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HEALTH FACILITIES & SERVICES REVIEW BOARD

ILLINOIS HEALTH FACILITIES AND SERVICES REVIEW BOARD APPLICATION FOR PERMIT

SECTION I. IDENTIFICATION, GENERAL INFORMATION, AND CERTIFICATION

This Section must be completed for all projects.

Facility/Project Identification

Facility Name:	Holy Family Villa	
Street Address:	12220 South Will Cook Road	
City and Zip Code:	Palos Park 60464	
County: Cook	Health Service Area 7	Health Planning Area: 7-E

Applicant /Co-Applicant Identification

[Provide for each co-applicant [refer to Part 1130.220].

Exact Legal Name:	Holy Family Villa
Address:	12220 South Will Cook Road
Name of Registered Agent:	Monsignor Michael M. Boland
Name of Chief Executive Officer:	Roberta Magurany/Administrator
CEO Address:	12220 S. Will Cook Road, Palos Park, IL 60464
Telephone Number:	(630)257-2291

Type of Ownership of Applicant/Co-Applicant

- [X] Non-profit Corporation
- [ ] For-profit Corporation
- [ ] Limited Liability Company
- [ ] Partnership
- [ ] Governmental
- [ ] Sole Proprietorship
- [ ] Other

- Corporations and limited liability companies must provide an **Illinois certificate of good standing.**
- Partnerships must provide the name of the state in which organized and the name and address of each partner specifying whether each is a general or limited partner.

APPEND DOCUMENTATION AS ATTACHMENT-1 IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Primary Contact

[Person to receive all correspondence or inquiries during the review period]

Name:	Joe Ourth
Title:	Attorney
Company Name:	Arnstein & Lehr LLP
Address:	120 S. Riverside Plaza, #1200, Chicago, IL 60606
Telephone Number:	(312)876-7815
E-mail Address:	jourth@arnstein.com
Fax Number:	(312)876-0288

Additional Contact

[Person who is also authorized to discuss the application for permit]

Name:	
Title:	
Company Name:	
Address:	
Telephone Number:	
E-mail Address:	
Fax Number:	

ILLINOIS HEALTH FACILITIES AND SERVICES REVIEW BOARD
APPLICATION FOR PERMIT

SECTION I. IDENTIFICATION, GENERAL INFORMATION, AND CERTIFICATION

This Section must be completed for all projects.

Facility/Project Identification

Facility Name:	Holy Family Villa		
Street Address:	12220 South Will Cook Road		
City and Zip Code:	Palos Park 60464		
County: Cook	Health Service Area 7	Health Planning Area: 7-E	

Applicant /Co-Applicant Identification
[Provide for each co-applicant [refer to Part 1130.220].

Exact Legal Name:	The Catholic Bishop of Chicago
Address:	835 N. Rush Street, Chicago, IL 60611
Name of Registered Agent:	None
Name of Chief Executive Officer:	Francis Cardinal George, O.M.I., Archbishop of Chicago
CEO Address:	835 N. Rush Street, Chicago, IL 60611
Telephone Number:	(312)534-6379

Type of Ownership of Applicant/Co-Applicant

☐	Non-profit Corporation	☐	Partnership		
☐	For-profit Corporation	☐	Governmental		
☐	Limited Liability Company	☐	Sole Proprietorship	☒	Other

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Additional Contact
[Person who is also authorized to discuss the application for permit]

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Title:	
Company Name:	
Address:	
Telephone Number:	
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Fax Number:	

ILLINOIS HEALTH FACILITIES AND SERVICES REVIEW BOARD
APPLICATION FOR PERMIT

SECTION I. IDENTIFICATION, GENERAL INFORMATION, AND CERTIFICATION

This Section must be completed for all projects.

Facility/Project Identification

Facility Name:	Holy Family Villa		
Street Address:	12220 South Will Cook Road		
City and Zip Code:	Palos Park 60464		
County: Cook	Health Service Area 7	Health Planning Area: 7-E	

Applicant /Co-Applicant Identification
[Provide for each co-applicant [refer to Part 1130.220].

Exact Legal Name:	Catholic Charities of the Archdiocese of Chicago
Address:	721 N. LaSalle Street, Chicago, IL 60654
Name of Registered Agent:	Monsignor Michael M. Boland
Name of Chief Executive Officer:	Monsignor Michael M. Boland
CEO Address:	721 N. LaSalle Street, Chicago, IL 60654
Telephone Number:	

Type of Ownership of Applicant/Co-Applicant

- [X] Non-profit Corporation
- [ ] For-profit Corporation
- [ ] Limited Liability Company
- [ ] Partnership
- [ ] Governmental
- [ ] Sole Proprietorship
- [ ] Other

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[Person to receive all correspondence or inquiries during the review period]

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Title:	Attorney
Company Name:	Arnstein & Lehr LLP
Address:	120 S. Riverside Plaza, #1200, Chicago, IL 60606
Telephone Number:	(312)876-7815
E-mail Address:	jourth@arnstein.com
Fax Number:	(312)876-0288

Additional Contact
[Person who is also authorized to discuss the application for permit]

Name:	
Title:	
Company Name:	
Address:	
Telephone Number:	
E-mail Address:	
Fax Number:	

Post Permit Contact

[Person to receive all correspondence subsequent to permit issuance-**THIS PERSON MUST BE EMPLOYED BY THE LICENSED HEALTH CARE FACILITY AS DEFINED AT 20 ILCS 3960**

Name:	Roberta Magurany
Title:	Administrator
Company Name:	Holy Family Villa
Address:	12220 South Will Cook Road, Palos Park, IL 60464
Telephone Number:	(630)257-2291
E-mail Address:	rmarguran@catholiccharities.net
Fax Number:	(630)257-2334

Site Ownership

[Provide this information for each applicable site]

Exact Legal Name of Site Owner: The Catholic Bishop of Chicago

Address of Site Owner: 835 N. Rush Street, Chicago, IL 60611

Street Address or Legal Description of Site:

Proof of ownership or control of the site is to be provided as Attachment 2. Examples of proof of ownership are property tax statement, tax assessor's documentation, deed, notarized statement of the corporation attesting to ownership, an option to lease, a letter of intent to lease or a lease.

APPEND DOCUMENTATION AS ATTACHMENT 2, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Operating Identity/Licensee

[Provide this information for each applicable facility, and insert after this page.]

Exact Legal Name: Holy Family Villa

Address: 12220 South Will Cook Road, Palos Park, IL 60464

- [X] Non-profit Corporation
- [ ] For-profit Corporation
- [ ] Limited Liability Company
- [ ] Partnership
- [ ] Governmental
- [ ] Sole Proprietorship
- [ ] Other

- Corporations and limited liability companies must provide an Illinois Certificate of Good Standing.
- Partnerships must provide the name of the state in which organized and the name and address of each partner specifying whether each is a general or limited partner.
- **Persons with 5 percent or greater interest in the licensee must be identified with the % of ownership.**

APPEND DOCUMENTATION AS ATTACHMENT 3, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Organizational Relationships

Provide (for each co-applicant) an organizational chart containing the name and relationship of any person or entity who is related (as defined in Part 1130.140). If the related person or entity is participating in the development or funding of the project, describe the interest and the amount and type of any financial contribution.

APPEND DOCUMENTATION AS ATTACHMENT 4, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Flood Plain Requirements

[Refer to application instructions.]

Provide documentation that the project complies with the requirements of Illinois Executive Order #2005-5 pertaining to construction activities in special flood hazard areas. As part of the flood plain requirements please provide a map of the proposed project location showing any identified floodplain areas. Floodplain maps can be printed at **www.FEMA.gov** or **www.illinoisfloodmaps.org**. **This map must be in a readable format**. In addition please provide a statement attesting that the project complies with the requirements of Illinois Executive Order #2005-5 **(http://www.hfsrb.illinois.gov)**.

APPEND DOCUMENTATION AS ATTACHMENT-5, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM

Historic Resources Preservation Act Requirements

[Refer to application instructions.]

Provide documentation regarding compliance with the requirements of the Historic Resources Preservation Act.

APPEND DOCUMENTATION AS ATTACHMENT-6, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM

DESCRIPTION OF PROJECT

1. Project Classification

[Check those applicable - refer to Part 1110.40 and Part 1120.20(b)]

Part 1110 Classification:	Part 1120 Applicability or Classification: [Check one only.]
☒ Substantive	☐ Part 1120 Not Applicable
☐ Non-substantive	☐ Category A Project
	☒ Category B Project
	☐ DHS or DVA Project

The CATHOLIC CHARITIES
OF THE ARCHDIOCESE OF CHICAGO

January 12, 2012

Mr. Dale Galassie, Chair
Illinois Health Facilities and
Services Review Board
525 W. Jefferson
Springfield, Illinois 62761

Re: Holy Family Villa
Permit Application for Expansion

Dear Chairman Galassie:

We are pleased to submit our application to the Review Board to expand the Holy Family Villa skilled nursing facility.

Holy Family Villa was founded in 1947 by the Lithuanian Catholic Community to provide a home for the aging. Today, this mission is continued by Holy Family Villa as administered by the Catholic Charities of the Archdiocese of Chicago.

The services provided by Catholic Charities and through Holy Family Villa are intended to minister to the needs of the whole person. For many residents coming to Holy Family, their religious faith and heritage have been important to them with a strong desire to continue to exercise this faith within the unique environment of Holy Family Villa.

Because of our committed faith-based focus, over 90% of our residents are members of the Catholic Church. We understand that we could likely qualify for a "defined population variance" from the Review Board's bed need rules if there were not a calculated need for 339 additional beds. We chose not to pursue this course because we prefer to include residents of other religious faiths and affiliations.

The quality of our care has been acknowledged in having the Centers for Medicare and Medicaid designate us a "5-Star" facility. The high quality of our staff, our faith-based environment and our willingness to accept the medically indigent has put us in a position where we cannot accommodate all the residents who desire care at Holy Family Villa. We have long operated at 95% occupancy and have a very long waiting list for when openings occur. Even a proposed 30 bed expansion will not allow us to address all who desire care at Holy Family.

CATHOLIC CHARITIES *of the* ARCHDIOCESE *of* CHICAGO
Saint Vincent Center
721 North LaSalle Street Chicago, Illinois 60654
Telephone 312.655.7000 TDD 312.236.2800 Facsimile 312.654.0849
www.catholiccharities.net

Holy Family Villa's curb appeal is exceptional; from the landscaped grounds to the rural, open land on which it sits. Each resident's room has direct window access to view the beautiful outside.

We have long hoped to expand Holy Family Villa. This past year the monetary means for this hope has been realized through the extraordinary generosity of Mrs. Marie Quinlan. In her bequeath of $6,000,000 to Catholic Charities she expressed hope that her gift could further a lasting ministry to seniors. We look forward to working with the Review Board to fulfill our mission at Holy Family Villa.

Very truly yours,

Rev. Msgr. Michael M. Boland
Administrator, President and CEO
Catholic Charities of the Archdiocese of Chicago

2. Narrative Description

Provide in the space below, a brief narrative description of the project. Explain **WHAT** is to be done in **State Board defined terms, NOT WHY** it is being done. If the project site does NOT have a street address, include a legal description of the site. Include the rationale regarding the project's classification as substantive or non-substantive.

Holy Family Villa proposes to add an additional 30 skilled nursing beds to its existing 99 bed facility in Palos Park. The Applicants (collectively, the "Applicants") are Holy Family Villa, a not-for-profit corporation, Catholic Charities of the Archdiocese of Chicago ("Catholic Charities"), a not-for-profit corporation, and The Catholic Bishop of Chicago (the "Archdiocese"), a Special Act Corporation created by a special act of the Illinois General Assembly. The Archdiocese is the sole corporate member of Holy Family Villa and owns the real estate on which the facility is located. Catholic Charities holds the property as tenant of the Archdiocese and is the manager of the facility. Holy Family Villa operates the facility as licensee. Holy Family Villa is the only health care facility owned or operated by the Applicants.

Holy Family Villa was founded in 1947 by the Lithuanian Catholic Community to provide a home for the aging. Today, this mission of charity is continued by Holy Family Villa as administered by the Catholic Charities of the Archdiocese of Chicago, one of the largest private, not-for-profit social service agencies in the Midwest.

This facility has operated at over 95% occupancy in recent years with an extensive waiting list. The addition is being constructed to partially address the number of residents desiring the unique faith-based environment at Holy Family Villa. A very generous bequest received by Catholic Charities now enables us to proceed with our long desire to expand our facility. This past year Marie Quinlan left a bequest intended to further lasting ministry to seniors and in an amount sufficient to pay much of the costs of the expansion. No debt will be incurred as part of this Project.

Holy Family Villa adjoins the Bishop J. Lyne residence for retired Archdiocese Priests. Also on the same campus is the St. Francis of Assisi Residences apartments for independent seniors and the Poor Clare Monastery of the Immaculate Conception.

The Project proposes a 37,270 gross square footage addition. In addition to the 30-bed expansion, a dining and activity pavilion will be added for the residents of the entire facility. Further, the chapel will be expanded as well as the laundry and certain other service areas.

This Project is categorized as "substantive" because it proposes the addition of more than 20 beds (or 10% of existing beds). Planning Area 7-E currently has a calculated bed need of 339 additional beds.

Project Costs and Sources of Funds

Complete the following table listing all costs (refer to Part 1120.110) associated with the project. When a project or any component of a project is to be accomplished by lease, donation, gift, or other means, the fair market or dollar value (refer to Part 1130.140) of the component must be included in the estimated project cost. If the project contains non-reviewable components that are not related to the provision of health care, complete the second column of the table below. Note, the use and sources of funds must equal.

Project Costs and Sources of Funds			
USE OF FUNDS	**CLINICAL**	**NONCLINICAL**	**TOTAL**
Preplanning Costs	$70,000	$1,000	$71,000
Site Survey and Soil Investigation	$51,283	$1,000	$52,283
Site Preparation	$315,985	$15,000	$330,985
Off Site Work	$406,160	N/A	$406,160
New Construction Contracts	$6,903,100	$283,122	$7,186,222
Modernization Contracts	$290,402	N/A	$290,402
Contingencies	$719,350	$28,312	$747,662
Architectural/Engineering Fees	$652,978	N/A	$652,978
Consulting and Other Fees	$374,460	N/A	$374,460
Movable or Other Equipment (not in construction contracts)	$426,747	N/A	$426,747
Bond Issuance Expense (project related)	N/A	N/A	N/A
Net Interest Expense During Construction (project related)	N/A	N/A	N/A
Fair Market Value of Leased Space or Equipment	N/A	N/A	N/A
Other Costs To Be Capitalized	$332,850	N/A	$332,850
Acquisition of Building or Other Property (excluding land)	N/A	N/A	N/A
TOTAL USES OF FUNDS	$10,543,315	$328,434	$10,871,749
SOURCE OF FUNDS	**CLINICAL**	**NONCLINICAL**	**TOTAL**
Cash and Securities	$10,543,315	$328,434	$10,871,749
Pledges			
Gifts and Bequests			
Bond Issues (project related)			
Mortgages			
Leases (fair market value)			
Governmental Appropriations			
Grants			
Other Funds and Sources			
TOTAL SOURCES OF FUNDS	$10,543,315	$328,434	$10,871,749

NOTE: ITEMIZATION OF EACH LINE ITEM MUST BE PROVIDED AT ATTACHMENT 7, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Related Project Costs

Provide the following information, as applicable, with respect to any land related to the project that will be or has been acquired during the last two calendar years:

Land acquisition is related to project ☐ Yes ☒ No
Purchase Price: $_____
Fair Market Value: $_____

The project involves the establishment of a new facility or a new category of service
☐ Yes ☒ No

If yes, provide the dollar amount of all **non-capitalized** operating start-up costs (including operating deficits) through the first full fiscal year when the project achieves or exceeds the target utilization specified in Part 1100.

Estimated start-up costs and operating deficit cost is $ _____.

Project Status and Completion Schedules

Indicate the stage of the project's architectural drawings:

☐ None or not applicable ☐ Preliminary
☒ Schematics ☐ Final Working

Anticipated project completion date (refer to Part 1130.140): March 1, 2014

Indicate the following with respect to project expenditures or to obligation (refer to Part 1130.140):

☐ Purchase orders, leases or contracts pertaining to the project have been executed.
☐ Project obligation is contingent upon permit issuance. Provide a copy of the contingent "certification of obligation" document, highlighting any language related to CON Contingencies
☒ Project obligation will occur after permit issuance.

APPEND DOCUMENTATION AS ATTACHMENT-8, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM

State Agency Submittals

Are the following submittals up to date as applicable:

☐ Cancer Registry
☐ APORS
☒ All formal document requests such as IDPH Questionnaires and Annual Bed Reports been submitted
☒ All reports regarding outstanding permits

Failure to be up to date with these requirements will result in the application for permit being deemed incomplete.

Cost Space Requirements

Provide in the following format, the department/area **DGSF** or the building/area **BGSF** and cost. The type of gross square footage, either **DGSF** or **BGSF**, must be identified. The sum of the department costs **MUST** equal the total estimated project costs. Indicate if any space is being reallocated for a different purpose. Include outside wall measurements plus the department's or area's portion of the surrounding circulation space. **Explain the use of any vacated space.**

		Gross Square Feet		Amount of Proposed Total Gross Square Feet That Is:			
Dept. / Area	**Cost**	**Existing**	**Proposed**	**New Const.**	**Modernized**	**As Is**	**Vacated Space**
REVIEWABLE							
Medical Surgical							
Intensive Care							
Diagnostic Radiology							
MRI							
Total Clinical							
NON REVIEWABLE							
Administrative							
Parking							
Gift Shop							
Total Non-clinical							
TOTAL							

APPEND DOCUMENTATION AS ATTACHMENT-9, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

Facility Bed Capacity and Utilization

Complete the following chart, as applicable. Complete a separate chart for each facility that is a part of the project and insert following this page. Provide the existing bed capacity and utilization data for the latest **Calendar Year for which the data are available. Include observation days in the patient day totals for each bed service.** Any bed capacity discrepancy from the Inventory will result in the application being deemed **incomplete**.

FACILITY NAME: Holy Family Villa		**CITY:** Palos Park			
REPORTING PERIOD DATES:		**From:** January 1, 2010 **to:** December 31, 2010			
Category of Service	**Authorized Beds**	**Admissions**	**Patient Days**	**Bed Changes**	**Proposed Beds**
Medical/Surgical					
Obstetrics					
Pediatrics					
Intensive Care					
Comprehensive Physical Rehabilitation					
Acute/Chronic Mental Illness					
Neonatal Intensive Care					
General Long Term Care	99	132	34,724	30	129
Specialized Long Term Care					
Long Term Acute Care					
Other ((identify)					
TOTALS:	99	132	34,724	30	129

CERTIFICATION

The application must be signed by the authorized representative(s) of the applicant entity. The authorized representative(s) are:

- in the case of a corporation, any two of its officers or members of its Board of Directors;
- in the case of a limited liability company, any two of its managers or members (or the sole manger or member when two or more managers or members do not exist);
- in the case of a partnership, two of its general partners (or the sole general partner, when two or more general partners do not exist);
- in the case of estates and trusts, two of its beneficiaries (or the sole beneficiary when two or more beneficiaries do not exist); and
- in the case of a sole proprietor, the individual that is the proprietor.

This Application for Permit is filed on the behalf of Holy Family Villa* **in accordance with the requirements and procedures of the Illinois Health Facilities Planning Act. The undersigned certifies that he or she has the authority to execute and file this application for permit on behalf of the applicant entity. The undersigned further certifies that the data and information provided herein, and appended hereto, are complete and correct to the best of his or her knowledge and belief. The undersigned also certifies that the permit application fee required for this application is sent herewith or will be paid upon request.**

SIGNATURE

Msgr. Michael M. Boland
PRINTED NAME

Chairman
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 14th day of December 2011

Signature of Notary

Seal

OFFICIAL SEAL
EDNA TORRES
Notary Public - State of Illinois
My Commission Expires Nov 14, 2012

SIGNATURE

Roberta Magurany
PRINTED NAME

Assistant Secretary
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 14th day of December 2011

Signature of Notary

Seal

OFFICIAL SEAL
EDNA TORRES
Notary Public - State of Illinois
My Commission Expires Nov 14, 2012

*Insert EXACT legal name of the applicant

CERTIFICATION

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- in the case of a limited liability company, any two of its managers or members (or the sole manger or member when two or more managers or members do not exist);
- in the case of a partnership, two of its general partners (or the sole general partner, when two or more general partners do not exist);
- in the case of estates and trusts, two of its beneficiaries (or the sole beneficiary when two or more beneficiaries do not exist); and
- in the case of a sole proprietor, the individual that is the proprietor.

This Application for Permit is filed on the behalf of The Catholic Bishop of Chicago* **in accordance with the requirements and procedures of the Illinois Health Facilities Planning Act. The undersigned certifies that he or she has the authority to execute and file this application for permit on behalf of the applicant entity. The undersigned further certifies that the data and information provided herein, and appended hereto, are complete and correct to the best of his or her knowledge and belief. The undersigned also certifies that the permit application fee required for this application is sent herewith or will be paid upon request.**

SIGNATURE

KEVIN J. MARZALIK
PRINTED NAME

DIRECTOR OF FINANCE
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 13 day of December 2011

Signature of Notary

Seal

"OFFICIAL SEAL"
JENNIFER SHANKIE
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 2/29/2012

SIGNATURE

JIMMY M. LAGO
PRINTED NAME

CHANCELLOR
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 13 day of December 2011

Signature of Notary

Seal

"OFFICIAL SEAL"
JENNIFER SHANKIE
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 2/29/2012

*Insert EXACT legal name of the applicant

CERTIFICATION

The application must be signed by the authorized representative(s) of the applicant entity. The authorized representative(s) are:

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- in the case of a limited liability company, any two of its managers or members (or the sole manger or member when two or more managers or members do not exist);
- in the case of a partnership, two of its general partners (or the sole general partner, when two or more general partners do not exist);
- in the case of estates and trusts, two of its beneficiaries (or the sole beneficiary when two or more beneficiaries do not exist); and
- in the case of a sole proprietor, the individual that is the proprietor.

This Application for Permit is filed on the behalf of Catholic Charities of the Archdiocese of Chicago* **in accordance with the requirements and procedures of the Illinois Health Facilities Planning Act. The undersigned certifies that he or she has the authority to execute and file this application for permit on behalf of the applicant entity. The undersigned further certifies that the data and information provided herein, and appended hereto, are complete and correct to the best of his or her knowledge and belief. The undersigned also certifies that the permit application fee required for this application is sent herewith or will be paid upon request.**

Joseph F Lyby
SIGNATURE

Joseph F Lyby
PRINTED NAME

Chairman
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 14th day of December 2011

Edna Torres
Signature of Notary

Seal

OFFICIAL SEAL
EDNA TORRES
Notary Public - State of Illinois
My Commission Expires Nov 14, 2012

David K McHugh
SIGNATURE

DAVID K McHUGH
PRINTED NAME

TREASURER
PRINTED TITLE

Notarization:
Subscribed and sworn to before me
this 14th day of December 2011

Edna Torres
Signature of Notary

Seal

OFFICIAL SEAL
EDNA TORRES
Notary Public - State of Illinois
My Commission Expires Nov 14, 2012

*Insert EXACT legal name of the applicant

SECTION III – BACKGROUND, PURPOSE OF THE PROJECT, AND ALTERNATIVES - INFORMATION REQUIREMENTS

This Section is applicable to all projects except those that are solely for discontinuation with no project costs.

Criterion 1110.230 – Background, Purpose of the Project, and Alternatives

READ THE REVIEW CRITERION and provide the following required information:

BACKGROUND OF APPLICANT

1. A listing of all health care facilities owned or operated by the applicant, including licensing, and certification if applicable.
2. A certified listing of any adverse action taken against any facility owned and/or operated by the applicant during the three years prior to the filing of the application.
3. Authorization permitting HFSRB and DPH access to any documents necessary to verify the information submitted, including, but not limited to: official records of DPH or other State agencies; the licensing or certification records of other states, when applicable; and the records of nationally recognized accreditation organizations. **Failure to provide such authorization shall constitute an abandonment or withdrawal of the application without any further action by HFSRB.**
4. If, during a given calendar year, an applicant submits more than one application for permit, the documentation provided with the prior applications may be utilized to fulfill the information requirements of this criterion. In such instances, the applicant shall attest the information has been previously provided, cite the project number of the prior application, and certify that no changes have occurred regarding the information that has been previously provided. The applicant is able to submit amendments to previously submitted information, as needed, to update and/or clarify data.

APPEND DOCUMENTATION AS ATTACHMENT 11, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM. EACH ITEM (1-4) MUST BE IDENTIFIED IN ATTACHMENT 11.

PURPOSE OF PROJECT

1. Document that the project will provide health services that improve the health care or well-being of the market area population to be served.
2. Define the planning area or market area, or other, per the applicant's definition.
3. Identify the existing problems or issues that need to be addressed, as applicable and appropriate for the project. [See 1110.230(b) for examples of documentation.]
4. Cite the sources of the information provided as documentation.
5. Detail how the project will address or improve the previously referenced issues, as well as the population's health status and well-being.
6. Provide goals with quantified and measurable objectives, with specific timeframes that relate to achieving the stated goals as **appropriate**.

For projects involving modernization, describe the conditions being upgraded if any. For facility projects, include statements of age and condition and regulatory citations if any. For equipment being replaced, include repair and maintenance records.

NOTE: Information regarding the "Purpose of the Project" will be included in the State Agency Report.

APPEND DOCUMENTATION AS ATTACHMENT 12, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM. EACH ITEM (1-6) MUST BE IDENTIFIED IN ATTACHMENT 12.

ALTERNATIVES

1) Identify **ALL** of the alternatives to the proposed project:

Alternative options **must** include:

A) Proposing a project of greater or lesser scope and cost;

B) Pursuing a joint venture or similar arrangement with one or more providers or entities to meet all or a portion of the project's intended purposes; developing alternative settings to meet all or a portion of the project's intended purposes;

C) Utilizing other health care resources that are available to serve all or a portion of the population proposed to be served by the project; and

D) Provide the reasons why the chosen alternative was selected.

2) Documentation shall consist of a comparison of the project to alternative options. The comparison shall address issues of total costs, patient access, quality and financial benefits in both the short term (within one to three years after project completion) and long term. This may vary by project or situation. **FOR EVERY ALTERNATIVE IDENTIFIED THE TOTAL PROJECT COST AND THE REASONS WHY THE ALTERNATIVE WAS REJECTED MUST BE PROVIDED.**

3) The applicant shall provide empirical evidence, including quantified outcome data that verifies improved quality of care, as available.

APPEND DOCUMENTATION AS ATTACHMENT-13, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

SECTION IV - PROJECT SCOPE, UTILIZATION, AND UNFINISHED/SHELL SPACE

Criterion 1110.234 - Project Scope, Utilization, and Unfinished/Shell Space

READ THE REVIEW CRITERION and provide the following information:

SIZE OF PROJECT:

1. Document that the amount of physical space proposed for the proposed project is necessary and not excessive. **This must be a narrative.**

2. If the gross square footage exceeds the BGSF/DGSF standards in Appendix B, justify the discrepancy by documenting one of the following::

   a. Additional space is needed due to the scope of services provided, justified by clinical or operational needs, as supported by published data or studies;

   b. The existing facility's physical configuration has constraints or impediments and requires an architectural design that results in a size exceeding the standards of Appendix B;

   c. The project involves the conversion of existing space that results in excess square footage.

Provide a narrative for any discrepancies from the State Standard. A table must be provided in the following format with Attachment 14.

SIZE OF PROJECT				
DEPARTMENT/SERVICE	PROPOSED BGSF/DGSF	STATE STANDARD	DIFFERENCE	MET STANDARD?

APPEND DOCUMENTATION AS ATTACHMENT 14, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

PROJECT SERVICES UTILIZATION:

This criterion is applicable only to projects or portions of projects that involve services, functions or equipment for which HFSRB has established utilization standards or occupancy targets in 77 Ill. Adm. Code 1100.

Document that in the second year of operation, the annual utilization of the service or equipment shall meet or exceed the utilization standards specified in 1110.Appendix B. **A narrative of the rationale that supports the projections must be provided.**

A table must be provided in the following format with Attachment 15.

UTILIZATION					
	DEPT./ SERVICE	HISTORICAL UTILIZATION (PATIENT DAYS) (TREATMENTS) ETC.	PROJECTED UTILIZATION	STATE STANDARD	MET STANDARD?
YEAR 1					
YEAR 2					

APPEND DOCUMENTATION AS ATTACHMENT 15, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

UNFINISHED OR SHELL SPACE: NOT APPLICABLE

Provide the following information:

1. Total gross square footage of the proposed shell space;
2. The anticipated use of the shell space, specifying the proposed GSF tot be allocated to each department, area or function;
3. Evidence that the shell space is being constructed due to
   a. Requirements of governmental or certification agencies; or
   b. Experienced increases in the historical occupancy or utilization of those areas proposed to occupy the shell space.
4. Provide:
   a. Historical utilization for the area for the latest five-year period for which data are available; and
   b. Based upon the average annual percentage increase for that period, projections of future utilization of the area through the anticipated date when the shell space will be placed into operation.

APPEND DOCUMENTATION AS ATTACHMENT 16, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

ASSURANCES: NOT APPLICABLE

Submit the following:

1. Verification that the applicant will submit to HFSRB a CON application to develop and utilize the shell space, regardless of the capital thresholds in effect at the time or the categories of service involved.
2. The estimated date by which the subsequent CON application (to develop and utilize the subject shell space) will be submitted; and
3. The anticipated date when the shell space will be completed and placed into operation.

APPEND DOCUMENTATION AS ATTACHMENT 17, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

I. Criterion 1110.1730 - General Long Term Care

1. Applicants proposing to establish, expand and/or modernize General Long Term Care must submit the following information:

Indicate bed capacity changes by Service: 0 Indicate # of beds changed by action(s): 30

Category of Service	# Existing Beds	# Proposed Beds
☒ General Long Term Care	99	129

2. READ the applicable review criteria outlined below and **submit the required documentation for the criteria:**

APPLICABLE REVIEW CRITERIA	Establish	Expand	Modernize	Continuum of Care- Establish or Expand	Defined Population Establish or Expand
1110.1730(b)(1) - Planning Area Need - 77 Ill. Adm. Code 1100 (formula calculation)	X				
1110.1730(b)(2) - Planning Area Need - Service to Planning Area Residents	X	X			
1110.1730(b)(3) - Planning Area Need - Service Demand - Establishment of Category of Service	X				
1110.1730(b)(4) - Planning Area Need - Service Demand - Expansion of Existing Category of Service		X			
1110.1730(b)(5) - Planning Area Need - Service Accessibility	X				
1110.1730(c)(1) - Description of Continuum of Care				X	
1110.1730(c)(2) - Components				X	
1110.1730(c)(3) - Documentation				X	
1110.1730(d)(1) - Description of Defined Population to be Served					X
1110.1730(d)(2) - Documentation of Need					X
1110.1730(d)(3) - Documentation Related to Cited Problems			X		
1110.1730(e)(1) - Unnecessary Duplication of Services	X				
1110.1730(e)(2) - Maldistribution	X				
1110.1730(e)(3) - Impact of Project on Other Area Providers	X				
1110.1730(f)(1) - Deteriorated Facilities			X		
1110.1730(f)(2) & (3) - Documentation			X		

APPLICABLE REVIEW CRITERIA		Establish	Expand	Modernize	Continuum of Care- Establish or Expand	Defined Population Establish or Expand
1110.1730(f)(4) -	Utilization			X		
1110.1730(g) -	Staffing Availability	X	X		X	X
1110,1730(h) -	Facility Size	X	X	X	X	X
1110.1730(i) -	Community Related Functions	X		X	X	X
1110.1730(j) -	Zoning	X		X	X	X
1110.1730(k) -	Assurances	X	X	X	X	X

APPEND DOCUMENTATION AS ATTACHMENT 28, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

The following Sections DO NOT need to be addressed by the applicants or co-applicants responsible for funding or guaranteeing the funding of the project if the applicant has a bond rating of A- or better from Fitch's or Standard and Poor's rating agencies, or A3 or better from Moody's (the rating shall be affirmed within the latest 18 month period prior to the submittal of the application):

- **Section 1120.120 Availability of Funds – Review Criteria**
- **Section 1120.130 Financial Viability – Review Criteria**
- **Section 1120.140 Economic Feasibility – Review Criteria, subsection (a)**

VIII. - 1120.120 - Availability of Funds

The applicant shall document that financial resources shall be available and be equal to or exceed the estimated total project cost plus any related project costs by providing evidence of sufficient financial resources from the following sources, as applicable: **Indicate the dollar amount to be provided from the following sources:**

$10,871,749	a)	Cash and Securities – statements (e.g., audited financial statements, letters from financial institutions, board resolutions) as to: 1) the amount of cash and securities available for the project, including the identification of any security, its value and availability of such funds; and 2) interest to be earned on depreciation account funds or to be earned on any asset from the date of applicant's submission through project completion;
-0-	b)	Pledges – for anticipated pledges, a summary of the anticipated pledges showing anticipated receipts and discounted value, estimated time table of gross receipts and related fundraising expenses, and a discussion of past fundraising experience.
-0-	c)	Gifts and Bequests – verification of the dollar amount, identification of any conditions of use, and the estimated time table of receipts;
-0-	d)	Debt – a statement of the estimated terms and conditions (including the debt time period, variable or permanent interest rates over the debt time period, and the anticipated repayment schedule) for any interim and for the permanent financing proposed to fund the project, including: 1) For general obligation bonds, proof of passage of the required referendum or evidence that the governmental unit has the authority to issue the bonds and evidence of the dollar amount of the issue, including any discounting anticipated; 2) For revenue bonds, proof of the feasibility of securing the specified amount and interest rate; 3) For mortgages, a letter from the prospective lender attesting to the expectation of making the loan in the amount and time indicated, including the anticipated interest rate and any conditions associated with the mortgage, such as, but not limited to, adjustable interest rates, balloon payments, etc.; 4) For any lease, a copy of the lease, including all the terms and conditions, including any purchase options, any capital improvements to the property and provision of capital equipment; 5) For any option to lease, a copy of the option, including all terms and conditions.
-0-	e)	Governmental Appropriations – a copy of the appropriation Act or ordinance accompanied by a statement of funding availability from an official of the governmental unit. If funds are to be made available from subsequent fiscal years, a copy of a resolution or other action of the governmental unit attesting to this intent;
-0-	f)	Grants – a letter from the granting agency as to the availability of funds in terms of the amount and time of receipt;
-0-	g)	All Other Funds and Sources – verification of the amount and type of any other funds that will be used for the project.
$10,871,749	**TOTAL FUNDS AVAILABLE**	

APPEND DOCUMENTATION AS ATTACHMENT 39, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

IX. 1120.130 - Financial Viability

All the applicants and co-applicants shall be identified, specifying their roles in the project funding or guaranteeing the funding (sole responsibility or shared) and percentage of participation in that funding.

