

ILLINOIS HOUSING DEVELOPMENT AUTHORITY

December 18, 2009

Pursuant to notification given December 11, 2009, the Members of the Illinois Housing Development Authority met for a regular meeting at 9:30 a.m., local time, November 20, 2009, at the offices of the Illinois Housing Development Authority, 401 North Michigan Avenue, Suite 700, Chicago, Illinois.

Those present:

BOARD:

Terry Newman	Chairman
Robert Barker	Vice Chairman
Karen Davis	Treasurer
Floyd Gardner	Member
Mary Kane	Member
Mark Kochan	Member (via telephone)

STAFF:

Gloria Materre	Executive Director
Phil Culpepper	Deputy Executive Director/Chief of Staff
Mary Kenney	General Counsel
Kathryn Finn	Assistant General Counsel
Robert Kugel	Assistant Executive Director/Chief Financial Officer
James Kregor	Controller
Barbara Manning	Chief Internal Auditor
Cami Freeman	Director of Business Development and Marketing, Single Family
Vanessa Hill	Manager, Homeownership Programs
Michelle Adams	Director Administrative Services
Stephen Gladden	Assistant Director/Manager for Multifamily Underwriting
Tracy Wortham	Assistant Director, Human Resources
Steve Uitto	Director, Information Systems
Neil O'Callaghan	Director, Information Technology
Nicki Pecori	Finance and Development
Adonya Little	Neighborhood Stabilization Manager
Mary Karnia	Neighborhood Stabilization Project Coordinator
Shelli Tucciarelli	Neighborhood Stabilization Program Administrator
Hazim Taib	Financial Asset Management
Christian Froelich	Financial Program Manager
Bill Smirniotis	Managing Director of Homeownership Programs
Peggy Cullom	Managing Director Loan and Portfolio Management
Linda Thurmond	Managing Director for Multifamily Programs
Jane Bilger	Sr. Policy Director
Bill Smythe	Finance and Development
Tony Hernandez	Asset Management
Eric Von Battles	Asset Management

Diane Smith	Asset Management
Matt Palek	Multifamily Programs
Adam Rogers	Multifamily Programs
Tara Peele	Multifamily Programs
Adrienne Whitney	Financial Asset Management
Margaret Vizzini	Legal Department

GUESTS:

Audra Hamernik	Delta Center, Inc.
Jesse D. Rosas	Proviso Township Mental Health Commission
Katie Krych	Proviso Township Mental Health Commission
Kate Ansorge	Illinois Facilities Fund
Teresa Prim	New Moms, Inc.
Erica Pascel	Hispanic Housing Development Corporation
Bob Dwan	City of Berwyn
Ghian Foreman	55 th & State Redevelopment LLC
Truman Tolefree	55 th & State Redevelopment LLC
Donnie Brown	Genesis Housing Development Corporation
Julie Donovan	Habitat for Humanity, Lake County, IL. Inc.
Tim Mack	Will County Land Use Department
Sheila Dodd	City of Campaign
Mary Lu Seidel	Corporation for Affordable Homes of McHenry County
Alan Carmen	City of Rock Island
Brian Hollenback	City of Rock Island
Timothy Rowles	The Springfield Project
Don O'Loughlin	D & O Properties, LLC
Kyle Bach	City of Quincy
Destini Lednicki	Madison County Community Development
Jim Healy	Berwyn
Kristina Knight	Rich Smith Development
Mike Koessel	City Bank
Jim Kielly	JP Morgan Securities
Bill Daley	Morgan Stanley
Dana Bunting	Goldman Sachs
Tom Monico	Thomas & Thomas Assc.
Jerry Wallack	Kutak Rock
Mike Pizzuto	Stough Group
Clarence Bourne	Loop Capital
Pavi Marengo	Schiff Hardin LLP
Jeremy Cannon	Mayor Brown
Susan Jun	Bank of America Merryl Lynch
Jeff Gertz	JP Morgan Securities
Elizabeth May	Chase
Kelly Maroney	Golden Oaks Senior Development Corporation
Mike Niehaus	Windsor Homes
Sarah Brachie	DuPage Habitat for Humanity Corporation

Bill Klaves
Robert Gawronski
Daniel Kotcher
John Weis
Arby Smith
Jim Kiley
Peter Holsten

Habitat for Humanity of Northern Fox Valley, Inc.
Senior Suites Chicago Corporation
DKI-Zion G.P., LLC
Quincy Group LLC
Ridge Estates Management Charleston, LLC
McKenzie Manager LLC
Holsten Real Estate

With a quorum consisting of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane being present, Chairman Newman called the meeting to order at 9:34 a.m. Chairman Newman stated that Mr. Kochan will be attending the meeting by telephone. He stated that Mr. Kochan was not available to attend in person and is communicating with the Board by telephone from his office in Herrin, Illinois. He further stated that his communications will be received through a speakerphone in the Authority's boardroom, located in the Authority's office at 401 N. Michigan Avenue.

