

VILLAGE OF OAK BROOK
TAX INCREMENT FINANCING DISTRICT NO. 1
BUTTERFIELD/MEYERS ROAD
ANNUAL REPORT FOR FISCAL YEAR
BEGINNING JANUARY 1, 2014 AND ENDING DECEMBER 31, 2014

Village of Oak Brook

**Tax Increment Financing District No. 1
Butterfield/Meyers Rd. TIF
Table of Contents**

<u>SECTION</u>	<u>TITLE</u>	<u>PAGE</u>
1.0	Name of Redevelopment Project Area and Contact Information	1
2.0	Redevelopment Project Information	3
Attachment A	Amendments to the Redevelopment Plan, the Redevelopment Project and/or Area Boundary	4
Attachment B	Certification of the Chief Executive Officer of the municipality that the municipality has complied with all of the requirements of the TIF Statute (the “Act”) during the reporting fiscal year	5
Attachment C	Opinion of legal counsel that the municipality is in compliance with the Act	7
Attachment D	Statement setting forth all activities undertaken in furtherance of the objectives of the Redevelopment Plan	9
Attachment E	Description of Agreements Regarding Property Disposition or Redevelopment	10
Attachment F	Additional Information on Uses of Funds Related to Achieving Objectives of the Redevelopment Plan	11
Attachment G	Information Regarding Contracts with TIF Consultants	12
Attachment H	Reports Submitted by Joint Review Board	13
Attachment I	Summary of any obligations issued by the municipality and official statements	14
Attachment J	Financial Analysis: TIF Obligations	15

<u>SECTION</u>	<u>TITLE</u>	<u>PAGE</u>
Attachments		
K and L	For special tax allocation funds that have experienced cumulative deposits of incremental tax revenues of \$100,000 or more, a certified audit report reviewing compliance with the Act performed by an independent public accountant certified and licensed by the authority of the State of Illinois	16
Attachment M	Intergovernmental Agreements	17
3.1	Analysis of Special Tax Allocation Fund	18
3.2	Itemized List of Expenditures from Special Tax Allocation Fund	20
3.3	Special Tax Allocation Fund Balance (end of reporting period)	25
4.0	Property purchased by the municipality within the Redevelopment Project Area	27
5.0	Review of Public and Private Investment	29
6.0	Optional Sections	31
Exhibit A	Joint Review Board Minutes	
Exhibit B	Audit and Compliance Letter	

Section 1. Name of Redevelopment Project Area and Contact Information

Refer to chart attached.

SECTION 2 [Sections 2 through 5 must be completed for each redevelopment project area listed in Section 1.]

FY 2014

Name of Redevelopment Project Area:	Oak Brook TIF No. 1
Primary Use of Redevelopment Project Area*:	Commercial Retail
If "Combination/Mixed" List Component Types:	
Under which section of the Illinois Municipal Code was Redevelopment Project Area designated? (check one):	
Tax Increment Allocation Redevelopment Act <input checked="" type="checkbox"/>	Industrial Jobs Recovery Law <input type="checkbox"/>

