refund all or a portion of the outstanding principal amount of the \$31,645,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012G (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012G Bonds**”); (iii) currently refund all or a portion of the outstanding principal amount of the \$65,885,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012H (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012H Bonds**”); (iv) currently refund all or a portion of the outstanding principal amount of the \$89,460,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012I (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012I Bonds**”); (v) currently refund all or a portion of the outstanding principal amount of the \$75,000,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2016 (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2016 Bonds**”); (vi) currently refund all or a portion of the outstanding principal amount of the \$64,870,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2017B (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2017B Bonds**” and, together with the Series 2012A Bonds, the Series 2012G Bonds, the Series 2012H Bonds, the Series 2012I Bonds and Series 2016 Bonds, the “**Prior Bonds**”); (vii) pay or reimburse the Corporation or St. Elizabeth’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Elizabeth’s**”), St. Joseph’s Hospital, Breese, of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Breese**”), St. Mary’s Hospital, Decatur, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Decatur**”), St. Anthony’s Memorial Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Anthony’s**”), St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Highland**”), St. Francis Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Francis**”), St. John’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. John’s**”), St. Mary’s Hospital, Streator, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Streator**”), HSHS Good Shepherd Hospital, Inc. (“**Good Shepherd**”) and HSHS Holy Family Hospital, Inc. (“**Holy Family**”) and, together with St. Elizabeth’s, St. Joseph’s Breese, St. Mary’s Decatur, St. Anthony’s, St. Joseph’s Highland, St. Francis, St. John’s, St. Mary’s Streator and Good Shepherd, the “**Illinois Users**”), each an Illinois not for profit

corporation, and St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s**”), Sacred Heart Hospital of the Hospital Sisters of the Third Order of St. Francis (“**Sacred Heart**”), St. Mary’s Hospital Medical Center of Green Bay, Inc. (“**St. Mary’s**”), St. Vincent Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Vincent**”), St. Nicholas Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Nicholas**”) and St. Clare Memorial Hospital, Inc. (“**St. Clare**” and, together with St. Joseph’s, Sacred Heart, St. Mary’s, St. Vincent and St. Nicholas, the “Wisconsin Users” and, together with the Illinois Users, the “**Users**”) for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities of the Corporation and the Users; (viii) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the applicable Authority and the Corporation; (ix) fund working capital, if deemed necessary or advisable by the applicable Authority and the Corporation; and (x) pay certain expenses incurred in connection with the issuance of the Bonds and the current refunding of the Prior Bonds.

In addition, the Corporation has requested that the Authority enter into certain amendments to the bond documents for the Prior Bonds previously issued by the Authority in order to provide additional flexibility in converting to different interest rate modes in the future. Such amendments may constitute a reissuance for federal income tax purposes.

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.

VOLUME CAP

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

JOBS

Current employment:	9,470 FTE’s (in Illinois)	New jobs projected:	0
Jobs retained:	9,470 FTE’s (in Illinois)	Construction jobs projected:	35

ESTIMATED SOUCES AND USES OF FUNDS

Sources:		Uses:	
IFA Bonds	<u>\$300,000,000</u>	New Money	\$175,000,000
		Est. Refunding	123,250,000
		Est. Cost of Issuance	<u>1,750,000</u>
Total	<u>\$300,000,000</u>	Total	<u>\$300,000,000</u>

FINANCING SUMMARY/STRUCTURE

Security: All members of the Obligated Group (the fifteen hospitals in Illinois and Wisconsin), are liable for HSSI debt. These bonds will be issued on a parity basis with the existing indebtedness of Hospital Sisters Services, Inc., with covenants relating to additional debt; consolidation, merger, sale or disposition of property; and senior liens.

Structure: The Bonds will be a direct purchase by DNT Asset Trust, an affiliate of JPMorgan Chase Bank, N.A.