09-IHDA-172 Chairman Newman introduced Item 1 on the Agenda: Resolution Approving the Minutes of the Meeting of the Members of the Illinois Housing Development Authority held on November 20, 2009.

A motion to adopt the Minutes was made by Ms. Davis and seconded by Mr. Gardner; voting was done by a roll-call vote, and the Minutes were adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner, Ms. Kane and Mr. Kochan.

09-IHDA-174A Executive Director Materre introduced Tab A under Item 3 on the Agenda: Resolution Authorizing Loans (HTF-10134-09, MHR-10134-09) for The Suites of Autumn Green at Wright Campus, Chicago, Illinois.

Mr. Weglarz stated that Senior Suites Chicago Wright Campus, LLC (the "Sponsor") has requested Authority financing for a new construction-independent elderly development to be known as The Suites of Autumn Green at Wright Campus, described on Exhibit A attached to this Resolution. This will be high quality housing with specially designed amenities and a variety of personal services appealing to the needs and desires of senior citizens. Mr. Weglarz recommended the Members' approval of a HOME loan in an amount not to exceed \$1,402,386 and a Trust Fund loan in an amount not to exceed \$1,250,000.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; voting was done by a roll-call vote, and the Resolution was adopted by the affirmative votes of Mr. Barker, Ms. Davis, Mr. Gardner, Ms. Kane and Mr. Kochan. Chairman Newman abstained from voting.

At 9:42 a.m. Mr. Kochan ended his attendance by telephone.

09-IHDA-177 Executive Director Materre introduced Item 6 on the Agenda: Illinois Housing Development Authority Homeowner Mortgage Revenue Bonds Amended and Restated 2009 Series B Resolution.

Mr. Taib stated that the following two resolutions are amendatory resolutions to replace resolutions that were approved by the Board last month. The resolutions are amended to reflect additional comments by Treasury and additional documents required for financing. Among the documents attached to each resolution are the Placement Agreement, Settlement Agreement and Official Statement. Upon approval by the Board, bond counsel for each program will reach out to counsel to FannieMae and Freddie Mac and authorize each to release documents currently in escrow.

The Amended and Restated 2009 Series B Resolution amends and restates Resolution 2009-IHDA-154 in order to incorporate the required document provisions as Exhibit A, to reduce the maximum authorized aggregate principal amount of the 2009 Series B Bonds from \$315,920,000 to \$200,000,000, and to make necessary conforming changes in the remainder of Resolution 2009-IHDA-154 including the use of terms defined in Exhibit A. This Amended and Restated 2009 Series B Resolution also approves the form of the Official Statement for the 2009 Series B Bonds to be used in connection with the sale of the 2009 Series B Bonds to Fannie Mae and Freddie Mac. This Amended and Restated 2009 Series B Resolution also ratifies and confirms actions taken under the authority of the original 2009 Series B Resolution after its adoption and prior to the adoption of this Amended and Restated 2009 Series B Resolution. Mr. Taib recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-178

Executive Director Materre introduced Item 7 on the Agenda: Resolution Amending Resolution 2009-IHDA-158 Authorizing the Issuance and Sale of Not to Exceed \$184,080,000 of Multifamily Initiative Bonds, Series 2009 to Finance Multifamily Housing Developments; Authorizing and Approving the Execution and Delivery of a Trust Indenture, Various Supplemental Indentures, a Placement Agreement and Related Documents; and Authorizing the Preparation and Dissemination of Certain Disclosure Documents.

Mr. Taib stated that this Resolution amends Resolution 2009-IHDA-158 (the "Original Resolution"). In the Original Resolution, the Board approved certain form documents appended thereto as Exhibits A-C with respect to the financing of multifamily housing developments at below-market interest rates under a program (the "Program") by which state and local housing finance agencies may avail themselves of, essentially, a

below-market line of credit from the federal government. In the period of time since the passage of the Original Resolution, the United States Department of the Treasury (acting through the Federal Home Loan Mortgage Corporation and the Federal National Mortgage Association), has modified and clarified certain terms and provisions of the Program. The purpose of this Resolution is to reauthorize Exhibits A-C in their current form under the Program. Additionally, in said time period, the Authority has prepared a form of Official Statement with respect to the Program. An additional purpose of this Resolution is to authorize Exhibit D in its current form under the Program. This Resolution clarifies that each Subsequent Series (as defined in the Original Resolution) will bear interest at a variable rate that is federally tax-exempt for an interim period before bearing interest at a fixed rate that is federally tax-exempt. Mr. Taib also stated that this Resolution modifies the Original Resolution to permit the Bonds (as defined in the Original Resolution) of each Series (as defined in the Original Resolution) to have a maximum maturity not to exceed September 1, 2051. The Original Resolution is not being amended in any other manner. Mr. Taib recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-180

Executive Director Materre introduced Item 9 on the Agenda: Resolution Authorizing Amendment to Standby Bond Purchase Agreement (Homeowner Mortgage revenue Bonds, 2005 Series A-3).