Financial Viability Waiver

The applicant is not required to submit financial viability ratios if:

1. **All of the projects capital expenditures are completely funded through internal sources**
2. **The applicant's current debt financing or projected debt financing is insured or anticipated to be insured by MBIA (Municipal Bond Insurance Association Inc.) or equivalent**
3. **The applicant provides a third party surety bond or performance bond letter of credit from an A rated guarantor.**

See Section 1120.130 Financial Waiver for information to be provided

APPEND DOCUMENTATION AS ATTACHMENT 40, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM

The applicant or co-applicant that is responsible for funding or guaranteeing funding of the project shall provide viability ratios for the latest three years for which **audited financial statements are available and for the first full fiscal year at target utilization, but no more than two years following project completion.** When the applicant's facility does not have facility specific financial statements and the facility is a member of a health care system that has combined or consolidated financial statements, the system's viability ratios shall be provided. If the health care system includes one or more hospitals, the system's viability ratios shall be evaluated for conformance with the applicable hospital standards.

Provide Data for Projects Classified as:	Category A or Category B (last three years)			Category B (Projected)
Enter Historical and/or Projected Years:				
Current Ratio				
Net Margin Percentage				
Percent Debt to Total Capitalization				
Projected Debt Service Coverage				
Days Cash on Hand				
Cushion Ratio				

Provide the methodology and worksheets utilized in determining the ratios detailing the calculation and applicable line item amounts from the financial statements. Complete a separate table for each co-applicant and provide worksheets for each.

2. Variance

Applicants not in compliance with any of the viability ratios shall document that another organization, public or private, shall assume the legal responsibility to meet the debt obligations should the applicant default.

APPEND DOCUMENTATION AS ATTACHMENT 41, IN NUMERICAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM

X. 1120.140 - Economic Feasibility

This section is applicable to all projects subject to Part 1120.

A. Reasonableness of Financing Arrangements

The applicant shall document the reasonableness of financing arrangements by submitting a notarized statement signed by an authorized representative that attests to one of the following:

1) That the total estimated project costs and related costs will be funded in total with cash and equivalents, including investment securities, unrestricted funds, received pledge receipts and funded depreciation; or

2) That the total estimated project costs and related costs will be funded in total or in part by borrowing because:

A) A portion or all of the cash and equivalents must be retained in the balance sheet asset accounts in order to maintain a current ratio of at least 2.0 times for hospitals and 1.5 times for all other facilities; or

B) Borrowing is less costly than the liquidation of existing investments, and the existing investments being retained may be converted to cash or used to retire debt within a 60-day period.

B. Conditions of Debt Financing

This criterion is applicable only to projects that involve debt financing. The applicant shall document that the conditions of debt financing are reasonable by submitting a notarized statement signed by an authorized representative that attests to the following, as applicable:

1) That the selected form of debt financing for the project will be at the lowest net cost available;

2) That the selected form of debt financing will not be at the lowest net cost available, but is more advantageous due to such terms as prepayment privileges, no required mortgage, access to additional indebtedness, term (years), financing costs and other factors;

3) That the project involves (in total or in part) the leasing of equipment or facilities and that the expenses incurred with leasing a facility or equipment are less costly than constructing a new facility or purchasing new equipment.

C. Reasonableness of Project and Related Costs

Read the criterion and provide the following:

1. Identify each department or area impacted by the proposed project and provide a cost and square footage allocation for new construction and/or modernization using the following format (insert after this page).

COST AND GROSS SQUARE FEET BY DEPARTMENT OR SERVICE

Department (list below)	A	B	C	D	E	F	G	H	Total Cost (G + H)
	Cost/Square Foot New	Cost/Square Foot Mod.	Gross Sq. Ft. New	Gross Sq. Ft. Circ.*	Gross Sq. Ft. Mod.	Gross Sq. Ft. Circ.*	Const. $ (A x C)	Mod. $ (B x E)	
Contingency									
TOTALS									

* Include the percentage (%) of space for circulation

D. **Projected Operating Costs**

The applicant shall provide the projected direct annual operating costs (in current dollars per equivalent patient day or unit of service) for the first full fiscal year at target utilization but no more than two years following project completion. Direct cost means the fully allocated costs of salaries, benefits and supplies for the service.

E. **Total Effect of the Project on Capital Costs**

The applicant shall provide the total projected annual capital costs (in current dollars per equivalent patient day) for the first full fiscal year at target utilization but no more than two years following project completion.

APPEND DOCUMENTATION AS ATTACHMENT 42, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

XI. Safety Net Impact Statement

SAFETY NET IMPACT STATEMENT that describes all of the following must be submitted for ALL SUBSTANTIVE AND DISCONTINUATION PROJECTS:

1. The project's material impact, if any, on essential safety net services in the community, to the extent that it is feasible for an applicant to have such knowledge.

2. The project's impact on the ability of another provider or health care system to cross-subsidize safety net services, if reasonably known to the applicant.

3. How the discontinuation of a facility or service might impact the remaining safety net providers in a given community, if reasonably known by the applicant.

Safety Net Impact Statements shall also include all of the following:

1. For the 3 fiscal years prior to the application, a certification describing the amount of charity care provided by the applicant. The amount calculated by hospital applicants shall be in accordance with the reporting requirements for charity care reporting in the Illinois Community Benefits Act. Non-hospital applicants shall report charity care, at cost, in accordance with an appropriate methodology specified by the Board.

2. For the 3 fiscal years prior to the application, a certification of the amount of care provided to Medicaidpatients. Hospital and non-hospital applicants shall provide Medicaid information in a manner consistent with the information reported each year to the Illinois Department of Public Health regarding "Inpatients and Outpatients Served by Payor Source" and "Inpatient and Outpatient Net Revenue by Payor Source" as required by the Board under Section 13 of this Act and published in the Annual Hospital Profile.

3. Any information the applicant believes is directly relevant to safety net services, including information regarding teaching, research, and any other service.

A table in the following format must be provided as part of Attachment 43.

Safety Net Information per PA 96-0031			
CHARITY CARE			
Charity (# of patients)	**Year**	**Year**	**Year**
Inpatient			
Outpatient			
Total			
Charity (cost in dollars)			
Inpatient			
Outpatient			
Total			
MEDICAID			
Medicaid (# of patients)	**Year**	**Year**	**Year**
Inpatient			
Outpatient			
Total			

Medicaid (revenue)			
Inpatient			
Outpatient			
Total			

APPEND DOCUMENTATION AS ATTACHMENT 43, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

XII. Charity Care Information

Charity Care information MUST be furnished for ALL projects.

1. All applicants and co-applicants shall indicate the amount of charity care for the latest three **audited** fiscal years, the cost of charity care and the ratio of that charity care cost to net patient revenue.

2. If the applicant owns or operates one or more facilities, the reporting shall be for each individual facility located in Illinois. If charity care costs are reported on a consolidated basis, the applicant shall provide documentation as to the cost of charity care; the ratio of that charity care to the net patient revenue for the consolidated financial statement; the allocation of charity care costs; and the ratio of charity care cost to net patient revenue for the facility under review.

3. If the applicant is not an existing facility, it shall submit the facility's projected patient mix by payer source, anticipated charity care expense and projected ratio of charity care to net patient revenue by the end of its second year of operation.

Charity care" means care provided by a health care facility for which the provider does not expect to receive payment from the patient or a third-party payer. (20 ILCS 3960/3) Charity Care must be provided at cost.

A table in the following format must be provided for all facilities as part of Attachment 44.

CHARITY CARE			
	Year	Year	Year
Net Patient Revenue			
Amount of Charity Care (charges)			
Cost of Charity Care			

APPEND DOCUMENTATION AS ATTACHMENT 44, IN NUMERIC SEQUENTIAL ORDER AFTER THE LAST PAGE OF THE APPLICATION FORM.

After paginating the entire, completed application, indicate in the chart below, the page numbers for the attachments included as part of the project's application for permit:

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File Number 5576-790-4

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

HOLY FAMILY VILLA, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON DECEMBER 14, 1989, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE GENERAL NOT FOR PROFIT CORPORATION ACT OF THIS STATE, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 7TH *day of* NOVEMBER *A.D.* 2011 .

Jesse White

SECRETARY OF STATE

Authentication #: 1131101254

Authenticate at: http://www.cyberdriveillinois.com

000028

ATTACHMENT-1

HOLY FAMILY VILLA
CON APPLICATION
CO-APPLICANT IDENTIFICATION

A co-Applicant to this Application is The Catholic Bishop of Chicago, which is a "Special Act Corporation" created by the special act of the Illinois General Assembly. As such, a Certificate of Good Standing is unavailable. In lieu of a Certificate of Good Standing, attached is a Corporation File Dctail Report printed from the Secretary of State's website which reflects the special status of this particular co-Applicant.

CORPORATION FILE DETAIL REPORT

Entity Name	THE CATHOLIC BISHOP OF CHICAGO	**File Number**	55013179
Status	SPECIAL ACT CORPORATION		
Entity Type	CORPORATION	**Type of Corp**	NOT-FOR-PROFIT
Incorporation Date (Domestic)	02/24/1845	**State**	ILLINOIS
Agent Name	NONE	**Agent Change Date**	00/00/0000
Agent Street Address	NONE	**President Name & Address**	CORPORATION CREATED BY SPECIAL ACT OF THE GENERAL ASSEMBLY
Agent City	NONE	**Secretary Name & Address**	
Agent Zip	60000	**Duration Date**	PERPETUAL
Annual Report Filing Date	00/00/0000	**For Year**	

Return to the Search Screen

BACK TO CYBERDRIVEILLINOIS.COM HOME PAGE

ATTACHMENT-1

File Number 1449-541-0

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON JANUARY 21, 1918, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE GENERAL NOT FOR PROFIT CORPORATION ACT OF THIS STATE, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 7TH *day of* NOVEMBER *A.D.* 2011 .

Jesse White

SECRETARY OF STATE

Authentication #: 1131101288

Authenticate at: http://www.cyberdriveillinois.com

ATTACHMENT-1

GROUND LEASE

between

The Catholic Bishop of Chicago,

a corporation sole

as Landlord,

and

Catholic Charities of the Archdiocese of Chicago,

an Illinois not-for-profit corporation

as Tenant

Premises:

45 Acres located at the Northwest corner of

McCarthy and Will Cook Roads,

in Palos Park, Cook County, Illinois

Dated as of July 1, 2007

GROUND LEASE

THIS GROUND LEASE (this "**Lease**") is made as of the 1st day of July, 2007, between The Catholic Bishop of Chicago, a corporation sole ("**Landlord**"), having an office at c/o Catholic Cemeteries, 1400 South Wolf Road, Hillside, Illinois, 60162 and Catholic Charities of the Archdiocese of Chicago, an Illinois not-for-profit corporation ("**Tenant**"), having the following address: 721 North LaSalle Street, Chicago, Illinois 60610. Until such time as Tenant is notified to the contrary by Landlord, Catholic Cemeteries shall act as agent for Landlord hereunder and Tenant shall address all matters relating to this Lease only with Catholic Cemeteries and no other instrumentality or department of Landlord, unless otherwise directed by Landlord in writing.

W I T N E S S E T H:

It is hereby mutually covenanted and agreed by and between the parties hereto that this Lease is made upon the terms, covenants and conditions hereinafter set forth. Any terms used herein but not defined shall have the meanings ascribed thereto in Exhibit A attached hereto and forming a part hereof.

ARTICLE 1
PREMISES AND TERM OF LEASE

1.01 Landlord does hereby demise and lease to Tenant, and Tenant does hereby lease, hire and take from Landlord, the Land together with all easements and appurtenances, (the "**Premises**"), subject to the Permitted Encumbrances, for a term of twenty-five (25) years (the "Initial Term") commencing on the date hereof (the "**Commencement Date**") and expiring on the day immediately preceding the twenty fifth (25th) anniversary of the Commencement Date or on such earlier date upon which this Lease may be terminated as hereinafter provided (the "**Expiration Date**"), subject to extension pursuant to Article 31 hereof for not more than two (2) consecutive additional twenty-five (25) year Extension Terms, such that the maximum term of this Lease shall be seventy five (75) years, unless any further extension is agreed upon in writing by the parties hereto. The Initial Term together with any properly exercised Extension Terms is hereinafter referred to as the "**Term**".

1.02 Tenant has erected certain buildings and improvements on the Land and may, in the future, construct, alter or demolish those or additional buildings and improvements thereon in accordance with the terms of this Lease (each, a "**Building**" and collectively the "**Buildings**"). The Buildings shall be and remain the property of Tenant until the expiration of the Term at which time the Buildings shall revert to the Landlord without any further action by Landlord or Tenant.

ARTICLE 2
NO BASE RENT

2.01 Tenant shall not be obligated to pay any base rent under this Lease. Notwithstanding the foregoing, Tenant shall pay and discharge all amounts, liabilities and obligations of whatsoever nature relating to the Premises, including, without limitation, any amounts arising under any operating easement, or other similar agreements affecting the

Premises, and all interest and penalties that may accrue thereon in the event of Tenant's failure to pay such amounts when due, and all damages, costs and expenses which Landlord may incur by reason of any Default of Tenant or failure on Tenant's part to comply with any of the terms of this Lease, all of which Tenant hereby agrees to pay upon demand. Any such amounts shall be deemed to be rent for purposes of this Lease and for purposes of governing liabilities of the parties hereunder and under the laws of the State of Illinois.

ARTICLE 3
RULES AND REGULATIONS

3.01 Tenant hereby acknowledges that the Land is part of a larger tract owned by Landlord and accordingly, in order to provide for the proper and efficient operation of such larger tract it may be necessary for Landlord to promulgate rules and regulations from time to time relating to the use and operation of the Premises and such larger tract. Tenant hereby agrees to comply with such rules and regulations, as the same may be amended from time to time.

ARTICLE 4
IMPOSITIONS

4.01 Tenant shall pay or cause to be paid, in a timely manner and as hereinafter provided, all of the following items, if any, levied or assessed against the Premises or any of Tenant's property located thereon ("**Impositions**"): (a) real property taxes and assessments; (b) personal property taxes; (c) occupancy and rent taxes; (d) water, water meter and sewer rents, rates and charges; (e) vault charges; (f) license and permit fees; (g) service charges, with respect to police protection, fire protection, street and highway maintenance, construction and lighting, sanitation and water supply, if any; (h) all excise, sales, value added, use and similar taxes; (i) charges for utilities, communications and other services rendered or used in or about the Premises; (j) payments in lieu of each of the foregoing, whether or not expressly so designated; (k) fines, penalties and other similar or like governmental charges applicable to any of the foregoing and any interest or costs with respect thereto; and (l) any and all other federal, state, county and municipal governmental and quasi-governmental levies, fees, rents, assessments or taxes and charges, general and special, ordinary and extraordinary, foreseen and unforeseen, of every kind and nature whatsoever, and any interest or costs with respect thereto, which at any time during, prior to or after (but attributable to a period falling within) the Term are (1) assessed, levied, confirmed, imposed upon, or would grow or become due and payable out of or in respect of, or would be charged with respect to, the Premises or any document to which Tenant is a party creating or transferring an interest or estate in the Premises, the use and occupancy thereof by Tenant, or this transaction, and/or (2) encumbrances or liens on (i) the Premises; (ii) any vault, passageway or space in or under the sidewalks or streets in front of or adjoining the Premises; (iii) any other appurtenances of the Premises; or (iv) any personal property, Equipment or other facility used in the operation thereof. Each such Imposition, or installment thereof, levied or assessed during the Term shall be paid before the last day the same may be paid without fine, penalty, interest or additional cost; provided, however, that if, by law, any Imposition may at the option of the taxpayer be paid in installments (whether or not interest shall accrue on the unpaid balance of such Imposition), Tenant may exercise the option to pay the same in such installments and shall be responsible for the payment of such installments only, provided that all such installment payments relating to periods prior to the date definitely fixed

for the expiration of the Term are required to be made prior to the Expiration Date. Landlord and Tenant acknowledge that on the date of this Lease the Premises is exempt from real estate taxes. Landlord and Tenant agree to cooperate with one another to maintain such exemption at all times during the Term.

4.02 Tenant, from time to time upon request of Landlord, shall furnish to Landlord, within the earlier of (i) thirty (30) days after the date when an Imposition is due and payable under this Lease, or (ii) thirty (30) days after the date when an official receipt of the appropriate imposing authority is received, such official receipt or, if no such receipt has been received by Tenant, other evidence reasonably satisfactory to Landlord evidencing the payment of the Imposition.

4.03 (a) Except as provided in subparagraph (b) hereinbelow, nothing contained in this Article 4 shall require Tenant to pay municipal, state or federal income, inheritance, estate, succession, capital levy, stamp, excess profit, revenue or gift taxes of Landlord, or any corporate franchise tax imposed upon Landlord.

(b) If at any time during the Term, a tax or excise on rental or the right to receive rents or other tax, however described, is levied or assessed against Landlord as a substitute in whole or in part for any Impositions theretofore payable by Tenant, Tenant shall pay and discharge such tax or excise on rental or other tax before interest or penalties accrue, and the same shall be deemed to be an Imposition levied against the Premises.

4.04 Any Imposition imposed against the Premises, relating to a fiscal period of the imposing authority, a part of which period is included within the Term and a part of which is included in a period of time after the date definitely fixed in Article 2 hereof for the expiration of the Term (whether or not such Imposition shall be assessed, levied, confirmed, imposed upon or in respect of or become a lien upon the Premises, or shall become payable, during the Term) shall be apportioned between Landlord and Tenant as of such date definitely fixed for the expiration of the Term, so that Tenant shall pay that portion of such Imposition which that part of such fiscal period included in the period of time before such date definitely fixed for the expiration of the Term bears to the entirety of such fiscal period, and Landlord shall pay the remainder thereof.

4.05 In the event that the Premises is assessed at any time together with any other property located outside the Premises, Landlord shall reasonably allocate the Impositions to the Premises and such other property based on the assessed valuations of the applicable land and improvements as reflected on the records of the applicable taxing authority and Tenant agrees to abide by such reasonable allocation of Landlord. In the event that any such tax bills are received by Landlord, notwithstanding any other provision of this Lease to the contrary, Tenant shall pay its allocable share thereof to Landlord on demand.

ARTICLE 5
DEPOSITS FOR IMPOSITIONS

5.01 If, at any time during the Term of this Lease Landlord determines in its sole discretion that it would be prudent to do so in order to ensure that all Impositions are paid in a

timely manner, Landlord may require, upon notice to Tenant, that Tenant deposit with Landlord on the first day of each and every month during the Term, an amount equal to one-twelfth (1/12th) of the annual Impositions then in effect, as reasonably estimated by Landlord, in order to assure the payment of all Impositions. If, at any time, the monies so deposited by Tenant shall be insufficient to pay in full the next installment of Impositions then due, Tenant shall immediately deposit the amount of the insufficiency to enable Landlord to pay each installment of Impositions at least thirty (30) days prior to the due date thereof. If, at any time, the amount of any Imposition is increased or Landlord receives information that an Imposition will be increased and the monthly deposits then being made by Tenant under this Article would be insufficient to pay such Imposition thirty (30) days prior to the due date thereof, the monthly deposits shall thereupon be increased and Tenant shall, on Landlord's demand, deposit immediately with Landlord sufficient moneys for the payment of the increased Imposition. Thereafter, the monthly payments shall be adjusted so that Landlord shall receive from Tenant sufficient moneys to pay each Imposition at least thirty (30) days prior to the due date of such Imposition.

5.02 In the event of a sale or transfer by Landlord of its interest in the Premises, Landlord shall transfer to the person who owns or acquires such interest in the Premises or is the transferee of Landlord's interest under this Lease, all of Landlord's rights with respect to the deposits made pursuant to Section 5.01, subject to the provisions thereof. Upon such transfer and notice thereof to Tenant, the transferor shall be deemed to be released from all liability with respect thereto and Tenant sball look solely to the transferee with respect thereto, and the provisions hereof shall apply to each successive transfer of the Landlord's rights with respect to the deposits.

5.03 Landlord may use any amounts deposited hereunder by Tenant to cure any Default hereunder by Tenant, and if Landlord so uses any such amounts, Tenant shall, within five (5) days after Landlord's request, replenish the amounts so used by Landlord.

ARTICLE 6
LATE CHARGES

If any payment due to Landlord under this Lease shall become overdue beyond the due date thereof pursuant to this Lease (or if no such due date is set forth in this Lease, then such due date for purposes of this Article 6 shall be deemed to be the date upon which demand therefor is made), a late charge on the sums so overdue equal to the Prime Rate per annum (the "**Late Charge Rate**"), for the period from the due date to the date of actual payment, shall become due and payable to Landlord as liquidated damages for the administrative costs and expenses incurred by Landlord by reason of Tenant's failure to make prompt payment, and the late charges shall be payable by Tenant on demand. No failure by Landlord to insist upon the strict performance by Tenant of its obligations to pay late charges shall constitute a waiver by Landlord of its right to enforce tbe provisions of this Article 6 in any instance thereafter occurring. The provisions of this Article 6 shall not be construed in any way to extend the grace periods or notice periods provided for in Article 24.

ARTICLE 7
INSURANCE

7.01 (a) Tenant shall:

(i) keep the Buildings insured against loss or damage by fire, windstorm, tornado and hail and all other hazards covered by the usual extended coverage and "all risk" endorsements of whatsoever kind ("**Casualty Insurance**"). Such Casualty Insurance shall be in (x) an amount sufficient to prevent Landlord and Tenant from becoming co-insurers under provisions of applicable policies of insurance, and (y) the amount not less than one hundred percent (100%) of the replacement cost of the Building, such replacement cost to be determined by the insurers from time to time, but not less frequently than required by the standard "agreed amount clause" endorsement;

(ii) provide and keep in force general comprehensive public liability insurance ("**Liability Insurance**") against liability for bodily injury and death and property damage, such Liability Insurance to be in such amount as may from time to time be reasonably required by Landlord, but not less than $1,000,000.00 combined single limit for liability for bodily injury, death and property damage, and shall include the Premises and all sidewalks adjoining or appurtenant to the Premises, sball contain blanket contractual coverage;

(iii) provide and keep in force automobile liability and property damage insurance for all owned, non-owned and hired vehicles insuring against liability for bodily injury and death and for property damage in an amount determined from time to time by Landlord, but not less than $1,000,000.00 combined single limit, such insurance to contain the so-called "occurrence clause";

(iv) provide and keep in force workers' compensation providing statutory benefits for all persons employed by Tenant at or in connection with the Premises;

(v) if a sprinkler system shall be located in any portion of the Building, provide and keep in force sprinkler leakage insurance in reasonable amounts;

(vi) provide and keep in force boiler, machinery and pressure vessel insurance in an amount determined from time to time by Landlord, but not less than $1,000,000.00 per occurrence on a combined basis covering direct property loss and loss of income and providing for all steam, mechanical and electrical equipment, including, without limitation, all boilers, unfired pressure vessels, piping and wiring; and

(vi) provide and keep in force such other insurance in such amounts as may from time to time be reasonably required by Landlord against such other insurable hazards as at the time are commonly insured against in the case of prudent owners of like buildings and improvements.

(b) Landlord shall be an additional named insured in all Liability Insurance policies.

7.02 (a) All Insurance Policies shall be in such form and shall be issued by such responsible companies licensed and authorized to do business in the State of Illinois as are reasonably acceptable to Landlord. All policies referred to in this Lease shall be procured, or caused to be procured, by Tenant, at no expense to Landlord, and for periods of not less than one (1) year. A photocopy of each such policy, certified by the insurer to be a true copy thereof, shall be delivered to Landlord immediately upon receipt from the insurance company or companies (and Tenant shall use diligent efforts to procure such certified copies), except that if any insurance carried by Tenant is effected by one or more blanket policies, then with respect to such insurance, certified abstracted policies relating to the Premises shall be so delivered to Landlord. In addition thereto, on the Commencement Date hereof, if such certified copies or certified abstracted policies, as the case may be, have not yet been procured from the insurance company or companies, Tenant shall deliver to Landlord certificates of the insurance required hereunder together with paid receipts therefor. Certified copies, or certified abstracted policies in the case of blanket policies, of new or renewal policies replacing any policies expiring during the Term shall be delivered as aforesaid at least ten (10) days before the date of expiration, together with proof satisfactory to Landlord that the full premiums have been paid for at least the first year of the term of such policies. During the term of such policies, at least ten (10) days before each anniversary of the effective date of the policy, Tenant shall deliver to Landlord proof satisfactory to Landlord that the full premiums have been paid for at least the next year of the term of the policy. Premiums on policies shall not be financed in any manner whereby the lender, on default or otherwise, shall have the right or privilege of surrendering or canceling or requesting the surrender or cancellation of the policies, provided, however, that premiums may be paid in such installments as are permitted pursuant to the provisions of the applicable policy so long as payment by installments will not allow the insurer thereunder to cancel said policy.

(b) Tenant and Landlord shall cooperate in connection with the collection of any insurance moneys that may be due in the event of loss, and Tenant and Landlord shall execute and deliver such proofs of loss and other instruments which may be required for the purpose of obtaining the recovery of any such insurance moneys.

(c) Tenant shall not carry separate insurance concurrent in form or contributing in the event of loss with that required by this Lease to be furnished by Tenant, unless Landlord is included therein as an additional named insured (for the Liability Insurance) with any loss payable as provided in this Lease. Tenant shall immediately notify Landlord of the carrying of any such separate insurance and shall cause the same to be delivered as required in this Lease.

(d) Tenant shall not violate or permit to be violated any of the conditions or provisions of any of the Insurance Policies, and Tenant shall so perform and satisfy or cause to be performed and satisfied the requirements of the companies writing such policies so that at all times companies of good standing, satisfactory to Landlord (as provided in Section 7.02(b) hereof), shall be willing to write and continue such insurance.

(e) Each Insurance Policy and each certificate or memorandum therefor issued by the insurer shall contain (i) an agreement by the insurer that such policy shall not be cancelled or modified without at least thirty (30) days' prior written notice to Landlord, and (ii) a

waiver of subrogation by the insurer of any right to recover the amount of any loss resulting from the negligence of Landlord or its agents, employees or licensees.

(f) Landlord shall not be limited in the proof of any damages which Landlord may claim against Tenant arising out of or by reason of Tenant's failure to provide and keep in force insurance, as aforesaid, to the amount of the insurance premium or premiums not paid or incurred by Tenant and which would have been payable under such insurance, but Landlord shall also be entitled to recover as damages for such breach the uninsured amount of any loss, to the extent of any deficiency in the insurance required by the provisions of this Lease, and damages, costs and expenses of suit suffered or incurred by reason of damage to, or destruction of, the Premises occurring during any period when Tenant shall have failed or neglected to provide insurance as aforesaid.

(g) Each of Landlord and Tenant hereby waives any and every claim for recovery from the other for any and all loss or damage to the Land or the Building or to the contents thereof, whether such loss or damage is due to the negligence of Landlord or Tenant or their respective agents or employees, which loss or damage is insured pursuant to this Lease by valid and collectible insurance policies and then only to the extent of the proceeds collected or collectible under such insurance policies; provided, however, that the foregoing waiver shall not be operative in any case where the effect thereof is to invalidate any insurance coverage of the waiving party or increase the cost of such insurance coverage; provided further, that Landlord and Tenant each agree to give written notice of the terms of this mutual waiver to each insurance company which has issued, or in the future may issue, policies of physical damage to it, and to have said insurance policies properly endorsed to prevent the invalidation of said insurance coverage by reason of said waiver and provided further that such insurance company waives all rights of subrogation which it might have against Landlord or Tenant, as the case may be.

7.03 All insurance provided for hereunder may contain loss deductible clauses in such maximum amounts as Landlord reasonably shall approve and all deductibles shall be borne by Tenant.

7.04 Notwithstanding any other provision of this Lease to the contrary, Tenant shall provide and keep in force such other insurance in such amounts as may from time to time be reasonably required by Landlord against such insurable hazards as at the time are commonly insured against by prudent owners and operators of property similar to the Premises. Landlord may require changes in forms, types and amounts of insurance required pursuant to this Lease or add to, modify or delete other requirements in order to maintain insurance coverages in such amounts as are commonly carried by prudent owners and operators of property similar to the Premises; and in any event, if under applicable law, rule, regulation or ordinance of any governmental authority, state or federal, having jurisdiction over the Premises, liability may be imposed upon Landlord on account of the use or operation of the Premises or other improvements, insurance within limits reasonably satisfactory to Landlord shall be maintained by Tenant against such liability.

ARTICLE 8
FIRE OR OTHER CASUALTY

8.01 In the event of a fire or other casualty upon the Premises, Tenant shall promptly notify Landlord thereof. Tenant shall within thirty (30) days following the occurrence of the casualty either (a) terminate this Lease in which case Tenant shall be required to remove any remnants of the Building and other improvements from the Land and return the same to a condition acceptable to Landlord in its sole and absolute discretion, in which case such termination shall be effective as of the date of the such satisfactory restoration of the Premises, or (b) commence restoration of the Building and other improvements and diligently prosecute the same to completion within a reasonable period of time following the occurrence of the casualty. Tenant's plans for such restoration or demolition, as applicable, and the procedures for such restoration or demolition shall be subject to the approval of Landlord and comply with the requirements of ARTICLE 13 hereof. In the event of a casualty resulting in Tenant's termination of this Lease, provided that Tenant complies with the foregoing obligations and all other obligations under this Lease, Tenant may retain the proceeds of any insurance payable in connection with such casualty.

ARTICLE 9
CONDEMNATION

9.01 If all or any portion of the Premises shall be lawfully taken or condemned for any public or quasi-public use or purpose or conveyed under threat of condemnation the Term shall end upon the date of the taking of possession by the condemning authority, without apportionment of the award. Tenant hereby assigns to Landlord Tenant's interest in such award if any. Notwithstanding the foregoing to the contrary, in the event that such condemnation does not result in the taking of the entire Premises, Landlord and Tenant may decide to continue this Lease, in which case Tenant shall be obligated to promptly repair and restore the Building and other improvements in a manner reasonably acceptable to Landlord, provided, however, that Landlord shall make the award received available for the cost of such restoration, and any portion of the award not used in connection with the reconstruction shall be paid to Landlord and shall be Landlord's sole property.

ARTICLE 10
ASSIGNMENT, SUBLETTING AND MORTGAGES

10.01 This Lease and the interest of the Tenant in this Lease (or any portion thereof) shall not be assigned, sublet, sold, mortgaged, conveyed or otherwise transferred by operation of law or otherwise at any time during the Term of this Lease, without Landlord's prior written consent; provided Tenant may enter into occupancy agreements or similar agreements with individuals occupying the Buildings for their Permitted Uses and to sublet portions of the Buildings for uses ancillary thereto, such as a barber or beauty shop, convenience shop and the like. In the event that an assignment or subletting is permitted hereunder, Tenant shall continue to be liable as a principal and not as a guarantor or surety to the same extent as though no assignment or sublease had been made, unless specifically provided to the contrary in Landlord's consent. Consent by Landlord to any assignment or subletting shall not be deemed, construed or held to be consent to any subsequent assignment or subletting but such successor act shall

require similar consent of Landlord. Landlord shall be reimbursed by Tenant for any reasonable costs or expenses incurred pursuant to any request by Tenant for any consent to any such assignment or subletting.

ARTICLE 11
INTENTIONALLY OMITTED

ARTICLE 12
REPAIRS: DEMOLITION OF EXISTING IMPROVEMENTS

12.01 Tenant shall take good care of the Premises, including, without limiting the generality of the foregoing, the Building, all Equipment, roofs, foundations and appurtenances thereto, all sidewalks, vaults, sidewalk hoists and curbs in front of or adjacent to the Premises, and all water, sewer and gas connections, pipes and mains, wells and septic fields which service the Premises and which neither the Village nor a utility company is obligated to repair and maintain, and shall put, keep and maintain the Building in good and safe order and working condition, and make all repairs therein and thereon, interior and exterior, structural and nonstructural, ordinary and extraordinary, foreseen and unforeseen, necessary to keep the same in good and safe order and working condition and to comply with all applicable Requirements, howsoever the necessity or desirability therefor may occur, and whether or not necessitated by wear and tear, obsolescence or defects, latent or otherwise. The necessity and adequacy of repairs made shall be measured by standards which are appropriate for buildings of similar age, construction and use. Tenant shall not commit or suffer, and shall use all reasonable precaution to prevent, waste, damage or injury to the Premises. When used in this Lease, the term "repairs" shall include all alterations, additions, installations, replacements, removals, renewals and restorations. All repairs made by Tenant shall be at least equal in quality and class to the original work and shall be made in compliance with all Requirements, as then in force.

12.02 Landlord shall not be required to furnish any services, utilities or facilities whatsoever to the Premises, nor shall Landlord have any duty or obligation to make any alteration, change, improvement, replacement, restoration or repair to, or to demolish, the Building or any other improvement presently or hereafter located on the Land. Tenant assumes the full and sole responsibility for the condition, operation, repair, alteration, improvement, replacement, maintenance and management of the Premises.

ARTICLE 13
CHANGES. ALTERATIONS AND ADDITIONS

13.01 Tenant shall not demolish, replace or materially alter the Building, or any part thereof, or make any addition thereto, whether voluntarily or in connection with a repair or restoration undertaken pursuant to this Lease (collectively, "**Capital Improvement**"), unless Tenant shall comply with the following requirements:

(a) Each Capital Improvement, when completed, shall be of such a character as not to reduce the value of the Premises below its value immediately before construction of such Capital Improvement was commenced or disrupt the wetlands, water courses or any other aspect of the environment surrounding the Land.

(b) Each Capital Improvement shall be made with reasonable diligence (subject to Unavoidable Delays) and in a good and workmanlike manner and in compliance with all applicable permits and authorizations and the Requirements. No Capital Improvement shall impair the safety or structural integrity of the Building.

(c) The Premises and the assets of Landlord shall (subject to the provisions of Section 16.02) at all times be free of liens for work, services, labor and materials supplied or claimed to have been supplied to the Premises.

(d) No Capital Improvement shall be undertaken until Tenant shall have delivered to Landlord insurance policies or abstracts thereof issued by responsible insurers, bearing notations evidencing the payment of premiums or accompanied by other evidence satisfactory to Landlord of such payments, for the insurance required by Article 7 hereof. If, under the provisions of any casualty, liability or other insurance policy or policies then covering the Premises, or any part thereof, any consent to such Capital Improvement is required by the insurance company or companies issuing such policy or policies, Tenant shall obtain such consents and pay any additional premiums or charges therefor that may be imposed by said insurance company or companies.

(e) No Capital Improvement shall be undertaken until Tenant shall have procured and paid for, insofar as the same may be required from time to time, all permits and authorizations of all Governmental Authorities for such Capital Improvement. Landlord shall not unreasonably refuse to join in the application for such permit or authorization, provided it is made without cost, liability, obligation or expense to Landlord. Copies of all required permits and authorizations, certified to be true copies thereof by Tenant, shall be delivered to Landlord prior to the commencement of any Capital Improvement.

(f) Each Capital Improvement shall be deemed to have been substantially completed when Tenant shall furnish Landlord with (i) a certificate from a licensed professional engineer or registered architect certifying that such Capital Improvement has been completed substantially in accordance with the final plans therefor; (ii) a true copy, if available, of the Certificates of Occupancy for such Capital Improvement; and (iii) a complete set of as-built drawings and a survey (if applicable) of such Capital Improvement.