Interest Rate:	The Borrower will enter into a Total Return Swap at closing. The Bonds will be issued as fixed rate bonds directly placed with JP Morgan and then swapped to a variable rate mode which floats at a % of SIFMA and a spread.
Interest Mode:	Term Rate Mode
Credit Enhancement:	None
Credit Rating:	Hospital Sisters Services, Inc. has current ratings of “AA-”/ “AA-” (by Fitch/S&P).
Maturity:	Not later than 2047
Estimated Closing Date:	December 22, 2017

PROJECT SUMMARY

Bond proceeds will be loaned to **Hospital Sisters Services, Inc.** (“**HSSI**” or the “**Corporation**”) to (i) currently refund all or a portion of the outstanding principal amount of the \$120,415,000 Maximum Principal Amount Illinois Finance Authority Revenue Bonds, Series 2012A (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012A Bonds**”); (ii) currently refund all or a portion of the outstanding principal amount of the \$31,645,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012G (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012G Bonds**”); (iii) currently refund all or a portion of the outstanding principal amount of the \$65,885,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012H (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012H Bonds**”); (iv) currently refund all or a portion of the outstanding principal amount of the \$89,460,000 Illinois Finance Authority Revenue Refunding Bonds, Series 2012I (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2012I Bonds**”); (v) currently refund all or a portion of the outstanding principal amount of the \$75,000,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2016 (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2016 Bonds**”); (vi) currently refund all or a portion of the outstanding principal amount of the \$64,870,000 Southwestern Illinois Development Authority Revenue Bonds, Series 2017B (Hospital Sisters Services, Inc. – Obligated Group) (the “**Series 2017B Bonds**” and, together with the Series 2012A Bonds, the Series 2012G Bonds, the Series 2012H Bonds, the Series 2012I Bonds and Series 2016 Bonds, the “**Prior Bonds**”); (vii) pay or reimburse the Corporation or St. Elizabeth’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Elizabeth’s**”), St. Joseph’s Hospital, Breese, of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Breese**”), St. Mary’s Hospital, Decatur, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Decatur**”), St. Anthony’s Memorial Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Anthony’s**”), St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s Highland**”), St. Francis Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Francis**”), St. John’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. John’s**”), St. Mary’s Hospital, Streator, of the Hospital Sisters of the Third Order of St. Francis (“**St. Mary’s Streator**”), HSHS Good Shepherd Hospital, Inc. (“**Good Shepherd**”) and HSHS Holy Family Hospital, Inc. (“**Holy Family**”) and, together with St. Elizabeth’s, St. Joseph’s Breese, St. Mary’s Decatur, St. Anthony’s, St. Joseph’s Highland, St. Francis, St. John’s, St. Mary’s Streator and Good Shepherd, the “**Illinois Users**”), each an Illinois not for profit corporation, and St. Joseph’s Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Joseph’s**”), Sacred Heart Hospital of the Hospital Sisters of the Third Order of St. Francis (“**Sacred Heart**”), St. Mary’s Hospital Medical Center of Green Bay, Inc. (“**St. Mary’s**”), St. Vincent Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Vincent**”), St. Nicholas Hospital of the Hospital Sisters of the Third Order of St. Francis (“**St. Nicholas**”) and St. Clare Memorial Hospital, Inc. (“**St. Clare**” and, together with St. Joseph’s, Sacred Heart, St. Mary’s, St. Vincent and St. Nicholas, the “**Wisconsin Users**” and, together with the Illinois Users, the “**Users**”) for the costs of acquiring, constructing, renovating, remodeling and equipping certain health facilities of the Corporation and the Users; (viii) pay a portion of the interest accruing on the Bonds, if deemed necessary or advisable by the applicable Authority and the Corporation; (ix) fund working capital, if deemed necessary or advisable by the applicable Authority and the Corporation; and (x) pay certain expenses incurred in connection with the issuance of the Bonds and the current refunding of the Prior Bonds.

In addition, the Corporation has requested that the Authority enter into certain amendments to the bond documents for the Prior Bonds previously issued by the Authority in order to provide additional flexibility in converting to

different interest rate modes in the future. Such amendments may constitute a reissuance for federal income tax purposes.