	No	Yes
Were there any amendments to the redevelopment plan, the redevelopment project area, or the State Sales Tax Boundary? [65 ILCS 5/11-74.4-5 (d) (1) and 5/11-74.6-22 (d) (1)] If yes, please enclose the amendment labeled Attachment A	X	
Certification of the Chief Executive Officer of the municipality that the municipality has complied with all of the requirements of the Act during the preceding fiscal year. [65 ILCS 5/11-74.4-5 (d) (3) and 5/11-74.6-22 (d) (3)] Please enclose the CEO Certification labeled Attachment B		X
Opinion of legal counsel that municipality is in compliance with the Act. [65 ILCS 5/11-74.4-5 (d) (4) and 5/11-74.6-22 (d) (4)] Please enclose the Legal Counsel Opinion labeled Attachment C		X
Were there any activities undertaken in furtherance of the objectives of the redevelopment plan, including any project implemented in the preceding fiscal year and a description of the activities undertaken? [65 ILCS 5/11-74.4-5 (d) (7) (A and B) and 5/11-74.6-22 (d) (7) (A and B)] If yes, please enclose the Activities Statement labeled Attachment D		X
Were any agreements entered into by the municipality with regard to the disposition or redevelopment of any property within the redevelopment project area or the area within the State Sales Tax Boundary? [65 ILCS 5/11-74.4-5 (d) (7) (C) and 5/11-74.6-22 (d) (7) (C)] If yes, please enclose the Agreement(s) labeled Attachment E	X	
Is there additional information on the use of all funds received under this Division and steps taken by the municipality to achieve the objectives of the redevelopment plan? [65 ILCS 5/11-74.4-5 (d) (7) (D) and 5/11-74.6-22 (d) (7) (D)] If yes, please enclose the Additional Information labeled Attachment F	X	
Did the municipality's TIF advisors or consultants enter into contracts with entities or persons that have received or are receiving payments financed by tax increment revenues produced by the same TIF? [65 ILCS 5/11-74.4-5 (d) (7) (E) and 5/11-74.6-22 (d) (7) (E)] If yes, please enclose the contract(s) or description of the contract(s) labeled Attachment G	X	
Were there any reports or meeting minutes submitted to the municipality by the joint review board? [65 ILCS 5/11-74.4-5 (d) (7) (F) and 5/11-74.6-22 (d) (7) (F)] If yes, please enclose the Joint Review Board Report labeled Attachment H		X
Were any obligations issued by municipality? [65 ILCS 5/11-74.4-5 (d) (8) (A) and 5/11-74.6-22 (d) (8) (A)] If yes, please enclose the Official Statement labeled Attachment I	X	
Was analysis prepared by a financial advisor or underwriter setting forth the nature and term of obligation and projected debt service including required reserves and debt coverage? [65 ILCS 5/11-74.4-5 (d) (8) (B) and 5/11-74.6-22 (d) (8) (B)] If yes, please enclose the Analysis labeled Attachment J	X	
Cumulatively, have deposits equal or greater than \$100,000 been made into the special tax allocation fund? 65 ILCS 5/11-74.4-5 (d) (2) and 5/11-74.6-22 (d) (2) If yes, please enclose Audited financial statements of the special tax allocation fund labeled Attachment K		X
Cumulatively, have deposits of incremental revenue equal to or greater than \$100,000 been made into the special tax allocation fund? [65 ILCS 5/11-74.4-5 (d) (9) and 5/11-74.6-22 (d) (9)] If yes, please enclose a certified letter statement reviewing compliance with the Act labeled Attachment L		X
A list of all intergovernmental agreements in effect in FY 2010, to which the municipality is a part, and an accounting of any money transferred or received by the municipality during that fiscal year pursuant to those intergovernmental agreements. [65 ILCS 5/11-74.4-5 (d) (10)] If yes, please enclose list only of the intergovernmental agreements labeled Attachment M	X	

* Types include: Central Business District, Retail, Other Commercial, Industrial, Residential, and Combination/Mixed.

Attachment A. Amendments to the Redevelopment Plan, the Redevelopment Project Area Boundary

No amendments were made to the redevelopment plan or boundaries in the reporting Fiscal Year.

Attachment B. Certification of the Chief Executive Officer of the municipality that the municipality has complied with all of the requirements of the Act during the fiscal year beginning January 1, 2014 and ending December 31, 2014.

Refer to the attached certification.

Butterfield/Meyers Road TIF

I, Gopal G. Lalimalani, the duly elected Village President of the Village of Oak Brook, Counties of Cook and DuPage, State of Illinois, do hereby certify that to the best of my knowledge, the Village complied with the requirements pertaining to the Illinois Tax Increment Redevelopment Allocation Act during the fiscal year beginning January 1, 2014 and ending December 31, 2014.



May 11, 2015
DATE

Attachment C. Opinion of legal counsel that the municipality has complied with the Act.

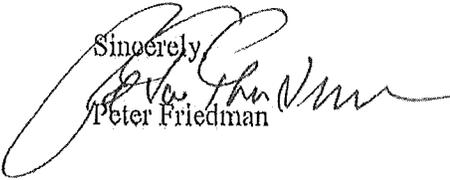
Refer to the attached opinion.