ARTICLE 14
REQUIREMENTS OF PUBLIC AUTHORITIES AND OF INSURANCE UNDERWRITERS AND POLICIES

14.01 Tenant shall promptly comply with any and all applicable present and future laws, rules, orders, ordinances, directives, authorities, regulations, statutes, requirements, codes, orders, permits and authorizations, without regard to the nature of the work required to be done, extraordinary, as well as ordinary, of all federal, state, city, county or other Governmental Authorities now existing or hereafter created, of any and all of their departments, agencies, authorities and bureaus and of any applicable fire-rating bureau or other body exercising similar functions (collectively, "**Requirements**") affecting the Premises or any sidewalk comprising a part or in front thereof and/or any vault in or under the same, or requiring the removal of any encroachment, or affecting the maintenance, use or occupation of the Premises, whether or not

the same involve or require any structural changes or additions in or to the Premises, and without regard to whether or not such changes or additions are required on account of any particular use to which the Premises or any part thereof may be put. Tenant also shall comply with any and all provisions and requirements of any document of record or casualty, liability or other insurance policy required to be carried by Tenant under the provisions of this Lease.

14.02 Tenant shall have the right to contest the validity of any Requirement or the application thereof. During such contest, compliance with any such contested Requirement may be deferred by Tenant upon the condition that, before instituting any such proceedings, Tenant shall furnish to Landlord security reasonably satisfactory to Landlord. Any such proceedings instituted by Tenant shall begin as soon as is reasonably possible after the issuance of any such contested matters and shall be prosecuted to final adjudication with reasonable dispatch. Notwithstanding the foregoing, Tenant promptly shall comply with any such Requirement, and compliance shall not be deferred if, (i) at any time the Premises, or any part thereof, shall be in danger of being forfeited, lost, adversely affected or impaired; or (ii) Landlord shall be in danger of being subject to criminal and/or civil liability or penalty by reason of noncompliance therewith. Landlord shall cooperate with Tenant in any such contest to such extent as Tenant may reasonably request, it being understood, however, that Landlord shall not be subject to any liability for the payment of any costs or expenses in connection with any proceedings brought by Tenant.

ARTICLE 15
UTILITIES

15.01 Tenant hereby acknowledges that Landlord shall not be required to supply any utilities or services whatsoever in connection with the Premises and that Tenant shall pay, directly to the appropriate supplier, all costs of natural gas, electricity, heat, light, power, sewer service, telephone, water, refuse disposal and other utilities and services supplied to the Premises. Landlord shall in no way be liable or responsible to Tenant for any cost or damage or expense which Tenant may sustain or incur if either the quality or character of such services not acceptable to Tenant or is no longer available. Further, Landlord shall in no way be liable or responsible for any loss, damage, or expense that Tenant may sustain or incur by reason of any change, failure, interference, disruption or defect in the supply or character of the energy or other utilities or services furnished to the Premises or the quantity or character thereof.

ARTICLE 16
DISCHARGE OF LIENS; BONDS

16.01 Tenant shall not create or cause to be created any lien, encumbrance or charge upon Tenant's leasehold estate in the Premises or any part thereof or upon the income therefrom. Tenant shall not create or cause to be created any lien, encumbrance or charge upon any assets of Landlord or upon the estate, rights or interest of Landlord in the Premises or any part thereof.

16.02 If any mechanics', laborers' or materialmen's or any other lien, charge or encumbrance at any time shall be filed against the Premises or any part thereof, or against any assets of Landlord, then Tenant, within thirty (30) days after actual notice of the filing thereof, or such shorter period as may be required by statute shall cause the same to be discharged of record

by payment, deposit, bond, order of a court of competent jurisdiction or otherwise. If Tenant shall fail to cause such lien to be discharged of record within the period aforesaid, and if such lien shall continue for an additional ten (10) days after notice by Landlord to Tenant, then, in addition to any other right or remedy, Landlord may, but shall not be obligated to, discharge the same of record, or Landlord shall be entitled, if Landlord so elects, to compel the prosecution of an action for the foreclosure of such lien by the lienholder and to pay the amount of the judgment in favor of the lienholder with interest, costs and allowances. Any amount so paid by Landlord, including all costs and expenses incurred by Landlord in connection therewith, together with interest thereon at the Late Charge Rate, from the respective dates of Landlord's making of the payment or incurring of the costs and expenses shall be paid by Tenant to Landlord on demand. Notwithstanding the foregoing provisions of this Section 16.02, Tenant shall not be required to discharge of record any such lien if Tenant is in good faith contesting the same and has furnished security reasonably satisfactory to Landlord in an amount sufficient to pay 125% of such lien.

16.03 Nothing in this Lease contained shall be deemed or construed in any way as constituting the consent or request of Landlord, express or implied, by inference or otherwise, to any contractor, subcontractor, laborer or materialman for the performance of any labor or the furnishing of any materials for any specific improvement, alteration to or repair of the Premises or any part thereof, nor as giving Tenant any right, power or authority to contract for or permit the rendering of any services or the furnishing of materials that would give rise to the filing of any lien against the Premises or any part thereof or any assets of Landlord. Notice is hereby given, and Tenant shall cause all construction agreements to provide that, to the extent enforceable under applicable law, Landlord shall not be liable for any work performed or to be performed at the Premises for Tenant or any Subtenant or for any materials furnished or to be furnished at the Premises for any of the foregoing, and that no mechanics' or other lien for such work or materials shall attach to or affect the estate or interest of Landlord in and to the Premises or any part thereof, or any assets of Landlord.

16.04 Tenant shall have no power to do any act or make any contract which may create or be the foundation for any lien, charge, mortgage or other encumbrance upon the estate or assets of Landlord or of any interest of Landlord in the Premises.

ARTICLE 17
NO REPRESENTATIONS BY LANDLORD

17.01 Tenant acknowledges that Tenant is fully familiar with the Premises and the physical condition thereof. Tenant accepts the Premises in the existing condition and state of repair in an "as-is," "where-is" condition, with all faults, and, except as otherwise expressly set forth in this Lease, no representations, statements or warranties, written or oral, express or implied, have been made by or on behalf of Landlord in respect of the Premises, the status of title thereof, the physical condition thereof, the zoning or other laws, regulations, rules and orders applicable thereto, any Impositions or the use that may be made of the Premises, that Tenant has relied on no such representations, statements or warranties, and that Landlord shall in no event whatsoever be liable for any latent or patent defects in the Premises.

ARTICLE 18
LANDLORD NOT LIABLE FOR INJURY OR DAMAGE, ETC.

18.01 Landlord shall not in any event whatsoever be liable for any injury or damage to Tenant or to any other Person happening in, on or about the Premises and its appurtenances, nor for any injury or damage to the Premises or to any property belonging to Tenant or any other Person which may be caused by any fire or breakage or by any other cause whatsoever or by the use, misuse or abuse of the Building (including, but not limited to, any of the common areas within the Building, Equipment, elevators, hatches, openings, installations, stairways, hallways or other common facilities) or the streets or sidewalk area within the Premises or which may arise from any other cause whatsoever, unless caused by the willful misconduct of Landlord, its officers, agents, employees or licensees.

18.02 Landlord shall not be liable to Tenant or to any other Person for any failure of water supply, gas, telephone or electric current, nor for any injury or damage to any property of Tenant or of any other Person or to the Premises caused by or resulting from gasoline, oil, steam, gas or electricity or hurricane, tornado, flood, wind or similar storms or disturbances, or water, rain, sleet, ice or snow which may leak or flow from the street, sewer, gas mains or subsurface area or from any part of the Premises, or leakage of gasoline or oil from pipes, storage tanks, appliances, sewers or plumbing works therein, or from any other place or from any other cause, nor for interference with light or other incorporeal hereditaments by anybody, or caused by any public or quasi-public work, unless any of the foregoing results from the willful misconduct of Landlord, its officers, agents, employees or licensees.

ARTICLE 19
INDEMNIFICATION OF LANDLORD

19.01 Tenant shall not do or permit any act or thing to be done upon the Premises which may subject Landlord to any liability or responsibility for injury, damage to Persons or property, or to any liability by reason of any violation of law or of any Requirement, and shall exercise such control over the Premises so as to fully protect Landlord against any such liability. Tenant shall indemnify and save Landlord and any agent, beneficiary, contractor, director, employee, lessor, mortgagee, officer, parent, partner, shareholder and trustee of Landlord (each an "**Indemnified Party**") harmless from and against any and all liabilities, suits, obligations, fines, damages, penalties, claims, costs, charges and expenses, including, without limitation, engineers', architects' and attorneys' fees, court costs and disbursements, which may be imposed upon or incurred by or asserted against any Indemnified Party by reason of any of the following occurring during or after (but attributable to a period of time falling within) the Term:

(a) any construction, any Capital Improvement or any other work or thing done in, on or about the Premises or any part thereof; (b) any use, nonuse, possession, occupation, alteration, repair, condition, operation, maintenance or management of the Premises or any part thereof or of any sidewalk, curb or vault adjacent thereto; (c) any act or failure to act on the part of Tenant or any of its or their respective officers, agents, employees or licensees; (d) any accident, injury (including death at any time resulting therefrom) or damage to any Person or property occurring in, on or about the Premises or any part thereof or in, on or about any sidewalk, curb or vault adjacent thereto; (e) any failure on the part of Tenant to perform or

comply with any of the covenants, agreements, terms or conditions contained in this Lease on Tenant's part to be performed or complied with; (f) any lien or claim which may be alleged to have arisen against or on the Premises, or any lien or claim which may be alleged to have arisen out of this Lease and created or permitted to be created by Tenant against any assets of Landlord under the laws of the State of Illinois or of any other Governmental Authority, or any liability which may be asserted against Landlord with respect thereto; and (g) any contest permitted pursuant to the provisions of Articles 14 and 16 hereof.

19.02 The obligations of Tenant under this Article 19 shall not be affected in any way by the absence in any case of covering insurance or by the failure or refusal of any insurance carrier to perform any obligation on its part under insurance policies affecting the Premises or any part thereof.

19.03 If any claim, action or proceeding is made or brought against any Indemnified Party against which it is indemnified pursuant to Section 19.01 hereof, then, upon demand by Landlord, Tenant shall resist or defend such claim, action or proceedings in Landlord's name, if necessary, by the attorneys for Tenant's insurance carrier (if such claim, action or proceeding is covered by insurance), otherwise by such attorneys as Landlord shall approve, which approval shall not be unreasonably withheld or delayed. The foregoing notwithstanding, Landlord may engage its own attorneys to defend it or to assist in its defense, and Tenant shall pay the reasonable fees and disbursements of such attorneys.

19.04 The provisions of this Article 19 shall survive the Expiration Date with respect to any liability, suit, obligation, fine, damage, penalty, claim, cost, charge or expense arising out of or in connection with any matter which is the subject of indemnification under this Article 19.

ARTICLE 20
RIGHT OF INSPECTION

20.01 Tenant shall permit Landlord and Landlord's agents or representatives to enter the Premises at all reasonable times for the purpose of (a) inspecting the Premises; (b) performing Landlord's obligations or enforcing Landlord's rights hereunder; (c) determining whether or not Tenant is in compliance with its obligations hereunder; and (d) in the case of an emergency (i.e., a condition presenting imminent danger to the health or safety of Persons or to property), or following an Event of Default, making any necessary repairs to the Premises and performing any work therein, provided that in the case of an emergency Landlord shall make a reasonable attempt to communicate with Tenant to alert Tenant to the necessary repair.

20.02 Nothing in this Article 20 or elsewhere in this Lease shall imply any duty upon the part of Landlord to do any work, and performance of any work by Landlord shall not constitute a waiver of Tenant's default in failing to perform the same. Landlord, during the progress of any such work, may keep and store at the Premises, subject to the reasonable requirements of any Subtenant, all necessary materials, tools, supplies and equipment. Landlord shall not be liable for inconvenience, annoyance, disturbance, loss of business or other damage of Tenant or any subtenant by reason of making such repairs or the performance of any such work or on account of bringing materials, tools, supplies and equipment into the Premises during the course thereof and the obligations of Tenant under this Lease shall not be affected thereby.

ARTICLE 21
LANDLORD'S RIGHT TO PERFORM TENANT'S COVENANTS

21.01 If Tenant at any time shall fail to pay any Imposition in accordance with the provisions hereof, or to take out, pay any insurance premiums for, maintain or deliver any of the insurance policies in the manner provided for herein, or shall fail to pay any amount due hereunder as and when due, or perform any other act on its part required to be made or performed hereunder, then at any time after furnishing five (5) days prior notice to Tenant of any Event of Default, Landlord, without waiving or releasing Tenant from any obligation of Tenant contained in this Lease or waiving or releasing any rights of Landlord hereunder, at law or in equity, may (but shall be under no obligation to) pay any Imposition, insurance premium, or any other sums, costs, expenses, charges, payments or deposits payable by Tenant hereunder, or perform any other act on Tenant's part required to be made or performed as provided in this Lease, and may enter upon the Premises for such purpose and take all such action thereon as may be necessary therefor.

21.02 All sums paid by Landlord and all costs and expenses incurred by Landlord in connection with the performance of any such obligation, together with interest thereon at the Late Charge Rate from the respective dates of Landlord's making of each such payment or incurring of each such sum, cost, liability, expense, charge, payment or deposit until the date of actual repayment to Landlord, shall be paid by Tenant to Landlord on demand. Any payment or performance by Landlord pursuant to the foregoing provisions of this Article 21 shall not be nor be deemed to be a waiver or release of breach or default of Tenant with respect thereto or of the right of Landlord to terminate this Lease, institute summary proceedings and/or take such other action as may be permissible hereunder, at law or in equity if an Event of Default by Tenant shall have occurred. Landlord shall not be limited in the proof of any damages which Landlord may claim against Tenant arising out of or by reason of Tenant's failure to provide and keep insurance in force as aforesaid to the amount of the insurance premium or premiums not paid, but Landlord also shall be entitled to recover, as damages for such breach, the uninsured amount of any loss and damage and the costs and expenses of suit, including, without limitation, reasonable attorneys' fees and disbursements, suffered or incurred by reason of damage to or destruction of the Premises or any part thereof, which damage or destruction was required to be insured against hereunder.

ARTICLE 22
INTENTIONALLY OMITTED

ARTICLE 23
PERMITTED USES; NO UNLAWFUL OCCUPANCY; OPERATION OF THE PREMISES

23.01 Subject to the provisions of law and this Lease, Tenant shall be permitted to occupy the Premises in accordance with the Certificates of Occupancy for the Premises in effect from time to time during the Term for use as a nursing home, assisted living residence for retired priests, a senior housing facility and ancillary activities and offices customarily related to such uses and no other purpose (the "**Permitted Uses**"). Should Tenant use the Premises for any use or uses other than the Permitted Uses, Landlord shall have the right to terminate this Lease.

23.02 Tenant shall not use or occupy the Premises or any part thereof, or permit or suffer the Premises or any part thereof to be used or occupied for any unlawful business, use or purpose or in such manner as to constitute in law or in equity a nuisance of any kind (public or private), or for any use which might adversely affect the reputation of Landlord or for any dangerous or noxious trade or business or for any purpose or in any way in violation of the Certificates of Occupancy for the Premises in effect from time to time during the Term or of any Requirement, or which may make void or voidable any insurance then in force on the Premises. Tenant shall take, immediately upon the discovery of any such prohibited use, all necessary steps, legal, equitable and otherwise, to compel the discontinuance of such use.

23.03 Tenant shall not suffer or permit the Premises or any portion thereof to be used by the public without restriction or in such manner as might reasonably tend to impair title to the Premises or any portion thereof, or in such manner as might reasonably make possible a claim or claims of adverse usage or adverse possession by the public, as such, or of implied dedication of the Premises or any portion thereof.

ARTICLE 24
EVENTS OF DEFAULT AND REMEDIES

24.01 Each of the following events shall be an "**Event of Default**" hereunder:

(a) if Tenant shall fail to make any payment required to be paid by Tenant hereunder within twenty (20) days after notice thereof from Landlord to Tenant;

(b) if Tenant shall fail to observe or perform one or more of the other material terms, conditions, covenants or agreements of this Lease and such failure shall not be cured by Tenant within thirty (30) days after written notice thereof by Landlord to Tenant specifying such failure (unless such failure requires work to be performed, acts to be done or conditions to be removed which cannot either by their nature or by reason of Unavoidable Delays reasonably be performed, done or removed, as the case may be, within such thirty (30) day period, in which case no Default shall be deemed to exist as long as Tenant shall have commenced curing the same within such thirty (30) day period and shall continuously prosecute the same to completion with reasonable diligence, subject to Unavoidable Delays);

(c) to the extent permitted by law, if Tenant shall admit, in writing, that it is unable to pay its debts as such debts become due;

(d) to the extent permitted by law, if Tenant sball make an assignment for the benefit of creditors;

(e) to the extent permitted by law, if Tenant shall file a voluntary petition under Title 11 of the United States Bankruptcy Code, as amended from time to time, or if such petition is filed against Tenant and an order for relief is entered, or if Tenant shall file any petition or answer seeking, consenting to or acquiescing in any reorganization, arrangement, composition, readjustment, liquidation, dissolution or similar relief under the present or any future federal Bankruptcy Code or any other present or future applicable federal, state or other statute or law, or shall seek or consent to or acquiesce to or suffer the appointment of any trustee, receiver, custodian, assignee, sequestrator, liquidator or other similar official of Tenant, or of all

or any substantial part of its properties or of the Premises or any interest therein of Tenant, or if Tenant shall take any corporate (or partnership) action in furtherance of any action described in Sections 24.01(c), (d) or (e) bereof;

(f) to the extent permitted hy law, if within sixty (60) days after the commencement of any proceeding against Tenant seeking any reorganization, arrangement, composition, readjustment, liquidation, dissolution or similar relief under the present or any future federal bankruptcy code or any other present or future applicable federal, state or other statute or law, such proceeding shall not have been dismissed; or if, within one hundred twenty (120) days after the appointment, without the consent or acquiescence of Tenant, of any trustee, receiver, custodian, assignee, sequestrator, liquidator or other similar official of Tenant or of all or any substantial part of its properties or of the Premises or any interest therein of Tenant, such appointment shall not have been vacated or stayed on appeal or otherwise, or if, within one hundred twenty (120) days after the expiration of any such stay, such appointment shall not have been vacated;

(g) if this Lease or the estate or interest of Tenant hereunder or any portion thereof (wbether by operation of law or otherwise) shall be assigned, subleased, transferred, mortgaged or encumbered without compliance with the provisions of this Lease applicable thereto; or

(h) if a levy under execution or attachment shall be made against Tenant or its interest in the Premises or any part thereof and such execution or attachment shall not be vacated or removed by court order, bonding or otherwise within a period of sixty (60) days.

24.02 If an Event of Default shall occur, Landlord may elect to proceed by appropriate judicial proceedings, either at law or in equity, to enforce the performance or observance by Tenant of the applicable provisions of this Lease and/or to recover damages for breach thereof.

24.03 If any Event of Default described shall occur and Landlord, at any time thereafter, at its option, gives notice to Tenant stating that this Lease and the Term shall expire and terminate on the date specified in such notice, which date shall not be less than ten (10) days after the giving of such notice, and if, on the date specified in such notice, Tenant shall have failed to cure the Default which was the basis for the Event of Default, then this Lease and the Term and all rights of Tenant under this Lease shall expire and terminate as if the date specified in the notice given pursuant to this Section 24.03 were the date herein definitely fixed for the expiration of the Term, and Tenant immediately shall quit and surrender the Premises and the provisions of Article 32 shall apply. Anything contained herein to the contrary notwithstanding, if such termination shall be stayed by order of any court having jurisdiction over any proceeding described in Section 24.01(e) or 24.01(f) hereof, or by federal or state statute, following the expiration of any such stay, or if the trustee appointed in any such proceeding, Tenant or Tenant as debtor-in-possession shall fail to assume Tenant's obligations under this Lease within the period prescribed therefor by law or within one hundred twenty (120) days after entry of the order for relief or as may be allowed by the court, or if said trustee, Tenant or Tenant as debtor-in-possession shall fail to provide adequate protection of Landlord's right, title and interest in and to the Premises or adequate assurance of the complete and continuous future performance of Tenant's obligations, then Landlord, to the extent permitted by law or by leave of the court

having jurisdiction over such proceeding, shall have the right, at its election, to terminate this Lease on five (5) days' notice to Tenant, Tenant as debtor-in-possession or said trustee, and upon the expiration of said five (5) day period this Lease shall cease and expire as aforesaid, and Tenant, Tenant as debtor-in-possession or said trustee, as the case may be, shall immediately quit and surrender the Premises as aforesaid.

24.04 If this Lease shall be terminated as provided in Section 24.03 hereof Landlord may repair and alter the Premises in such manner as Landlord may deem necessary or advisable without relieving Tenant of any liability under this Lease or otherwise affecting any such liability, and/or let or relet the Premises or any part thereof for the whole or any part of the remainder of the Term or for a longer period in Landlord's name or as agent of Tenant, and out of any sums collected or received as a result of such reletting Landlord shall: (i) pay to itself the cost and expense of terminating this Lease, re-entering, retaking, repossessing and repairing and/or altering the Premises, or any part thereof, and the cost and expense of removing all Persons and property therefrom, including in such costs reasonable brokerage commissions, legal expenses and reasonable attorneys' fees, court costs and disbursements; (ii) pay to itself the cost and expense sustained in securing any new tenants and other occupants, including in such costs reasonable brokerage commissions, legal expenses and attorneys' fees, court costs and disbursements and other expenses of preparing the Premises for reletting, and, if Landlord shall maintain and operate the Premises, the cost and expense of operating and maintaining the Premises; and (iii) pay to itself any balance remaining on account of the liability of Tenant to Landlord. To the extent permitted by law, Landlord in no way shall be responsible or liable for any failure to relet the Premises or any part thereof or for any failure to collect any rent due on any such reletting, and no such failure to relet or collect rent shall operate to relieve Tenant of any liability under this Lease or to otherwise affect any such liability;

24.05 To the extent not prohibited by law, Tenant hereby waives and releases all rights now or hereafter conferred by statute or otherwise which would have the effect of limiting or modifying any of the provisions of this Article 24. Tenant shall execute, acknowledge and deliver any instruments which Landlord may request, whether before or after the occurrence of an Event of Default, evidencing such waiver or release.

24.06 All reasonable costs (including attorneys' fees, court costs and disbursements) and other expenses which may be incurred by Landlord in enforcing the provisions of this Lease or on account of any delinquency of Tenant in carrying out the provisions of this Lease shall be and hereby are declared to constitute a valid lien in favor of Landlord upon the interest of Tenant in this Lease and in the Premises.

24.07 No receipt of moneys by Landlord from Tenant after the termination of this Lease, or after the giving of any notice of the termination of this Lease (unless such receipt cures the Event of Default which was the basis for the notice), shall reinstate, continue or extend the Term or affect any notice theretofore given to Tenant, or operate as a waiver of the right of Landlord to recover possession of the Premises by proper remedy, except as herein otherwise expressly provided, it being agreed that after the service of notice to terminate this Lease or the commencement of any suit or summary proceedings, or after a final order or judgment for the possession of the Premises, or any part thereof or interest therein, Landlord may demand, receive and collect any monies due or thereafter falling due without in any manner affecting such notice,

proceeding, order, suit or judgment, all such moneys collected being deemed payments on account of the use and occupancy of the Premises or, at the election of Landlord, on account of Tenant's liability hereunder.

24.08 Except as otherwise expressly provided herein or as prohibited by applicable law, Tenant hereby expressly waives the service of any notice to intention to re-enter provided for in any statute, or of the institution of legal proceedings to that end, and Tenant, for and on behalf of itself and all persons claiming through or under Tenant, also waives any and all right of redemption provided by any law or statute now in force or hereafter enacted or otherwise, or to restore the operation of this Lease in case Tenant shall be dispossessed by a judgment or by warrant of any court or judge or in case of reentry or repossession by Landlord or in case of any expiration or termination of this Lease, and Landlord and Tenant waive and shall waive trial by jury in any action, proceeding or counterclaim brought by either of the parties hereto against the other on any matter whatsoever arising out of or in any way connected with this Lease, the relationship of Landlord and Tenant, Tenant's use or occupancy of the Premises, or any claim of injury or damage. The terms "enter," "re-enter," "entry" or "reentry," as used in this Lease, are not restricted to their technical legal meaning.

24.09 No failure by either party to insist upon the strict performance by the other party of any covenant, agreement, term or condition of this Lease or to exercise any right or remedy consequent upon a breach thereof. No covenant, agreement, term or condition of this Lease to be performed or completed with by either party, and no breach thereof, shall be waived, altered or modified except by a written instrument executed by the other party. No waiver of any breach shall affect or alter this Lease, but each and every covenant, agreement, term and condition of this Lease shall continue in full force and effect with respect to any other then existing or subsequent breach thereof.

24.10 In the event of any breach or threatened breach by either party of any of the covenants, agreements, terms or conditions contained in this Lease, the other party shall be entitled to enjoin such breach or threatened breach and shall have the right to invoke any rights and remedies allowed at law or in equity or by statute or otherwise, as though reentry, summary proceedings and other remedies were not provided for in this Lease.

24.11 Each right and remedy of Landlord and Tenant provided for in this Lease sball be cumulative and shall be in addition to every other right or remedy provided for in this Lease or now or hereafter existing at law or in equity or by statute or otherwise.

24.12 If this Lease shall terminate as a result of or while there exists an Event of Default, any funds (including the interest, if any, accrued thereon) then held by Landlord pursuant to Article 5 in which the Tenant has an interest may be applied by Landlord to any damages payable by Tenant (whether provided for herein or by law or in equity or otherwise) as a result of such termination or Event of Default, and the balance remaining, if any, shall be paid to Tenant, if Tenant would be entitled to receive same but for such termination or Event of Default.

ARTICLE 25
NOTICES

25.01 Whenever it is provided in this Lease that a notice, demand, request, consent, approval or other communication (each of which is herein referred to as a "**Notice**") shall or may be given to or served upon either of the parties by the other, and whenever either of the parties shall desire to give or serve upon the other any Notice with respect hereto or the Premises, each such Notice shall be in writing and, any law or statute to the contrary notwithstanding, shall not be effective for any purpose unless given or served as follows:

(a) if given by Landlord, by a nationally recognized overnight courier service, personal delivery or by mailing the same to Tenant by certified or registered mail, postage prepaid, return receipt requested, addressed to Tenant at 721 N. LaSalle, Attn: Chief Operating Officer and/or to such other address(es) and attorneys as Tenant may from time to time designate by Notice given to Landlord in the manner set forth below, except that at no time shall Landlord be required to give, in the aggregate, more than four Notices or copies thereof (not including the notice set forth in Section 25.03); and

(b) if given by Tenant, by a nationally recognized overnight courier service, personal delivery or by mailing the same to Landlord by certified or registered mail, postage prepaid, return receipt requested, addressed to Landlord at c/o Catholic Cemeteries, 1400 South Wolf Road, Hillside, Illinois 60162, Attn: Executive Director with a copy to: CBC Office of Legal Services, 155 East Superior Street, Chicago, Illinois 60611, and/or to such other address(es) and attorneys as Landlord may from time to time designate by Notice given to Tenant in the manner set forth above except that at no time shall Tenant be required to give, in the aggregate, more than four Notices or copies thereof (not including the notice set forth in Section 25.03).

25.02 Every Notice shall be deemed to have been given or served upon receipt or refusal of receipt if delivered personally, if delivered by a nationally recognized overnight courier service, one (1) Business Day after deposit with same, or if mailed, on the second Business Day after the same shall have been deposited in the United States mails in the manner aforesaid.

ARTICLE 26
STREET WIDENING

26.01 If at any time during the Term any proceedings are instituted or orders made by any Governmental Authority for the widening or other enlargement of any street contiguous to the Premises requiring removal of any projection or encroachment on, under or above any such street, or any changes or alterations upon the Premises or any part thereof, or the curbs and sidewalks adjacent thereto and this Lease is not terminated pursuant to ARTICLE 9 hereof, Tenant promptly shall comply with such requirements, and, on Tenant's failure to do so, Landlord may comply with the same, and the amount expended therefor, and any interest, fines, penalties, reasonable engineers', architects' and attorneys' fees or other expenses incurred by Landlord in effecting such compliance or by reason of the failure of Tenant so to comply, shall be payable by Tenant on demand. In the event of a conflict between this Section 26.01 and Section 9.01, this Section 26.01 shall control.

ARTICLE 27
SUBORDINATION: ATTORNMENT

27.01 Landlord's interest in this Lease, as the same may be modified, amended or renewed, shall not be subject or subordinate to any other liens or encumbrances hereafter affecting Tenant's interest in this Lease.

27.02 Provided that any Fee Mortgagee shall execute and deliver to Tenant an agreement to the effect that, if there shall be a foreclosure of such Fee Mortgage, such Fee Mortgagee will not make Tenant a party defendant to such foreclosure (unless required by applicable law to do so), nor in any other way foreclose Tenant from its rights, evict Tenant, disturb Tenant's possession under this Lease, or terminate or disturb Tenant's leasehold estate or rights hereunder (any such agreement, or any agreement of similar import, from a Fee Mortgagee being hereinafter called a "**Nondisturbance Agreement**"), this Lease shall be subject and subordinate to each and every Fee Mortgage which may now or hereafter affect Landlord's interest in the Premises, or any portion thereof, and to all renewals, extensions, supplements, amendments, modifications, consolidations and replacements thereof or thereto, substitutions therefor, and advances made thereunder. In confirmation of such subordination, Tenant shall execute and deliver promptly any certificate that Landlord reasonably may request.

27.03 If any Fee Mortgagee, or any of its successors or assigns, or any other person claiming by or through any such Fee Mortgagee or by or through any foreclosure proceeding of any such Fee Mortgage, shall succeed to the rights of Landlord under this Lease, Tenant shall attorn to and recognize such successor as Tenant's landlord under this Lease, and Tenant shall promptly execute and deliver at any time any instrument that may be necessary to evidence such attornment. Upon such attornment, this Lease shall continue in full force and effect as a direct lease between Tenant and such successor Landlord, upon and subject to all of the then executory terms, covenants and conditions of this Lease. The provisions of this Section shall be self-operative, and no instrument of any such attornment shall be required or needed by the holders of any such Fee Mortgage. In confirmation of any such attornment Tenant shall, at Landlord's request or at the request of any such Fee Mortgage, promptly execute and deliver such further instruments as may be reasonably required by any such Fee Mortgagee.

ARTICLE 28
HAZARDOUS SUBSTANCES

28.01 Tenant shall not cause or permit any Hazardous Substances to be brought upon, produced, stored, used, discharged or disposed of in or near the Premises except as may be used in the regular operation of the Premises, provided any such Hazardous Substances are stored and maintained in compliance with all Requirements. "**Hazardous Substances**" include those hazardous substances described in the Comprehensive Environmental Response, Compensation and Liability Act of 1980, as amended, 42 U.S.C. Section 9601 et seq., the Resource Conservation and Recovery Act, as amended, 42 U.S.C. Section 6901 et seq., any other applicable federal, state or local law, and the regulations adopted under these laws.

28.02 Tenant shall indemnify, defend and hold harmless Landlord and its agents, partners, officers, directors and employees from all claims suffered or incurred by any of the

foregoing arising from or attributable to (a) any breach by Tenant of any of its warranties, representations or covenants in this Section; (b) noncompliance of the Premises or Tenant with any environmental laws; (c) any actual or alleged illness, disability, injury, or death of any person in any manner arising out of or allegedly arisen out of exposure to Hazardous Substances or other substances or conditions present at the Premises, regardless of when any such illness, disability, injury, or death shall have occurred or been incurred or manifested itself; and (d) Hazardous Substances managed or released by Tenant or otherwise located or released upon the Premises. In the event any claims or other assertion of liability shall be made against Landlord for which Landlord is entitled to indemnity hereunder, Landlord shall notify Tenant of such claim or assertion of liability and thereupon Tenant shall, at its sole cost and expense, assume the defense of such claim or assertion of liability and continue such defense at all times thereafter until completion. Tenant's obligations hereunder shall survive the termination or expiration of this Lease.

28.03 Tenant acknowledges that the Premises are being leased in their present "as is" condition. Tenant hereby represents that it has already performed an environmental audit of the Premises and is aware of any Hazardous Substances on the Premises, and Tenant shall assume full responsibility for the cleanup thereof pursuant to this Section. Tenant further acknowledges that Landlord has made no representation whatsoever regarding Hazardous Substances on or about the Premises.

ARTICLE 29
EXCAVATIONS AND SHORING

29.01 If any excavation or other building operation shall be about to be made or shall be made on any adjoining premises or streets, Tenant shall permit the owner or lessee of such adjoining premises and their respective representatives to enter the Premises and to shore the foundations and walls thereof and to do any other act or thing necessary for the safety or preservation of the Premises. Landlord shall not be liable for any inconvenience, annoyance, disturbance, loss of business or other damage arising therefrom and Tenant's obligations hereunder shall not be affected thereby.

29.02 If any adjoining building or structure encroaches or shall at any time encroach upon the Premises, no claim or demand or objection of any kind shall be made by Tenant against Landlord by reason of any such encroachment; and no claim for abatement of charges which may become due under this Lease shall be made by reason of any such encroachment or acts of or in connection with the removal thereof, and the rights, liabilities and obligations of the parties hereto shall be the same as if there were no such encroachment, and in any legal proceedings relating thereto the Premises may properly and without prejudice be described according to the description hereinbefore contained without reference to any such encroachments. Landlord shall cooperate with Tenant in any proceedings brought by Tenant to remove any such encroachments, provided that the same shall be without cost, liability or expense to Landlord.

ARTICLE 30
CERTIFICATES BY LANDLORD AND TENANT

30.01 At any time and from time to time upon not less than ten (10) days' prior written notice by Landlord, Tenant shall execute, acknowledge and deliver to Landlord or any other party specified by Landlord a statement in writing certifying that this Lease is unmodified and in full force and effect (or if there have been modifications, that the same, as modified, is in full force and effect and stating the modifications) and stating whether or not to the best knowledge of Tenant (a) there is a continuing default by Landlord in the performance or observance of any covenant, agreement or condition contained in this Lease to be performed or observed by Landlord, or (b) there shall have occurred any event which, with the giving of notice or passage of time or both, would become such a default and, if so, specifying each such default or occurrence of which Tenant may have knowledge. Such statement may be relied upon by any Fee Mortgagee or prospective successor to Landlord's interest in this Lease.

30.02 At any time and from time to time upon not less than ten (10) days' prior notice by Tenant, Landlord shall execute, acknowledge and deliver to Tenant or any other party specified by Tenant a statement in writing certifying that this Lease is unmodified and in full force and effect (or if there have been modifications, that the same, as modified, is in full force and effect and stating the modifications) and stating whether or not to the best knowledge of Landlord (a) there is a continuing Default or Event of Default and, if so, specifying each such Default and Event of Default, or (b) there shall have occurred any event which, with the giving of notice or passage of time or both, would become such a Default or Event of Default of which the signer may have knowledge.

ARTICLE 31
EXTENSION TERMS

31.01 Tenant shall have the right, subject to the provisions hereinafter provided, to extend the Term for two (2) consecutive periods of twenty-five (25) years (the first such 25-year period is sometimes hereinafter referred to as the "**First Extension Term**"; and the second such 25-year period is sometimes hereinafter referred to as the "**Second Extension Term**"; the First Extension Term, and the Second Extension Term are sometimes hereinafter collectively referred to as the "**Extension Terms**" and individually as a "**Extension Term**"), provided:

(a) this Lease is in full force and effect and Tenant is not in default in the performance of any of the terms, covenants and conditions herein contained, in respect to which notice of default has been given hereunder which has not been or is not being remedied in the time limits in this Lease, at the time of exercise of the right of renewal and at the time set for commencement of the Extension Terms, but Landlord shall have the right at its sole discretion to waive the non-default conditions herein;

(b) that the Extension Terms shall be upon the same terms, covenants and conditions as provided in this Lease;

(c) that Tenant shall exercise its right to the Extension Terms provided herein, if at all, by notifying Landlord in writing of its election to extend the Term for an additional 25-year

period on or before the date that is one (1) year prior to the expiration of the initial Term or the First Extension Term, as the case may be; and

(d) that Tenant shall not have the right to exercise the Second Extension Term if Tenant has not previously exercised its right to the First Extension Term.