BUSINESS SUMMARY

Background: Hospital Sisters Services, Inc. (HSSI), an Illinois not for profit corporation, was incorporated on November 4, 1983, when the Hospital Sisters Health System (HSHS), an Illinois not for profit corporation, reorganized its corporate structure. HSSI is the sole member of thirteen not for profit or nonprofit corporations that own and operate acute care hospitals, eight located in Illinois and five located in Wisconsin. Each hospital is separately incorporated and has a seven to nine member Board of Directors, composed of members of the Hospital Sisters of the Third Order of St. Francis (the Order), an order of the Roman Catholic Church, HSHS employees and local citizens. The hospitals located in Illinois currently are licensed to operate 2,372 acute care beds, and the hospitals located in Wisconsin currently are approved for 1,451 acute care beds. HSSI and all of the hospitals are Members of the Obligated Group established under the Master Indenture (see service area on page 3 for listing of individual hospitals).

The Order was founded in Germany in 1844 and is dedicated to the service of the sick and those in need. In 1875, twenty Sisters of the Order arrived in the United States and several years later established their Motherhouse in Springfield, Illinois. The residents of Illinois and Wisconsin were among the first served by the Order.

Description: The primary mission of Hospital Sisters Health System is to provide a structure and the means whereby the Hospital Sisters of the Third Order of St. Francis continue their healing mission in the Roman Catholic Church. Hospitals and other institutionally-based programs are the primary means of responding to those in need. Service is regarded as a ministry of healing which exemplifies the Gospel values of compassion, justice, and reverence for life throughout its continuum.

ECONOMIC DISCLOSURE STATEMENT

Applicant: Hospital Sisters Services, Inc.
Site Address: 4936 Laverna Road, Springfield, IL 62707
Contact: Mary Starmann-Harrison, President and CEO
Michael W. Cottrell, Chief Financial Officer
Website: www.hshs.org
Project Name: Hospital Sisters Services, Inc.
Organization: 501(c)(3) Not-For-Profit organization
State: Illinois

Board of Directors:

Mr. Stephen J. Bochenek.....Chairperson
Sister Gertrude O'Connor, OSF.....Secretary
Mary Starmann-Harrison..... President/CEO
Mr. Matthew Lambert, MD..... Member
Sister Christa Ann Struewing, OSF..... Member
William H. Blum..... Member
William Murray..... Vice Chairperson
Mr. Robert Atwell.....Member
Ms. Janet Wiegmann, Ph.D, R.N..... Member
Mr. John Sheehan.....Member
Mr. William S. Lyke.....Member

PROFESSIONAL & FINANCIAL

Borrower's Counsel:	Dentons US, LLP	Chicago	Mary Wilson
Bond Counsel:	Chapman and Cutler, LLP	Chicago	Megan Rudd
Bank:	JPMorgan Chase Bank, N.A.	Chicago	Meghan O'Keefe
Bank's Counsel:	Chapman and Cutler LLP	New York, NY	Bill Gray
Obligated Group FA:	Ponder & Co.	Evergreen, CO	Chris Payne
IFA Counsel:	Miller, Hall, and Triggs, LLC	Peoria	Richard Joseph
IFA Financial Advisor:	Sycamore Advisors LLC	Chicago	Olyvia Jarmoszka

LEGISLATIVE DISTRICTS

Congressional:	12, 13, 15
State Senate:	48, 51, 54, 57
State House:	95, 96, 102, 107, 108, 114