RE: Attorney Review TIF Compliance – Butterfield/Meyers Rd, TIF

To Whom it May Concern:

This will confirm that I am the Village Attorney for the Village of Oak Brook, Illinois. I have reviewed all information provided to me by the Village, staff and consultants, and I find that the Village of Oak Brook has conformed to all applicable requirements of the Illinois Tax Increment Redevelopment Allocation Act set forth thereunder for the fiscal year beginning January 1, 2014 and ending December 31, 2014 to the best of my knowledge and belief.

Sincerely,


Peter Friedman

Attachment D. Statement setting forth all activities undertaken in furtherance of the objectives of the Redevelopment Plan, including:

- A. Any project implemented during the reporting fiscal year; and
- B. A description of the redevelopment activities undertaken.

The Village continued the review of the Oak Brook Promenade redevelopment project undertaken in previous reporting Fiscal Years. The project includes a number of retail and service tenants and construction has largely been completed. Approximately 118,000 s.f. of retail space is under lease.

Attachment E. Description of Agreements Regarding Property Disposition or Redevelopment

No property was sold by the Village, nor were any new redevelopment agreements entered into by the Village in the reporting Fiscal Year.

Attachment F. Additional Information on Uses of Funds Related to Achieving Objectives of the Redevelopment Plan

The Village applied funds to the payment of certain professional costs associated with the administration of the TIF and interest costs applied to the TIF Allocation Limited Obligation Revenue Note.

Attachment G. Information Regarding Contracts with TIF Consultants.

The Village entered into a contract with Kane McKenna and Associates, Inc. in order to prepare the TIF annual report. No contracts for such services included contingent payments associated with TIF revenues.

Attachment H. Reports Submitted by Joint Review Board.

No reports were submitted by the Joint Review board in the reporting Fiscal Year. The Joint Review Board met on August 21, 2014. The minutes of the meetings are attached as Exhibit A.

Attachment I. Summary of any obligations issued by the municipality and official statements

No new obligations were issued by the Village in the reporting Fiscal Year.

Attachment J. Financial Analysis: TIF Obligations

No new analysis was required by the Village, as no new obligations were issued. Existing note obligations have been paid by the Village.

Attachments K and L

For special tax allocation funds that have experienced cumulative deposits of incremental tax revenues of \$100,000 or more, a certified audit report reviewing compliance with the Act performed by an independent public accountant certified and licensed by the authority of the State of Illinois. The audit report shall contain a letter from the independent certified public accountant indicating compliance or noncompliance with the requirements of subsection (q) of Section 11-74.4-3.

An audit and accountant's certification for the Special Tax Allocation fund are attached as Exhibit B.

Attachment M Intergovernmental Agreements

Not applicable.

Section 3.1 Analysis of Special Tax Allocation Fund

Refer to table attached.

SECTION 3.1 - (65 ILCS 5/11-74.4-5 (d) (5) and 65 ILCS 5/11-74.6-22 (d) (5))

Provide an analysis of the special tax allocation fund.

FY 2014

TIF NAME: Oak Brook TIF No. 1

Fund Balance at Beginning of Reporting Period \$ 285,861

Revenue/Cash Receipts Deposited in Fund During Reporting FY:	Reporting Year	Cumulative*	% of Total
Property Tax Increment	\$ 326,896	\$ 2,452,398	84%
State Sales Tax Increment			0%
Local Sales Tax Increment	\$ 95,471	\$ 465,723	16%
State Utility Tax Increment			0%
Local Utility Tax Increment			0%
Interest	\$ 13	\$ 2,452	0%
Land/Building Sale Proceeds			0%
Bond Proceeds			0%
Transfers from Municipal Sources			0%
Private Sources			0%
Other (Identify source _____; if multiple other sources, attach schedule)			0%

*must be completed where 'Reporting Year' is populated

Total Amount Deposited in Special Tax Allocation Fund During Reporting Period \$ 422,380

Cumulative Total Revenues/Cash Receipts \$ 2,920,573 100%

Total Expenditures/Cash Disbursements (Carried forward from Section 3.2) \$ 479,684