ARTICLE 32
SURRENDER AT END OF TERM

32.01 Tenant shall, on the last day of the Term or upon the earlier termination of the Term, quit and surrender to Landlord the Premises vacant, free of all equipment, furniture and other personal property and in good order and condition, reasonable wear and tear and condemnation excepted, and free and clear of all lettings, occupancies, liens and encumbrances other than those, if any, existing at the date hereof, created by Landlord or which lettings and occupancies by their express terms and conditions extend beyond the Expiration Date and to which Landlord shall have consented and agreed, pursuant to this Lease or in writing, without any payment or allowance whatsoever by Landlord. Tenant hereby waives any notice now or hereafter required by law with respect to vacating the Premises on any such termination date. Tenant shall remove or demolish all of the fixtures, structures and other improvements which Landlord shall elect. Tenant's obligation to observe and perform this covenant shall survive the expiration or earlier termination of the Term.

32.02 Except as otherwise provided in Article 24 of this Lease, upon the expiration of the Term, all items payable by Tenant under this Lease shall be apportioned to the date of termination.

32.03 Tenant acknowledges that possession of the Premises must be surrendered to Landlord at the expiration or earlier termination of the Term. Tenant agrees to indemnify Landlord against and save Landlord harmless from any and all costs, expenses, claims, losses or liabilities resulting from the failure or delay by Tenant in so surrendering the Premises, including, without limitation, any claims made by any succeeding tenant founded on such failure or delay. Nothing herein contained shall be deemed to permit Tenant to retain possession of the Premises after the expiration or earlier termination of the Term. If Tenant holds over in possession after the expiration or termination of the Term, such holding over shall not be deemed to extend the Term or renew this Lease, but the tenancy thereafter shall continue as a tenancy from month to month upon the terms and conditions of this Lease. This provision shall survive the expiration or earlier termination of this Lease.

32.04 On the last day of the Term or upon any earlier termination of the Lease or upon reentry by Landlord upon the Premises pursuant to Article 24 hereof, fee simple title to the Building and all fixtures and improvements therein, to the extent not theretofore vested in Landlord pursuant to the terms of this Lease, shall revert to Landlord without the necessity of any further action by either party hereunder, provided, however, that upon Landlord's request, Tenant shall execute and deliver to Landlord (in recordable form) all documents necessary to evidence such conveyance, including, without limitation, a quitclaim deed and bill of sale. Tenant shall deliver to Landlord Tenant's executed counterparts of all subleases, any service and maintenance contracts that are in Tenant's possession and are then affecting the Premises, true

and complete maintenance records for the Premises, all original licenses and permits then pertaining to the Premises, permanent certificates of occupancy then in effect for the Building, and all assignable warranties and guarantees then in effect which Tenant has received in connection with any work or services performed or Equipment installed in the Building, together with a duly executed assignment of any of the foregoing to Landlord, all financial reports, documents, books and records whatsoever relating to the Premises.

32.05 On the last day of the Term or upon any earlier termination of this Lease or upon a re-enter by Landlord upon the Premises pursuant to Article 24 hereof, Tenant, at its sole cost and expense, shall remove from the Premises on or prior to such expiration, termination or reentry all personal property situated thereon which is not owned by Landlord, and shall repair any damage caused by such removal. Any property not so removed shall become the property of Landlord, and Landlord may cause such property to be removed from the Premises and disposed of, but the cost of any such removal and disposition and of repairing any damage caused by such removal shall be borne by Tenant.

ARTICLE 33
ENTIRE AGREEMENT

All understandings and agreements, oral or written, heretofore made between the parties hereto are merged in this Lease, which alone fully and completely expresses the agreement between Landlord (and its beneficiary, if any, and their agent(s)) and Tenant.

ARTICLE 34
QUIET ENJOYMENT

If and as long as Tenant shall faithfully perform the agreements, terms, covenants and conditions hereof, Tenant shall and may (subject, however, to the provisions, reservations, terms and conditions of this Lease) peaceably and quietly have, hold and enjoy the Premises for the Term hereby granted without molestation or disturbance by or from Landlord or any Person claiming by, through or under Landlord and free of any encumbrance created or suffered by Landlord, except from encumbrances created or suffered by Tenant and the Permitted Encumbrances. This covenant shall be construed as running with the Land to and against subsequent owners and successors in interest and is not, nor shall it operate or be construed as, a personal covenant of Landlord, except to the extent of Landlord's interest in the Premises and only so long as such interest shall continue, and thereafter this covenant shall be binding upon such subsequent owners and successors in interest of Landlord's interest under this Lease, to the extent of their respective interests, as and when they shall acquire the same, and only so long as they shall retain such interest.

ARTICLE 35
RECORDING OF MEMORANDUM

Landlord and Tenant, each upon the request of the other, shall execute, acknowledge and deliver a memorandum of this Lease and of each modification of this Lease, in proper form for recordation. If an Event of Default occurs hereunder and, as a result thereof, this Lease is terminated, Landlord may execute a statement to be recorded in the appropriate land records

terminating such memorandum. Tenant hereby appoints Landlord as its attorney-in-fact to execute such a termination statement on its behalf. This appointment shall be deemed to be coupled with an interest and irrevocable.

ARTICLE 36
EXCULPATION

36.01 Tenant acknowledges and agrees that the liability of Landlord under this Lease shall be limited to its interest in the Premises and any judgments rendered against Landlord shall be satisfied solely out of the proceeds of sale of its interest in the Premises which have been received by Landlord. No personal judgment shall lie against Landlord or any land trustee upon extinguishment of its rights in the Premises and any judgments so rendered shall not give rise to any right of execution or levy against Landlord's assets. The provisions hereof shall inure to Landlord's successors and assigns. The foregoing provisions are not designed to relieve Landlord from the performance of any of Landlord's obligations under this Lease, but only to limit the personal liability of Landlord in case of recovery of a judgment against Landlord. The foregoing shall not be deemed to limit Tenant's rights to obtain injunctive relief or specific performance. Tenant agrees that in no event shall it ever look to any land trustee for the performance of any of Landlord's obligations hereunder.

36.02 Except as provided in the next immediately succeeding sentence, Landlord acknowledges and agrees that the liability of Tenant under this Lease shall be limited to its interest in the Premises and any judgments rendered against Tenant shall be satisfied out of the proceeds of sale of its interest in the Premises and no personal judgment shall lie against Tenant upon extinguishment of its rights in the Premises and any judgment so rendered shall not give rise to any right of execution or levy against Tenant's assets. Notwithstanding the foregoing, Tenant shall be personally liable for any Default or Event of Default under this Lease relating to fraud, misapplication of insurance proceeds, misapplication of condemnation proceeds, misapplication of security deposits or the matters set forth in Article 28 hereof. The provisions of this Section shall inure to Tenant's successors and assigns. The foregoing provisions are not designed to relieve Tenant from the performance of any of Tenant's obligation's under this Lease, but only to limit the personal liability of Tenant in case of recovery of a judgment against Tenant, except as provided otherwise herein. The foregoing shall not be deemed to limit Landlord's rights to obtain injunctive relief or specific performance.

ARTICLE 37
MISCELLANEOUS

37.01 The captions of this Lease are for convenience of reference only and in no way define, limit or describe the scope or intent of this Lease or in any way affect this Lease.

37.02 The use herein of the neuter pronoun in any reference to Landlord or Tenant shall be deemed to include any individual Landlord or Tenant, and the use herein of the words "successors and assigns" or "successors and assigns" of Landlord or Tenant shall be deemed to include the heirs, legal representative and permitted assigns of any individual Landlord or Tenant.

37.03 If more than one entity is named as or becomes Landlord or Tenant hereunder, the other party may require the signatures of all such entities in connection with any notice to be given or action to be taken by that party hereunder. Each entity constituting Tenant or Landlord (other than a limited partner, if any such entity is a limited partnership) shall be fully jointly and severally liable for all of that party's obligations hereunder, subject to Section 37.05. Any notice by a party to any entity named as the other party shall be sufficient and shall have the same force and effect as through given to all entities named as such other party.

37.04 Except as otherwise expressly provided in this Lease, there shall be no merger of this Lease or the leasehold estate created hereby with the fee estate in the Premises or any part thereof by reason of the same person acquiring or holding, directly or indirectly, this Lease or the leasehold estate created hereby or any interest in this Lease or in such leasehold estate as well as the fee estate in the Premises.

37.05 Each of the parties represents and warrants to the other that it has not dealt with any broker, finder or like entity in connection with this Lease transaction, and each party shall defend, indemnify and hold the other party harmless from and against any and all claims for brokerage fees or other commissions which may at any time be asserted against the indemnified party founded upon a claim that the aforesaid representation and warranty of the indemnifying party is untrue, together with any and all losses, damages, costs and expenses (including reasonable attorneys' fees, court costs and disbursements) relating to such claims or arising therefrom or incurred by the indemnified party in connection with the enforcement of this indemnification provision. If any claim is made by any broker who shall claim to have acted or dealt with Tenant in connection with this transaction, Tenant will pay the brokerage commission, fee or other compensation to which such broker is entitled.

37.06 This Lease may not be changed, modified or terminated orally, but only by a written instrument of change, modification or termination executed by the party against whom enforcement of any change, modification or termination is sought.

37.07 This Lease shall be governed by and construed in accordance with the laws of the State of Illinois.

37.08 The agreements, terms, covenants and conditions herein shall be binding upon, and shall inure to the benefit of, Landlord and Tenant and their respective successors and (except as otherwise provided herein) assigns.

37.09 All references in this Lease to "**Articles**" or "**Sections**" shall refer to the designated Article(s) or Section(s), as the case may be, of this Lease.

37.10 All references in this Lease to "licensed professional engineer" or "registered architect" shall mean a professional engineer or architect who is licensed or registered, as the case may be, by the State of Illinois.

37.11 Unless specifically provided otherwise herein, any undertaking either required or permitted hereunder by either Landlord or Tenant shall include the obligation to pay for such undertaking.

37.12 This Lease shall not be construed to create a partnership or joint venture between the parties, it being the intention of the parties only to create a landlord and tenant relationship.

37.13 The invalidity of any provision of this Lease shall not impair or affect in any manner the validity, enforceability or effect of the rest of this Lease.

IN WITNESS WHEREOF, Landlord and Tenant have executed this Ground Lease as of the day and year first written above.

LANDLORD:

The Catholic Bishop of Chicago, a corporation sole

By: Roman F Szabelski

Name: Roman F. Szabelski

Its: Attorney-in-fact

TENANT:

Catholic Charities of the Archdiocese of Chicago, an Illinois not-for-profit corporation

By: Rev Michael M Boland

Name: Rev. Michael M. Boland

Its: Administrator President & CEO

EXHIBIT A

DEFINITIONS

The terms defined in this Exhibit A, for all purpose this Lease, shall have the following meanings:

1.01 "**Building**" shall mean buildings, Equipment (hereinafter defined) and other related improvements and appurtenances of every kind and description now located or hereafter erected, constructed or placed on or about the Land (hereinafter defined), and any and all alterations and replacements thereof, additions thereto and substitutions therefor.

1.02 "**Business Day**" shall mean any day which is not a Saturday, Sunday or a day observed as a holiday by either the State of Illinois or the United States government.

1.03 "**Certificate of Occupancy**" shall mean a certificate of occupancy (temporary or permanent) or other similar certificate issued by the appropriate governmental department or agency of the Village (hereinafter defined).

1.04 "**Commencement Date**" shall mean the date of commencement of the Term (hereinafter defined) as set forth in Article 2.

1.05 "**Default**" shall mean any condition or event which constitutes or, after the giving of notice or the passage of time or both, would constitute an Event of Default (hereinafter defined).

1.06 "**Equipment**" shall mean any and all fixtures, equipment and machinery of every kind and nature whatsoever now or hereafter affixed or attached to the Building, or now or hereafter used or procured for use in connection with the operation, use or occupancy thereof, and the appurtenances thereof, but excluding therefrom all trade fixtures and articles of personal property title to which is vested in the Premises.

1.07 "**Expiration Date**" shall mean the date of the expiration of the Term as set forth in Article 2.

1.08 "**Fee Mortgage**" shall mean any mortgage or trust deed which now or hereafter is a lien on Landlord's entire fee simple title to the Land or any part thereof, as the same may be renewed, modified, amended, extended, consolidated or coordinated from time to time.

1.09 "**Fee Mortgagee**" shall mean the holder of a Fee Mortgage.

1.10 "**Governmental Authority (Authorities)**" shall mean the United States of America, the State of Illinois, County of Cook, Township of Lemont and the Village and any agency, authority, department, commission, board, bureau, instrumentality or political subdivision of any of the foregoing, now existing or hereafter created, having jurisdiction over the Premises or any portion thereof.

1.11 "**Insurance Policies**" shall mean any and all insurance policies which Tenant is required to keep and maintain pursuant to this Lease.

1.12 "**Land**" shall mean the parcel of real estate legally described on Exhibit B attached hereto and made a part hereof.

1.13 "**Landlord**," on the date as of which this Lease is made, shall mean The Catholic Bishop of Chicago, but thereafter, "Landlord" shall mean only the holder of the landlord's interest in the Premises at the time in question, so that if The Catholic Bishop of Chicago or any successor to its interest hereunder ceases to have any interest in the Premises as the result of a sale or sales or transfer or transfers of the landlord's interest in the Premises, then the Landlord under this Lease at the time of such sale or sales or transfer or transfers shall be and hereby is entirely freed and relieved of all agreements, covenants and obligations of Landlord hereunder to be performed on or after the date of such sale or transfer, any remaining liability of such Landlord to be subject to the provisions of ARTICLE 36 hereof, and it shall be deemed and construed without further agreement between the parties or their successors in interest and the Person who then acquires or owns the landlord's interest in the Premises, including, without limitation, the purchaser or transferee in any such sale or transfer, that such Person has assumed and agreed to carry out, subject to the provisions of Section 40.06 hereof, any and all agreements, covenants and obligations of Landlord hereunder accruing on or after the date of the aforesaid sale or transfer.

1.14 "**Lease**" shall mean this Ground Lease and all amendments, modifications, extensions and renewals hereof and exhibits attached hereto.

1.15 "**Permitted Encumbrances**" shall mean all easements, covenants, conditions and restrictions of record from time to time encumbering the Land.

1.16 "**Person**" shall mean and include an individual, corporation, partnership, joint venture, estate, trust, unincorporated association or any federal, state, county or municipal government or any bureau, department, authority or agency thereof.

1.17 "**Prime Rate**" shall mean the annual rate of interest announced from time to time by JPMorgan Chase, N.A., or its successor as its prime or corporate base rate of interest.

1.18 "**Tenant**" shall mean Catholic Charities of the Archdiocese of Chicago provided, however, in the event that Landlord consents to the assignment or transfer or the leasehold estate hereby created, then, from and after the date of such assignment or transfer, the term "Tenant" shall mean the permitted assignee or transferee, except that the assignor shall continue to remain liable with respect to any obligations or liabilities of Tenant hereunder which arose or accrued prior to the date of such assignment.

1.19 "**Unavoidable Delays**" shall mean delays incurred by Tenant due to strikes, lockouts, acts of God, enemy action, civil commotion, governmental restrictions or preemption, fire or other casualty or other causes beyond the reasonable control of Tenant (not including

Tenant's insolvency, bankruptcy or financial condition or financial difficulties or problems or any action by Tenant or any affiliate of Tenant).

1.20 "**Village**" shall mean the Village of Palos Park.

1.21 "**Zoning Laws**" shall mean the zoning laws of the Village, as the same may be amended from time to time.

EXHIBIT B

DESCRIPTION OF THE LAND

[50 acres less 202 Site]

EXHIBIT B

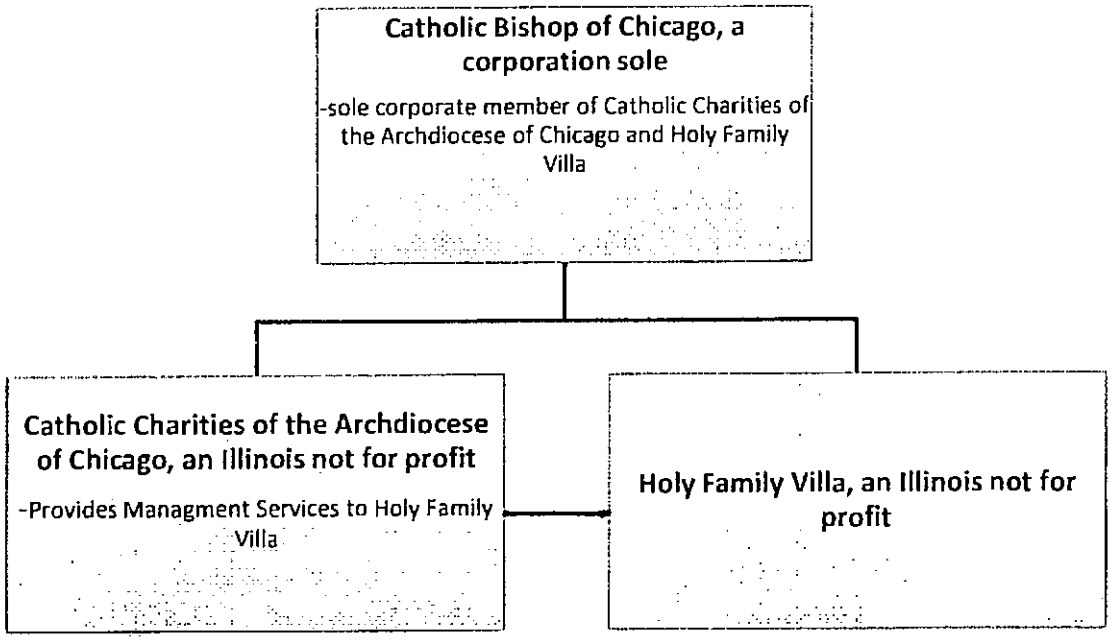
THAT PART OF THE NORTHEAST 1/4 OF SECTION 25, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, BOUNDED BY A LINE DESCRIBED AS FOLLOWS: BEGINNING AT THE SOUTHEAST CORNER OF SAID NORTHEAST 1/4; THENCE SOUTH 88 DEGREES 31 MINUTES 19 SECONDS WEST ALONG THE SOUTH LINE OF SAID NORTHEAST 1/4, 1,563.0 FEET; THENCE NORTH 0 DEGREES 41 MINUTES 34 SECONDS EAST, 1562.85 FEET; THENCE NORTH 88 DEGREES 31 MINUTES 19 SECONDS EAST PARALLEL TO THE SOUTH LINE OF SAID NORTHEAST 1/4, 1505.14 FEET TO ITS INTERSECTION WITH THE EAST LINE OF THE NORTHEAST 1/4 OF SAID SECTION 25; THENCE SOUTH 01 DEGREE 25 MINUTES 43 SECONDS EAST ALONG THE EAST LINE OF THE NORTHEAST 1/4 OF SAID SECTION 25, A DISTANCE OF 1561.73 FEET, TO THE POINT OF BEGINNING, IN COOK COUNTY, ILLINOIS,

EXCEPT THEREFROM;
A PARCEL OF LAND SITUATED IN THE NORTHEAST QUARTER OF SECTION 25, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS: COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 25, AS SHOWN PER MONUMENT RECORD 97267364; THENCE NORTH 00 DEGREES 28 MINUTES 09 SECONDS EAST, ALONG THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25, A DISTANCE OF 874.50 FEET, TO THE POINT OF BEGINNING ON A LINE 874.50 FEET NORTH OF AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25; THENCE NORTH 89 DEGREES 33 MINUTES 38 SECONDS WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 583.00 FEET, TO A POINT ON A LINE THAT IS 583.00 FEET WEST OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25; THENCE NORTH 00 DEGREES 28 MINUTES 09 SECONDS EAST, ALONG A LINE PARALLEL WITH THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25, A DISTANCE OF 396.00 FEET TO A POINT ON A LINE THAT IS 1270.50 FEET NORTH OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25; THENCE SOUTH 89 DEGREES 33 MINUTES 38 SECONDS EAST ALONG SAID PARALLEL LINE, A DISTANCE OF 583.00 FEET TO A POINT ON THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25; THENCE SOUTH 00 DEGREES 28 MINUTES 09 SECONDS WEST, ALONG SAID EAST LINE, A DISTANCE OF 396.00 FEET TO SAID POINT OF BEGINNING; EXCEPT THEREFROM THAT PART TAKEN OR USED FOR WILL-COOK ROAD; ALL IN COOK COUNTY, ILLINOIS.

ALSO EXCEPTING THEREFROM;
A PARCEL OF LAND SITUATED IN THE NORTHEAST QUARTER OF SECTION 25, TOWNSHIP 37 NORTH, RANGE 11 EAST OF THE THIRD PRINCIPAL MERIDIAN, DESCRIBED AS FOLLOWS:

COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 25; THENCE NORTH 89 DEGREES 33 MINUTES 38 SECONDS WEST, ALONG THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 25, A DISTANCE OF 1109.00 FEET, TO A POINT ON A LINE THAT IS 1109.00 FEET WEST OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION; THENCE NORTH 00 DEGREES 28 MINUTES 09 SECONDS EAST, ALONG SAID PARALLEL LINE, A DISTANCE OF 728.50 FEET FOR A POINT OF BEGINNING; THENCE CONTINUING NORTH 00 DEGREES 28 MINUTES 09 SECONDS EAST, ALONG SAID LINE LYING 1109.00 FEET WEST OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH SAID EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION, A DISTANCE OF 434.00 FEET, TO A POINT ON A LINE THAT IS 1162.50 FEET NORTH OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION; THENCE SOUTH 89 DEGREES 33 MINUTES 38 SECONDS EAST ALONG SAID PARALLEL LINE, A DISTANCE OF 526.00 FEET TO A POINT ON A LINE THAT IS 583.00 FEET WEST OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION; THENCE SOUTH 00 DEGREES 28 MINUTES 09 SECONDS WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 302.00 FEET; THENCE SOUTH 63 DEGREES 15 MINUTES 35 SECONDS WEST, A DISTANCE OF 288.98 FEET, TO A POINT ON A LINE THAT IS 728.50 FEET NORTH OF, AS MEASURED AT RIGHT ANGLES TO, AND PARALLEL WITH, THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION; THENCE NORTH 89 DEGREES 33 MINUTES 38 SECONDS WEST, ALONG SAID PARALLEL LINE, A DISTANCE OF 269.00 FEET TO THE POINT OF BEGINNING; ALL IN COOK COUNTY, ILLINOIS.

SAID PARCEL OF LAND CONTAINS 1,966,681.74 SQUARE FEET OR 45.149 ACRES, MORE OR LESS.


Catholic Bishop of Chicago, a corporation sole
-sole corporate member of Catholic Charities of the Archdiocese of Chicago and Holy Family Villa
Catholic Charities of the Archdiocese of Chicago, an Illinois not for profit
-Provides Managment Services to Holy Family Villa
Holy Family Villa, an Illinois not for profit

File Number 5576-790-4

STATE OF ILLINOIS

OFFICE OF THE SECRETARY OF STATE

To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

HOLY FAMILY VILLA, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE ON DECEMBER 14, 1989, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE GENERAL NOT FOR PROFIT CORPORATION ACT OF THIS STATE, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.

In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this* 7TH *day of* NOVEMBER *A.D.* 2011 .

Jesse White

SECRETARY OF STATE

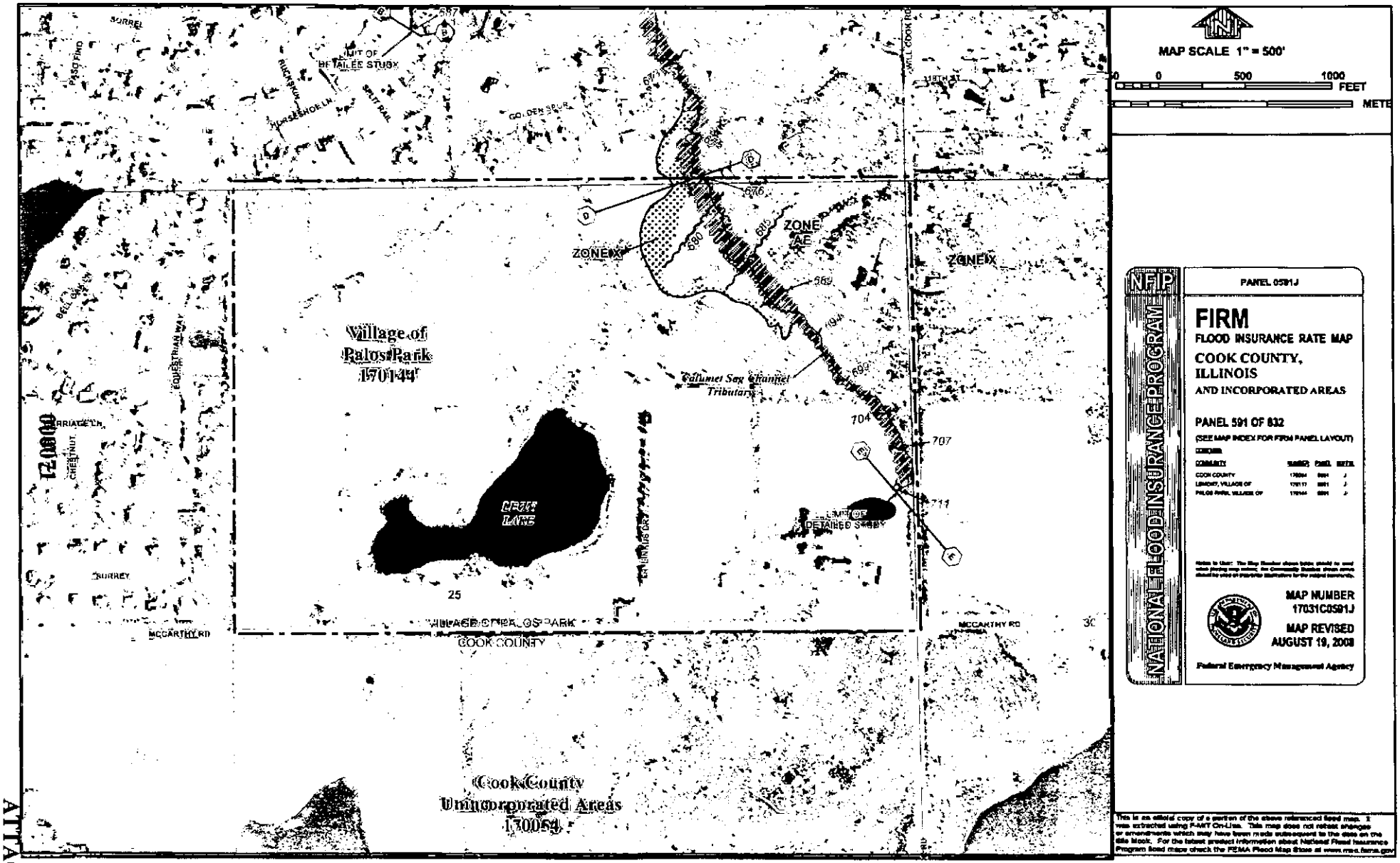
Authentication #: 1131101254

Authenticate at: http://www.cyberdriveillinois.com

HOLY FAMILY VILLA
CON APPLICATION
FLOOD PLAIN REQUIREMENTS

Attached is a FEMA map of the proposed Project location showing all identified flood plain areas.

The Project is not located in a special flood hazard area and the Project complies with the requirements of Illinois Executive Order #2005-5.



ATTACHMENT-5

Illinois Historic
Preservation Agency

FAX (217) 782-8161

1 Old State Capitol Plaza • Springfield, Illinois 62701-1512 • www.illinois-history.gov

Will County
Palos Park
New Addition, Holy Family Villa
12220 S. Will Cook Road
IHPA Log #002110411

November 16, 2011

Tracey Salinski
Arnstein & Lehr LLP
120 S. Riverside Plaza, Suite 1200
Chicago, IL 60606

Dear Ms. Salinski:

This letter is to inform you that we have reviewed the information provided concerning the referenced project.

Our review of the records indicates that no historic, architectural or archaeological sites exist within the project area.

Please retain this letter in your files as evidence of compliance with Section 4 of the Illinois State Agency Historic Resources Preservation Act (20 ILCS 3420/1 et. seq.). This clearance remains in effect for two years from date of issuance. It does not pertain to any discovery during construction, nor is it a clearance for purposes of the Illinois Human Skeletal Remains Protection Act (20 ILCS 3440).

If you have any further questions, please contact me at 217/785-5027.

Sincerely,

Anne E. Haaker

Anne E. Haaker
Deputy State Historic
Preservation Officer

ATTACHMENT-6

A teletypewriter for the speech/hearing impaired is available at 217-524-7128. It is not a voice or fax line.

COST BREAKDOWNS - CON

Site Survey and Soil Survey		
Wetland Delineation, report		$6,675
Geotechnical Services (soil Borings)		$4,900
Site Clean up		$32,500
Brush clearing, tree removal and tree survey	The Care of Trees	$8,208
		$52,283

Architectural and Engineering Fees		
Architectural Fees + Structural and	JNA	$543,920
Engineering Shop Drawings	Paul Borg Construction Co	$109,058
		$652,978

Consulting and Other Fees		
Interior Design		$50,000
Landscape Architecture	Ciccarelli Landscaping	$50,000
CON Preparation		$65,000
CON filing fee		$22,000
Civil Engineering Fees	Eriksson Engineering - George D	$40,000
Zoning & Permitting	Palos Park	$127,910
Site/Civil Review PermittingFees		$4,850
Fire Review Fees	Lemont Fire Protection District	$3,700
IDPH Plan Review	IDPH	$11,000
		$374,460

Other Costs to be Capitalized		
IT/Security - Phone, network, Wireless units, computers	Frank Burr - CC IT Department	$32,850
Low Voltage work - Nurse call, egress securiy doors,installation	Grajer Electric - Vince	$300,000
		$332,850

Movable and Other Equipments		
Way Finding Signage		$10,000
Furniture	Contract Resources	$163,369
Beds	Hill-Rom	$30,000
Mattresses	Direct Supply	$5,970
Tub Lift	Direct Supply	$4,048
Resident Lift	Direct Supply	$1,768
Wheelchair Scale	Direct Supply	$2,179
SPA tub - recumbent	Direct Supply	$11,987
SPA tub - side entry	Direct Supply	$9,515
Therapy	Fran Parise	$66,174
Window treatment	Contract Resources	$21,919
Dietary Equipment supplies		$15,000
Linens	R. L. Specialty	$8,000
Washer and Dryer	Washburn	$14,568
Room TVs		$7,500
Hall TVs		$1,000
Misc.		$53,750
		$426,747

Holy Family Villa Addition- Construction Budget 12-Jan-12

Use of Funds	Clinical	Non Clinical (Chapel)	Total
Preplanning cost	$70,000	$1,000	$71,000
Site Survey and Soil Survey	$51,283	$1,000	$52,283
Site Preparation	$315,985	$15,000	$330,985
Off Site Work	$406,160	$0	$406,160
New Construction Contract	$6,903,100	$283,122	$7,186,222
Modernization Contract	$290,402	$0	$290,402
Contingencies	$719,350	$28,312	$747,662
Architectural/ Engineering Fees	$652,978	$0	$652,978
Consulting and other Fees	$374,460	$0	$374,460
Movable and other Equip.	$426,747		$426,747
Bond Insurance			$0
Net Interest Expense			$0
Other Costs to be capitalized	$332,850		$332,850
Acquisition of Building/ Property	$0	$0	$0
Total Use of Funds	$10,543,315	$328,434	$10,871,749

ATTACHMENT-7

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1120.110

1. Explanation as to why Equipment Costs exceed the State standard.

The Applicants acknowledge that the costs of Movable or Other Equipment (not in construction contracts) exceed the State standard of $6,491 per LTC bed, adjusted for inflation, as set forth in Section 1125.Appendix B of the Review Board rules.

While the costs per bed are in excess of the State standard, the equipment expenditures reflect, in large part, costs to equip the new "Pavilion" which will be constructed for the benefit of the entire facility and all of the residents. Costs also reflect the expense of relocating certain spaces where the new construction joints the existing structure, particularly the hair salon and physician therapy space. These spaces will also benefit the entire facility and all of the residents. Also, certain areas such as laundry space must be expanded accommodate the additional residents, which expansion will also service to benefit the entire facility and all of the residents.

Finally, equipment costs reflect lasting quality furniture, which has a longer life and requires less replacement over time. The costs included in the application reflect actual costs priced with vendors and are not merely estimates.

2. Explanation as to why Cost Per Square Foot exceeds the State standard.

The Applicants acknowledge that the cost per square foot of the Project ($224.60) exceeds the State standard of $215.27 per square foot. The cost per square foot of the Project exceeds the State standard by $9.33 per square foot, or by $328,360 for the entire Project.

The cost per square foot exceeds the State standard because of the higher construction costs inherent in attaching an addition to an existing, occupied building versus construction of a new building. For example, the construction costs of adding on to a home is always more

expensive than the construction costs of building the same home from the ground up. The same issue applies to the Project. Here associated costs increase the overall construction costs of the Project by approximately $375,000.

Attached is a list of additional costs incurred because of an addition instead of new construction. The list is provided by Paul Borg Construction Company, general contractors for the construction of the Project. These costs include: (i) costs for dust protection and installation of a negative air system when connecting the addition to the existing building, required for the protection of the elderly and ailing residents living in the existing facility (ii) costs incurred to provide noise control when connecting the new building to the existing, again for the protection of the residents living in the existing facility (iii) overtime pay to construction crews due to restricted hours for building, which keeps disturbances to existing residents to a minimum and (iv) costs of protecting existing landscaping, paving, sidewalks and curbs from potential and actual (running utilities underground) damage incurred during construction of the addition.

The additional costs inherent in the construction of an addition to the occupied facility amount to $375,000. If these costs were subtracted from the construction costs of the total Project, the cost per square foot would equal $214, in which case, would meet the State standard.

January 13, 2012

HOLY FAMILY VILLA – EXPLANATION OF ADDITIONAL COSTS
NEW BUILDING VS. ADDITION TO EXISTING

1. Cost to connect new addition to existing building:
   Saw cut new openings in existing concrete tunnel at two (2) locations (7' x 10' and 13'6" x 10'). Modifications of existing storage. Renovation of existing beauty room. Reworking and reconfiguring Corridor 222A (existing building). Cut new opening in existing wall to accommodate new construction.

2. Restricted hours of operation due to existing residents. Some work in existing facility requires overtime.

3. Expansion of existing laundry facilities which requires temporary relocation of existing laundry and construction barriers.

4. Additions to and renovation of existing Chapel. Remove windows, roof, walls, and frame assembly for new Chapel addition. Shoring of existing structure as required and installation of temporary plywood protection as required. Renovation of existing Chapel.

5. Providing dust protection and negative air system when connecting new building to existing for safety of residents.

6. Providing noise control when connecting new building to existing.

7. Re-routing entrances which require construction of temporary hallways.

8. Creating traffic flow barriers and construction safety barriers for pedestrian safety.

9. Creating access to work area for pathway.

10. Protection of existing landscaping, paving, sidewalks, and curbs. Replacement of above items, if damaged during construction, e.g. to run underground utilities.