SERVICE AREA

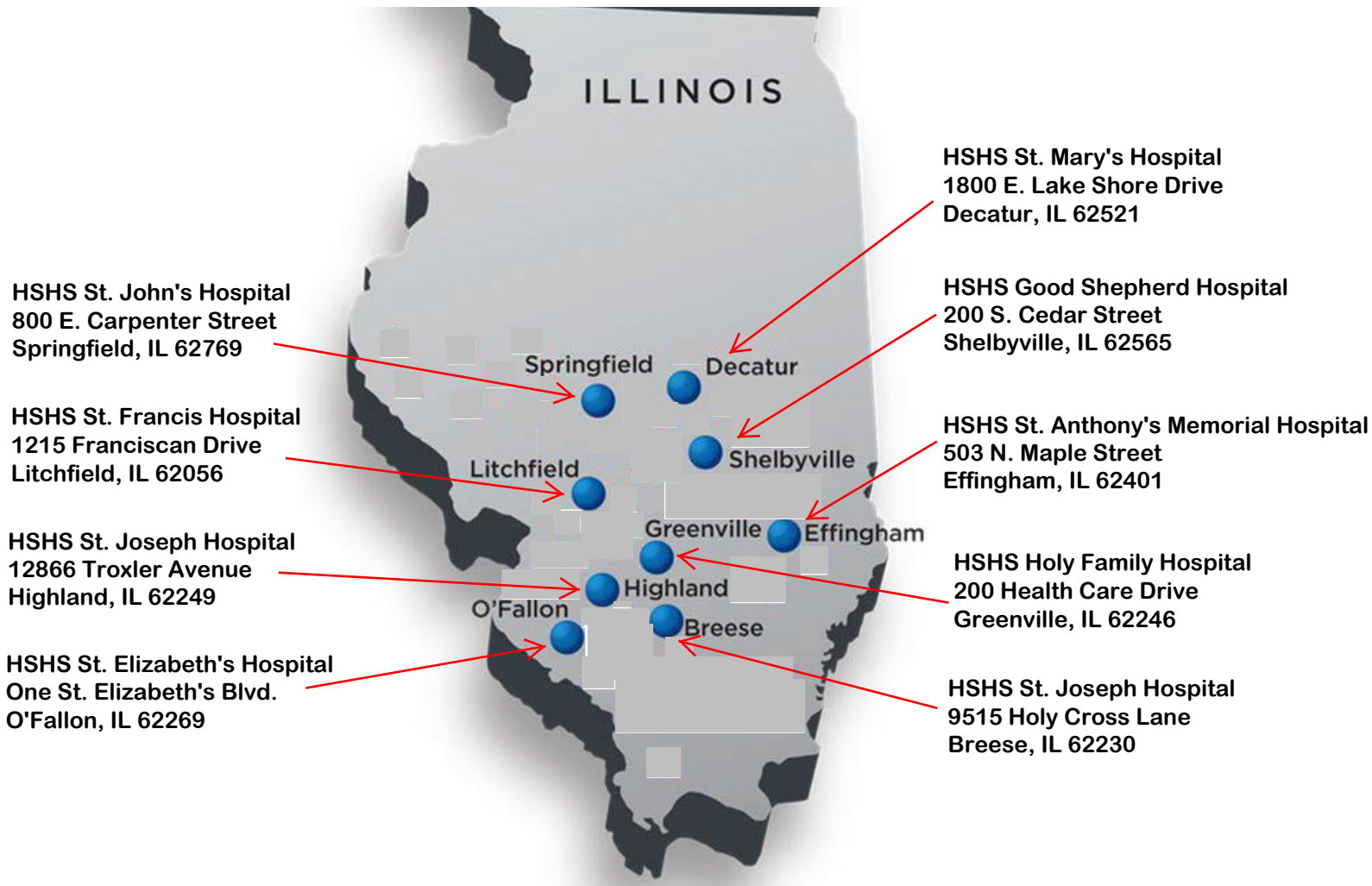
Service Area: The Hospital Facilities in Illinois have as their primary market service area St. Clair County (St. Elizabeth's-O'Fallon), Clinton County (St. Joseph's-Breese), Macon County (St. Mary's-Decatur), Effingham County (St. Anthony's-Effingham), Bond County (Holy Family-Greenville), Madison County (St. Joseph's-Highland), Montgomery and Macoupin Counties (St. Francis-Litchfield), Sangamon County (St. John's-Springfield), and Shelby County (Good Shepherd-Shelbyville). As of June 30, 2017, these Hospital Facilities, (St. Mary's-Decatur, St. John's-Springfield and St. Francis-Litchfield) had (according to information received from the Illinois Health Care Compdata, DataBay 2017) market share of 33.0% for their primary service areas.