Distribution of Surplus

Total Expenditures/Disbursements \$ 479,684

NET INCOME/CASH RECEIPTS OVER/(UNDER) CASH DISBURSEMENTS \$ (57,304)

FUND BALANCE, END OF REPORTING PERIOD* \$ 228,557

* if there is a positive fund balance at the end of the reporting period, you must complete Section 3.3

SURPLUS*/(DEFICIT)(Carried forward from Section 3.3) \$ (3,543,619)

Section 3.2 Itemized List of Expenditures from Special Tax Allocation Fund

Refer to tables attached.

SECTION 3.2 A- (65 ILCS 5/11-74.4-5 (d) (5) and 65 ILCS 5/11-74.6-22 (d) (5))

FY 2014

TIF NAME: Oak Brook TIF No. 1

ITEMIZED LIST OF ALL EXPENDITURES FROM THE SPECIAL TAX ALLOCATION FUND
(by category of permissible redevelopment cost, amounts expended during reporting period)

FOR AMOUNTS >\$10,000 SECTION 3.2 B MUST BE COMPLETED

Category of Permissible Redevelopment Cost [65 ILCS 5/11-74.4-3 (q) and 65 ILCS 5/11-74.6-10 (o)]	Amounts	Reporting Fiscal Year
1. Costs of studies, administration and professional services—Subsections (q)(1) and (o) (1)	3,230	
		\$ 3,230
2. Cost of marketing sites—Subsections (q)(1.6) and (o)(1.6)		
		\$ -
3. Property assembly, demolition, site preparation and environmental site improvement costs. Subsection (q)(2), (o)(2) and (o)(3)		
		\$ -
4. Costs of rehabilitation, reconstruction, repair or remodeling of existing public or private buildings. Subsection (q)(3) and (o)(4)		
		\$ -
5. Costs of construction of public works and improvements. Subsection (q)(4) and (o)(5)		
		\$ -
6. Costs of removing contaminants required by environmental laws or rules (o)(6) - Industrial Jobs Recovery TIFs ONLY		
		\$ -

SECTION 3.2 A

PAGE 3

14. Costs of reimbursing private developers for interest expenses incurred on approved redevelopment projects. Subsection (q)(11)(A-E) and (o)(13)(A-E)		
		\$ -
15. Costs of construction of new housing units for low income and very low-income households. Subsection (q)(11)(F) - Tax Increment Allocation Redevelopment TIFs ONLY		
		\$ -
16. Cost of day care services and operational costs of day care centers. Subsection (q) (11.5) - Tax Increment Allocation Redevelopment TIFs ONLY		
		\$ -
TOTAL ITEMIZED EXPENDITURES		\$ 479,684

Section 3.3 Special Tax Allocation Fund Balance (end of reporting period).

Refer to table attached.

SECTION 3.3 - (65 ILCS 5/11-74.4-5 (d) (5) 65 ILCS 11-74.6-22 (d) (5))

Breakdown of the Balance in the Special Tax Allocation Fund At the End of the Reporting Period

FY 2014

TIF NAME: Oak Brook TIF No. 1

FUND BALANCE, END OF REPORTING PERIOD

\$ 228,557

	Amount of Original Issuance	Amount Designated
1. Description of Debt Obligations		
Limited Obligation Note - Series 2005	\$ 4,250,000	\$ 3,772,176

Total Amount Designated for Obligations

\$ 4,250,000 \$ 3,772,176

2. Description of Project Costs to be Paid

Total Amount Designated for Project Costs

\$ -

TOTAL AMOUNT DESIGNATED

\$ 3,772,176

SURPLUS*/(DEFICIT)

\$ (3,543,619)

* NOTE: If a surplus is calculated, the municipality may be required to repay the amount to overlapping taxing

Section 4.0 A description of all property purchased by the municipality within the Redevelopment Project Area including:

- A. Street Address
- B. Approximate size or description of property
- C. Purchase Price
- D. Seller of property

No property was purchased in the Redevelopment Project Area by the Village in the reporting Fiscal Year.