11. Additional daily site clean-up of existing building and site because of new construction.

TOTAL ADDITIONAL COST ..... $ 375,000.00

	SKILLED NURSING FACILITY											
	Existing		Proposed			Existing	New	Cost/ sf		Total Cost		
Department/Area	Total	Vacated	New	Mod.	Total	sf/bed	sf/bed	New	Mod.	New	Mod.	Grand Total
Resident Units	15,691		5,387		5,387	158.5	163.4	$200	$140	$1,077,400	$0	$1,077,400
Resident Baths	2,920		1,517		1,517	29.5	34.4	$210	$140	$318,570	$0	$318,570
Administrative	2,671		764		764	27.0	26.6	$200	$140	$152,800	$0	$152,800
Laundry		558	1,609		1,609	5.6	12.5	$200	$140	$321,800	$0	$321,800
Chapel	2,225		509		509	22.5	21.2	$300	$140	$152,700	$0	$152,700
Chapel Balcony	358					3.6	2.8	$200	$140	$0	$0	$0
Sitting / Living	3,836		901	915	1,816	38.7	43.8	$200	$140	$180,200	$128,100	$308,300
Dining	1,803		634		634	18.2	18.9	$200	$140	$126,800	$0	$126,800
Physical Therapy		1,255	2,834		2,834	12.7	22.0	$215	$140	$609,310	$0	$609,310
Pavillion			6,670		6,670	0.0	51.7	$206	$140	$1,372,797	$0	$1,372,797
Kitchen/Food Prep	1,922					19.4	14.9	$200	$140	$0	$0	$0
Beauty		263		340	340	2.7	2.6	$200	$139	$0	$47,362	$47,362
Grooming	1,272		468		468	12.8	13.5	$200	$140	$93,644	$0	$93,644
Staff Support/Maint.	1,437		814		814	14.5	17.4	$200	$140	$162,800	$0	$162,800
Restrooms	534		712		712	5.4	9.7	$200	$140	$142,400	$0	$142,400
Storage	2,117		1,801	657	2,458	21.4	35.5	$200	$140	$360,200	$91,980	$452,180
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Circulation	13,408		6,560	164	6,724	135.4	156.1	$200	$140	$1,312,000	$22,960	$1,334,960
TOTALS	53,130	2,076	35,194	2,076	37,270	557.6	700.8		Subtotal	$7,186,222	$290,402	$7,476,624
									10% Contingency	$718,622	$29,040	$747,662
									Total	**$7,904,844**	**$319,442**	**$8,224,286**

BACKGROUND OF APPLICANT
CRITERION 1110.230(a)(3)(A)

#1: A listing of all health care facilities owned or operated by the applicant, including licensing, certification and accreditation identification numbers, if applicable.

Holy Family Villa is the only applicant or co-applicant which operates a health care facility. A copy of Holy Family Villa's current license, permit, certification and registration issued by the Department of Public Health is attached hereto.

State of Illinois 1976404
Department of Public Health

LICENSE, PERMIT, CERTIFICATION, REGISTRATION

The person, firm or corporation whose name appears on this certificate has complied with the provisions of the Illinois Statutes and/or rules and regulations and is hereby authorized to engage in the activity as indicated below

DAMON T. ARNOLD, M.D.
DIRECTOR

Issued under the authority of
The State of Illinois
Department of Public Health

EXPIRATION DATE	CATEGORY	ID NUMBER
04/04/2012	BGBE	0045393

LONG TERM CARE LICENSE
SKILLED 099

UNRESTRICTED 099 TOTAL BEDS

BUSINESS ADDRESS
LICENSEE

HOLY FAMILY VILLA

HOLY FAMILY VILLA
12220 SOUTH WILL COOK ROAD
PALOS PARK IL 60464
EFFECTIVE DATE: 04/05/10

The face of this license has a colored background. Printed by Authority of the State of Illinois • 4/97 •

ATTACHMENT-11

12220 S. Will-Cook Road Palos Park, IL 60464 (630) 257-2291

January 9, 2012

Ms. Courtney R. Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa Permit Application – No Adverse Action

Dear Ms. Avery:

Please be advised that no disciplinary action relative to "Adverse Action" as defined under Section 1110.230(a)(1) of the Review Board Rules has been adjudicated against Holy Family Villa, or against any health care facility owned or operated by it, directly or indirectly, within three (3) years preceding the filing of the permit application.

Holy Family Villa is the only applicant or co-applicant which operates a health care facility.

Sincerely,

Holy Family Villa

Roberta Magurany
Administrator

Notarization:

Subscribed and sworn to before me
this 9 day of January, 2012

Signature of Notary Public

Seal

OFFICIAL SEAL
KATHERINE M GRABEN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:11/19/12

The CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

Holy Family Villa
12220 S. Will-Cook Road Palos Park, IL 60464 (630) 257-2291

January 9, 2012

Ms. Courtney R. Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa Permit Application – Access to Information

Dear Ms. Avery:

I hereby authorize the State Board and State Agency access to information from any licensing/certification agency in order to verify any and all documentation or information submitted in relation to this permit application. I further authorize the Illinois Department of Public Health to obtain any additional documentation or information that said agency deems necessary for the review of the application as it pertains to Section 1110.230(a)(3)(C) of the Review Board Rules.

Sincerely,

Holy Family Villa

Roberta Magurany
Administrator

The CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

AT1110490250

ATTACHMENT-11

HOLY FAMILY VILLA
CON APPLICATION
§1110.230(b)
PURPOSE OF THE PROJECT

The purpose of this Project is to help address the continuing unmet demand for residents desiring care at Holy Family Villa. Holy Family Villa currently operates at a utilization rate of 96.1% and its waiting list is lengthy—currently standing at 296 individuals. Even with this proposed addition, Holy Family Villa will remain unable to meet all resident demand.

More residents desire admission into Holy Family Villa than can be accommodated and residents choose Holy Family Villa for many reasons. Holy Family Villa is currently the only LTC facility in the 7-E Planning Area that has 5-star rating from the Centers for Medicare & Medicaid Services (see attached).[1] Also, and as discussed in more detail below, Holy Family Villa is a faith-based skilled nursing facility operated in the Catholic tradition, which is an important consideration for most residents choosing Holy Family Villa. Holy Family Villa is affordable in comparison to many other facilities and also accepts Medicaid residents and almost 57% of its residents currently occupy Medicaid beds.

In 1947, Holy Family Villa was founded by the Lithuanian Catholic Community to provide a home for the aging. Today, this mission of charity is continued by Holy Family Villa as administered by the Catholic Charities of the Archdiocese of Chicago, one of the largest private, not for profit social service agencies in the Midwest. Within the Christian atmosphere of Holy Family Villa the philosophy of the "wholly family" is embraced--each resident truly becomes a member of the Holy Family Villa family as well as a member of the larger, faith-based community found on the Holy Family Villa campus. This campus is home to the St.

[1] http://www.medicare.gov/NHCompare/Include/DataSection/Questions/HomeSelect.asp

Francis of Assisi Residence for seniors, the Bishop Timothy J. Lyne Residence for Retired Archdiocesan Priests, and the Poor Clare Monastery of the Immaculate Conception.

Holy Family Villa provides its residents with professional services that strengthen and support individuals, families and communities based on the value and dignity of human life. Holy Family Villa has particular emphasis on those faith-based services such as a resident chaplain and an on-site chapel offering daily Mass and rosary. In addition to the construction of the 30-bed addition to the skilled nursing facility, the on-site chapel will undergo a much-needed expansion and associated modernization. This expansion will accommodate the needs of the residents in the facility as well as other members residing on the Holy Family Villa campus. Many non-residents also chose to attend Sunday services with their family member residents in the chapel.

Holy Family Villa's affiliation with the Catholic faith and tradition is an important, if not the deciding, factor for most of its residents seeking admission. Many residents initially choose to live at Holy Family Villa because of its Catholic mission and commitment to providing and maintaining a Christian environment on the campus.

Most of Holy Family Villa's residents come from within a 30-minute drive time of the facility, which such primary service area is shown on the Area Map, attached hereto.[2] Holy Family Villa's secondary market is sourced from within the larger Planning Area 7-E, which has a computed need for 339 additional beds. Because the Project consists of a 30-bed addition to an existing building, the Project will provide health services to the same service area population.

[2] The Nielsen Company Area Map prepared on November 4, 2011.

The building currently housing Holy Family Villa's skilled nursing facility was constructed 10 years ago as a replacement facility for the Holy Family Villa community and the building's structure remains relatively modern and up-to-date. The structure itself still serves the needs of its staff and residents, however, Holy Family Villa has already outgrown this existing building

The proposed Project allows the Applicants to serve those individuals in need of skilled nursing services who are currently on the Holy Family Villa waiting list as well as those individuals in Holy Family Villa's service area who may seek skilled nursing services in the future, while continuing its mission of charity by serving additional individuals of the community who are in need.

Medicare.gov
The Official U.S. Government Site for Medicare

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Search Medicare.gov Search

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Nursing Home Compare

NHC Home Help Glossary Resources

<< Back to Enter Search Criteria

Vea en Español Use Larger Font E-mail This Page

Step 2: Choose Nursing Home to Compare

Print This Page

Your Search Results

Your search resulted in **1** nursing homes available in **Illinois** matching your search criteria.

Select up to 3 Nursing Homes from the results table below and select the "Compare" button to compare your selections in more detail.

These results are sorted by **Nursing Home Name**.

- New Search
- Modify Search

Five Star Quality Rating

Nursing homes are rated overall and on health inspections, nursing home staffing and quality measures. More stars are better.

Note: The Quality Measure ratings are taken from data submitted by the nursing home between January 1, 2010 and September 30, 2010.

Much Above Avg.	★★★★★
Above Avg.	★★★★
Average	★★★
Below Avg.	★★
Much Below Avg.	★

What's New

In early 2012, the Centers for Medicare & Medicaid Services (CMS) will begin to display new quality measures based on MDS 3.0 nursing home resident assessments. These new quality measures will replace the quality measures that currently appear on Nursing Home Compare. CMS will not calculate a 5 Star Overall Rating or a 5 Star Quality Measures Rating based on these data until April 2012.

MyMedicare You can save these providers to a personalized favorites list from the My Providers tab of your MyMedicare.gov account.

Sign up for MyMedicare.gov to learn more. Already a Member? Log in to your MyMedicare.gov account.

Refine Your Results:

- Nursing Homes within a Continuing Care Retirement Community
- Nursing Homes within a hospital
- Nursing Homes with Resident and Family Councils

Show Information **View Nursing Home Locations on a Map** What is this?

Choose up to 3 nursing homes to Compare Sort Table By: Nursing Home Name Sort

Table Header	Nursing Home Name and General Information	Overall Rating [What is this?]	Health Inspections [What is this?]	Nursing Home Staffing [What is this?]	Quality Measures [What is this?]	Program Participation	Number of Certified Beds [What is this?]	Type of Ownership
☐	**HOLY FAMILY VILLA** 12220 SOUTH WILL COOK ROAD PALOS PARK, IL 60464 (630) 257-2291 Resident Council Mapping & Directions	★★★★★ 5 out of 5 stars	★★★★★ 5 out of 5 stars	★★★ 3 out of 5 stars	★★★★ 4 out of 5 stars	Medicare and Medicaid	99	Non profit - Church related

Choose up to 3 nursing homes to Compare

Top of page

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- Flu Shots
- Preventive Service Checklist

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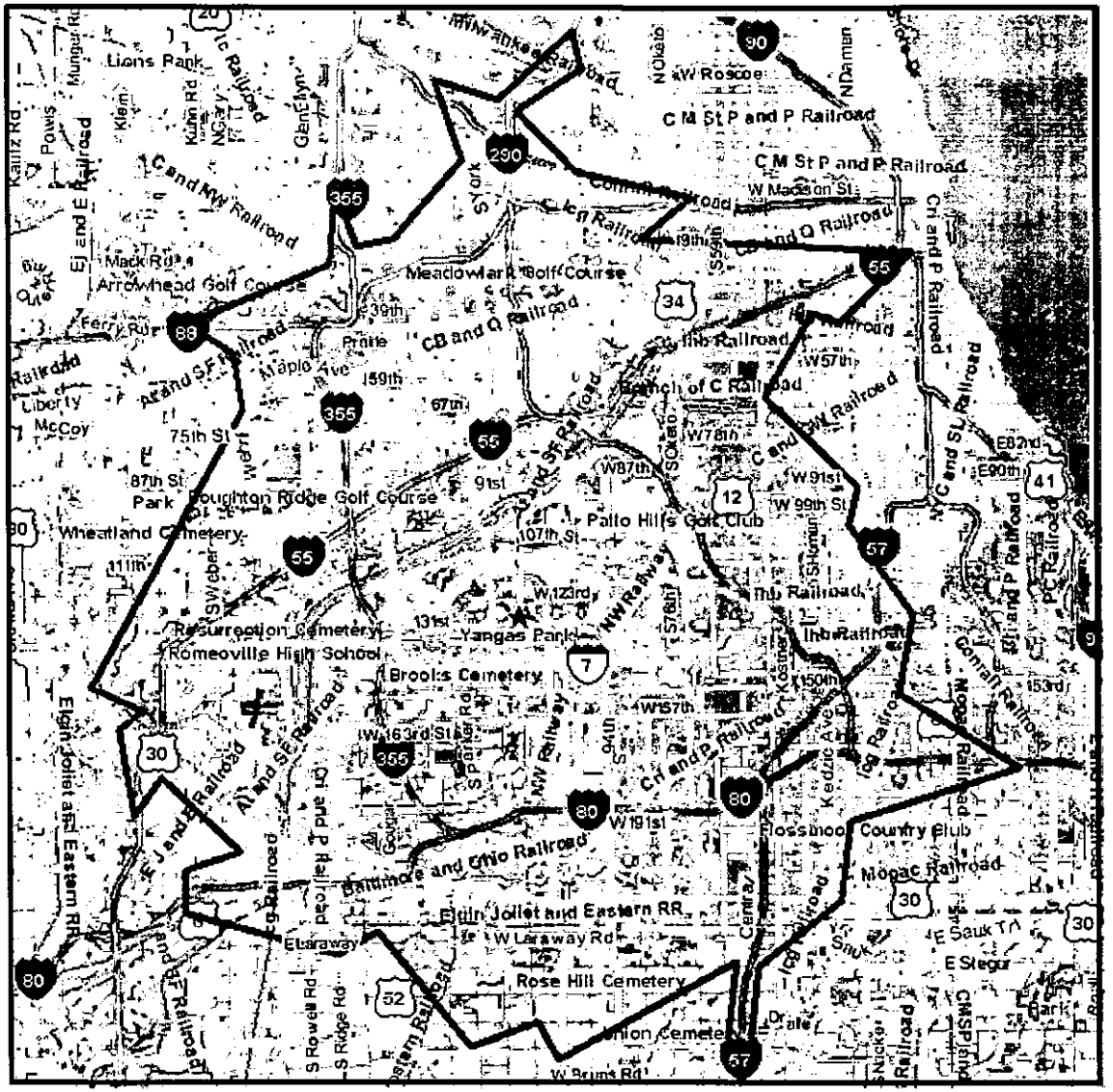
Area Map

Prepared For: Arstein & Lehr LLP
Project Code: 4989502

Order #: 970582260
Site: 01



12220 S WILL COOK RD
PALOS PARK,IL
Coord: 41.653700, -87.912400
Polygon - See Appendix for Points

- Point
- Interstate Highways
- US Highways
- State Highways
- Major Highways
- Major Roads
- Roads
- Railroads
- Landmarks
- Parks
- Hydrography
- Airports
- Zip Code

0 miles 3.95 7.91

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nielsen

Prepared on: November 4, 2011

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Nielsen Solution Center 1 800 866 6511

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ATTACHMENT-12

Area Map

Prepared For: Arstein & Lehr LLP
Project Code: 4989502

Order #: 970582260
Site: 01

Appendix: Area Listing

Area Name:

12220 S WILL COOK RD, PALOS PARK, IL

Type: Drive Time 1: 30 Minute(s)

Polygon Points:

41.420574	-87.887581	41.439880	-87.900452	41.427010	-87.948715	41.488144	-88.013069
41.475273	-88.042030	41.497799	-88.148209	41.520321	-88.148209	41.529972	-88.109596
41.568584	-88.164299	41.549278	-88.183601	41.594326	-88.193260	41.603977	-88.177170
41.616848	-88.212563	41.764858	-88.106384	41.793819	-88.112816	41.809906	-88.144997
41.842083	-88.045250	41.880695	-88.042030	41.851734	-88.025940	41.854954	-88.000198
41.896782	-87.951935	41.938610	-87.971245	41.928959	-87.926193	41.964352	-87.874710
41.945045	-87.868279	41.922523	-87.913322	41.890347	-87.871498	41.877476	-87.791054
41.854954	-87.826447	41.848518	-87.636612	41.809906	-87.688087	41.816341	-87.707397
41.771294	-87.739571	41.723030	-87.675224	41.703724	-87.681656	41.655460	-87.636612
41.613632	-87.646263	41.575020	-87.562607	41.546062	-87.681656	41.504234	-87.688087
41.468838	-87.746010	41.423794	-87.752441	41.430229	-87.768532	41.472057	-87.762093
41.420574	-87.887581	41.423794	-87.752441	41.430229	-87.768532	41.472057	-87.762093

060090

ATTACHMENT-12

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HOLY FAMILY VILLA
CON APPLICATION
§1110.230(c) ALTERNATIVES

The Applicants considered the following alternatives to the proposed project:

1. Build a 60-bed addition to the existing structure;

2. Build a 10-bed addition to the existing structure;

3. Purchase a new 200-bed facility and operate an additional facility similarly to Holy Family Villa's faith-based environment; and

4. Proceed with proposed project.

Overview Of Needs To Be Addressed

Holy Family Villa continues to operate at functional capacity (96.1% occupancy) with a lengthy waiting list. Demand for admission into Holy Family Villa is high and residents who choose Holy Family Villa do so for several reasons: Holy Family Villa is currently the only facility in the 7-E Planning Area that has 5-star rating from the Centers for Medicare & Medicaid Services. As discussed in more detail in Section III, "Purpose of the Project" of this Application, Holy Family Villa is a faith-based skilled nursing facility, operated in the Catholic tradition, which an important consideration for a Holy Family Villa's residents. Holy Family Villa is comparably affordable and also accepts Medicaid patients, with almost 57% of its residents currently occupying Medicaid beds.

The 7-E Planning Area has a computed need for 339 additional beds and many desire a faith-based facility (as evidenced by Holy Family Villa's lengthy waiting list).

Alternative 1: Build a 60-Bed Addition To The Existing Structure

One alternative considered was to build a 60-bed addition to the existing structure. Building a 60-bed addition would better allow Holy Family Villa to address the needs of those individuals seeking admission to the facility, but who are unable to get in. Even though there is a demand for much more beds at Holy Family Villa, the 60-bed alternative was rejected by the

Applicants because Holy Family Villa does not have sufficient financial resources to construct a 60-bed addition at this time and does not want to incur debt for this Project. Even if this alternative was determined to be a financially viable option, it is unlikely that the necessary municipal approvals could be obtained for such a large addition on the present site.

Alternative 2: Build a 10-Bed Addition To The Existing Structure

Another alternative considered by the Applicants was to build a 10-bed addition to the existing structure. This alternative was considered because a 10-bed addition would be accomplished under the review board's rules without the need for CON approval.

This alternative partially addresses the need in the Planning Area, would avoid the expense associated with the CON process, and have a lower total overall construction costs. This alternative falls far short of sufficiently accommodating those individuals seeking admission to Holy Family Villa. The current utilization of Holy Family Villa is 96.1% with 296 individuals currently on a waiting list seeking admission to Holy Family Villa. While the total overall construction costs of this alternative are less than the proposed Project, the construction costs per bed of this alternative would be significantly higher than the construction costs per bed for the proposed 30-bed Project.

This 10-bed alternative was rejected because it falls far short of addressing the needs of those individuals seeking care at Holy Family Villa and the higher construction cost per bed makes for a less prudent use of resources.

Alternative 3: Purchase A New 200-Bed Facility And Operate An Additional Facility Similarly To Holy Family Villa

Another alternative considered by the Applicants was to purchase an existing 200-bed facility and operate it similarly to Holy Family Villa's faith-based environment.

Purchasing a 200-bed facility would certainly allow the Applicants' to serve more of those individuals currently on the Holy Family Villa waiting list as well as those individuals in

the community who may seek skilled nursing services in the future. Choosing this alternative would also allow Holy Family Villa to grow without having to consider multiple additions to the existing structure in the future. However, there is no facility currently for sale in the Planning Area would meet these criteria.

Moreover, it would be extremely difficult to preserve Holy Family Villa's Catholic identity and closely-knit Christian community and campus if the Holy Family Villa campus were to be relocated elsewhere.

Even though this alternative would allow Holy Family Villa to expand the number of additional individuals it could serve, it would require moving from its campus of similarly mission-based services. Even if the financial resources were available, there is no facility or campus of buildings in the Planning Area currently for sale which are as up-to-date as Holy Family Villa or which would serve to preserve Holy Family Villa's Catholic identity, mission and community.

Therefore, the Applicants rejected the alternative of purchasing a larger existing facility.

Alternative 4: Proceed With Proposed Project

The alternative chosen contemplates the construction of a 30-bed addition in support of Holy Family Villa's skilled nursing facility and modernization of non-clinical space, in particular, the on-site chapel.

This alternative best addresses the Applicants' ability to meet the current demand for admissions within its available financial resources and won't disrupt the current faith-based campus and "wholly family" community of the Applicants.

Given the Applicants' mission and desire to provide its residents with the highest quality of affordable care, the Applicants present the proposed Project as the best, most cost-effective

alternative which fully addresses the needs of its existing residents, those individuals currently on the Holy Family Villa waiting list as well as those individuals in Holy Family Villa's service area who may seek skilled nursing services in the future.

Holy Family Villa
Alternatives to the Proposed Project
Cost/Benefit Analysis

ALTERNATIVE	COSTS	BENEFITS/LIMITATIONS
1. Build 60-Bed Addition	1. Project cost estimated at $20,000,000.	1. Benefit: Would better allow Holy Family Villa to address lengthy waiting list. 2. Limitations: --Holy Family Villa does not have sufficient financial resources to construct a 60-bed addition at this time. --Unlikely that Holy Family Villa could obtain zoning approval on present site for such a large addition.
2. Build 10-Bed Addition to Existing Strueture	1. Project cost estimated at $3,909,650.	1. Benefits: --Total construction cost would be less --Could avoid the expense of the CON process 2. Limitations: --Fails to accommodate those seeking admission to facility. Current waiting list at 296. --Construction costs per bed would be much higher than cost per bed for 30-bed addition
3. Purchase New 200-bed Facility and Operate an Additional Facility Similarly to Holy Family Villa's Faith-Based Environment	1. Project cost unknown. Would depend on details of facility for sale.	1. Benefit: Would allow Catholic Charities to serve additional residents. 2. Limitations: --No facility currently for sale which is as up-to-date or which would preserve Applicant's Catholic identity and community. --Cost prohibitive.
4. Proceed with Proposed Plan	1. Project cost estimated at $10,871,749.	1. Only alternative which addresses all issues: --Consistent with faith-based mission of Applicant --Does not disrupt current community --Allows Applicant to address current demand for admissions. 2. Most cost effective solution.

HOLY FAMILY VILLA
CON APPLICATION
SIZE OF PROJECT
CRITERION 1110.234(a)

Holy Family Villa proposes to establish a 30-bed addition to its currently-existing skilled nursing facility in support of its faith-based campus. The proposed Project totals approximately 37,270 gross square feet. The 30-bed skilled addition will include one (1) wing as new construction attached to the currently-existing Holy Family Villa skilled nursing structure. Because the new addition will physically attach to the existing skilled nursing facility, the construction must relocate certain spaces where the new construction joins the existing structure particularly the hair salon and physical therapy space. In addition, a new "Pavilion" will be constructed for the benefit of the entire facility and all residents. Certain areas must also be expanded to accommodate the additional residents, particularly the chapel and laundry space.

For purposes of calculating gross square footage per bed, the entire facility has been included, even though the chapel space is non-clinical/non-reviewable space under the Planning Act. Even by including this chapel space in the calculation the square footage remains within the state standards.

The proposed square footage by Departmental Area is included on the attached chart.

Size Comparison with State Standard

The Review Board rules set forth a range of 435-713 building gross square feet per bed. The proposed Project falls within the State standard, at 700.8 building gross square feet per bed.

SIZE OF PROJECT				
DEPARTMENT/SERVICE	PROPOSED BGSF/DGSF	STATE STANDARD	DIFFERENCE	MET STANDARD?
General long-term care	700.8 BGSF	435-713 BGSF	-12.2	Yes

	SKILLED NURSING FACILITY											
	Existing		Proposed			Existing	New	Cost/ sf		Total Cost		
Department/Area	Total	Vacated	New	Mod.	Total	sf/bed	sf/bed	New	Mod.	New	Mod.	Grand Total
Resident Units	15,691		5,387		5,387	158.5	163.4	$200	$140	$1,077,400	$0	$1,077,400
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Circulation	13,408		6,560	164	6,724	135.4	156.1	$200	$140	$1,312,000	$22,960	$1,334,960
TOTALS	53,130	2,076	35,194	2,076	37,270	557.6	700.8		Subtotal	$7,186,222	$290,402	$7,476,624
									10% Contingency	$718,622	$29,040	$747,662
									Total	**$7,904,844**	**$319,442**	**$8,224,286**

HOLY FAMILY VILLA
CON APPLICATION
CRITERION §1110.234
PROJECT SERVICES UTILIZATION

The following chart documents that in the second year of operation, the annual utilization of the Applicant shall meet or exceed the State Standard.

UTILIZATION					
YEAR	**DEPT./ SERVICE**	**HISTORICAL UTILIZATION (PATIENT DAYS) (TREATMENTS) ETC.**	**PROJECTED UTILIZATION**	**STATE STANDARD**	**MET STANDARD?**
2009	General long term care	97.0%		90%	Yes
2010	General long term care	96.1%		90%	Yes
2013	General long term care		96.8%	90%	Yes
2014	General long term care		96.8%	90%	Yes

The rationale which supports the projected utilization in both the first and second years of operation is as follows:

Demand for admission into Holy Family Villa is high – Holy Family Villa continues to operate at functional capacity (96.1% occupancy) with a lengthy waiting list. 296 individuals are currently on a waiting list seeking admission to Holy Family Villa (see attached Waiting List report).

In addition to a robust waiting list, Holy Family Villa received 423 resident admission inquiries during the 3-month period from August 18, 2011 through October 31, 2011, (see attached Resident Admission Inquiry report) and inquiries remain voluminous through the date of filing of this Application.

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1110.1730(b)(2)
PLANNING AREA NEED-SERVICE TO PLANNING AREA RESIDENTS

In compliance with Section 1110.1730(b)(2) of the Review Board Rules, the primary purpose of the Project is to provide necessary health care to residents within Holy Family Villa's service area. Most of Holy Family Villa's residents come from within a 30-minute drive time of the facility, which such primary service area is shown on the Area Map, attached hereto.[1] Holy Family Villa's secondary market is sourced from within the larger Planning Area 7-E, which has a computed need for 339 additional beds. Because the Project consists of a 30-bed addition to an existing building, the Project will provide health services to the same service area population.

A report which provides patient origin information for all admissions to Holy Family Villa for the 12-month period ending December 20, 2011, is attached hereto. At least 50% of the admissions were residents of Holy Family Villa's service area.

Also, attached hereto is patient origin information by zip code, based upon the resident's legal residence.

[1] The Nielsen Company Area Map prepared on November 4, 2011.

Area Map

Prepared For: Arstein & Lehr LLP
Project Code: 4989502

Order #: 970582260
Site: 01

12220 S WILL COOK RD
PALOS PARK,IL
Coord: 41.653700, -87.912400
Polygon - See Appendix for Points

- Point
- Interstate Highways
- US Highways
- State Highways
- Major Highways
- Major Roads
- Roads
- Railroads
- Landmarks
- Parks
- Hydrography
- Airports
- Zip Code

0 miles 3.95 7.91

N W E S

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Area Map

Prepared For: Arstein & Lehr LLP
Project Code: 4989502

Order #: 970582260
Site: 01

Appendix: Area Listing

Area Name:

12220 S WILL COOK RD, PALOS PARK, IL

Type: Drive Time 1: 30 Minute(s)

Polygon Points:

41.420574	-87.887581	41.439880	-87.900452	41.427010	-87.948715	41.488144	-88.013069
41.475273	-88.042030	41.497799	-88.148209	41.520321	-88.148209	41.529972	-88.109596
41.568584	-88.164299	41.549278	-88.183601	41.594326	-88.193260	41.603977	-88.177170
41.616848	-88.212563	41.764858	-88.106384	41.793819	-88.112816	41.809906	-88.144997
41.842083	-88.045250	41.880695	-88.042030	41.851734	-88.025940	41.854954	-88.000198
41.896782	-87.951935	41.938610	-87.971245	41.928959	-87.926193	41.964352	-87.874710
41.945045	-87.868279	41.922523	-87.913322	41.890347	-87.871498	41.877476	-87.791054
41.854954	-87.826447	41.848518	-87.636612	41.809906	-87.688087	41.816341	-87.707397
41.771294	-87.739571	41.723030	-87.675224	41.703724	-87.681656	41.655460	-87.636612
41.613632	-87.646263	41.575020	-87.562607	41.546062	-87.681656	41.504234	-87.688087
41.468838	-87.746010	41.423794	-87.752441	41.430229	-87.768532	41.472057	-87.762093
41.420574	-87.887581	41.423794	-87.752441	41.430229	-87.768532	41.472057	-87.762093

000101

ATTACHMENT-28

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Holy Family Villa

Resident Demographic Report

Units: All Units
Sort: Zip Code - Last Permanent

Resident Status: I

* - Indicates most recent record

Medical Record No	U / R / B	Status	Zip Code - Last Permanent
1632	1N / 132 / 1	I	14901
1223	1W / 102 / B	I	23792
1534	2W / 210 / B	I	46410
1482	2N / 221 / 1	I	601081979
1609	1W / 106 / B	I	60302
1593	2E / 238 / B	I	60304
1331	2W / 202 / A	I	60402
1672	1E / 139 / B	I	60403
1588	1E / 139 / A	I	60403
1628	2W / 214 / B	I	60419
1705	1W / 109 / B	I	60423
1697	1E / 135 / B	I	60423
1423	2W / 213 / 1	I	60423
1703	2N / 223 / B	I	60429
1464	1E / 138 / A	I	60429
1452	2W / 205 / B	I	60436
1390	1N / 130 / 1	I	60439
1720	1W / 103 / 1	I	60439
1411	1E / 143 / B	I	60439
1694	2E / 250 / 1	I	60439
1687	1W / 110 / B	I	60439
1696	1N / 120 / 1	I	60439
1338	1E / 135 / A	I	60439
1713	2N / 233 / 1	I	60439
1594	2E / 239 / A	I	60439
1651	1N / 122 / B	I	60439
1456	1E / 146 / 1	I	60441
1502	1E / 138 / B	I	60445
1494	1E / 143 / A	I	60445
1723	1N / 127 / A	I	60452
1344	2E / 234 / 1	I	60453
1595	2W / 206 / A	I	60453
1589	1E / 142 / B	I	60453
907	2E / 239 / B	I	60453
1587	2W / 202 / B	I	60453
1652	2E / 246 / 1	I	60453
1110	1W / 101 / 1	I	60453
1334	2W / 214 / A	I	60453
1722	1N / 126 / A	I	60455
1478	1W / 114 / B	I	60459
1671	2N / 222 / A	I	60459
1642	1W / 109 / A	I	60462
1526	2N / 230 / 1	I	60463
1476	1E / 134 / 1	I	60463
1709	1N / 123 / B	I	60463

Units: All Units
Sort: Zip Code - Last Permanent

Resident Status: I

* - Indicates most recent record

Medical Record No	U / R / B	Status	Zip Code - Last Permanent
1689	1N / 122 / A	I	60463
1489	1N / 121 / 1	I	60463
1711	2N / 226 / B	I	60463
1656	1N / 131 / 1	I	60464
1617	2N / 220 / 1	I	60464
1530	1E / 136 / 1	I	60464
1725	1N / 123 / A	I	60464
1576	1W / 113 / 1	I	60464
1674	2N / 227 / A	I	60464
1557	2W / 203 / 1	I	60464
1369	1E / 147 / A	I	60464
1619	2E / 235 / A	I	60464
1504	2W / 209 / A	I	60465
1724	2E / 247 / A	I	60465
1275	2W / 209 / B	I	60467
1477	2W / 215 / 1	I	60477
1507	2W / 210 / A	I	60477
1549	2E / 248 / 1	I	60477
1604	2E / 236 / 1	I	60477
1699	1W / 115 / 1	I	60487
1707	2N / 226 / A	I	60491
1539	2E / 235 / B	I	60491
1620	1E / 148 / 1	I	60491
1704	1N / 127 / B	I	60497
1610	2E / 243 / A	I	60501
1542	1W / 105 / B	I	60514
1397	2W / 201 / 1	I	60523
1527	1W / 105 / A	I	60559
1678	2E / 242 / A	I	60559
1679	2E / 242 / B	I	60559
1523	2N / 232 / 1	I	60561
1317	1W / 102 / A	I	60561
1308	1E / 147 / B	I	60608
1120	1W / 114 / A	I	60608
1664	2E / 243 / B	I	60616
1637	2N / 223 / A	I	60629
1501	1W / 106 / A	I	60629
1440	1N / 133 / 1	I	60630
1407	2W / 206 / B	I	60632
1572	2N / 222 / B	I	60638
1693	2N / 227 / B	I	60638
1389	2E / 238 / A	I	60638
1721	1N / 126 / B	I	60638
1716	2N / 219 / 1	I	60643
1695	2W / 205 / A	I	60643

Holy Family Villa

Resident Demographic Report

Units: All Units

Sort: Zip Code - Last Permanent

Resident Status: I

* - Indicates most recent record

Medical Record No	U / R / B	Status	Zip Code - Last Permanent
1676	2N / 231 / 1	I	60652
1570	2N / 218 / 1	I	60655
1691	1N / 116 / 1	I	60655
1470	1W / 110 / A	I	60657
1698	1N / 119 / 1	I	60805
1436	1E / 142 / A	I	60915

Holy Family Villa
CON Infomation
Admissions by Zip Code
9-1-10 through 8-17-11

60403	1
60415	2
60422	1
60423	1
60430	2
60435	1
60439	8
60441	1
60448	1
60451	2
60453	4
60459	1
60461	1
60462	2
60463	5
60464	16
60467	1
60477	2
60487	1
60491	1
60506	1
60526	1
60532	1
60546	1
60559	2
60616	1
60617	1
60629	1
60638	2
60641	1
60643	1
60652	2
60655	2
60707	1
60805	1
62563	1
	74

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HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1110.1730(b)(4)
PLANNING AREA NEED
SERVICE DEMAND-EXPANSION OF BED CATEGORY OF SERVICE

The 30-bed addition to the existing Holy Family Villa facility is necessary to reduce the facility's experienced high occupancy and to meet a projected demand for service. In compliance with Section 1110.1730(b)(4)(A)(i) of the Review Board rules, the facility's average annual occupancy rate for the past two years (96.6%) exceeds the occupancy standards for the general long term care category of service (90%) as specified in 77 Ill. Adm. Code 1100.