The Hospital Facilities in Wisconsin have as their primary market service area Barron, Chippewa, Dunn and Eau Claire Counties (St. Joseph's-Chippewa Falls and Sacred Heart-Eau Claire), Brown County (St. Mary's-Green Bay and St. Vincent-Green Bay), Oconto County (St. Clare-Oconto Falls) and Sheboygan County (St. Nicholas-Sheboygan). As of June 30, 2017, St. Vincent-Green Bay and St. Mary's-Green Bay had (according to information received from WHA, DataBay 2017) 38.3% market share.

See map attached as Exhibit A

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Exhibit A



ILLINOIS FINANCE AUTHORITY
Memorandum

To: IFA Board of Directors

From: Christopher B. Meister, Executive Director

Date: November 30, 2017

Re: Resolution to Authorize Negotiation of an Intergovernmental Agreement with the Illinois Department of Transportation (IDOT) Relating to Intercity Rail Service and High Speed Rail

Background:

IDOT has statutory responsibility for the planning, construction, operation and maintenance of Illinois' extensive transportation network, which encompasses highways and bridges, airports, public transit, rail passenger systems and rail freight systems. This vast transportation system supports the fifth largest state in the nation and more than 100 million visitors annually.

IDOT's mission is to provide safe, cost-effective transportation for Illinois in ways that enhance quality of life, promote economic prosperity, and demonstrate respect for the environment.

IDOT has been planning for the implementation of a 110-mph passenger rail service in the Chicago-St. Louis corridor for more than 20 years. As part of the Chicago Hub Network, which includes regional passenger service radiating from Chicago, the corridor was designated a high-speed rail developmental route in 1992 by the U.S. Department of Transportation. IDOT took an incremental planning and investment strategy to upgrade existing track according to federal safety standards where higher-speed passenger trains share track with freight trains. The ultimate goal looks to achieve passenger train speeds up to 110 mph with frequent, reliable service using comfortable, modern and safe passenger rail cars and equipment.

The 2009 American Recovery and Reinvestment Act (ARRA) created funding for the High-Speed Intercity Passenger Rail Program. ARRA grants provided Illinois the monetary support to purchase passenger rail rolling stock, including locomotives and passenger railcars, allowing for improvements to the High-Speed Intercity Passenger Rail Program. IDOT, as lead procurement agency, entered into a procurement contract with Siemens. Siemens manufactured new high speed rail locomotives, which started to be delivered and put into service as of August 2017. IDOT, with the federal grants, has been able to procure a total of thirty three (33) high speed rail locomotives to deploy throughout the Midwest Corridors. The purchase will improve reliability and enhance safety along existing routes, while planning for increased ridership throughout the Midwest in the near future.

The purchase of passenger rolling stock is a new venture by Illinois and other Midwest States. Of those thirty three (33) locomotives, five (5) were procured for expanded service needs; however, they are not needed in service currently on the Amtrak Midwest Corridors. IDOT intends to lease those five (5) locomotives to an external public agency or entity for a term to ensure the equipment is utilized, operated, maintained in a state of good repair (vs. the alternative of having these locomotives sit idle and in storage). Such use and leasing provides fees that must be returned to the program in accordance with federal grant requirements. Federal grant agreements restrict the use of program proceeds to program purposes. The Illinois Finance Authority anticipates that under an intergovernmental agreement with IDOT, the Authority will establish a locally held fund to deposit such moneys, which shall be restricted for the above purposes.

Action Requested:

Approval of this resolution will authorize negotiation of an intergovernmental agreement with the Illinois Department of Transportation (IDOT) Relating to Intercity Rail Service and High Speed Rail.