Mr. Kugel stated that the Authority adopted the Homeowner Mortgage Revenue Bonds General Resolution on July 15, 1994 (as amended and supplemented, the "General Resolution") authorizing the Authority to issue bonds from time to time to finance residential mortgages in the State of Illinois. Under the General Resolution, the Authority adopted the Homeowner Mortgage Revenue Bonds 2005 Series A and B Resolution on November 19, 2004 (the "Series Resolution"), authorizing the issuance of not to exceed \$100,000,000 aggregate principal amount of Homeowner Mortgage Revenue Bonds, Series A and B (the "Bonds"). Pursuant to the Series Resolution, the Authority issued the 2005 Subseries A-3 Bonds (the "A-3 Bonds") in the amount of \$20,000,000. In conjunction with the issuance of A-3 Bonds, the Authority executed a Standby Bond Purchase Agreement, dated as of March 1, 2005, (the "Bond Purchase Agreement") by and among the Authority, State Street Bank & Trust Company (the "Original Liquidity Bank") and The Bank of New York Mellon Trust Co., N. A., as successor to J.P. Morgan Trust Company, N.A., for the purchase

by the Original Liquidity Bank of Tendered Bonds (as defined in the Bond Purchase Agreement). Mr. Kugel stated that the Bond Purchase Agreement is attached as Exhibit A to the Resolution. The Expiration Date of the Bond Purchase Agreement is March 10, 2010. However, the Original Liquidity Bank is not interested in renewing the Standby Bond Purchase Agreement. The Authority and the Federal Home Loan Bank of Chicago (the "Bank") have agreed to replace the Original Liquidity Bank with an amended Standby Bond Purchase Agreement (the "New Liquidity Agreement") for the period from March 10, 2010 to March 10, 2013 and to make certain other changes to the Bond Purchase Agreement, including without limitation, the payment by the Authority of an annual commitment fee of 0.45%. The New Liquidity Agreement is attached as Exhibit B to the Resolution. Mr. Kugel recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-173A

Executive Director Materre introduced Tab A under Item 2 on the Agenda: Resolution Amending Resolution No. 2009-IHDA-096G, Authorizing Federal Tax Credits (FTC-10052-09) Nehemiah Homes II (FTC-10052-09), Springfield, Illinois.

Ms. Peele stated that pursuant to Resolution No. 2009-IHDA-096G, the Authority made a reservation of Federal Tax Credits to Nehemiah Affordable Housing II, L.P. (the "Sponsor") in connection with the construction of a scattered-site multifamily housing development known as Nehemiah Homes II (the "Project"), described in Exhibit A attached to this Resolution. To avoid displacement of an existing low income tenant residing in a single family home covering two (2) parcels (the "Occupied Parcels") of the Project's original forty-nine (49) parcels, the Sponsor has determined that the completion of the Project on the Occupied Parcels would be infeasible. Pursuant to Section III.10 of the Authority's Qualified Allocation Plan governing the allocation of Federal Tax Credits, the Sponsor has requested a modification of the Project, whereby the Sponsor desires to continue with the Project by replacing the Occupied Parcels with one-and-a-half parcels having a common address of 2001 E. Brown Street, Springfield, Illinois (the "New Parcels"), which are located on real estate legally described in the revised legal description (the "New Legal Description") in Exhibit B attached to this Resolution. The Authority has determined it is in the best interest of the Project to authorize the modification of the Project with respect to the New Parcels and to issue the Federal Tax Credits to the Sponsor for the Project with the

New Legal Description. Ms. Peele recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-173B

Executive Director Materre introduced Tab B under Item 2 on the Agenda: Resolution Authorizing State Tax Credits (STC-10169-10) for DuPage Habitat 2009 Scattered Site Homes Addison, Villa Park and Glendale Heights, Illinois.

Mr. Weglarz stated that DuPage Habitat for Humanity Corporation (the "Sponsor") has applied to the Authority for State Tax Credits in connection with the acquisition of a multifamily housing development known as DuPage Habitat 2009 Scattered Site Homes, described on Exhibit A attached to this Resolution. The Sponsor proposes to rehabilitate four single family homes on scattered sites in Addison, Villa Park, and Glendale Heights. The homes will then be sold to families whose incomes are at or below 50% of the area median income. Mr. Weglarz recommended the Members' approval of State Tax Credits in the amount of \$104,976.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-173C

Executive Director Materre introduced Tab C under Item 2 on the Agenda: Resolution Authorizing State Tax Credits (STC-10173-10) for DuPage Habitat for Humanity Pioneer Prairie Phase II, West Chicago, Illinois.

Mr. Weglarz stated that DuPage Habitat for Humanity Corporation (the "Sponsor") has applied to the Authority for State Tax Credits in connection with the acquisition of a multifamily housing development known as DuPage Habitat for Humanity Pioneer Prairie Phase II located on the real estate described on Exhibit A attached to this Resolution. The Sponsor proposes to build two new homes to be sold to families whose incomes are between 45% and 60% of the area median income. Mr. Weglarz recommended the Members' approval of the State Tax Credits in the amount of \$43,257.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-173D

Executive Director Materre introduced Tab D under Item 2 on the Agenda: Resolution Authorizing State Tax Credits (STC-10166-10) for Thomas Place – Fox Lake in Fox Lake, Illinois.