In compliance with Section 1110.1730(b)(4)(A)(ii) of the Review Board rules, the Holy Family Villa resident wait list, showing the referral sources for all 296 individuals on the wait list, is attached hereto.

In compliance with Section 1110.1730(b)(4)(B) of the Review Board rules, attached hereto is the Holy Family Villa resident wait list and the Holy Family Villa inquiry report which both set forth the number of project referrals to the facility and referral source.

Holy Family Villa
Documentation of Residents on Waiting List
(as of October 31, 2011)

No	Name (initials)	Gender	Age	Town	Religion	Residence	Referral	Date
1342	SH	F	81	Orland Park	Methodist	Living W/Son	Internet	1/15/2009
1343	MF	F	61	Frankfort	Catholic	Living W/Daughter	Doctor	1/15/2009
1345	HV	M	80	Chicago		Christ	WOM*	1/20/2009
1345	CE	F	79	Chicago	Catholic		Medicare.gov	1/19/2009
1346	CB	F	94	Chicago		Providence	Sr. Thomasine	1/22/2009
1347	LV	F	98	Tinley Park			WOM*	1/28/2009
1351	LG	F	84	Frankfort	Catholic	Alden	Sunrise	2/9/2009
1352	HB	F	79	Oak Forest	Catholic	Palos	WOM*	2/9/2009
1353	EL	F	89	Palos Heights	Catholic	Rest Haven	Palos Home Health	2/10/2009
1354	RH	M	72	Lemont	Christian	Hinsdale	Living In Area	2/12/2009
1355	JO	F	72	Chicago	Catholic	Mother Theresa	B. Baumhardt	2/13/2009
1356	FS	F	82	Crestwood	Catholic	Crestwood Care	E. Hayer	2/17/2009
1357	WB	F	84	Chicago	Catholic	Bolingbrook	WOM*	2/18/2009
1358	IM	M	88	Orland Park	Catholic	Palos	Hospital SW	2/26/2009
1359	HF	F	90	Palos Hills	Catholic		WOM*	2/2/2009
1360	GS	F	88	Palos Hills	Catholic	Lexington	Funeral Home	3/3/2009
1361	MC	F	98	Orland Park	Catholic	Home	J. McKenna	3/3/2009
1362	EB	F	80	Blue Island	Catholic	Home	WOM*	3/3/2009
1364	JA	F	83	Oak Forest	Catholic	Palos	Doctor	3/8/2009
1366	LE	F	80	Orland Park	Catholic		Past Family	3/10/2009
1368	PM	F	90	Frankfort	Catholic	Sliver Cross	WOM*	3/18/2009
1372	FL	F	77	Oak Lawn	Catholic	Christ	Manny	3/23/2009
1373	DO	F	85	Forest View	Catholic	Lexington	WOM*	3/30/2009
1375	LW	F	89	Palos Park	Lutheran	Peace Village		4/7/2009
1377	AR	F	85	Willow Springs	Catholic	Sunrise Asst. Living	WOM*	4/7/2009
1378	WH	M	80	Palos Heights	Lutheran	Brighton Gardens	WOM*	4/7/2009
1380	HH	M	77	Orland Park	Baptist		Marion Village	4/7/2009
1381	SG	F	88	Lemont	Catholic	Palos	Past Family	4/7/2009
1382	RP	M	83	Chicago	Catholic	Mother Theresa	Fr. John	4/7/2009
1383	JP	F	82	New Lenox	Catholic	Palos	Hospital SW	4/9/2009
1384	FG	F	87	Crestwood	Catholic	Alden	Doctor	4/9/2009
1386	VL	F	83	Chicago	Presbyterian	Lake Short Rehab	Present Family	4/11/2009
1390	EE	F	54	Hickory Hills	Catholic	Palos	WOM*	4/16/2009
1391	FK	F	80	Riverside	Catholic	Loyola	Bobbi	4/17/2009
1393	BM	F	79	Lemont	Methodist	Home W/Caregiver	WOM*	4/17/2009
1397	WS	M	83	Oak Lawn	Lutheran	Christ	Doctor	4/29/2009
1399	GH	F	75	Burbank	Catholic	At Home/W/Caregiver	WOM*	5/4/2009
1400	PP	F	78	Orland Park	Catholic	Pathways Senior Lvg.	Fr. Larry	5/7/2009
1405	BM	F	77	Lemont	Catholic		Alvernia Manor	5/13/2009
1405	BL	F	63	Tinley Park	Catholic	U of IL at Chicago		5/11/2009
1409	AMK	F	82	Huntley	Catholic	Living W/Daughter		5/20/2009
1410	MG	F	86	Palos Heights	Catholic	Holy Cross	Hospital SW	5/20/2009
1412	AP	M	89	Oak Lawn	Protestant	Home W/Wife	Doctor	5/20/2009
1413	EY	F	88	Orland Park	Catholic	Lives W/Daughter	Live In Area	5/27/2009
1414	AW	F	85	Lemont	Catholic			6/4/2009
1416	RB	M	86	Steger	Catholic		WOM*	6/22/2009
1417	AC	M	89	Palos Park	Catholic		WOM*	6/29/2009

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* "WOM" denotes "Word of Mouth"

Holy Family Villa
Documentation of Residents on Waiting List
(as of October 31, 2011)

1418	MC	F	89	Palos Park	Catholic		WOM*	8/29/2009
1422	MVW	M	72	Countryside	Catholic		C. Charities Staff	7/2/2009
1425	BJ	M	89	Westchester	Catholic		WOM*	7/14/2009
1428	HT	F	85	Arizona	Protestant	Hospital	Toni Defelice	7/21/2009
1429	DS	F	87	Lyons	Catholic	Asst. Living	Franciscan Village	7/30/2009
1435	MH	F	89	Hammond, IN	Catholic	Providence	Hospital SW	8/7/2009
1436	CL	M	82	Lyons	Catholic	Manor Care Hinsdale	Internet	8/7/2009
1437	FF	F	84	Palatine	Catholic	Northwest Community	Staff	8/17/2009
1438	SW	F	86	Lemont	Catholic	Mother Theresa	Family	8/17/2009
1444	AN	F	85	Evergreen Park	Catholic	LCM	Past Family	9/1/2009
1446	FS	F	86	Oak Lawn	Catholic		Friends	9/7/2009
1449	LC	F	81	Crestwood	Catholic	Palos	WOM*	9/9/2009
1450	MA	M	87	Chicago	Catholic		WOM*	9/14/2009
1451	MB	F	90	Oak Lawn	Catholic	LCM	WOM*	9/14/2009
1452	CB	M	89	Oak Lawn	Catholic	Hospital	WOM*	9/14/2009
1456	ON	F	97	Lemont	Catholic	Palos	Fr. John	9/18/2009
1460	DC	F	92	Brookfield	Catholic	British Home		9/25/2009
1461	EM	F	81	Palos Park	Catholic	Palos	WOM*	9/29/2009
1464	EG	F	83		Catholic		Dick Conlin	10/5/2009
1465	HM	F	88	Palos Hills	Lutheran	Palos	Past Family	10/6/2009
1467	ME	F	74	Lockport	Catholic		WOM*	10/12/2009
1468	AR	M	78	Palos Park	Catholic	Christ	Live In Area	10/13/2009
1469	JF	F	89	Alsip	Catholic	Home/W/Caregiver	Past Family	10/15/2009
1470	MR	F	81	Worth	Catholic	Mother Theresa	PLOWS	10/19/2009
1471	TM	M	98	Lemont	Catholic	Mother Theresa	WOM*	10/21/2009
1472	MS	F	78	Chicago	Catholic	Home	C. Charities Staff	10/28/2009
1474	RT	F	88	Willowbrook	Catholic	Chateau Center	C. Charities Staff	11/21/2009
1475	MF	F	86	Oak Lawn	Catholic		Present Family	11/2/2009
1476	ER	M	74	Justice	Catholic	Victorian Village	Doctor	11/2/2009
1477	IS	F	81	Chicago	Catholic	Home	C. Charities Staff	11/10/2009
1478	CS	M	88	Chicago	Catholic	Home	C. Charities Staff	11/10/2009
1479	CK	F	88	Orland Park	Catholic	Victorian Village	PLOWS	11/10/2009
1480	GS	M	74	Chicago	Catholic	Atrium HC Center	Religious	11/10/2009
1481	ES	M	79	Palos Park	Catholic	Christ	K. Graben	11/11/2009
1482	JK	M	92	Frankfort	Catholic	Silver Cross	Past Family	11/13/2009
1484	BZ	F	88	Orland Park	Catholic		WOM*	11/18/2009
1485	MD	F	92	Oak Forest	Catholic		Present Family	11/20/2009
1486	MB	M	77	Orland Park	Catholic		Past Family	11/20/2009
1487	VW	F	82	Lockport	Catholic		US World News	11/23/2009
1488	PS	F	83	Flossmoor	Christian	Providence	Internet	12/1/2009
1490	ES	M	92	Tinley Park	Catholic	Christ	WOM*	12/4/2009
1491	HW	F	94	Joliet	Catholic	Chateau Center	Mother Theresa	12/7/2009
1495	HB	F	86	Worth	Catholic	Crestwood Care	WOM*	12/14/2009
1496	SU	F	89	Chicago	Catholic		WOM*	12/16/2009
1498	REM	F	86	Joliet	Catholic	SNF Joliet	Live In Area	12/9/2010
1500	RB	F	88	Palos Heights	Catholic		Internet	1/11/2010
1503	MV	F	79	Lemont	Catholic	Home W/Family	Past Staff	1/20/2010
1508	IM	F	90		Catholic	Manor Care E	WOM*	2/9/2010

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Holy Family Villa
Documentation of Residents on Waiting List
(as of October 31, 2011)

1511	MJ	F	100	Homer Glen	Catholic	Lemont Center	Past Family	2/10/2010
1516	JJ	F	68	Orland Park	Catholic	Brighton Gardens	WOM*	2/19/2010
1517	BV	F	87	Crestwood	Catholic			2/19/2010
1518	JB	F	84	Orland Park	Catholic	Rush	WOM*	2/19/2010
1521	RB	M	86	Downers Grove	Catholic	Home	Theresa Walsh	3/1/2010
1522	ML	F	80	Bridgeview	Catholic	Palos	WOM*	3/1/2010
1523	BS	F	69	Chicago	Catholic	Christ	Doctor	2/28/2010
1524	BJ	F	86		Catholic		WOM*	3/3/2010
1526	HZ	F	83	Chicago Ridge	Catholic		C. Charities Staff	3/5/2010
1527	HM	F	94	Palos Park	Catholic	Home W/Daughter	Past Family	3/8/2010
1531	JK	F	90	Chicago	Catholic	Holy Cross	Hospital SW	3/10/2010
1532	AB	F	86	Palos Hills	Catholic	Franciscan Village	Doctor	3/10/2010
1534	FB	F	92	Lansing	Catholic		Past Family	3/10/2010
1535	MM	F	87	Burbank	Baptist	Christ	Doctor	3/11/2010
1537	DK	M						3/19/2010
1540	EM	F	99	Lemont	Catholic	Alvernia	Alvernia Manor	3/29/2010
1541	FS	F	87	Lemont	Catholic	Northwestern	Hospital SW	3/29/2010
1542	JS	F	77	Monee				
1543	LK	F	80	Palos Park	Catholic	Asst. Living	WOM*	3/31/2010
1547	JB	F	79	Alsip	Catholic	Palos	Sharon Pavlik	4/2/2010
1548	BD	F	83	Bolingbrook	Catholic	Bolingbrook	Hospital SW	4/2/2010
1549	CN	F	77	New Lenox	Catholic		WOM*	4/2/2010
1550	SL	F	90	Orland Park	Catholic	Palos	Hospital SW	4/6/2010
1551	EP	M	78	Whiting, IN	Catholic	Home	WOM*	4/6/2010
1552	BG	F	84	Darien	Catholic	Good Sam's	WOM*	4/7/2010
1553	PS	F	89	Oak Lawn	Catholic	Brentwood	Past Family	4/9/2010
1554	GS	F	85	Lemont	Catholic		Past Family	4/9/2010
1557	EC	F	91	Lemont	Catholic	Mother Theresa	WOM*	4/20/2010
1558	AK	F	70	Clarendon Hills	Christian	SNF In Kane County	WOM*	4/23/2010
1559	BD	M	82	Oak Lawn	Catholic		Daughter	
1561	FC	F	92	Midlothian	Catholic	Home	Staff	4/30/2010
1562	MM	M	77	Orland Park		Silver Cross	WOM*	4/30/2010
1563	ET	F	60	Homer Glen	Catholic		Medicare.gov	5/3/2010
1564	NH	M	98	Oak Lawn	Christian	Christ	St. Linus	5/4/2010
1565	AG	F	84	Palos Park	Catholic	Sunrise Asst. Living	Medicare.gov	5/4/2010
1567	JM	M	89	Palos Heights	Catholic	Home W/Hospice	Hospice	5/18/2010
1568	FW	M	88	Chicago	Catholic	Christ	Doctor	5/19/2010
1569	JG	F	94	Orland Park	Catholic		WOM*	5/20/2011
1570	LD	F	84	Alsip	Catholic		WOM*	5/21/2010
1572	GM	F	88	Posen	Catholic	Ingalls	Hospital SW	5/24/2010
1575	MC	F	87	Homer Glen	Catholic	Manor Care	WOM*	5/26/2010
1576	DB	F	61	Michigan	Catholic		Internet	5/27/2010
1577	EG	F	91	Chicago	Catholic		Past Family	5/31/2010
1578	RS	M	78	Darien	Catholic		WOM*	6/1/2010
1579	RC	M	66	Alsip	Catholic	Christ	Doctor	6/1/2010
1580	VS	F	76	Sandwich	Catholic	Facility	Attorney	6/14/2010
1582	RF	F	71	Tinley Park	Catholic	Home	WOM*	6/16/2010
1583	WJ	F	65	Chicago	Catholic	Christ	Hospital SW	6/16/2010

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Holy Family Villa
Documentation of Residents on Waiting List
(as of October 31, 2011)

1585	MF	F	94	Oak Lawn	Catholic	Home	WOM*	6/22/2010
1587	GV	F	91	Chicago Heights	Catholic	Home W/Daughter	Internet	6/28/2010
1588	MS	F	69	Whiting, IN	Catholic		Past Family	6/30/2010
1592	EK	F	67	Palos Hills	Catholic		WOM*	6/30/2010
1594	JG	F	83	Palos Park	Catholic	Peace Village	Peace Village	6/30/2010
1596	PC	F	83	Wheaton	Catholic		WOM*	7/2/2010
1597	HG	F	93	Oak Brook	Catholic	Mayslake	Current Staff	7/6/2010
1598	CT	M	84	Homewood	Catholic	Home W/Caregiver	Internet	7/9/2010
1599	EW	F	89	Chicago	Catholic	Christ	Doctor	7/12/2010
1602	EV	F	81	Darien	Catholic		Website	7/16/2010
1603	FO	F	70	Chicago	Catholic	Chicago Ridge SNF	Previous Family	7/18/2010
1604	MK	F	84	Orland Park	Catholic		Palos	7/23/2010
1605	EU	F	86	Palos Park	Catholic	Christ	Doctor	7/29/2010
1608	FD	M	77	Lemont	Catholic	Alvernia Manor	Alvernia	8/5/2010
1610	MC	F	85	Orland Park	Catholic		WOM*	8/11/2010
1613	GK	F	82	Palos Heights	Catholic	Living W/Husband	Staff	8/18/2010
1614	AM	F	96	Homer Glen	Catholic		WOM*	8/24/2010
1615	JK	M	86	Orland Park	Catholic	Christ		8/25/2010
1617	PR	F	78	Chicago	Catholic		Resident	9/9/2010
1621	EL	F	95	McHenry	Catholic	At Home	Fr. Homa	9/23/2010
1627	SD	F	90	Bourbonnais	Catholic	SNF Our Lady of Victory	Internet	10/13/2010
1629	ES	M	92	Crestwood		Palos	A. Delaney	10/14/2010
1630	MG	F	91	Lemont		Palos	WOM*	10/20/2010
1633	RK	F	83	Oak Lawn	Catholic	Christ	Doctor	10/29/2010
1634	DG	F	82	Chicago	Catholic		WOM*	10/29/2010
1636	MW	F	89	Orland Park	Catholic	Silver Cross	Alvernia	11/8/2010
1637	AC	F	89	Homer Glen	Catholic	Palos	Mt. Assisi Sisters	11/9/2010
1638	MG	F	88	Park Forest	Catholic		WOM*	11/10/2010
1640	EB	F	87	Lemont	Catholic	Alvernia	Alvernia Past Family	11/15/2010
1641	AP	F	97	Orland Park	Catholic	Home W/Family	Fr. Larry Sullivan	11/15/2010
1644	DW	F	90	Justice	Catholic			10/29/2010
1645	LC	F	80	Joliet	Lutheran	Linden Oaks	C. Charities Staff	11/16/2010
1646	RW	M	82	Lockport	Catholic	Silver Cross	Fran Parise	11/16/2010
1647	MM	F	82	Chicago	Catholic	Palos	Palos	11/18/2010
1650	AC	M	72	Orland Park	Catholic	W/Daughter	WOM*	11/22/2010
1651	LR	F	81	Aurora	Catholic	Retirement Community	Internet	11/29/2010
1653	LV	M	78	Hickory Hills	Catholic		WOM*	12/3/2010
1654	EP	F	88	Homer Glen	Catholic	Palos	Sr. Mary Therese	12/10/2010
1658	LE	F	89	Oak Brook	Catholic	Mayslake	Fr. Larry	12/10/2010
1659	JS	F	88	Crestwood	Methodist	Home/W/Caregiver	WOM*	12/1/2010
1660	AB	F	75	Calumet City	Catholic	Family	Family	12/20/2010
1661	RC	F	86	Oak Lawn	Catholic	Apt.	WOM*	12/20/2010
1662	PT	F	80	Chicago	Catholic	Home W/Husband	Live in Area	12/20/2010
1663	FR	F	92	Lemont	Catholic	Alvernia Palos	Alvernia	
1664	JB	F	53	Chicago	Catholic	Manor Care E	Msgr. Kasinskas	
1666	AH	F	89	Chicago	Catholic	Good Sam's	Good Sam's	12/28/2010
1667	GM	F	93	Oak Lawn	Catholic	At Home	WOM*	12/29/2010
1668	DP	F	83	Orland Park	Catholic	Home/W/Caregiver	Palos Home Health	1/4/2011

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Holy Family Villa
Documentation of Residents on Waiting List
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1669	CB	F	85	Oak Lawn	Catholic		Hospital SW	1/5/2011
1670	FR	M	92	Westmont	Catholic		Msgr. Pollard	1/5/2011
1671	ER	F	87	Westmont	Catholic		Msgr. Pollard	1/5/2011
1672	RF	F	88	Lemont	Catholic	Lexington	St. Casimir	1/18/2011
1673	MG	F	73	Palos Park	Catholic	St. Francis	WOM*	1/21/2011
1674	SH	F	90	Darien			Doctor	1/24/2011
1675	AD	F	89	Olympia Fields	Catholic		WOM*	1/29/2011
1676	FS	M	70	Tinley Park	Catholic	Hospital	Medicare.gov	1/30/2011
1677	JO	F	83	Homer Glen	Catholic	Mother Theresa	Mother Theresa	2/1/2011
1678	CV	F	84	Brookfield	Catholic	Manor Care Hinsdale	Past Resident	2/1/2011
1679	RB	F	90	Palos Park	Catholic		Doctor	2/1/2011
1680	RG	F	91	Lemont	Catholic	Hospital	St. Casimir	2/8/2011
1682	MK	F	87	Burr Ridge	Catholic		Resident	2/10/2011
1683	ML	F	80	Orland Park	Catholic	Loyola		2/10/2011
1688	DS	F	84	Calumet Park	Catholic	Alden	WOM*	2/24/2011
1689	PC	M	80	Tinley Park	Catholic		C. Charities Staff	2/24/2011
1691	CW	F	87	Chicago	Catholic	Lutheran General	Hospital SW	2/28/2011
1692	LR	F	78	Homer Glen	Catholic	Home	Volunteer	2/28/2011
1693	MJ	F	80	Bridgeview	Catholic	Palos Hills	Live In Area	3/1/2011
1694	BT	F	60	Chicago	Catholic	Home W/Daughter	Family	3/3/2011
1696	MT	F	88	Glenwood	Catholic		WOM*	3/6/2011
1697	PK	F	78	Oak Forest	Catholic	Lexington	Family	3/7/2011
1698	DH	F	85	Palos Park	Catholic	Home	Past Resident	3/7/2011
1699	JS	M	74	Ottawa	Catholic		WOM*	3/11/2011
1700	LZ	M	60	St. John	Catholic	St. Margaret Mercy	Internet	3/11/2011
1703	CB	F	82	Palos Park	Catholic	Palos	WOM*	3/25/2011
1704	LL	F	95	Frankfort	Catholic	Home	Internet	3/25/2011
1705	MS	F	76	Frankfort	Catholic	Lexington	Internet	3/25/2011
1706	CS	F	96	Orland Park	Catholic	Palos	Hospital SW	3/25/2011
1708	RB	F	89	Hometown	Catholic		Past Family	2/8/2011
1709	NR	M	86	Lemont	Methodist	Palos	Alvernia	3/16/2011
1710	CC	F	90	Evergreen Park	Catholic	Home	C. Charities Staff	3/28/2011
1711	RP	F	72	Lockport	Catholic	Christ	WOM*	3/28/2011
1712	RR	F	86	Alsip	Lutheran	Christ	Past Staff	3/31/2011
1713	MB	F	86	Chicago	Catholic	Brentwood	Brentwood SW	3/31/2011
1714	CS	F	84	Chicago	Catholic	Autumn Green	Internet	4/6/2011
1715	JQ	M	82	Chicago	Catholic	Smith Village	C. Charities Staff	4/12/2011
1716	MQ	F	75	Chicago	Catholic	Smith Village	C. Charities Staff	4/12/2011
1717	BC	F	81	Chicago Ridge	Catholic	Oak Forest	WOM*	4/19/2011
1718	JK	M	84	Cicero	Catholic	MacNeal	Family	4/19/2011
1719	GR	F	88	Tinley Park	Catholic	Palos	Palos SW	4/20/2011
1720	DM							4/20/2011
1721	MM	M	87	Oak Forest	Baptist	South Suburban	WOM*	4/20/2011
1722	CP	F	95	Countryside	Catholic	Manor Care	WOM*	4/22/2011
1723	HC	F	86	Palos Heights		Park Villa	WOM*	4/26/2011
1726	EM	F	95	Crestwood	Catholic	Home W/Care	WOM*	4/26/2011
1727	MB	M	63	Orland Park	Lutheran	Autumn Leavas	WOM*	4/26/2011
1728	NV	F		Willowbrook	Catholic	Home	WOM*	4/26/2011

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* "WOM" denotes "Word of Mouth"

Holy Family Villa
Documentation of Residents on Waiting List
(as of October 31, 2011)

1729	RC	M	69	Chicago	Catholic	Weiss	WOM*	5/9/2011
1730	RF							5/10/2011
1731	HB	M	79	Hazel Crest	Catholic	South Suburban	Hospital SW	5/10/2011
1732	CG	F	66	Palos Heights	Catholic	Arden Cts.	WOM*	5/12/2011
1733	RS	M	68	Hickory Hills	Catholic	Christ	WOM*	5/19/2011
1734	ET	M	95	Oak Lawn		Lexington	WOM*	5/23/2011
1735	MH	F	82	Chicago	Catholic	Christ	WOM*	5/31/2011
1737	RS							6/2/2011
1738	MP	F	94	Tinley Park	Catholic	W/Daughter	Knows Bobbi	6/6/2011
1739	DG	F	58	Iowa	Baptist	SNF Iowa	SW at SNF	6/8/2011
1740	AK	M	82	Evergreen Park	Catholic	Palos	Past Volunteer	6/10/2011
1741	MF	F	87	Palos Park	Catholic	Peace Village	Peace Village	6/10/2011
1742	RD	F	76	Palos Park	Catholic	Palos	C. Charities Staff	6/10/2011
1743	KT	F	52	Lockport	Catholic	Briar Place	Internet	6/15/2011
1744	DD	M	79	Palos Park	Catholic	Peace Village	Peace Village	6/16/2011
1745	DN	F	86	Burr Ridge	Greek Catholic	Home Caregiver	Current Family	6/17/2011
1746	EM	M	91	Frankfort	Catholic	Home	C. Charities Staff	6/27/2011
1747	MO	F	84	Chicago	Catholic	Metro South	Fr. Mike	6/23/2011
1748	JN	M	83	Tinley Park	Catholic	Home W/Wife	WOM*	6/29/2011
1749	JH	F	75	Oak Lawn	Catholic	Mother Theresa	WOM*	4/6/2011
1750	MN	F	81	Oak Lawn	Catholic	Christ	Rel. Organ.	5/22/2011
1751	RH	F	88	Orland Park	Catholic	Living W/Daughter	Rel. Organ.	7/1/2011
1752	GS	F	78	Orland Park	Catholic	Home	WOM*	7/1/2011
1753	VH	F	87	Lemont	Catholic	Hospital	Present Family	7/5/2011
1754	CM	F	92	Oak Forest	Catholic	Home W/Daughter	Staff	7/11/2011
1755	TZ	M	98	Orland Park	Greek Catholic	Autumn Leaves	Amy Delaney	7/12/2011
1756	ES	F	91	Lombard	Catholic	Sunrise	WOM*	7/18/2011
1757	RM	F	87	Orland Park	Catholic	Hospital	WOM*	7/18/2011
1761	EM	F	86	Chicago Ridge	Catholic	Home	WOM*	7/29/2011
1762	WK	F	85	Homer Glen	Catholic	Victorian Inn	Past Family	8/1/2011
1763	CL	F	70	Chicago	Catholic	Facility Downstate	WOM*	8/10/2011
1764	MJ	F	82	New Lenox	Catholic	Home W/Daughter	Past Stay Here	8/18/2011
1765	RK	F	92	Oak Lawn	Orthodox	Home	Staff	8/18/2011
1766	MF	F	95	Burbank	Catholic	W/Niece	WOM*	8/18/2011
1767	MF	F	78	OP	Lutheran	W/Daughter	WOM*	8/19/2011
1769	HD	F	95	Frankfort	Catholic	Silver Cross	Internet	8/26/2011
1770	MAO	F	86	Palos Heights	Catholic	Arden Cts.	Internet	8/26/2011
1771	GP	F	82	Wheaton	Catholic	Hospital	WOM*	9/2/2011
1772	DD	F	85	Tinley Park	Catholic	Resurrection	WOM*	9/2/2011
1773	JK	M	80	New Lenox	Catholic	Silver Cross	Tom Wapple	9/2/2011
1774	SZ	F	85	Princeton	Catholic	Libertyville Nursing	Internet	9/3/2011
1775	NL	M	86	Lemont	Catholic	Lemont Center	Rel. Member	9/7/2011
1776	BS	M	90	Homer Glen	Catholic	Living W/Daughter	WOM*	9/7/2011
1777	RS	M	87		Catholic		WOM*	9/15/2011
1778	BM	F	91	Chicago	Catholic	Renaissance	Don Retkus	9/22/2011
1779	TC	F	80	Palos Heights	Catholic	Manor Care W	Past Staff	9/22/2011
1780	JB	M	75	Chicago	Catholic	Christ	B. Baumhardt	9/27/2011
1782	MB	F	91	Oak Lawn	Catholic	Providence	WOM*	9/13/2011

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* "WOM" denotes "Word of Mouth"

Holy Family Villa
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1783	JG	F	84	Oak Lawn	Catholic			9/14/2011
1784	AMH	F	80	Burbank	Catholic	Christ	WOM*	9/14/2011
1785	AM	M	80	Burbank	Lutheran	Christ	WOM*	9/16/2011
1786	MH	F	77	Oak Lawn	Catholic	Home	Past Family	9/22/2011
1787	AP	F	86	Darien	Catholic	Marion Joy	WOM*	9/26/2011
1788	AR	M	80	Tinley Park	Catholic	St. James	WOM*	9/27/2011
1789	BSV	F	84	Chicago Ridge	Catholic	Christ	Hospital SW	10/8/2011
	HM	F	81	Orland Park	Catholic			10/12/2011
	RK	F	92	Oak Lawn	Orthodox	Family		

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Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

No.	Name (Initials)	Relationship to Resident	Date Called	App Sent?	Zip Code	Referal Source	Tour	Fax
1	CWM	Little Co. Of Mary Hospital	1/12/2011	No		Hospital SW*		X
2	MB	Brentwood HCC	1/18/2011	No	60643	Hospital SW*		X
3	BW	Family Member	1/21/2011	No		Doctor	X	
4	TW	Our Parents, Inc.	1/24/2011	No	60628	Hospital SW*		X
5	HM	Christ Hospital	1/24/2011	No	60467	Hospital SW*		X
6	DME	Mercy Hospital & Med. Ctr.	1/25/2011	No	60609	Hospital SW*		X
7	JBG	Our Parents, Inc.	1/25/2011	No	60439	Hospital SW*		X
8	JB	Our Parents, Inc.	1/26/2011	No	60805	Hospital SW*		X
9	MMN	St. Margaret Mercy	1/26/2011	No	60409	Hospital SW*		X
10	FLS	Palos Hospital	1/26/2011	No	60477	Hospital SW*		X
11	MB	Family Member	1/26/2011	No		WOM	X	
12	JB	Mercy Hospital & Med. Ctr.	1/27/2011	No	60616	Hospital SW*		X
13	HP	Our Parents, Inc.	1/28/2011	No	60439	Hospital SW*		X
14	JK	Christ Hospital	1/28/2011	No	60652	Hospital SW*		X
15	PM	Christ Hospital	1/29/2011	No	60477	Hospital SW*		X
16	ES	Palos Hospital	1/31/2011	No	60441	Hospital SW*		X
17	JDH	Palos Hospital	1/31/2011	No	60463	Hospital SW*		X
18	AD	South Suburban Hospital	2/1/2011	No	60461	Hospital SW*		X
19	CK	Our Parents, Inc.	2/4/2011	No	60453	Hospital SW*		X
20	KN	Hinsdale Hospital	2/4/2011	No	60491	Hospital SW*		X
21	DIS	Palos Hospital	2/6/2011	No	60462	Hospital SW*		X
22	RDS	Palos Hospital	2/6/2011	No	60462	Hospital SW*		X
23	AJP	Silver Cross Hospital	2/7/2011	No	60448	Hospital SW*		X
24	BY	Our Parents, Inc.	2/7/2011	No	60406	Hospital SW*		X
25	AK	Son	2/7/2011	No		Family	X	
26	MEW	Our Parents, Inc.	2/8/2011	No	60443	Hospital SW*		X
27	MB	Christ Hospital	2/9/2011	No	60445	Hospital SW*		X
28	MK	Edward Hospital	2/9/2011	No	60497	Hospital SW*		X
29	BM	Our Parents, Inc.	2/13/2011	No	60527	Hospital SW*		X
30	AR	Christ Hospital	2/14/2011	No	60453	Hospital SW*		X
31	JPH	Palos Hospital	2/14/2011	No	60463	Hospital SW*		X
32	MR	Family Member	2/14/2011	No			X	
33	AM	Family Member	2/15/2011	No			X	
34	AWK	Christ Hospital	2/16/2011	No	60464	Hospital SW*		X
35	KMK	Our Parents, Inc.	2/16/2011	No	60423	Hospital SW*		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

36	HG	Loyola Health Center	2/18/2011	No	60425	Hospital SW*		X
37	RAP	Rehabilitation Inst. Of Chicago	2/18/2011	No	60440	Hospital SW*		X
38	TC	Our Parents, Inc.	2/20/2011	No	60464	Hospital SW*		X
39	JFN	MacNeal Hospital	2/21/2011	No	60804	Hospital SW*		X
40	MMR	Christ Hospital	2/21/2011	No	60453	Hospital SW*		X
41	ET	Our Parents, Inc.	2/22/2011	No	60462	Hospital SW*		X
42	ET	Our Parents, Inc.	2/22/2011	No	60462	Hospital SW*		X
43	ET	Loyola Health Center	2/23/2011	No	60462	Hospital SW*		X
44	ED	Our Parents, Inc.	2/24/2011	No	60464	Hospital SW*		X
45	LB	Palos Hospital	2/24/2011	No	60464	Hospital SW*		X
46	RH		2/24/2011	No			X	
47	ED	Our Parents, Inc.	2/24/2011	No	60464	Hospital SW*		X
48	TAC	Our Parents, Inc.	2/24/2011	No	60440	Hospital SW*		X
49	DW	Palos Hospital	2/25/2011	No	60954	Hospital SW*		X
50	GW	Our Parents, Inc.	2/25/2011	No	60638	Hospital SW*		X
51	RM	Our Parents, Inc.	2/28/2011	No	60477	Hospital SW*		X
52	FGK	Palos Hospital	2/28/2011	No	60462	Hospital SW*		X
53	RM	Our Parents, Inc.	2/28/2011	No	60477	Hospital SW*		X
54	RU	Christ Hospital	2/28/2011	No	60652	Hospital SW*		X
55	MK	Our Parents, Inc.	3/1/2011	No	60439	Hospital SW*		X
56	RS	St. Anthony Med. Ctr.	3/2/2011	No	61008	Hospital SW*		X
57	AD	Family Member	3/2/2011	No		Hospital SW*	X	
58	EW	Palos Hospital	3/2/2011	No	60487	Hospital SW*		X
59	EMD	Palos Hospital	3/4/2011	No	60463	Hospital SW*		X
60	ML	Christ Hospital	3/5/2011	No	60652	Hospital SW*		X
61	GT	Family Member	3/7/2011	No		Priest		X
62	AV	Christ Hospital	3/8/2011	No	60461	Hospital SW*		X
63	MK	Our Parents, Inc.	3/8/2011	No	60439	Hospital SW*		X
64	LZ	Our Parents, Inc.	3/8/2011	No	60462	Hospital SW*		X
65	HER	Loyola Health Center	3/9/2011	No	60462	Hospital SW*		X
66	DH	Our Parents, Inc.	3/10/2011	No	60608	Hospital SW*		X
67	PF	Our Parents, Inc.	3/10/2011	No	60478	Hospital SW*		X
68	HO	Niece	3/11/2011	No		Hospital SW*	X	
69	LZ	Daughter	3/11/2011	No		Hospital SW*	X	
70	HO	Palos Hospital	3/11/2011	No	60458	Hospital SW*		X
71	JP	Loyola Health Center	3/11/2011	No	60467	Hospital SW*		X
72	MK	Daughter	3/11/2011	No		Internet		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