IFA RESOLUTION NO. 2017-1130-AD02

RESOLUTION AUTHORIZING IFA TO NEGOTIATE AN INTERGOVERNMENTAL AGREEMENT WITH THE ILLINOIS DEPARTMENT OF TRANSPORTATION (IDOT) RELATING TO INTERCITY RAIL SERVICE AND HIGH SPEED RAIL

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 Illinois Department of Transportation, is a State agency (IDOT), and IDOT’s enabling statute is 20 ILCS 2705 et. seq.; and

WHEREAS, 20 ILCS 2705/2705-440 provides for InterCity Rail Service, which authorizes IDOT to enter into agreements with a public entity (20 ILCS 2705/2705-440 (a)) as well as additional powers to lease or otherwise contract for use...; any needed locomotives or rolling stock (2705-440 (b) (3)); to enter into management agreements (2705-440 (b) (4)); and to otherwise enter into any contracts necessary or convenient to provide the service (2705-440 (b) (10)); and

WHEREAS, Illinois law provides the public agencies may share powers through use of intergovernmental agreements pursuant to Article VII, Section 10 of the Illinois Constitution and the Intergovernmental Cooperation Act (5 ILCS 220/1 et seq.).

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. Pilot Program. The Authority and IDOT are looking to coordinate and cooperate in a pilot program to assist and enable IDOT in connection with its intercity passenger rail and high speed rail initiatives, programs or projects to enter into contracts or agreements related to acquired locomotives, passenger railcars, and any other passenger rail rolling stock equipment or accessions (the “Equipment”), with moneys to be paid for such Equipment use or lease to be held and expended for acquisition, maintenance, repair, rail procurement, contract costs, expenses, offsets, overhaul fees, or costs of locomotives, railcars, equipment, or accessions including any future equipment purchases, expenses, fees, or costs. This is a new endeavor for IDOT in acquiring and owning Equipment and such a collaboration between the Authority and IDOT would seek to facilitate and foster such public purpose project (the “Pilot Program”). The Authority and IDOT will explore this Pilot Program and work together with their respective teams to negotiate an intergovernmental agreement (the “IGA”) including necessary terms to achieve needs and goals in compliance with State and Federal laws and regulations, including but not limited to, compliance with federal grant requirements. The Pilot Program and IGA terms shall be subject to the approval and agreement of each agency.

Section 3. Approval and Authorization to Negotiate with IDOT. The Authority hereby grants authority and approval for Authority Executive Director, General Counsel and staff to initiate a pilot program and negotiate terms for an Intergovernmental Agreement where Authority and IDOT can cooperate in connection with IDOT's Intercity Rail Service and High Speed Rail initiatives, projects and programs. The Executive Director also shall have the power and authority to negotiate, suggest modifications or changes to the terms of the IGA as he believes, in his sole discretion, are consistent with the goals of the Authority, which shall be subject to Board approval.

Section 4. Further Actions. The Executive Director and his staff are hereby authorized, empowered and directed to do all such acts and things in the course of its negotiations with IDOT, that are necessary or desirable to carry out and comply with the terms and provisions of this resolution; and all of the acts and doings of the Executive Director of the Authority which are in conformity with the intent and purpose of this Resolution, whether heretofore or hereafter taken or done, shall be and the same are hereby in all respects, ratified, confirmed and approved. All prior and future acts and doing of the officers, agents and employees of the Authority that are in conformity with the purposes and intent of this Resolution and in furtherance of the execution and performance of the authority provided for herein shall be and the same hereby are in all respects approved and confirmed.

Section 5. Severability. 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.

Section 6. Enactment. This Resolution shall take effect immediately.

[THE REMAINDER OF THIS PAGE IS LEFT INTENTIONALLY BLANK]

Adopted this _____ day of November, 2017 by vote as follows:

Ayes:

Nays:

Abstain:

Absent:

Vacancies:

ILLINOIS FINANCE AUTHORITY

By: _____
Executive Director

ATTEST:

By: _____
Assistant Secretary

[SEAL]