Mr. Weglarz stated that The Burton Foundation has applied to the Authority for State Tax Credits in connection with the acquisition of a multifamily housing development known as Thomas Place – Fox Lake (the “Project”), described on Exhibit A attached to this Resolution. The Project consists of a three story residential structure above an enclosed parking deck on the first floor. The Project contains one and two bedroom units for seniors age 55 and over. Mr. Weglarz recommended the Members’ approval of the State Tax Credits in the amount not to exceed \$511,761.

A motion to adopt the Resolution was made by Ms. Kane and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-173E

Executive Director Materre introduced Tab E under Item 2 on the Agenda: Resolution Authorizing State Tax Credits (STC-10174-10) for Northern Fox Valley Habitat for Humanity Scattered Site 2009, Elgin and Carpentersville, Illinois.

Mr. Weglarz stated that Habitat for Humanity of Northern Fox Valley (the “Sponsor”) has applied to the Authority for State Tax Credits in connection with the acquisition of a multifamily housing development known as Northern Fox Valley Habitat for Humanity Scattered Site 2009 (the “Project”), described on Exhibit A attached to this Resolution. The Sponsor proposes to rehabilitate two homes and build two homes, for a total of four homes, in the Elgin and Carpentersville areas. The homes will be sold to families whose incomes are at or below 50% of the area median income. Mr. Weglarz recommended the Members’ approval of the State Tax Credits in the amount of \$266,089.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174B

Executive Director Materre introduced Tab B under Item 3 on the Agenda: Resolution Authorizing Funds under the Equity Replacement Program (SEC1602-10056-0221-02) for Spring Valley Senior Housing Phase II, Spring Valley, Illinois.

Ms. D. Freeman stated that Section 1602 of the American Recovery and Reinvestment Act of 2009 (Public Law 111-5) (“ARRA”) authorizes the Authority to exchange 2007, 2008 and 2009 Federal Tax Credits for grant funds from the United States Department of Treasury (“Treasury”) and to make sub-grants to affordable housing developments in compliance with ARRA and applicable regulations. Title XII of ARRA authorizes the United States Department of Housing and Urban Development (“HUD”) to make grants to state housing credit agencies in the cumulative amount of \$2,250,000,000 to make loans or grants to affordable housing developments that have received or will receive awards of Federal Tax Credits between October 1, 2006 and September 30, 2009. The funding program under Section 1602 of ARRA is known as “Section 1602”; the funding program under Title XII of ARRA is known as the Tax Credit Assistance Program or “TCAP”. The Authority has designated the funds received under Section 1602 and TCAP as the “Equity Replacement Program”. Pursuant to Section 1602, the Authority has applied to Treasury to exchange a portion of its 2009 Federal Tax Credits and has received a grant in the amount of \$53,395,657. Pursuant to TCAP, the Authority has applied to HUD and has received a grant in the amount of Ninety-Four Million Six Hundred Seventy-Six Thousand Nine Hundred Seventy-Nine and No/100 Dollars (\$94,676,979.00). The next six resolutions authorize financing under the Equity Replacement program. The amount of TCAP and 1602 funds, as set forth in each Resolution, is amended to be consistent with the TCAP and 1602 amounts set forth in the summary of the Project attached to each Resolution.

Pursuant to Resolution Nos. 2009-IHDA-096D, Spring Valley Senior Housing L.P. II (the “Sponsor”) was awarded Federal Tax Credits in the amount of \$787,546 (the 2009 Federal Tax Credits”) The Sponsor was unable to syndicate the 2009 Federal Tax Credits, and seeks to return all but \$1,000 of its 2009 Federal Tax Credits and has applied to the Authority for funds for the construction and permanent financing of a multifamily housing development known as Spring Valley Senior Housing Phase II (the “Project”), described on Exhibit A attached to this

Resolution. The Project will consist of 50 one-bedroom, single-story townhomes to serve independent elderly residents age 62 and over with incomes between 30% and 60% of the area median income. Ms. Freeman recommended the Members' approval of the Section 1602 grant in the amount of \$5,975,664.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174C

Executive Director Materre introduced Tab C under Item 3 on the Agenda: Resolution Authorizing an Increase in Federal Tax Credits (DTC-10038-08) and Funds under the Equity Replacement Program (TCAP-10038-0225-02) for Crane Meadows Apartments, Zion, Illinois.

