

**MINUTES OF THE AUGUST 11, 2009 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 11:30 a.m. on August 11, 2009 at the Conference Center at One Prudential Plaza, 7<sup>th</sup> Floor, 130 E. Randolph Street, Chicago, IL 60601.

**Members present:**

1. William A. Brandt, Jr., Chairman
2. Michael W. Goetz, Vice Chairman
3. Terrence M. O'Brien
4. Dr. Roger D. Herrin
5. Edward H. Leonard, Sr.
6. Bradley A. Zeller
7. Ronald E. DeNard
8. Juan B. Rivera

**Members absent:**

1. April D. Verrett
2. Dr. William J. Barclay
3. James J. Fuentes

**Vacancies:**

Four

**Members participating by**

**telephone:**

None

**GENERAL BUSINESS**

*Call to Order, Establishment of Quorum and Roll Call*

Chairman Brandt called the meeting to order at 11:41 a.m. with the above members present. Chairman Brandt welcomed members of the Board and all guests and asked the Assistant-Secretary, Kara Nystrom-Boulahanis to call the roll. There being eight (8) members physically present, Ms. Nystrom-Boulahanis declared a quorum present.

*Announcements*

Chairman Brandt announced that the IFA's meeting schedule continues to change. The Committee of the Whole meetings remain at the IFA Chicago Office at 180 N. Stetson Street, Suite 2555, Chicago, IL 60601 at the regularly scheduled time. Second, the IFA Board meeting will remain in Chicago at One Prudential Plaza, 7<sup>th</sup> Floor Conference Center, 130 E. Randolph Street, Chicago, IL 60601 for the September meeting but will be in Springfield, IL in October at the State Library. Chairman Brandt requested attendees check the IFA's website ([www.il-fa.com](http://www.il-fa.com)) for updates and additional information.

Chairman Brandt also announced that going forward, IFA's custom of holding two Board Meetings in Springfield, IL will be expanded to include one meeting in Springfield per year and one meeting in a rotating, downstate location. This year the second downstate meeting will be held in March in Peoria, IL. He also reiterated that due to the small number of current Board Members it has been difficult in the past for the Board to achieve a quorum in downstate locations. He asked that all guests check the IFA website for updates prior to every Board Meeting.

Chairman Brandt then shared that in the Energy Subcommittee Meeting, held earlier in the week, it was announced that the Governor signed Senate Bill 1906 (now Public Act 96-0103) on July 27, 2009. The IFA will have an additional \$3 Billion in renewable energy and clean coal bonding authority once the bill becomes effective January 1, 2010. These projects will require a much higher level of due diligence than IFA's traditional projects require – including a review for technical viability. This review cannot take place in-house at IFA, so the IFA staff will be utilizing the collective expertise of the member research institutions and universities of the Illinois Energy Team. Chairman Brandt also noted that the fee structure for these projects will be significantly different than traditional sectors and will be much more significant.

He stated that the Energy Committee will be submitting its recommendations on the fee structure to the Board at the September Meeting for review and approval.

Chairman Brandt moved on to the Diversity and Healthcare Committees to announce that the IFA Underwriter Diversity Forum will be held in Oakbrook at the Doubletree Hotel on September 10, 2009 from 8:30 a.m. to 11:30 a.m. Over a dozen minority and women-owned firms have been invited to participate and IFA hopes this event will foster greater diversity in the underwriting firms serving our borrowers.

Lastly, Chairman Brandt announced the retirement of long-time IFA financial advisor Bill Morris and the closing of his firm, D.A. Davidson. Chairman Brandt thanked Mr. Morris and D.A. Davidson for their years of excellent service and shared with the guests that a resolution to this effect was passed in the Committee of the Whole Meeting earlier that morning.

#### *Acceptance of Financial Statements and Minutes*

Financial statements for the period ending July 31, 2009 and minutes for the both the July 14, 2009 Committee of the Whole and the Board of Directors meeting were presented to members of the Board and accepted by the Board. Chairman Brandt stated that the Authority's financial statements and minutes were reviewed at the regularly scheduled Committee of the Whole Meeting held today at 8:30 a.m. Chairman Brandt requested a motion to approve the July 31, 2009 Financial Statements and minutes from both the July 14, 2009 Committee of the Whole and the Board of Directors meeting.

The motion was moved by Mr. Zeller and seconded by Dr. Herrin. The July 31, 2009 Financial Statements and minutes from both the July 14, 2009 Committee of the Whole and the Board of Directors meeting were unanimously approved by members of the Board.

#### *Project Approvals*

Chairman Brandt asked Mr. Rich Frampton to present the projects for consideration to the Board. Chairman Brandt announced that projects being presented today for approval were thoroughly reviewed at the Committee of the Whole meeting held at 8:30 a.m. today.

Mr. Frampton presented the following projects for board approval:

**No. 1:            A-FB-TE-CD-8257 – Scot A. Sell**

Request for final approval of the issuance of a Beginning Farmer Bond in an amount not-to-exceed \$240,000 for the purchase of 15 acres of farmland with related buildings. This project is located in Kingston, IL (Boone County).