73	PP	Our Parents, Inc.	3/12/2011	No	60441	Hospital SW*		X
74	JS	Our Parents, Inc.	3/13/2011	No	60439	Hospital SW*		X
75	AL	Our Parents, Inc.	3/13/2011	No	60464	Hospital SW*		X
76	EMT	Christ Hospital	3/14/2011	No	60453	Hospital SW*		X
77	IN	Our Parents, Inc.	3/15/2011	No	60467	Hospital SW*		X
78	SM	Our Parents, Inc.	3/18/2011	No	60464	Hospital SW*		X
79	TJF	Palos Hospital	3/18/2011	No	60465	Hospital SW*		X
80	TT	Loyola Health Center	3/18/2011	No	60491	Hospital SW*		X
81	JG	Our Parents, Inc.	3/21/2011	No	60629	Hospital SW*		X
82	KCF	St. Joseph Hospital	3/21/2011	No	60404	Hospital SW*		X
83	ET	Daughter	3/22/2011	No		Drive By	X	
84	CD	Son	3/22/2011	No			X	
85	CA	Gottlieb Memorial Hospital	3/23/2011	No	60160	Hospital SW*		X
86	MK	Son	3/25/2011	No		Live in Area	X	
87	SZ	Family Member	3/25/2011	No			X	
88	HMO	Our Parents, Inc.	3/28/2011	No	60465	Hospital SW*		X
89	SG	Our Parents, Inc.	3/28/2011	No	60465	Hospital SW*		X
90	ES	Family Member	3/28/2011	No		Past Family	X	
91	ARA	Rush University Medical Center	3/29/2011	No	60462	Hospital SW*		X
92	MD	Nephew	3/29/2011	No		Internet	X	
93	RWL	Provena St. Joseph Med. Ctr.	3/31/2011	No	60435	Hospital SW*		X
94	SF	Family Member	4/1/2011	No		Doctor	X	
95	EM	Family Member	4/4/2011	No		Past Fam Member	X	
96	EMM	Rush University Medical Center	4/4/2011	No	60423	Hospital SW*		X
97	UM	Daughter	4/4/2011	No		Drive By	X	
98	ED	Christ Hospital	4/5/2011	No	60439	Hospital SW*		X
99	MW	Niece	4/5/2011	No		Activity	X	
100	SG	Our Parents, Inc.	4/5/2011	No		Hospital SW*	X	
101	DW	Hinsdale Hospital	4/6/2011	No	60523	Hospital SW*		X
102	DW	Hinsdale Hospital	4/6/2011	No		Hospital SW*		X
103	AF	Hinsdale Hospital	4/7/2011	No	60559	Hospital SW*		X
104	RS	Family Member	4/8/2011	No		Hospital SW*	X	
105	AC	Our Parents, Inc.	4/11/2011	No	60452	Hospital SW*		X
106	WL	Lemont Nursing & Rehab	4/11/2011	No	60425	Hospital SW*		X
107	JD	Family Member	4/11/2011	No		Marion Joy	X	
108	LK	Christ Hospital	4/13/2011	No	60491	Hospital SW*		X
109	JM	Rush University Medical Center	4/14/2011	No	60465	Hospital SW*		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

110	JYY	Evergreen Healthcare Center	4/14/2011	No	60827	Hospital SW*		X
111	KM	Rush University Medical Center	4/19/2011	No	60491	Hospital SW*		X
112	AMM	Palos Hospital	4/20/2011	No	60457	Hospital SW*		X
113	CCS	Palos Hospital	4/21/2011	No	60467	Hospital SW*		X
114	PL	Christ Hospital	4/25/2011	No	48708	Hospital SW*		X
115	PL	Christ Hospital	4/27/2011	No	48708	Hospital SW*		X
116	PVG	Family Member	5/2/2011	No		List at Hospital	X	
117	BD & ED	Our Parents, Inc.	5/4/2011	No	60532	Hospital SW*		X
118	KO	Rehabilitation Inst. Of Chicago	5/4/2011	No	60465	Hospital SW*		X
119	HB	Family Member	5/5/2011	No			X	
120	CJP	Hospital SW	5/5/2011	No	60406	Hospital SW*		X
121	GC	Our Parents, Inc.	5/8/2011	No	60462	Hospital SW*		X
122	TK	Daughter	5/9/2011	No		Hospital SW*	X	
123	CM	Metro South Medical Center	5/11/2011	No	60491	Hospital SW*		X
124	MM	Lexington Health Care	5/11/2011	No	60455	Hospital SW*		X
125	MPO	Palos Hospital	5/11/2011	No	60491	Hospital SW*		X
126	JBG	Christ Hospital	5/12/2011	No	60448	Hospital SW*		X
127	LAS	Palos Hospital	5/12/2011	No	60467	Hospital SW*		X
128	LLL	Weiss Memorial Hospital	5/12/2011	No	60463	Hospital SW*		X
129	ARK	Palos Hospital	5/13/2011	No	60477	Hospital SW*		X
130	BM	Christ Hospital	5/13/2011	No	60453	Hospital SW*		X
131	MG	Christ Hospital	5/13/2011	No	60415	Hospital SW*		X
132	JG	Silver Cross Hospital	5/15/2011	No	60451	Hospital SW*		X
133	ASN	Palos Hospital	5/16/2011	No	60491	Hospital SW*		X
134	JL	Loyola Health Center	5/17/2011	No	60441	Hospital SW*		X
135	LJB	Loyola Health Center	5/17/2011	No	60491	Hospital SW*		X
136	PW	Family Member	5/17/2011	No		Hospital SW*	X	
137	MN	Christ Hospital	5/19/2011	No	60463	Hospital SW*		X
138	RS	Evanston Hospital	5/19/2011	No	60457	Hospital SW*		X
139	DS	Daughter	5/20/2011	No			X	
140	RB	Alternatives For Seniors	5/20/2011	No		Hospital SW*		X
141	JH	Palos Hospital	5/23/2011	No	60463	Hospital SW*		X
142	LD	Christ Hospital	5/24/2011	No	60652	Hospital SW*		X
143	NCL	Palos Hospital	5/24/2011	No	60467	Hospital SW*		X
144	MAZ	Northwestern Memorial Hospital	5/25/2011	No	60638	Hospital SW*		X
145	MEK	Palos Hospital	5/25/2011	No	60452	Hospital SW*		X
146	PFO	Palos Hospital	5/25/2011	No	60491	Hospital SW*		X

* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

147	MS	Little Co. of Mary Hospital	5/26/2011	No	60608	Hospital SW*		X
148	SAB	Northwestern Memorial Hospital	5/26/2011	No	60654	Hospital SW*		X
149	ES	Daughter	5/27/2011	No		Internet	X	
150	ES	Palos Hospital	5/31/2011	No	60453	Hospital SW*		X
151	ES	Palos Hospital	5/31/2011	No	60453	Hospital SW*		X
152	LHB	Palos Hospital	5/31/2011	No	60439	Hospital SW*		X
153	RJG	Christ Hospital	5/31/2011	No	60477	Hospital SW*		X
154	LB	Friend	5/31/2011	No		Palos Hospital	X	
155	GH	Christ Hospital	6/1/2011	No	60455	Hospital SW*		X
156	JS	Our Parents, Inc.	6/1/2011	No	60439	Hospital SW*		X
157	HH	Our Parents, Inc.	6/6/2011	No	60462	Hospital SW*		X
158	ML	Palos Hospital	6/6/2011	No	60467	Hospital SW*		X
159	EB	Our Parents, Inc.	6/8/2011	No	60527	Hospital SW*		X
160	HN	Little Co. of Mary Hospital	6/8/2011	No	60652	Hospital SW*		X
161	BT	Family Member	6/13/2011	No		WOM	X	
162	HH	Our Parents, Inc.	6/14/2011	No	60439	Hospital SW*		X
163	LH	Niece	6/14/2011	No		Live In Area	X	
164	ID	Silver Cross Hospital	6/15/2011	No	60435	Hospital SW*		X
165	HG	Daughter	6/15/2011	No		Live In Area	X	
166	DD	Family Member	6/15/2011	No		Peace Village	X	
167	BV	Loyola Health Center	6/16/2011	No	60467	Hospital SW*		X
168	HO	Our Parents, Inc.	6/16/2011	No	60491	Hospital SW*		X
169	JP	Northwestern Memorial Hospital	6/20/2011	No	60462	Hospital SW*		X
170	FC	Palos Hospital	6/20/2011	No	60465	Hospital SW*		X
171	DK	Loyola Health Center	6/21/2011	No	60482	Hospital SW*		X
172	JH	Lemont Nursing & Rehab	6/21/2011	No	60463	Hospital SW*		X
173	SK	Family Member	6/21/2011	No		Website	X	
174	EP	Palos Hospital	6/22/2011	No	60464	Hospital SW*		X
175	EC	Our Parents, Inc.	6/23/2011	No	60439	Hospital SW*		X
176	HS	Palos Hospital	6/23/2011	No	60462	Hospital SW*		X
177	MBW	Our Parents, Inc.	6/23/2011	No	60439	Hospital SW*		X
178	LW	Family Member	6/29/2011	No			X	
179	SMW	Palos Hospital	6/30/2011	No	60448	Hospital SW*		X
180	MN	Family Member	7/1/2011	No		Hospital	X	
181	RH	Family Member	7/1/2011	No		SFA	X	
182	LMC	Palos Hospital	7/5/2011	No	60465	Hospital SW*		X
183	MG	Provena St. Joseph Med. Ctr.	7/6/2011	No	60435	Hospital SW*		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

184	MM	The Grove at Lincoln Park	7/8/2011	No	60614	Hospital SW*		X
185	SF	Palos Hospital	7/8/2011	No	60491	Hospital SW*		X
186	APC	Our Parents, Inc.	7/10/2011	No	60458	Hospital SW*		X
187	FN	Loyola Health Center	7/11/2011	No	60464	Hospital SW*		X
188	LZ	Palos Hospital	7/11/2011	No	60462	Hospital SW*		X
189	PB	Palos Hospital	7/11/2011	No	60491	Hospital SW*		X
190	RM	Palos Hospital	7/12/2011	No	60462	Hospital SW*		X
191	SP	Daughter	7/13/2011	No		Lemont Center	X	
192	ACL	Palos Hospital	7/14/2011	No	60465	Hospital SW*		X
193	JS	Christ Hospital	7/16/2011	No	60655	Hospital SW*		X
194	MJA	Palos Hospital	7/16/2011	No	60481	Hospital SW*		X
195	LS	Christ Hospital	7/18/2011	No	60462	Hospital SW*		X
196	EO	Daughter	7/18/2011	No		Internet	X	
197	GS	Christ Hospital	7/19/2011	No	60477	Hospital SW*		X
198	JJB	Little Co. Of Mary Hospital	7/19/2011	No	60453	Hospital SW*		X
199	LS	Crestwood Terrace	7/19/2011	No	60445	Hospital SW*		X
200	MK	Adventist Bolingbrook Hospital	7/20/2011	No	60544	Hospital SW*		X
201	FB	Christ Hospital	7/21/2011	No	60453	Hospital SW*		X
202	MU	Loyola Health Center	7/21/2011	No	60561	Hospital SW*		X
203	IM	Family Member	7/21/2011	No		In Area	X	
204	GS	Family Member	7/21/2011	No		WOM	X	
205	GMH	Palos Hospital	7/22/2011	No	60803	Hospital SW*		X
206	MY	Edward Hospital	7/23/2011	No	60542	Hospital SW*		X
207	ML	Wife	7/25/2011	No		WOM	X	
208	GLG	St. Joseph Hospital	7/26/2011	No	60657	Hospital SW*		X
209	MLW	Rush University Medical Center	7/26/2011	No	60463	Hospital SW*		X
210	GG	Family Member	7/26/2011	No		Kenwood/Lkvw	X	
211	MLW	Rush University Medical Center	7/26/2011	No	60463	Hospital SW*		X
212	CL	University of Illinois at Chicago	7/27/2011	No	60143	Hospital SW*		X
213	JL	Rush University Medical Center	7/27/2011	No	60453	Hospital SW*		X
214	MD	HCR Manor Care	7/27/2011	No	60491	Hospital SW*		X
215	DC	Metro South	7/28/2011	No	60643	Hospital SW*		X
216	HJ	Rush University Medical Center	7/28/2011	No	60466	Hospital SW*		X
217	AAK	Holy Cross Hospital	7/29/2011	No	60632	Hospital SW*		X
218	HM	Our Parents, Inc.	7/29/2011	No	60525	Hospital SW*		X
219	MG	Our Parents, Inc.	8/1/2011	No	60464	Hospital SW*		X
220	TG	Son	8/1/2011	No	60464	Our Parents		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

221	BS	Daughter	8/1/2011	No		Hospital	X	
222	SZ	Grandaughter	8/2/2011	No		WOM	X	
223	EM	Niece	8/3/2011	No		Bethshan DON	X	
224	JEP	Provena St. Joseph Med. Ctr.	8/10/2011	No	60436	Hospital SW*		X
225	MR	Christ Hospital	8/10/2011	No	60803	Hospital SW*		X
226	JP	St. James Hospital	8/12/2011	No	60430	Hospital SW*		X
227	LD	Rush University Medical Center	8/15/2011	No	60455	Hospital SW*		X
228	ZA	Our Parents, Inc.	8/15/2011	No	60527	Hospital SW*		X
229	KV	Daughter	8/18/2011	No	60431	Hospital List		
230	Chris	Sister	8/18/2011	No	60467	WOM		
231	CM	Mother	8/18/2011	No	60638	WOM		
232	CW	Son-In-Law	8/18/2011	No	60638	WOM		
233	ED	Edward Hospital	8/18/2011	No	60544	Hospital SW*		X
234	ED	Edward Hospital	8/18/2011	No	60544	Hospital SW*		
235	EW	Brother	8/18/2011	No	60463	Live in Area	X	
236	I	Daughter	8/18/2011	No	60632	Hospital List		
237	IS	Daughter	8/18/2011	No	90278	WOM		
238	LB	Palos Hospital	8/18/2011	No	60464	Hospital SW*		X
239	LB	Palos Hospital	8/18/2011	No	60464	Hospital SW*		
240	MB	Daughter	8/18/2011	No	60453	Medical Website		
241	MF	Daughter	8/18/2011	No	60467	Palos Hospital	X	
242	MJA	Daughter-In-Law	8/18/2011	No	60452	WOM		
243	RK	Christ Hospital	8/18/2011	No	60453	Hospital SW*		X
244	SB	Edward Hospital	8/18/2011	No	60585	Hospital SW*		X
245	JM	Our Parents, Inc.	8/19/2011	No	60126	Hospital SW*		X
246	CO	Christ Hospital	8/20/2011	No	60445	Hospital SW*		X
247	AK	Our Parents, Inc.	8/21/2011	No	60491	Hospital SW*		X
248	BIS	Palos Hospital	8/21/2011	No	60448	Hospital SW*		X
249	AG	Hospital SW	8/22/2011	No		Hospital		
250	BS	Daughter	8/22/2011	No	60448	Hospital SW*		
251	CO	Hospital SW	8/22/2011	No	60445	Hospital SW*		
252	D	Sister	8/22/2011	No	60452	Live in Area		
253	MH	Daughter	8/22/2011	No		Past Inquiry		
254	MW	Niece	8/22/2011	No	60453	Fr. Moriarty		
255	P	Daughter	8/22/2011	No	60463	Live in Area		
256	SF	Niece	8/22/2011	No	60452	Hospital List		
257	DY	Daughter	8/23/2011	No	60491	Live in Area		

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

258	B	Grandson	8/24/2011	No	60453	Internet		
259	JH	Daughter	8/24/2011	No	60462	Internet		
260	M	Wife	8/24/2011	No	60491	Live in Area		
261	RG	Daughter	8/24/2011	No	60453	WOM		
262		Ruth - RN	8/24/2011	No		Marion Village	X	
263	CD	Daughter	8/25/2011	No	60423	Hospital SW*		
264	IL	Christ Hospital	8/25/2011	No	60652	Hospital SW*		X
265	IL	Hospital SW	8/25/2011	No	62794	Hospital SW*		
266	JR	Hospital SW	8/25/2011	No	60451	Hospital SW*		
267	JRB	Provena St. Joseph Med. Ctr.	8/25/2011	No	60451	Hospital SW*		X
268	WJ	Son-In-Law	8/25/2011	No	60426	Internet		
269	IS	Daughter	8/25/2011	No		Live in Area	X	
270	BJH	Hospital SW	8/26/2011	No	62629	Hospital SW*	X	
271	AG	Daughter	8/26/2011	No	60439	Hospital List	X	
272	B	Hospital SW	8/26/2011	No	60540	Hospital SW*		
273	BJH	St. John's Hospital	8/26/2011	No	62629	Hospital SW*		X
275	DL	Hospital SW	8/26/2011	No	60423	Present Family		
276	GD	Sister	8/26/2011	No	60455	Hospital SW*	X	
277	MA	Silver Cross Hospital	8/26/2011	No	60462	Hospital SW*		X
278	MAB	Daughter	8/26/2011	No	60501	Internet		
279	GD	Family Member	8/26/2011	No		Hospital	X	
280	GMH	Our Parents, Inc.	8/27/2011	No	60464	Hospital SW*		X
281	FMP	St. James Hospital	8/29/2011	No	60462	Hospital SW*		X
282	G	Daughter	8/29/2011	No	60491	Present Family		
283	H	Hospital SW	8/29/2011	No		Hospital SW*		
284	J	Wife	8/29/2011	No	60462	Physician		
285	JD	Son	8/29/2011	No	60477	Live in Area		
286	LV	Loyola Health Center	8/29/2011	No	60457	Hospital SW*		X
287	VG	Daughter-In-Law	8/29/2011	No	60463	WOM		
288	C	Niece	8/30/2011	No	60638	WOM		
289	JK	Hospital SW	8/30/2011	No	60451	Present Family		
290	JT	Son	8/30/2011	No	60439	In Area		
291	KV	Adventist Bolingbrook Hospital	8/30/2011	No	60526	Hospital SW*		X
291	LV	Hospital SW	8/30/2011	No	60457	Hospital SW*		
293	V	Daughter	8/30/2011	No	60431	Internet		
294	RI	Family Member	8/30/2011	No		List of SNF	X	
295	COO	Palos Hospital	8/31/2011	No	60445	Hospital SW*		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

296	GL	Provena St. Joseph Med. Ctr.	8/31/2011	No	60491	Hospital SW*		X
297	PH	Son	8/31/2011	No	60453	WOM		
298	L	Friend	9/1/2011	No	60457	WOM		
299	F	Christ Hospital SW	9/1/2011	No	60453	Hospital SW*		
300	DG	Daughter	9/1/2011	No	60462	Hospital SW*		
301	K	Daughter	9/1/2011	No	60462	Doctor		
302	WM	Daughter	9/1/2011	No	60632	WOM		
303	CH	Our Parents, Inc.	9/2/2011	No	60445	Hospital SW*		X
304	SZ	Grandson	9/2/2011	No			X	
305	FBK	Friend	9/2/2011	Yes	60462	WOM		
306	K	Daughter	9/2/2011	Yes	62565	WOM		
307	MN	Daughter	9/2/2011	Yes	60423	Past Family		
308	K	Daughter	9/2/2011	Yes	60462	WOM		
309	A	Daughter	9/2/2011	Yes	60459	WOM		
310	MH	Family Member	9/6/2011	No		Past Family	X	
311	DV	Son	9/6/2011	No	60403	Hospital		
312	D	Daughter	9/6/2011	No	60435	WOM		
314	DS	Son	9/6/2011	Yes	60467	WOM		
315	P	Daughter	9/6/2011	No	60439	Live in Area		
316	LP	Daughter	9/6/2011	Yes	60448	Live in Area		
317	VB	Daughter	9/6/2011	Yes	60487	Internet		
318	JBF	Christ Hospital	9/7/2011	No	60456	Hospital SW*		X
319	NT	Loyola Health Center	9/7/2011	No	60402	Hospital SW*		X
320	WK	Family Member	9/7/2011	No		Alvernia	X	
321	JA	Family Member	9/8/2011	No		Live in Area	X	
322	M	Hospital SW	9/8/2011	No	60141	Hospital SW*		
323	A	Sister	9/8/2011	No	60629	Internet		
324	G	Son	9/8/2011	No	60462	Live in Area		
325	NT	Hospital SW	9/8/2011	No	60402	Hospital		X
326	CU	Family Member	9/9/2011	No		Hospital	X	
327	D	Daughter	9/9/2011	No	60463	Live in Area		
328	CF	Christ Hospital	9/12/2011	No	60462	Hospital SW*		X
329	TK	Edward Hospital	9/12/2011	No	60540	Hospital SW*		X
340	RVM	Palos Hospital	9/13/2011	No	60467	Hospital SW*		X
341	D	Son	9/13/2011	No	60439	Lemont Center		
342	MG	Son	9/13/2011	No		Looking for SFA		
343	SZ	Christ Hospital	9/14/2011	No	60453	Hospital SW*		X

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

344	FM	Daughter	9/14/2011	No	60453	Hospital		
345	AR	Palos Hospital	9/15/2011	No	60467	Hospital SW*		X
346	AAM	Christ Hospital	9/16/2011	No	60459	Hospital SW*		X
347	JJR	Palos Hospital	9/16/2011	No	60487	Hospital SW*		X
348	OP	St. James Hospital	9/16/2011	No	60411	Hospital SW*		X
349	RAS	RML Speciality Hospital	9/16/2011	No	60445	Hospital SW*		X
350	ES	Advocate Good Samaritan Hosp.	9/17/2011	No	60517	Hospital SW*		X
351	VM	Christ Hospital	9/19/2011	No	60643	Hospital SW*		X
352	CK	Loyola Health Center	9/20/2011	No	60463	Hospital SW*		X
353	TC	Family Member	9/20/2011	No		WOM	X	
354	JW	Alexian Brothers Hospital	9/21/2011	No	60477	Hospital SW*		X
355	RC	Family Member	9/22/2011	No		Doctor	X	
356	JRD	Loyola Health Center	9/23/2011	No	60304	Hospital SW*		X
357	RB	St. James Hospital	9/23/2011	No	60422	Hospital SW*		X
358	EQ	Daughter	9/23/2011	No		Daughter	X	
359	JT	Hospital SW	9/23/2011	No				
360	BAG	Community Hospital	9/26/2011	No	60430	Hospital SW*		X
361	JP	Loyola Health Center	9/26/2011	No	60490	Hospital SW*		X
362	MK	Adventist Bolingbrook Hospital	9/26/2011	No	60440	Hospital SW*		X
363	AR	Family Member	9/27/2011	No		Hospital SW*	X	
364	GR	Christ Hospital	9/28/2011	No	60453	Hospital SW*		X
365	SP	Family Member	9/28/2011	No		Internet	X	
366	PBR	Palos Hospital	10/3/2011	No	60464	Hospital SW*		X
367	SD		10/3/2011	No	60462			
368	J	Hospital SW	10/3/2011	No	61364	Hospital		
369	HS	Hospital SW	10/3/2011	No	60441			
370	GAR	St. James Hospital	10/4/2011	No	60448	Hospital SW*		X
371	MM	Grandson	10/4/2011	No		WOM	X	
372	PE	Christ Hospital	10/5/2011	No	60453	Hospital SW*		X
373	RB	St. James Hospital	10/5/2011	No	60417	Hospital SW*		X
374	MK	Rush University Medical Center	10/6/2011	No	60440	Hospital SW*		X
375	IP	Palos Hospital	10/7/2011	No	60491	Hospital SW*		X
376	MBW	Weiss Memorial Hospital	10/7/2011	No	60465	Hospital SW*		X
377	WWC	South Suburban Hospital	10/7/2011	No	60477	Hospital SW*		X
378	RB	St. James Hospice House	10/10/2011	No	60417	Hospital SW*		X
379	C	Daughter	10/10/2011	No		Waiting List		
380	ML	Daughter	10/10/2011	Yes	60462	Hospital Hospice	X	

* "Hospital SW" denotes "Hospital Social Worker".

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Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

381	MB	Daughter	10/10/2011	Yes	60462	Word of Mouth	X	
382	WPB	Park Villa	10/11/2011	No	60477	Hospital SW*		X
383	SD	Daughter	10/11/2011	No	60441	Alvernia		
384	FT	Palos Hospital	10/12/2011	No	60477	Hospital SW*		X
385	YRW	Loyola Health Center	10/12/2011	No	60440	Hospital SW*		X
386	JM		10/12/2011	No	Chicago			
387	IS	Self	10/12/2011	No	California	Prior Resident		
388	RIOC	Hospital SW	10/12/2011	No				
389	K		10/12/2011	No				
390	RAB	Palos Hospital	10/13/2011	No	60453	Hospital SW*		X
391	JJO	Palos Hospital	10/14/2011	No	60463	Hospital SW*		X
392	LRB	Palos Hospital	10/14/2011	No	60464	Hospital SW*		X
393	JO		10/17/2011	Yes	Palos Hts	Live in Area		
394	BM	Holy Cross	10/18/2011	No	60632	Hospital SW*		X
395	VB	Christ Hospital	10/18/2011	No	60453	Hospital SW*		X
396	P	Sister	10/18/2011	No	Lemont	Live in Area		
397	HMM	Palos Hospital	10/19/2011	No	60464	Hospital SW*		X
398	MW	Christ Hospital	10/19/2011	No	60453	Hospital SW*		X
399	P	Hospital SW	10/19/2011	No	60464	St. Francis		
400	R	Hospital SW	10/19/2011	No				
401	L	Niece	10/19/2011	No	60439	Alvernia		
402	AV	Nephew	10/20/2011	No	60462	Lexington		X
403	AK	Daughter	10/21/2011	No	60464	Hospital		X
404	KH	Family Member	10/22/2011	No	60448	Hospital		X
405	DG	Daughter	10/24/2011	No	60464	Our Parents		X
406	JS	Family Member	10/24/2011	No	60440	Hospital		X
407	HM	Family Member	10/25/2011	No		Hospital	X	
408	HM	Self	10/26/2011	No	60430	Hospital		X
409	EA	Self	10/26/2011	No	60445	Metro South		X
410	BJM	Daughter	10/26/2011	No	60448	Hospital		X
411	MMK	Son	10/27/2011	No	60430	Hospital		X
412	DG	Family Member	10/28/2011	No		WOM	X	
413	JCO	Son	10/30/2011	No	60462	Palos Hospital		X
414	AT	Family Member	10/31/2011	No		WOM	X	
415	HN	Family Member	10/31/2011	No		Passed By	X	
416	KW	Spouse	11/1/2011	No	60439	Advocate Christ		X
417	AB	Son	11/2/2011	No		Live in Area		

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* "Hospital SW" denotes "Hospital Social Worker".

Holy Family Villa
Resident Admission Inquiries
(Period August 18, 2011 to October 31, 2011)

418	RMI	Daughter	11/2/2011	No	60448	Hospital		X
419	AI	Daughter	11/4/2011	No	60463	Priest		
420	AI	Son	11/4/2011	No	60463	Palos Hospital		X
421	AC	Son	11/4/2011	No	60439	Former Employee		
422	WB	Daughter	11/4/2011	No		Doctor	X	
423	VR	Family Member	11/4/2011	No	60439	Hospital SW*	X	

000125

ATTACHMENT-28

* "Hospital SW" denotes "Hospital Social Worker".

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1110.1730(f)
CATEGORY OF SERVICE MODERNIZATION

The "modernization" involved in the Project relates solely to the attachment of the 30-bed addition to the existing facility and involves only the relocation of the spaces (on-site chapel, physical therapy, hair salon and laundry) which abut the walls of the exiting facility where the new addition will be attached. The Project does not involve the "Modernization" category of service as contemplated by the Review Board rules.

Therefore, Sections 1110.1730(f)(1), (2), (3) and (4) of the Review Board rules do not apply to the Project.

Holy Family Villa

12220 S. Will-Cook Road Palos Park, IL 60464 (630) 257-2291

November 7, 2011

Ms. Courtney Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa – Staffing Review Criteria

Dear. Ms. Avery:

As the Administrator for Holy Family Villa, I have analyzed our staffing needs that would be associated with our proposal to add an additional 30 beds to our existing facility. I have also reviewed staffing requirements in the context of your Section 1110.1730 review criterion.

Our Holy Family Villa home currently employs approximately 125 employees. In our planning for a proposed 30-bed addition we have prepared our required additional staffing projections. The attached chart shows both our current staffing levels and the additional staffing that we project with the addition.

Our facility is considered a desirable place to work. We currently have over 177 applications on file for employment for all positions. I further certify that the number of applications on file exceed the projected number for each position listed on the attached chart.

Sincerely,

Roberta Magurany
Administrator

The CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

9779452.1

Staffing for Proposed
Holy Family Villa
Expansion 2011
FTE's

Position Classification	Current Staffing 99 Beds	Proposed additional 30 Beds	Applications On File
Director of Nursing	1		
Assistant Director of Nursing		1	
Rehabilitation Nurse (RN)	1	.5	24
Registered Nurse	5.5	2	
Resident Care Plan Coordinator/MDS (RN)	1	.8	
Licensed Practical Nurse	7	3	18
Certified Nursing Assistant	33	11.5	40
Physical Rehabilitation Assistants			
Occupational Rehabilitation Assistants			
Recreation Director	1		
Recreation Assistants	3.75	1.25	8
Social Worker	1.8		
Dietary	12.25	4.25	38
Housekeeping	11.5	4.25	13
Laundry	5	1.4	6
Maintenance	6	1.4	15
Administrator	1		
Assistant Administrator	1		
Admission Coordinator		1	
Alzheimer Neighborhood Director			
Bookkeeper	1	.6	
Secretary	1		
Ward Clerk			15
Medical Records Clerk	1.5	1	
Ancillary/Support Staff	4		
TOTAL	99.30	34	177

ATTACHMENT-28

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1110.1730(h)
PERFORMANCE REQUIREMENTS-FACILITY SIZE

In satisfaction of Section 1110.1730(h) of the Review Board rules, the maximum size of the facility after completion of the proposed Project will be 129 beds.

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1110.1730(i)
COMMUNITY RELATED FUNCTIONS

Attached hereto are various community support letters in connection with the Project and in satisfaction of Section 1110.1730(i) of the Review Board rules.

JOHN F. MAHONEY
Mayor

KENT OLIVEN
Accounts and Finances

NICOLE MILOVICH-WALTERS
Public Works and Streets, Recreation

Village of Palos Park

"Service to Our Residents and Dedication to the Preservation of Palos Park"

DAN POLK
Public Health and Safety

G. DARRYL REED
Building and Public Property

MARIE ARRIGONI
Village Clerk

RICHARD B. BOEHM
Village Manager

November 21, 2011

Mrs. Roberta Magurany
Administrator
Holy Family Villa
12220 South Will Cook Road
Palos Park, IL 60464

Re: Holy Family Villa Support for Certificate

Dear Mrs. Magurany:

I wish to offer to you my support for Holy Family Villa's application for a Certificate of Need (CON) to add thirty additional beds.

Holy Family Villa has served our community well for many years. Your high quality is exemplified by your "5-Star" rating from CMS. I am not surprised that more people wish to be in your facility than you can accommodate. I understand why you consistently operate at essentially full capacity and with a lengthy waiting list.

The care you provide to all, including those with limited financial means, exemplifies the mission you and Catholic Charities fulfill. Your faith-based focused care is particularly necessary for many of the catholic faith; who deeply appreciate the opportunity to continue to exercise their religious faith when the need arises.

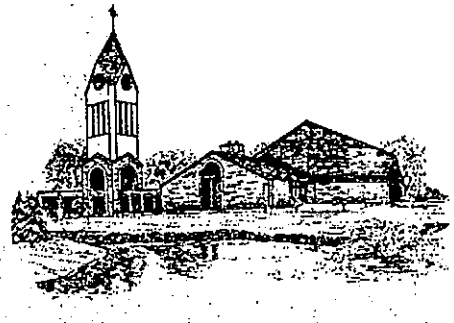
I congratulate you and Catholic Charities for your services to our community and fully support your plans to add an additional 30 beds to your facility.

Very truly yours,

John F. Mahoney
Mayor

JFM/sk
Cc: Mr. Dale Galassi
Mr. John Ryan

8999 West 123rd Street, Palos Park, IL 60464 / (708) 448-2700 FAX: (708) 448-9542
www.palospark.org info@palospark.org



Sacred Heart Parish

8245 West 111th Street
Palos Hills, Illinois 60465-2292
Phone 708-974-3336 Fax 708-974-3556

November 21, 2011

Mrs. Roberta Magurany, Administrator

Holy Family Villa

12220 South Will-Cook Road

Palos Park, Illinois 60464

Dear Mrs. Magurany,

This letter is to add my support to the efforts to seek expansion of the long term facility at Holy Family Villa. With people living so much longer it is important that those with fewer family resources be able to find an adequate home for their later years. We have heard of parishioners and neighbors whose needs have been put on hold at times because of the limits the current facility has. Since it is a pastoral concern that my parishioners be able to have their faith needs accommodated along with their health care, Holy Family Villa is a great resource, and an expanded facility would be all the greater.

I therefore encourage the Illinois Health Facilities and Services Review Board to approve your Certificate of Need to expand Holy Family Villa.

I wish you continued success in this ministry to our aging and infirmed brothers and sisters. Please advise if I can be of further assistance in this importance effort for our community.

Sincerely,

Rev. Patrick M. Tucker

Reverend Patrick M. Tucker, Pastor

Cc: Mr. Dale Galassie

Rev. Msgr. Michael M. Boland

November ___, 2011

Mrs. Roberta Magurany
Administrator
Holy Family Villa
12220 South Will Cook Road
Palos Park, IL 60464

Re: Holy Family Villa Certificate of Need Support

Dear Mrs. Magurany:

I wish to offer to you our support for Holy Family Villa's application for a Certificate of Need (CON) to expand its capacity for long-term care.

Over the years a number of the members of our Parish have desired to make Holy Family Villa their home in retirement. Unfortunately, the facility is often full with a lengthy waiting list for admission. I hope that your plans to add another 30 beds will help alleviate the access issues to your facility.

Holy Family Villa provides a unique environment for our parishioners. While every resident, regardless of denomination, can appreciate the excellent quality of care, those who hold their religious beliefs closely have particular appreciation for your facility. The emphasis on a faith-based environment at Holy Family influences the overall care at the facility. The opportunities for daily Mass is very important to many who find comfort in the expression of faith in their retirement home.

I encourage the Illinois Health Facilities and Services Review Board to approve your CON to expand Holy Family Villa.

I hope that with this modest expansion Holy Family will be better able to provide care to those persons unable to presently gain admission.

Very truly yours,

Rev. Edward T. Myston, Pastor

S. Francis of Assisi Parish
Orland Park, IL

cc: Mr. Dale Galassie
Rev. Msgr. Michael M. Boland

ATTACHMENT-28

SCHOOL SISTERS of ST. FRANCIS
of CHRIST the KING

13900 MAIN STREET
LEMONT, ILLINOIS 60439-9736

November 25, 2011

Mrs. Roberta Magurany
Administrator
Holy Family Villa
12220 South Will Cook Road
Palos Park, IL 60464

Re: Holy Family Villa Certificate of Need Support

Dear Mrs. Magurany,

I wish to offer you our support for Holy Family Villa's application for a Certificate of Need (CON) to expand the capacity of the facility for long-term care.

Over the years I am aware of many local Catholics who have desired to make Holy Family their home in retirement. However, the facility is often filled to capacity and the waiting list for admission is often quite long. It is our hope that your plans to add an additional 30 beds will help to alleviate this access issue for those who would like to reside at your facility.

I know that Holy Family provides a unique environment for those who have come to live there. While every resident, regardless of his or her religious denomination, is well cared for there, your facility is of special interest for those whose religious beliefs are held in the Catholic tradition. In addition this emphasis on providing a faith-based environment at Holy Family influences the overall care offered at your facility. Further, the opportunity for daily Mass is very important for many who find comfort and strength in the expression of their faith in the actual retirement home.