Mr. Johnson stated that pursuant to Resolution No. 2008-IHDA-195J, the Authority allocated 2008 Illinois Disaster Credits to DKI-Zion G.P., LLC (the "Sponsor") in the amount of \$2,321,852 (the "2008 Illinois Disaster Tax Credit Allocation") for the construction and permanent financing of a multifamily housing development known as Crane Meadows Apartments (the "Project"), described on Exhibit A attached to this Resolution. Pursuant to Resolution No. 2009-IHDA-152, the Authority authorized the exchange of the 2008 Illinois Disaster Tax Credit Allocation for a 2009 Illinois Disaster Tax Credit Allocation in the same amount. Crane Meadows will consist of 264 affordable rental apartments and two employee apartments. The Sponsor has applied to the Authority for an increase to the 2009 Disaster Tax Credit Allocation for the Project in the amount of \$78,435 and a TCAP loan in an amount not to exceed \$4,439,052. Mr. Johnson recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Kane; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174D

Executive Director Materre introduced Tab D under Item 3 on the Agenda: Resolution Authorizing Federal Tax Credits (FTC-10053-09) and Funds under the Equity replacement Program (SEC1602-10053-0121-02) and Trust Fund Loan (HTF-10053) for Golden Oaks Senior Apartments, Litchfield and Hillsboro, Illinois.

Mr. Johnson stated that pursuant to Resolution No. 2009-IHDA-096C, Golden Oaks Senior Development Corporation (the "Sponsor") was awarded 2009 Federal Tax Credits in the amount of \$367,248.00 (the "2009 Federal Tax Credits"). The Sponsor was unable to syndicate the 2009 Federal Tax Credits, as set forth in the summary of the project attached to this Resolution. The Sponsor seeks to return to the Authority all of the 2009 Federal Tax Credits, and has applied to the Authority for funds for the construction and permanent financing of a multifamily housing development known as Golden Oaks Senior Apartments (the "Project"), described on Exhibit A attached to this Resolution. The Project will replace former public housing and will consist of one and two story townhomes with 16 units in Litchfield and 16 units in Hillsboro. Mr. Johnson recommended the Members' approval of a Trust Fund loan in an amount not to exceed \$750,000 and approval of Section 1602 grant in an amount of \$2,318,902.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Davis; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174E

Executive Director Materre introduced Tab E under Item 3 on the Agenda: Resolution Authorizing Funds under the Equity Replacement Program (SEC1602-10042-0223-01) for Franklin Square Apartments, Quincy, Illinois.

Ms. Greer stated that Quincy Group, LLC (the "Sponsor") has applied to the Authority for funds for the construction and permanent financing of a multifamily housing development known as Franklin Square Apartments, described on Exhibit A attached to this Resolution. The Sponsor proposes to construct a new three story elevator building with underground parking for 48 families whose incomes are at or below 60% of the area median income. Ms. Geer recommended the Members' approval of a Section 1602 grant in the amount of \$1,881,024.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Kane; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174F

Executive Director Materre introduced Tab F under Item 3 on the Agenda: Resolution Authorizing Federal Tax Credits (FTC-2861-09) and Funds

under the Equity Replacement Program (TCAP-2861-0114-01; SEC1602-2861-0114-01) and Trust Fund Loan (HTF-2861) for Ridge Estates of Charleston, Charleston, Illinois.

Ms. Greer stated that pursuant to Resolution No. 2008-IHDA-187A, Ridge Estates Management Charleston, LLC (the “Sponsor”) was awarded 2008 Federal Tax Credits in the amount of \$828,891.00 (the “2008 Federal Tax Credits”). The Sponsor was unable to syndicate all of the 2008 Federal Tax Credits, as set forth in the summary of the project attached to this Resolution. Accordingly, the Sponsor seeks to return all but \$1,000 of the 2008 Federal Tax Credits (the “2008 Retained Federal Tax Credits”) and has applied to the Authority for funds for the construction and permanent financing of a multifamily housing development known as Ridge Estates of Charleston, described on Exhibit A attached to this Resolution. The Sponsor proposes to construct fifty rental homes consisting of thirty, three-bedroom units and twenty, four-bedroom units for families with incomes at or below 60% of the area median income. There will also be two units rented at the market rate. The Sponsor also desires to exchange the 2008 Retained Federal Tax Credits for a reservation of 2009 Federal Tax Credits. Ms. Geer recommended the Members’ approval of the return of the 2008 Federal Tax Credits and that the Authority make a new allocation of 2009 Federal Tax Credits in the amount of \$1,000; approval of a first position Trust Fund loan not to exceed \$1,472,000; approval of a TCAP mortgage loan or grant in an amount of \$1,859,862; and approval of a Section 1602 grant in an amount of \$7,045,574.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Kane; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174G

Executive Director Materre introduced Tab G under Item 3 on the Agenda: Resolution Authorizing Federal Tax Credits (FTC-10170-10), State Tax Credits (STC-10170-10), Loans (CDT-10170-01; MHR-10170-01), and Funds under the Equity Replacement Program (SEC1602-10170-0224-02) for McKenzie Falls Apartments, Bolingbrook, Illinois.