**No. 3:            I-ID-TE-CD-8254– The Deboyz Group, LLC (PolyConversions, Inc.)**

Request for preliminary approval for the issuance of an Industrial Revenue Bond (IRB) in an amount not-to-exceed \$10 M. Bond proceeds will be used to finance (i) the construction of an 81,000 square foot manufacturing facility; (ii) the acquisition of new automated poly gown equipment; and (iii) certain legal and professional issuance costs associated with the deal. This project is located in Mahomet, Illinois (Champaign County).

**No. 4: L-GP-TE-7401 – Village of Kane**

Request for final approval for the issuance of a Local Government Direct Loan in an amount not-to-exceed \$625,000. Bond proceeds will be used to finance (i) the removal of an existing, 50 year old, 50,000 gallon elevated water storage tank; (ii) the acquisition of a new 100,000 gallon water tank and related appurtenances; (iii) the installation of a new telemetry system including approximately 800-feet of 8-inch PVC water main and related appurtenances; and (iv) pay certain issuance costs. It is located in Kane, IL (Greene County).

**No. 2: B-LL-TX-8256 – New Concepts Development Corp. and LROC Properties, LLC**

Request for final approval of the issuance of a participation loan in the amount of \$325,000 to finance the acquisition of a used Vestas wind turbine to produce electricity for the company's operations. This project is located in Woodstock, IL. (McHenry County)

No guests attended with respect to Project Nos. 1, 2, 3 or 4. Chairman Brandt asked if the Board had any questions with respect to Project Nos. 1, 2, 3 or 4. There being none, Chairman Brandt requested leave to apply the last unanimous vote in favor of Project Nos. 1, 2, 3 and 4. Leave was granted. Project Nos. 1, 2, 3 and 4 received final approval with 8 ayes, 0 nays, and 0 abstentions.

Mr. Frampton then presented the following resolutions to the Board:

**No. 5: Jeff and Mary Bolomey.** A request for a resolution by U.S. Bank and Jeff and Mary Bolomey to amend Guaranteed Loan terms to reduce the borrower's monthly principal and interest payments by 40% for a 6<sup>th</sup> month period. (IFA Loan No. 2000-SL-0086)

**No. 6: Applewood Farms LLC.** A resolution requesting the release of three guarantors (Burke; Weck; Ward) from limited personal liability, with conditions, by Bank of Springfield and Applewood Farms LLC. (IFA Loan Nos. 200-AJ-0801; 2007-SL-0701)

**No. 7: Merlin and Ryan McClure.** A Resolution requesting the release of eighty acres of land from current collateral package securing Participation loans for Merlin and Ryan McClure and approve a subordination of \$50,000 on 195 acres of farm land. (IFA Loan Nos. A-LL-TX-6225; A-LL-TZ-6226)

**No. 8: SOS Children's Villages of Illinois.** A Resolution to authorize execution of an Amended and Restated Trust Indenture, Loan Agreement, Mortgage, and related documents to provide for a Direct Purchase Mode for SOS Children's Villages of Illinois. (IFA Project No. N-NP-TE-CD-6211)

**No. 9: Lake County YMCA.** A Resolution to authorize execution of an Amended and Restated Trust Indenture, Loan Agreement, Mortgage, and related documents to provide for a Direct Purchase Mode for Lake County YMCA. (IFA Project No. N-NP-TE-CD-7181)

**No. 10:**        **The Adler Planetarium.** A Resolution to Authorize Execution of an Amended and Restated Trust Indenture, Loan Agreement, and Related Documents to Enable an Addition of a Confirming Credit Facility for The Adler Planetarium. (\$27 Million IFA (IEFA) Series 1997 Bonds)

**No. 11:**        **REG/Blackhawk Biofuels LLC.** A Resolution to authorize a request by Fifth Third Bank to amend its term loan and consent to the merger of Blackhawk Biofuels, LLC with REG Danville, LLC and REG Newco, Inc.

No guests attended with respect to Amendatory Resolutions No. 5, 6, 7, 8, 9, 10 or 11. Chairman Brandt asked if the Board had any questions with respect to Amendatory Resolutions No. 5, 6, 7, 8, 9, 10 or 11. There being none, Chairman Brandt asked leave to apply the last unanimous vote in favor of the project. Leave was granted. Amendatory Resolutions 5, 6, 7, 8, 9, 10 and 11 received final approval with 8 ayes, 0 nays, and 0 abstentions.

**Other Business**

Chairman Brandt asked if there was any other business to come before the Board. There being none, Chairman Brandt requested a motion to adjourn. Upon a motion by Mr. Goetz and seconded by Mr. Rivera, the meeting adjourned at approximately 12:03 p.m.

Respectfully Submitted,

Kara Nystrom-Boulahanis, Assistant Secretary

Approved September 9, 2009

8 ayes, 0 Nays, 0 Abstentions

In Attendance:

William A. Brandt, Chairman

Michael W. Goetz, Vice Chairman

Edward H. Leonard, Sr.

Terrence M. O'Brien

Dr. Roger D. Herrin

Bradley A. Zeller

Juan B. Rivera

Dr. William J. Barclay

James J. Fuentes