SECTION 4 [65 ILCS 5/11-74.4-5 (d) (6) and 65 ILCS 5/11-74.6-22 (d) (6)]

FY 2014

TIF NAME: Oak Brook TIF No. 1

Provide a description of all property purchased by the municipality during the reporting fiscal year within the redevelopment project area.

No property was acquired by the Municipality Within the Redevelopment Project Area

Property Acquired by the Municipality Within the Redevelopment Project Area

Property (1):	
Street address:	
Approximate size or description of property:	
Purchase price:	
Seller of property:	

Property (2):	
Street address:	
Approximate size or description of property:	
Purchase price:	
Seller of property:	

Property (3):	
Street address:	
Approximate size or description of property:	
Purchase price:	
Seller of property:	

Property (4):	
Street address:	
Approximate size or description of property:	
Purchase price:	
Seller of property:	

Section 5.0 Review of Public and Private Investment.

Refer to table attached.

SECTION 5 - 65 ILCS 5/11-74.4-5 (d) (7) (G) and 65 ILCS 5/11-74.6-22 (d) (7) (G)

FY 2014

TIF NAME: Oak Brook TIF No. 1

SECTION 5 PROVIDES PAGES 1-3 TO ACCOMMODATE UP TO 25 PROJECTS. PAGE 1 **MUST BE INCLUDED** WITH TIF REPORT. PAGES 2-3 SHOULD BE INCLUDED **ONLY IF** PROJECTS ARE LISTED ON THESE PAGES

Check here if NO projects were undertaken by the Municipality Within the Redevelopment Project Area:			
ENTER total number of projects undertaken by the Municipality Within the Redevelopment Project Area and list them in detail below*.			1
TOTAL:	11/1/99 to Date	Estimated Investment for Subsequent Fiscal Year	Total Estimated to Complete Project
Private Investment Undertaken (See Instructions)	\$ 54,690,106	\$ 2,500,000	\$ 57,190,106
Public Investment Undertaken	\$ 150,000	\$ 225,000	\$ 4,250,000
Ratio of Private/Public Investment	364 3/5		13 21/46

Project 1: *IF PROJECTS ARE LISTED NUMBER MUST BE ENTERED ABOVE

Aux Sable Plant			
Private Investment Undertaken (See Instructions)	\$ 54,690,106	\$ 2,500,000	\$ 57,190,106
Public Investment Undertaken	\$ 150,000	\$ 225,000	\$ 4,250,000
Ratio of Private/Public Investment	364 3/5		13 21/46

Project 2:

Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 3:

Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 4:

Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 5:

Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 6:

Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

EXHIBIT A



MINUTES OF THE AUGUST 21, 2014 INTERGOVERNMENTAL JOINT
REVIEW BOARD MEETING OF THE VILLAGE'S TIF
REDEVELOPMENT PROJECT AREA OF THE VILLAGE OF OAK
BROOK UNOFFICIAL UNTIL APPROVED AS WRITTEN OR
AMENDED ON 2015.

DRAFT

CALL TO ORDER

Interim Manager Osten called the meeting to order at 2:03 pm. Introductions were made.

Those present: Art Osten, Jr., Interim Village Manager, Robert Rychlicki, Kane, McKenna and Associates; Paul Lauricella, DuPage County, Sharon Dangles, Finance Director/Village Treasurer, Don Adler, Village Trustee, John Baar, Village Trustee, Donna Bettin, Village Executive Secretary, Bonnie Gibellina, Oak Brook Park District, Bob Kallien, Village Community Development Director and Mark Staehlin, Downers Grove High School District #99.

Absent: York Township Supervisor, School District #58 Superintendent or Business Manager, and College of DuPage #502.

Duties and Purpose of Joint Review Board Meeting. Interim Manager Osten explained that the Duties and Purpose of the Joint Review Board is to review annually what is going on with the T.I.F. He will have Bob Rychlicki talk about the TIF Report later in the agenda.

Election/Confirmation of Public Member. Interim Manager Osten explained that we need to elect a Public Member to the Committee. Interim Manager Osten motioned to elect Don Adler, Village Trustee as the public member of this meeting. Bonnie Gibellina seconded. Voice vote. Motioned carried.