Ms. Poniecki stated that McKenzie Falls LLC and Will County Housing Development Corporation (the “Sponsors”) have applied to the Authority for State Tax Credits and other funds for the construction and permanent financing of a multifamily senior housing development known as McKenzie Falls, described on Exhibit A attached to this Resolution. The Sponsors intend to complete construction of the building, which was

abandoned in 2002, and provide 105 units for independent elderly residents in Bolingbrook and Will County and an additional unit for managerial staff. Ms. Poniecki recommended the Members' approval of the State Tax Credits in the amount of \$466,578; approval of mortgage loans in an aggregate amount not to exceed \$10,000,000 under the Authority's Tax-Exempt Bond Program; approval of Federal Tax Credits in connection with the Tax-Exempt Bond Program in the approximate amount of \$460,533; approval of a HOME loan in an amount of \$1,700,000; and approval of a Section 1602 grant in an amount of \$6,559,335.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Mr. Gardner; the Resolution was adopted as amended by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-174H

Executive Director Materre introduced Tab H under Item 3 on the Agenda: Resolution Extending Loan Funding Date for Pacesetter Redevelopment, Phase I (Amending Resolution No. 2009-IHDA-106B).

Mr. Rogers stated that by Resolution No. 2006-IHDA-083 (the "Initial Resolution"), the Authority previously authorized the making of a loan to Historic Pacesetter Limited Partnership under the Authority's Risk Sharing Program (the "Risk Sharing Loan") in the amount of \$5,337,000 in connection with a proposed housing project to be known as Pacesetter Redevelopment, Phase I. The commitment to fund the Risk Sharing Loan under the Initial Resolution expired on February 1, 2008. The Borrower requested the Authority extend the funding commitment date (the "Commitment Date") to June 27, 2009. By Resolution No. 2007-IHDA-180B, the Authority extended the Commitment Date to June 27, 2009. The Borrower requested the Authority extend the Commitment Date to December 27, 2009, and it had been extended to that date by Resolution No. 2009-IHDA-106B. Citibank, the source of the funds for the Risk Sharing Loan, has requested the Authority extend the Commitment Date to January 15, 2010. Mr. Rogers recommended the members' approval of the extension of the Commitment Date to January 15, 2010 since it is necessary for the project.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-175 Executive Director Materre introduced Item 4 on the Agenda: Resolution Approving the 2010 Low-Income Housing Tax Credit Qualified Allocation Plan.

Mr. Gladden stated that as part of the administration and allocation of the 2010 Low-Income Housing Tax Credits, the Authority must adopt and publish the criteria to be used to allocate credits under the program. The 2010 Qualified Allocation Plan (the "2010 QAP") is the blending of widespread internal discussions within the Authority and extensive public dialogue highlighted by two public meetings, a public hearing and more than 30 written comments from program stakeholders. As a result, the changes incorporated in the 2010 QAP should help diversify the developments receiving tax credit allocations and advance the policy goals outlined in the State's Annual Comprehensive Housing Plan. Mr. Gladden gave a presentation that highlighted the most significant differences between the previous QAP and the 2010 QAP, all attached to the resolution. He recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-176 Executive Director Materre introduced Item 5 on the Agenda: Resolution Authorizing the Execution of Service Agreements.

Mr. Gladden stated that the Authority seeks the authorization to enter into service agreements with the firms listed in Exhibit A to perform environmental testing, physical needs assessments, building condition surveys and/or cost estimation reports in conjunction with developments seeking financing from the Authority. Through a selection process conducted in accordance with the State's Procurement Code, the firms were evaluated and recommended for inclusion on the lists shown in Exhibit A attached to the Resolution. The Resolution limits the term of a single agreement to one year and a maximum fee per agreement to \$20,000. Mr. Gladden recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-179

Executive Director Materre introduced Item 8 on the Agenda: Resolution Authorizing the Issuance of Not to Exceed \$10,000,000 Illinois Housing Development Authority, Multifamily Housing Revenue Bonds, Series 2010A and B (McKenzie Falls).

Mr. Taib stated that this Resolution authorizes the issuance of not to exceed \$10,000,000 of Multifamily Housing Revenue Bonds (the "Bonds") to acquire, rehabilitate, construct and provide financing relating to a 106-unit multifamily rental housing project development, known as McKenzie Falls, located at 171 East Briarcliff Road, Bolingbrook, Illinois, which is owned by McKenzie Falls, LLC. This is a special limited obligation single-project financing, not part of the multifamily financing programs of the Authority. The Bonds are not general obligations of the Authority. The State's so-called "moral obligation" or the "moral make-up" provision of Section 26.1 of the Illinois Housing Development Act does not apply to these Bonds. The Bonds will initially be issued as variable rate drawdown bonds in two series and will be purchased by Bank of America, N.A. The principal of, premium, if any, and interest on the Bonds are payable from the payments on Trust Estate and from any other security pledged under the Indenture. The Series 2010A Bonds will be secured by a mortgage and have a lien on the Development. Payment of principal and interest on the Series 2010B Bonds will be secured by funds received from time to time under the Section 1602 Program contained in the American Recovery and Reinvestment Act of 2009 and deposited with the Trustee under the Indenture. Mr. Taib stated that this is a delegation resolution and authorizes any two of the Chairman, the Vice Chairman, the Treasurer and the Executive Director (or, in the absence of the Executive Director, the Deputy Executive Director) to execute and deliver a written determination approving the amount, interest rates and other terms of the Bonds. Mr. Taib recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-181

Executive Director Materre introduced Item 10 on the Agenda: Resolution Ratifying the Loan Modification for Lakeview Towers Apartments (HTF-1537).

Mr. Hernandez stated that the Authority previously made a mortgage loan in the original principal amount of \$675,000 (the "IHDA Loan") to Lake View Towers Residents Association Inc for the acquisition, rehabilitation and permanent financing of a multifamily housing development commonly known as 4550 North Clarendon Avenue, Chicago, Illinois (the "Development"). The IHDA Loan has a maturity date of April 1, 2046. By Resolution No. 2009-IHDA-025, the Authority has previously authorized to subordinate the IHDA Loan to a new HUD-insured second mortgage loan in an amount not to exceed \$4,500,000 (the "New Second Loan"). As required by HUD, the Owner has requested that the Authority extend the term of the IHDA Loan to be co-terminus with the New Second Loan, which would result in a new maturity date of May 1, 2051 (the "Loan Modification"). In order to effectuate the closing of the New Second Loan in a timely manner, the Authority's staff granted its consent to the Loan Modification and executed a document to effectuate the Loan Modification. Mr. Hernandez recommended the Members' ratification of the Loan modification.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Mr. Gardner; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-182

Executive Director Materre introduced Item 11 on the Agenda: Resolution Authorizing Partial Repayment of Loan for Northside Housing (HTF-1162).

Mr. Hernandez stated that the Authority has previously made a loan in the amount of \$250,000 (the "Loan") to American National Bank and Trust Company of Chicago (the Trustee"), not personally, but solely as Trustee under a Trust Agreement dated November 6, 1990 and known as Trust Number 112937-01 (the "Trust") and The Thresholds, and Illinois non-for-profit corporation and sole beneficiary of the Trust (collectively, the Owner"). The maturity date for the Loan was December 27, 2002. In 2002, the Owner repaid \$218,111.25. At the time, the Owner believed it had an agreement with the Authority to forgive the \$31,888.75 balance of the Loan. However, the Authority did not release the mortgage securing the Loan. Neither the Owner nor the Authority possesses written confirmation of the forgiveness. In 2009, after validating past due amounts, the Authority billed the Owner for the unpaid balance. The Owner requested forgiveness of the entire unpaid balance. After negotiation with the Authority, the Owner has requested the Authority accept \$15,942.88, 50% of the outstanding balance, as settlement in full (the "Partial Payment"). Mr. Hernandez recommended the Members'

acceptance of the Partial Payment as satisfaction of the Loan, and the release of the Mortgage and the Regulatory Agreement and the cancellation of the Note.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-185

Executive Director Materre introduced Item 12 on the Agenda: Resolution Authorizing Funding Agreements under the Neighborhood Stabilization Program.

Ms. Little stated that last month, Governor Quinn designated the Authority as the State's new administrator for the Neighborhood Stabilization Program ("NSP") that was enacted by the Housing and Economic Recovery Act of 2008. Since then the Authority entered into a grant agreement with HUD and the transition of the program from the Department of Human Services is near complete. Ms. Little stated that today's resolution will allow the Authority to enter into grant agreements with 18 sub-grantees that were awarded funding under the NSP. The sub-grantees are:

NSP-75001 Delta Center, Inc.
NSP-75002 Proviso Township Mental Health Commission
NSP-75003 Illinois Facilities Fund
NSP-75004 New Moms, Inc
NSP-75005 Hispanic Housing Development Corporation
NSP-75006 City of Berwyn
NSP-75007 55th & State Redevelopment LLC
NSP-75008 Genesis Housing Development Corporation
NSP-75009 Habitat for Humanity, Lake County, IL, Inc
NSP-75010 Will County Land Use Department
NSP-75011 Corporation for Affordable Homes of McHenry County
NSP-75012 City of Champaign
NSP-75013 City of Rock Island
NSP-75014 The Springfield Project
NSP-75015 D & O Properties, LLC
NSP-75016 City of Quincy
NSP-75017 City of East St. Louis
NSP-75018 Madison County Community Development

Ms. Little stated that these organizations span across 18 counties and; within these counties, the funding will impact approximately 24 jurisdictions across the State. Sub-grantees will use these funds to assist communities that have some of the highest foreclosure and vacancy rates

in the State of Illinois. More than half of the funding will be used to acquire and rehabilitate foreclosed or abandoned single family homes. Redevelopment, including the new construction of multi-unit and single family housing, is also a major activity in which NSP funds will play a key role in assisting with the creation of units to help stabilize communities. Through the efforts of these organizations, it is projected that the NSP funds will produce a total of 403 rental units, 133 homeownership units, approximately 12 units will be land banked for future redevelopment, and 32 units will be demolished due to blight. Of the rental and homeownership units produced, 254, over 45%, will benefit households at or below 50% of the area median income and 237 units will serve special needs households. The selected sub-grantees include eight general local government organizations with experience in administering federal funds, and eight not-for-profit organizations and two for-profit organizations, all of which have a track record in the development of affordable housing or special needs housing. Because we are working under a tight timeframe for this program, the Authority will be monitoring the progress of sub-grantees very closely to ensure timely obligation of the funds. Ms. Little recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Kane; the Resolution was adopted as the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-186

Executive Director Materre introduced Item 13 on the Agenda: Resolution Amending Additional Signature Authority of Various Employees (Amending resolution No. 2009-IHDA-115).