Election/Confirmation of Chairperson. Paul Lauricella motioned to have Interim Manager Osten serve as Chairperson of this meeting. Bonnie Gibellina seconded. Voice vote. Motioned carried.

Approval of the Meeting Minutes from the August 29, 2013 Meeting.

Trustee Don Adler motioned to approve the August 29, 2013 meeting minutes. Seconded by Bonnie Gibellina. Voice vote. Motioned carried.

Review of Annual TIF Report

Bob Rychlicki explained the required certifications and process in which the State of Illinois Comptroller's office puts together forwards to the municipalities. This is a 12 month (1-year) period in accordance with the municipality's fiscal year. He explained that the Village of Oak Brook is in compliance with the requirements of the TIF. Bob Richlicki then discussed and reviewed the TIF report and the progress of the TIF district. Questions were answered as the report was reviewed.

Mark Staehlin, Downers Grove High School District #99 arrived.

Questions. Questions were answered during the report review.

Discussion ensued regarding the closing of the Grotto restaurant.

Other Business – Bob Kallien explained that the Promenade is going to purchase a price of land, Technology Drive, just south of the Promenade. Lombard is going to de-annex the property and the Village of Oak Brook will annex it. This property (Technology Drive) will not be included in the T.I.F. district.

Adjournment

Trustee Don Adler motioned to adjourn the Joint Review Board meeting. Seconded by Bonnie Gibellina. Voice vote. Motion carried. Meeting adjourned at 2:21 pm.

ATTEST:

Riccardo F. Ginex
Village Manager

Date

EXHIBIT B



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Naperville, Illinois 60563

Certified Public Accountants & Advisors
Members of American Institute of Certified Public Accountants

INDEPENDENT ACCOUNTANT'S REPORT

The Honorable President
Members of the Board of Trustees
Village of Oak Brook, Illinois

We have examined management's assertion, included in its representation letter dated May 21, 2015, that the Village of Oak Brook, Illinois (the Village) complied with the provisions of subsection (q) of Section 11-74.4-3 of the Illinois Tax Increment Redevelopment Allocation Act (Illinois Public Act 85-1142) during the year ended December 31, 2014. Management is responsible for the Village's assertion and for compliance with those requirements. Our responsibility is to express an opinion on management's assertion about the Village's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Village's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Village's compliance with statutory requirements.

In our opinion, management's assertion that the Village of Oak Brook, Illinois complied with the aforementioned requirements for the year ended December 31, 2014 is fairly stated, in all material respects.

This report is intended solely for the information and use of the Board of Trustees, management, the joint review board, the Illinois State Comptroller and the Illinois Department of Revenue and should not be used by anyone other than these specified parties.

Naperville, Illinois
May 21, 2015

Sikich LLP

VILLAGE OF OAK BROOK, ILLINOIS

SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCE - BUDGET AND ACTUAL
PROMENADE TIF FUND

For the Year Ended December 31, 2014
(With Comparative Actual)

	2014				2013 Actual
	Original Budget	Final Budget	Actual	Variance Over (Under)	
REVENUES					
Property tax	\$ 345,000	\$ 345,000	\$ 326,896	\$ (18,104)	\$ 344,233
Sales tax	80,000	80,000	95,471	15,471	163,732
Investment income	50	50	13	(37)	26
Total revenues	425,050	425,050	422,380	(2,670)	507,991
EXPENDITURES					
Current					
General government	4,250	4,250	3,230	(1,020)	4,130
Debt service					
Principal	145,000	145,000	165,000	20,000	117,800
Interest and fiscal charges	311,775	311,775	311,454	(321)	322,126
Total expenditures	461,025	461,025	479,684	18,659	444,056
NET CHANGE IN FUND BALANCE	\$ (35,975)	\$ (35,975)	(57,304)	\$ (21,329)	63,935
FUND BALANCE, JANUARY 1			285,861		221,926
FUND BALANCE, DECEMBER 31			\$ 228,557		\$ 285,861

(See independent auditor's report.)