Ms. Kenney stated that from time to time the Authority needs to accommodate the effective changes of the Authority business. The Authority has previously approved the appointments by resolution 2009-IHDA-115 (the "Prior Resolution") and granted signature authority to various Authority officers and employees. The Authority has determined that it is necessary to amend the Prior Resolution by adding the underlined language and deleting the stricken language herein. Ms. Kenney stated that all other aspects of the Prior resolution shall remain the same, and recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-188 Executive Director Materre introduced Item 14 on the Agenda: Resolution Authorizing Expenditures for Disaster Recovery Services Provided by International Business Machines Corporation.

Mr. Uitto stated that the Illinois Department of Central Management Services (the "CMS") has previously entered into a master contract (the "Master Contract") with International Business Machines (the "IBM") for computer back-up services in the event of an unplanned interruption of, or inaccessibility to, the State's various computer systems (the "Disaster Recovery Services"). The Authority has been a beneficiary under the Master Contract for the Authority's computer systems. The Master Contract expired on December 31, 2009 and CMS has entered into a new agreement with IBM (the "New Master Contract") for the two (2) year period from January 1, 2010 through December 31, 2011. Pursuant to the New Master Contract, the monthly fee for beneficiaries receiving the Disaster Recovery Services shall not exceed \$10,000 and the declaration fee in the event of a disaster shall not exceed \$30,000. Mr. Uitto recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Ms. Davis and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-189 Executive Director Materre introduced Item 15 on the Agenda: Resolution Authorizing an Amendment to the Illinois Housing Development Authority Retirement Plan.

Ms. Wortham stated that the Authority has established and maintains the Illinois Housing Development Authority Retirement Plan for its employees (as amended and restated effective January 1, 2009, the "Plan"). Section 415 of the Internal Revenue Code ("Code") governs the limitations of contributions to qualified plans. Pursuant to final regulations published April 5, 2007, Code Section 415 was revised to, among other things, modify the types of compensation from which participants may make contributions to qualified plans and modify the definition of "annual addition" (as such term relates to Code Section 415) (the "415 Amendments"). In order to comply with the 415 Amendments, the Authority must adopt an amendment to the Plan prior to December 31, 2009. Ms. Wortham stated that the Authority has determined it is in its best interest to adopt the First Amendment to the Plan attached as Exhibit A, and recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Barker and seconded by Ms. Davis; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

09-IHDA-190

Executive Director Materre introduced Item 16 on the Agenda: Resolution of Intent Concerning the Issuance of Revenue Obligations under Single Family and Multi-family Bond Programs in an Aggregate Principal Amount Not to Exceed Three Hundred Million Dollars (\$300,000,000).

Ms. Kenney stated that pursuant to the Constitution and the laws of the State of Illinois, the Authority is authorized to issue private activity bonds ("Bonds") for the purposes of providing financing for single family housing, multi-family housing developments and other authorized purposes of the Authority (the "Intended Purposes"), including, but not limited to, Bonds issued pursuant to the Illinois Private Activity Bond Allocation Act, 30 ILCS 345/1 et seq. (the "Bond Act"). When the Authority intends to issue Bonds pursuant to the Bond Act, it must adopt a resolution expressing such intent. Ms. Kenney stated that the Authority has previously received authority from the Governor's Office to issue Bonds. The Authority anticipates a strong demand for the proceeds of its Bonds for the Intended Purposes and a consequent need to issue Bonds soon after January 1, 2010. Ms. Kenney recommended the Members' approval of the Resolution.

A motion to adopt the Resolution was made by Mr. Gardner and seconded by Ms. Kane; the Resolution was adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

Presentation 1

For Presentation 1, Finance Committee Report, Vice-Chairman Barker recommended the Members' approval of the minutes from the November 20, 2009, Finance Committee meeting.

A motion to adopt the Minutes was made by Mr. Gardner and seconded by Ms. Kane; the Minutes were adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

Presentation 2

For Presentation 2, Multifamily Status Report as of November 30, 2009. Chairman Newman referred the Members to the Board materials.

Presentation 3 For Presentation 3, Asset Management Committee Minutes, Ms. Davis recommended the Members' approval of the minutes from October 16, 2009 Asset Management Committee meeting.

A motion to adopt the Minutes was made by Ms. Davis and seconded by Mr. Gardner; the Minutes were adopted by the affirmative votes of Chairman Newman, Vice-Chairman Barker, Ms. Davis, Mr. Gardner and Ms. Kane.

There being no further business, Vice-Chairman Barker adjourned the meeting at 11:10 a.m.