For these reasons, I encourage the Illinois Health Facilities and Services Review Board to approve your CON so that you can expand Holy Family Villa. I believe that with this modest expansion, Holy Family will be better able to provide care to those persons who are currently unable to gain admission.

Sincerely,

Sister Therese Ann Quigney

Sister Therese Ann Quigney, SSFCR
Provincial Superior

PRINTED WITH SOY INK
RECYCLED PAPER

12220 S. Will-Cook Road Palos Park, IL 60464 (630) 257-2291

January 9, 2012

Ms. Courtney R. Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa Permit Application - Assurances

Dear Ms. Avery:

In compliance with Section 1110.1730(k) of the Review Board Rules, Holy Family Villa, as operator of the Project, hereby attests that, to our understanding, by the second year of operation after the Project completion, Holy Family Villa will achieve and maintain the occupancy standards specified in 77 Ill. Adm. Code 1100 for the general long term care category of service.

Sincerely,

Holy Family Villa

Roberta Magurany
Administrator

Notarization:

Subscribed and sworn to before me
this 9 day of January, 2012

Signature of Notary Public

Seal

OFFICIAL SEAL
KATHERINE M GRABEN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:11/19/12

The CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

The CATHOLIC CHARITIES
OF THE ARCHDIOCESE OF CHICAGO

January 9, 2012

Ms. Courtney Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa Permit Application – Section 1120.120 Availability of Funds

Dear Ms. Avery:

In compliance with Section 1120.120 of the Review Board Rules, we provide documentation that sufficient financial resources are available to pay the total estimated Project costs and related costs from cash and cash equivalents and investments.

We make special note that this Project is possible because of the very generous bequest of Mrs. Marie A. Quinlan to the Catholic Charities of the Archdiocese of Chicago. Her $6,000,000 bequest was intended to create lasting ministry to seniors and funds a major part of this Project.

I draw your attention to the Combined Statements of Financial Position on page 2 of the attached audited financial statements as of and for the year ended June 30, 2011. This statement shows funds are available within the Cash and Cash Equivalents and Investments lines. These financial statements show Cash and Cash Equivalents of approximately $16,340,625 and Investments of $61,213,258. The Investments include the $6,000,000 from Mrs. Quinlan's bequest, as well as approximately $30,000,000 of unrestricted funds that are subject to designation by the Board of Directors.

Sincerely,

John Veldman
Director of Budget Planning and Analysis Finance
Catholic Charities of the Archdiocese of Chicago

CATHOLIC CHARITIES *of the* ARCHDIOCESE *of* CHICAGO
Saint Vincent Center
721 North LaSalle Street, Chicago, Illinois 60654
Telephone 312.655.7000 TDD 312.236.2800 Facsimile 312.654.0849
www.catholiccharities.net

ATTACHMENT-39

Holy Family Villa

Financial Statements and Supplementary Information

June 30, 2010 and 2009

Holy Family Villa
June 30, 2010 and 2009

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Statements of Financial Position	2-3
Statements of Activities	4
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To the Board of Directors
Holy Family Villa

Accountant's Compilation Report

We have compiled the accompanying statements of financial position of Holy Family Villa as of June 30, 2010 and 2009 and the related statements of activities and cash flows for the years then ended, and the accompanying supplementary information which is presented only for supplementary analysis purposes, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting, in the form of financial statements and supplementary schedules, information that is the representation of management. We have not audited or reviewed the accompanying financial statements and supplementary schedules, and accordingly, do not express an opinion or any other form of assurance on them.

Frost, Ruttenberg & Rothblatt, P.C.

April 8, 2011

ATTACHMENT-39

Frost, Ruttenberg & Rothblatt, P.C. | *111 S. Pfingsten Road, Suite 300 • Deerfield, IL 60015 • 847-236-1111 • www.frronline.com*

Financial Statements

ATTACHMENT-39

Holy Family Villa
Statements of Financial Position
June 30, 2010 and 2009

	2010	2009
Assets		
Current Assets		
Cash	$ 0	$ 229,339
Accounts Receivable (Less Allowance for Doubtful Accounts of $12,613 for 2010 and $119,056 for 2009	1,024,118	2,075,973
Resident Trust Fund Deposits	18,692	18,167
Due From Catholic Charities	773,913	0
Total Current Assets	**1,816,723**	**2,323,479**
Property and Equipment		
Building and Equipment	9,938,574	9,748,667
Less: Accumulated Depreciation	(3,039,396)	(2,779,197)
Net Property and Equipment	**6,899,178**	**6,969,471**
Other Assets		
Investments - At Market	56,682	56,248
Construction in Progress	0	12,159
Total Other Assets	**56,682**	**68,408**
Total Assets	**$ 8,772,583**	**$ 9,361,357**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Financial Position
June 30, 2010 and 2009

	2010	2009
Liabilities and Net Assets		
Current Liabilities		
Bank Overdraft	$ 3,362	$ 0
Accounts Payable	122,622	140,252
Accrued Expenses	65,842	30,017
Accrued Compensation and Benefits	225,736	227,295
Accrued Payroll Taxes	49,085	32,124
Resident Deposits	210,192	214,969
Due to Catholic Charities	0	1,008,141
Current Maturities of Long-Term Debt	216,182	216,182
Total Current Liabilities	**893,022**	**1,868,980**
Long-Term Liabilities		
Long-Term Debt - Net of Current Portion	3,458,904	3,675,086
Total Long - Term Liabilities	**3,458,904**	**3,675,086**
Total Liabilities	**4,351,926**	**5,544,066**
Net Assets - Unrestricted	**4,420,658**	**3,817,292**
Total Liabilities and Net Assets	**$ 8,772,583**	**$ 9,361,357**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

ATTACHMENT-39

Holy Family Villa
Statements of Activities
For the Years Ended June 30, 2010 and 2009

	2010	2009
Revenues and Support		
Revenues		
Room and Board		
Private Pay	$ 3,946,119	$ 4,453,196
Public Aid	3,742,197	3,381,593
Medicare	1,716,165	1,577,450
Less: Contractual Allowances	(1,858,857)	(1,715,294)
Total Room and Board	**7,545,624**	**7,696,945**
Services and Medical Care	47,829	22,925
Other Revenues (Net)	731	51,398
Total Revenues	**7,594,185**	**7,771,268**
Support		
Contributions	94,026	8,481
Fundraising Event Proceeds (Net of Expenses of $16,003)	104,357	0
Realized Gain (Loss) on Investment	(11,694)	0
Unrealized Gain (Loss) on Investment	(4,704)	(16,940)
Interest Income	2,600	4,718
Total Support	**184,585**	**(3,741)**
Total Revenues and Support	**7,778,770**	**7,767,527**
Operating Expenses	7,171,838	6,585,021
Change in Net Assets Before Other Expenses	**606,931**	**1,182,506**
Other Expenses - (Note 7)	3,565	74,634
Change in Net Assets	**603,366**	**1,107,873**
Beginning Net Assets - Unrestricted	3,817,292	2,709,419
Ending Net Assets - Unrestricted	**$ 4,420,658**	**$ 3,817,292**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Cash Flows
For the Years Ended June 30, 2010 and 2009

	2010	2009
Cash Flows From Operating Activities		
Change in Net Assets	**$ 603,366**	**$ 1,107,873**
Adjustments to Reconcile Changes in Net Assets to Cash Provided By (Used In) Operating Activities		
Depreciation	260,199	265,123
Unrealized (Gain) Loss on Investments	4,704	16,940
Realized (Gain) Loss on Investments	11,694	0
Bad Debts	168,860	30,947
(Increase) Decrease in Assets		
Accounts Receivable	882,995	(488,381)
Prepaid Expenses and Other Current Assets	(525)	(16,214)
Increase (Decrease) in Liabilities		
Accounts Payable	(17,630)	(6,175)
Accrued Expenses	35,827	(10,108)
Accrued Compensation, Benefits, and Payroll Taxes	15,402	144,322
Resident Deposits	(4,778)	(55,215)
Total Adjustments	**1,356,748**	**(118,761)**
Net Cash Provided By (Used In) Operating Activities	**1,960,114**	**989,112**
Cash Flows From Investing Activities		
Purchases of Property and Equipment	(177,747)	(63,944)
Expenditures on Construction in Progress	0	(12,159)
Payments for Acquisition of Investments - Net	(16,832)	(2,559)
Net Cash Provided By (Used In) Investing Activities	**(194,579)**	**(78,662)**
Cash Flows From Financing Activities		
Increase (Decrease) Due to Catholic Charities - Net	(1,782,054)	(501,288)
Payments on Long-Term Debt	(216,182)	(216,182)
Increase in Bank Overdraft	3,362	0
Net Cash Provided By (Used In) Financing Activities	**(1,994,874)**	**(717,470)**
Net Increase (Decrease) in Cash	**(229,339)**	**192,980**
Cash - Beginning of Year	229,339	36,359
Cash - End of Year	**$ 0**	**$ 229,339**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

ATTACHMENT-39

Holy Family Villa
Notes to Financial Statements
June 30, 2010 and 2009

Note (1) Summary of Significant Accounting Policies

A. Business

Holy Family Villa (the "Organization") is a not-for-profit organization located in Palos Park, Illinois. The Organization is owned by the Archdiocese of Chicago and is managed and operated by Catholic Charities, both related entities. The Organization operates a long-term care facility, which is licensed annually by the Illinois Department of Public Health ("IDPH") to operate 99 beds, all of which are licensed for skilled nursing care. In addition, the Organization has been certified by the Centers for Medicare and Medicaid Services ("CMS") to use all 99 beds for Medicare. The annual inspection for the Medicare beds is performed by IDPH.

B. Accounting Standards Codification

In June 2009, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards No. 168, "The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles - a replacement of FASB Statement No. 162". This standard establishes the FASB Standards Accounting Codification ("Codification") as the source of authoritative accounting principles generally accepted in the United States of America ("U.S. GAAP") recognized by the FASB to be applied to nongovernmental entities. The Codification supercedes all of the existing accounting and reporting standards, but is not intended to change or alter existing U.S. GAAP. The Codification changes the references of financial standards within the Organization's financial statements. All references made to U.S. GAAP use the new Accounting Standards Codification ("ASC") and the codification numbering system prescribed by the FASB. For ease of transition, the former references of referring to the specific accounting principles will be shown parenthetically.

C. Fund Accounting

The accounts of the Organization are maintained in accordance with the principles of fund accounting, whereby resources are classified for accounting and reporting purposes into net assets established according to their nature and purposes.

The assets, liabilities and net assets of the Organization are as follows:

Unrestricted Net Assets - Represents the portion of expendable funds that is available for the daily operations of the Organization.

Contributions restricted by a donor are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the contributions are recognized.

Note (1) Summary of Significant Accounting Policies - Continued

D. Revenue Recognition

Revenue and the related accounts receivable is recognized for each day a resident resides in the facility. The amounts are based on a reimbursement methodology determined by the rules and regulations of the applicable third-party payor or by the facility for private pay residents. The third-party payor rules and regulations and required record keeping and documentation requirements are complex and noncompliance may result in delay, adjustment or loss of revenue.

A significant portion of the Organization's revenue is based on the rules of the following third-party payors:

Healthcare and Family Services (HFS) - the Medicaid program - A daily rate, which may be recalculated on a quarterly basis, is established utilizing three components - capital, support and nursing services. The Organization's daily rate ranged from $130.18 to $133.06 for the year ended June 30, 2010 and $125.43 to $130.93 for the year ended June 30, 2009. The capital and support rates are based on the annual cost report filings in accordance with HFS policy. The nursing component of the rate is determined by resident clinical documentation that is derived using mandated software and may increase or decrease on a quarterly basis. Amounts billed under the Medicaid program can take 60 to 120 days or more for collection. The amounts paid are subject to audit and are reviewed on a retroactive basis. The Organization's new Medicaid rate is $132.70 effective July 1, 2010, $133.71 effective October 1, 2010, and $137.72 effective January 1, 2011.

Centers for Medicare and Medicaid Services (CMS) - The Medicare program uses a Prospective Payment System (PPS) which is based upon the RUGS (Resource Utilization Groups) III System through September 30, 2010. Effective October 1, 2010, reimbursement is based on the RUGS IV system. The RUG category, and therefore the amount of the revenue, is determined by resident clinical documentation and level of care information that is derived using mandated software. The amounts paid are subject to post payment medical review and may be adjusted retroactively normally for a period of one to two years. Each RUG category is assigned a geographically adjusted federal reimbursement rate.

Estimates are made to provide for uncollectible amounts billed and for adjustments made by the above third-party payors, however, these estimates are subject to revision and the resulting change may be significant. The reserve for amounts which may not be collected is $12,613 and $119,056 as of June 30, 2010 and 2009, respectively.

Note (1) Summary of Significant Accounting Policies - Continued

E. Cash Flows

Cash equivalents are all highly liquid investments with a maturity of three months or less when purchased.

Cash flows from operating activities reflect payments of $12,356 and $74,480 for interest for the years ended June 30, 2010 and 2009, respectively.

F. Income Taxes

The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. In addition, the Organization has been determined by the Internal Revenue Service not to be a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code. Therefore, the Organization has made no provision for income taxes in the accompanying financial statements.

The Organization's adoption of the Income Tax Topic (formerly, FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes - An Interpretation of FASB Statement No. 109") on July 1, 2008 had no effect on its financial position as management believes the Organization has no material unrecognized income tax positions. The Organization accounts for any potential interest or penalties related to possible future liabilities for unrecognized income tax benefits as appropriate. The Organization is no longer subject to examination by tax authorities for federal, state or local income taxes for periods before 2006.

G. Advertising

The Organization expenses advertising costs as they are incurred. For the years ended June 30, 2010 and 2009, amounts expensed for advertising were $11,412 and $10,533, respectively.

H. Cash Balances in Excess of Insured Amounts

The Organization may, at times, maintain cash and securities in amounts that exceed insured limits. The Organization has not experienced any losses due to these limits.

Note (1) Summary of Significant Accounting Policies - Continued

I. Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis as follows:

	2010	2009
Program Services	$ 5,756,969	$ 5,351,992
Administrative and Support	1,414,869	1,233,029
Total	**$ 7,171,838**	**$ 6,585,021**

J. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. While actual results may differ from those estimates, management does not expect the differences, if any, to have a material effect on the financial statements.

K. Employee Benefit Plan

Lay employees of the Organization are participants in the noncontributory pension plan of the Archdiocese of Chicago, which covers substantially all eligible employees of the Archdiocese and agencies under its direct control. Pension expense for the Organization for the years ended June 30, 2010 and 2009, was $231,983 and $134,098, respectively.

L. Reclassifications

Certain reclassifications have been made to the 2009 financial statements to conform with the 2010 presentation.

M. Fair Value Measurements

Effective January 1, 2009, the Organization completed its adoption of the fair value measurements and disclosures topic (formerly, FAS No. 157, "Fair Value Measurements"). This topic defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. It does not require any new fair value measurements, but may require some entities to change their measurement practices.

Note (2) Investments and Fair Value Measurements

The fair value measurements and disclosures topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It describes three approaches to measuring the fair value of assets and liabilities: 1) the market approach, 2) the income approach and 3) the cost approach. Each of these approaches include multiple valuation techniques. It does not prescribe which valuation technique should be used when measuring fair value, but does establish a fair value hierarchy that prioritizes the inputs used in applying the various techniques. Inputs broadly refer to the assumptions that market participants use to make pricing decisions, including assumption about risk. Level 1 inputs are given the highest priority in the hierarchy while Level 3 inputs are given the lowest priority. Assets and liabilities carried at fair value are classified in one of the following three categories based upon the nature of the inputs to the valuation technique used:

Level 1 - Observable inputs that reflect unadjusted quoted prices for identical assets or liabilities in active markets as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable market-based inputs or unobservable inputs that are corroborated by market data.

Level 3 - Unobservable inputs that are not corroborated by market data. These inputs reflect management's best estimate of fair value using its own assumptions about the assumptions a market participant would use in pricing the asset or liability.

At June 30, 2010 and 2009, investments, the Organization's only financial assets that were accounted for at fair value on a recurring basis, using solely Level 1 inputs, consist of common stock in the amounts of $56,682 and $56,248, respectively.

The fair value of the Organization's marketable securities is based on readily available quoted market prices. Therefore, they are classified as a Level 1 asset.

Holy Family Villa
Notes to Financial Statements
June 30, 2010 and 2009

Note (3) Property and Equipment

Property and equipment are recorded at cost if purchased or fair value if contributed. The land is owned by the Catholic Bishop of Chicago and leased to Catholic Charities, both related entities. The cost of the land is not recorded on the Organization's records. Depreciation expense was $260,199 and $265,123 for 2010 and 2009, respectively. Depreciation is computed using the straight-line method over the estimated useful lives as follows:

	Estimated Useful Life In Years	2010	2009
Building and Improvements	5-40	$ 8,846,424	$ 8,695,973
Equipment and Furnishings	5-10	997,325	957,870
Transportation Equipment	5	94,825	94,825
Total Cost		**9,938,574**	**9,748,667**
Less: Accumulated Depreciation		(3,039,396)	(2,779,197)
Net Property and Equipment		**$ 6,899,178**	**$ 6,969,471**

The Organization placed $12,159 of property and equipment into service during the year ended June 30, 2010 which was classified as construction in progress at June 30, 2009 and treated as noncash for purposes of the statement of cash flows.

The Organization reviews the recoverability of long-lived assets when circumstances indicate that the carrying amount may not be recoverable (formerly, FAS No. 144, "Accounting for Impairment or Disposal of Long Lived Assets"). The carrying amount of assets held and used is generally not recoverable if it exceeds the undiscounted sum of cash flows expected to result from the use and eventual disposition of the asset, or for assets held for sale if it exceeds market value. If the Organization identifies impairment for the long lived assets to be held and used, the Organization compares the assets' current carrying value to the assets' fair value. Fair value is based on current market values or discounted future cash flows. The Organization records impairment when the carrying value exceeds fair market value. There were no impairment indicators during the years ended June 30, 2010 and 2009.

Note (4) Resident Deposits

Upon admission, the Organization requires the private pay residents to pay a security deposit equal to approximately one month's room and board charges. When the resident is discharged, 75-85% of the security deposit is refunded to the resident and the remaining balance is recognized as income.

Holy Family Villa
Notes to Financial Statements
June 30, 2010 and 2009

Note (5) Long-Term Debt

The long-term debt of the Organization consists of the following:

	2010	2009
Catholic Charities Housing Development Corp. a related entity, variable interest rate, monthly interest payments through January 1, 2028, annual principal due each January through 2028	$ 3,675,086	$ 3,891,268
Subtotal	**3,675,086**	**3,891,268**
Less: Current Maturities	(216,182)	(216,182)
Total Long-Term Debt	**$ 3,458,904**	**$ 3,675,086**

The Catholic Charities Housing Development Corp. debt represents the Organization's share of Bonds issued in 2002. The bonds are secured by essentially all of the Organization's assets. The interest rate varies weekly as defined in the master trust indenture. The average rate paid for the years ended June 30, 2010 and 2009 was 0.33% and 1.85% respectively.

Maturities of long-term debt due over the next five years and thereafter are as follows:

2011	$ 216,182
2012	216,182
2013	216,182
2014	216,182
2015	216,182
Thereafter	2,594,176
Total	**3,675,086**
Less: Current Portion	(216,182)
Total Long-Term Debt	**$ 3,458,904**

Interest expense on these bonds was $12,356 and $74,480 for the years ended June 30, 2010 and 2009, respectively.

See Accountant's Compilation Report.

Holy Family Villa
Notes to Financial Statements
June 30, 2010 and 2009

Note (6) Related Party Transactions

During the years ended June 30, 2010 and 2009, the Organization incurred approximately $527,000 and $484,000 of management fees from Catholic Charities for various operating and administrative expenses.

As of June 30, 2010, the Organization had a receivable from Catholic Charities in the amount of $773,913. As of June 30, 2009, the Organization had a liability to Catholic Charities in the amount of $1,008,141. The receivable and liability are short-term, unsecured, noninterest-bearing and due on demand. They represent short-term lending and borrowing for working capital.

Note (7) Other Expenses

During 2006, the Organization's related entity, the Catholic Bishop of Chicago, entered into an annexation agreement with the Village of Palos Park enabling the Village to build a water pumping station on a portion of the Organization's land in exchange for improved water service, rezoning, and a Palos Park address. The Organization is responsible for a portion of the costs related to the completion of the water pumping station. For the years ended June 30, 2010 and 2009, the Organization has incurred $3,565 and $74,634, respectively in expense for the water pumping station. In addition, the annexation agreement contains provisions, if exercised, that could result in land easements being given and additional water/sewer development costs.

Note (8) Subsequent Events

The Organization has adopted the subsequent events topic (formerly, FAS No. 165, "Subsequent Events"). This topic establishes principles and requirements for identifying, recognizing, and disclosing subsequent events. It also requires that an entity identify the type of subsequent event as either recognized or unrecognized, and disclose the date through which the entity has evaluated subsequent events. The Organization evaluated all significant events or transactions that occurred through April 8, 2011, the date these financial statements were available to be issued. During this period, the Organization did not have any material recognizable subsequent events.

See Accountant's Compilation Report.

Supplementary Information

Holy Family Villa
Schedules of Operating Expenses
For the Years Ended June 30, 2010 and 2009

	2010	2009
Services to Residents		
Salaries and Wages		
Nursing and Nurse Registry	$ 1,748,790	$ 1,732,725
Housekeeping	180,496	166,841
Maintenance	173,345	161,885
Laundry	98,567	92,250
Dietary	297,278	284,204
Activities and Social Services	229,165	195,965
Subtotal	**2,727,640**	**2,633,869**
Payroll Taxes	233,981	227,388
Food Purchases	267,741	317,707
Supplies	284,092	266,406
Utilities	135,901	214,023
Site Development Fees and Contract Services	236,383	220,795
Insurance Expense	111,266	119,863
Maintenance and Repairs	84,445	59,648
Medicare Ancillary Expense	626,110	549,251
Resident Activities	28,361	17,711
Total Services to Residents Before Depreciation	**4,735,920**	**4,626,661**
Depreciation Expense	260,199	265,123
Total Services to Residents	**4,996,119**	**4,891,784**
Administrative Expenses		
Salaries and Wages	381,623	290,876
Payroll Taxes	33,806	42,366
Retirement Plan and Employee Benefits	780,569	503,635
Professional Fees and Contract Services	128,377	147,594
Telephone	30,540	29,921
Advertising and Public Relations	11,412	10,533
Management Fees	527,213	483,890
Office Supplies and Postage	25,944	22,478
Automobile	14,550	17,239
Dues and Subscriptions	14,544	10,991
Travel, Education and Seminars	14,609	11,228
Bad Debt	168,860	30,947
Miscellaneous	31,316	17,059
Interest Expense	12,356	74,480
Total Administrative Expenses	**2,175,719**	**1,693,237**
Total Operating Expenses	**$ 7,171,838**	**$ 6,585,021**

See Accountant's Compilation Report.

ATTACHMENT-39

Holy Family Villa

Financial Statements and Supplementary Information

June 30, 2009 and 2008

ATTACHMENT-39

Holy Family Villa
June 30, 2009 and 2008

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To the Board of Directors
Holy Family Villa

Accountant's Compilation Report

We have compiled the accompanying statements of financial position of Holy Family Villa as of June 30, 2009 and 2008 and the related statements of activities and cash flows for the years then ended, and the accompanying supplementary information which is presented only for supplementary analysis purposes, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting, in the form of financial statements and supplementary schedules, information that is the representation of management. We have not audited or reviewed the accompanying financial statements and supplementary schedules, and accordingly, do not express an opinion or any other form of assurance on them.

Frost, Ruttenberg & Rothblatt, P.C.

April 8, 2010

Frost, Ruttenberg & Rothblatt, P.C. | *111 S. Pfingsten Road, Suite 300 • Deerfield, IL 60015 • 847-236-1111 • www.frronline.com*

Financial Statements

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Holy Family Villa
Statements of Financial Position
June 30, 2009 and 2008

	2009	2008
Assets		
Current Assets		
Cash	$ 229,339	$ 36,359
Accounts Receivable (Less Allowance for Doubtful Accounts of $119,056 for 2009 and $323,852 for 2008)	2,075,973	1,618,539
Prepaid Expenses	0	1,953
Resident Trust Fund Deposits	18,167	0
Total Current Assets	**2,323,479**	**1,656,850**
Property and Equipment		
Building and Equipment	9,748,667	9,684,724
Less: Accumulated Depreciation	(2,779,197)	(2,514,073)
Net Property and Equipment	**6,969,471**	**7,170,650**
Other Assets		
Investments - At Market	56,248	70,629
Construction in Progress	12,159	0
Total Other Assets	**68,408**	**70,629**
Total Assets	**$ 9,361,357**	**$ 8,898,130**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Financial Position
June 30, 2009 and 2008

	2009	2008
Liabilities and Net Assets		
Current Liabilities		
Accounts Payable	$ 140,252	$ 146,427
Accrued Expenses	30,017	40,125
Accrued Compensation and Benefits	227,295	101,401
Accrued Payroll Taxes	32,124	13,696
Resident Deposits	214,969	270,184
Due to Catholic Charities	1,008,141	1,509,429
Current Maturities of Long-Term Debt	216,182	216,182
Total Current Liabilities	**1,868,980**	**2,297,444**
Long-Term Liabilities		
Long-Term Debt- Net of Current Portion	3,675,086	3,891,267
Total Long-Term Liabilities	**3,675,086**	**3,891,267**
Total Liabilities	**5,544,066**	**6,188,711**
Net Assets - Unrestricted	**3,817,292**	**2,709,419**
Total Liabilities and Net Assets	**$ 9,361,357**	**$ 8,898,130**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

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Holy Family Villa
Statements of Activities
For the Years Ended June 30, 2009 and 2008

	2009	2008
Revenues and Support		
Revenues		
Room and Board		
Private Pay	$ 4,453,196	$ 3,910,663
Public Aid	3,381,593	3,363,864
Medicare	1,577,450	1,296,064
Less: Free Care	(1,715,294)	(1,623,786)
Total Room and Board	**7,696,945**	**6,946,805**
Services and Medical Care	22,925	41,177
Other Revenues (Net)	51,398	11,059
Total Revenues	**7,771,268**	**6,999,041**
Support		
Contributions	8,481	278,919
Unrealized Gain (Loss) on Investment	(16,940)	(2,319)
Interest Income	4,718	10,900
Total Support	**(3,741)**	**287,500**
Total Revenues and Support	**7,767,527**	**7,286,542**
Operating Expenses	6,585,021	6,533,754
Change in Net Assets Before Other Expenses	**1,182,506**	**752,788**
Other Expenses - (Note 7)	74,634	1,092,002
Change in Net Assets	**1,107,873**	**(339,214)**
Beginning Net Assets - Unrestricted	2,709,419	3,048,633
Ending Net Assets - Unrestricted	**$ 3,817,292**	**$ 2,709,419**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Cash Flows
For the Years Ended June 30, 2009 and 2008

	2009	2008
Cash Flows From Operating Activities		
Change in Net Assets	**$ 1,107,873**	**$ (339,214)**
Adjustments to Reconcile Changes in Net Assets to Cash Provided By (Used In) Operating Activities		
Depreciation	265,123	363,479
Unrealized (Gain) Loss on Investments	16,940	2,319
Bad Debts	30,947	175,553
(Increase) Decrease in Assets		
Accounts Receivable	(488,381)	(441,310)
Prepaid Expenses and Other Current Assets	(16,214)	0
Increase (Decrease) in Liabilities		
Accounts Payable	(6,175)	20,648
Accrued Expenses	(10,108)	(160,792)
Accrued Compensation, Benefits, and Payroll Taxes	144,322	11,386
Resident Deposits	(55,215)	36,030
Total Adjustments	**(118,761)**	**7,313**
Net Cash Provided By (Used In) Operating Activities	**989,112**	**(331,901)**
Cash Flows From Investing Activities		
Purchases of Property and Equipment	(63,944)	(23,168)
Expenditures on Construction in Progress	(12,159)	0
Purchase of Investment	(2,559)	0
Net Cash Provided By (Used In) Investing Activities	**(78,662)**	**(23,168)**
Cash Flows From Financing Activities		
Increase (Decrease) Due to Catholic Charities - Net	(501,288)	670,398
Payments on Long-Term Debt	(216,182)	(216,182)
Increase (Decrease) in Bank Overdraft	0	(62,788)
Net Cash Provided By (Used In) Financing Activities	**(717,470)**	**391,428**
Net Increase (Decrease) in Cash	**192,980**	**36,359**
Cash Balances - Beginning of Year	36,359	0
Cash Balances - End of Year	**$ 229,339**	**$ 36,359**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

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Holy Family Villa
Notes to Financial Statements
June 30, 2009 and 2008

Note (1) Summary of Significant Accounting Policies

A. Business

Holy Family Villa (the "Organization") is a not-for-profit organization located in Palos Park, Illinois. The Organization is owned by the Archdiocese of Chicago and is managed and operated by Catholic Charities, both related entities. The Organization operates a long-term care facility, which is licensed annually by the Illinois Department of Public Health ("IDPH") to operate 99 beds, all of which are licensed for skilled nursing care. In addition, the Organization has been certified by the Centers for Medicare and Medicaid Services ("CMS") to use all 99 beds for Medicare. The annual inspection for the Medicare beds is performed by IDPH.

B. Accounting Standards Codification

In June 2009, the Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standards No. 168, "The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles - a replacement of FASB Statement No. 162". This standard establishes the FASB Standards Accounting Codification ("Codification") as the source of authoritative accounting principles generally accepted in the United States of America ("U.S. GAAP") recognized by the FASB to be applied to nongovernmental entities. The Codification supercedes all of the existing accounting and reporting standards, but is not intended to change or alter existing U.S. GAAP. The Codification changes the references of financial standards within the Organization's financial statements. All references made to U.S. GAAP use the new Accounting Standards Codification ("ASC") and the codification numbering system prescribed by the FASB. For ease of transition, the former references of referring to the specific accounting principles will be shown parenthetically.

C. Fund Accounting

The accounts of the Organization are maintained in accordance with the principles of fund accounting, whereby resources are classified for accounting and reporting purposes into net assets established according to their nature and purposes.

The assets, liabilities and net assets of the Organization are as follows:

Unrestricted Net Assets - Represents the portion of expendable funds that is available for the daily operations of the Organization.

Contributions restricted by a donor are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the contributions are recognized.

Note (1) Summary of Significant Accounting Policies - Continued

D. Revenue Recognition

Revenue and the related accounts receivable is recognized for each day a resident resides in the facility. The amounts are based on a reimbursement methodology determined by the rules and regulations of the applicable third-party payor or by the facility for private pay residents. The third-party payor rules and regulations and required record keeping and documentation requirements are complex and noncompliance may result in delay, adjustment or loss of revenue.

A significant portion of the organization's revenue is based on the rules of the following third-party payors:

Healthcare and Family Services (HFS) - the Medicaid program - A daily rate, which may be recalculated on a quarterly basis, is established utilizing three components - capital, support and nursing services. The Organization's daily rate ranged from $125.43 to $130.93 for the year ended June 30, 2009 and $112.80 to $125.43 for the year ended June 30, 2008. The capital and support rates are based on the annual cost report filings in accordance with HFS policy. The nursing component of the rate is determined by resident clinical documentation that is derived using mandated software and may increase or decrease on a quarterly basis. Amounts billed under the Medicaid program can take 60 to 120 days or more for collection. The amounts paid are subject to audit and are reviewed on a retroactive basis. The Organization's new Medicaid rate is $130.18 effective July 1, 2009.

Centers for Medicare and Medicaid Services (CMS) - The Medicare program uses a Prospective Payment System (PPS) which is based upon the RUGS (Resource Utilization Groups) III System. The RUG category, and therefore the amount of the revenue, is determined by resident clinical documentation and level of care information that is derived using mandated software. The amounts paid are subject to post payment medical review and may be adjusted retroactively normally for a period of one to two years. Each RUG category is assigned a geographically adjusted federal reimbursement rate.

Estimates are made to provide for uncollectible amounts billed and for adjustments made by the above third-party payors, however, these estimates are subject to revision and the resulting change may be significant. The reserve for amounts which may not be collected is $119,056 as of June 30, 2009 and $323,852 as of June 30, 2008.

Note (1) Summary of Significant Accounting Policies - Continued

E. Cash Flows

Cash equivalents are all highly liquid investments with a maturity of three months or less when purchased.

Cash flows from operating activities reflect payments of $74,480 and $130,173 for interest for June 30, 2009 and 2008, respectively.

F. Income Taxes

The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. In addition, the Organization has been determined by the Internal Revenue Service not to be a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code. Therefore, the Organization has made no provision for income taxes in the accompanying financial statements.

The Organization's adoption of the Income Tax Topic (formerly, FASB Interpretation No. 48, "Accounting for Uncertainty in Income Taxes - An Interpretation of FASB Statement No. 109") on July 1, 2008 had no effect on its financial position as management believes the Organization has no material unrecognized income tax positions. The Organization accounts for any potential interest or penalties related to possible future liabilities for unrecognized income tax benefits as appropriate. The Organization is no longer subject to examination by tax authorities for federal, state or local income taxes for periods before 2006.

G. Advertising

The Organization expenses advertising costs as they are incurred. For the years ended June 30, 2009 and 2008, amounts expensed for advertising were $10,533 and $20,196, respectively.

H. Cash Balances in Excess of Insured Amounts

The Organization may, at times, maintain cash and securities in amounts that exceed insured limits. The Organization has not experienced any losses due to these limits.

Note (1) Summary of Significant Accounting Policies - Continued

I. Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis as follows:

	2009	2008
Program Services	$ 5,351,992	$ 5,340,786
Administrative and Support	1,233,029	1,192,968
Total	**$ 6,585,021**	**$ 6,533,754**

J. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. While actual results may differ from those estimates, management does not expect the differences, if any, to have a material effect on the financial statements.

K. Employee Benefit Plan

Lay employees of the Organization are participants in the noncontributory pension plan of the Archdiocese of Chicago, which covers substantially all eligible employees of the Archdiocese and agencies under its direct control. Pension expense for the Organization for June 30, 2009 and 2008, was $134,098 and $19,878, respectively. Additional pension expense for the year ending June 30, 2008 was incurred by Catholic Charities, a related organization, on behalf of the Organization.

L. Fair Value Measurements

Effective January 1, 2009, the Company completed its adoption of the fair value measurements and disclosures topic (formerly, FAS No. 157, "Fair Value Measurements"). This topic defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. It does not require any new fair value measurements, but may require some entities to change their measurement practices.

Note (2) Investments and Fair Value Measurements

The fair value measurements and disclosures topic defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It describes three approaches to measuring the fair value of assets and liabilities: 1) the market approach, 2) the income approach and 3) the cost approach. Each of these approaches include multiple valuation techniques. It does not prescribe which valuation technique should be used when measuring fair value, but does establish a fair value hierarchy that prioritizes the inputs used in applying the various techniques. Inputs broadly refer to the assumptions that market participants use to make pricing decisions, including assumption about risk. Level 1 inputs are given the highest priority in the hierarchy while Level 3 inputs are given the lowest priority. Assets and liabilities carried at fair value are classified in one of the following three categories based upon the nature of the inputs to the valuation technique used:

Level 1 - Observable inputs that reflect unadjusted quoted prices for identical assets or liabilities in active markets as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Observable market-based inputs or unobservable inputs that are corroborated by market data.

Level 3 - Unobservable inputs that are not corroborated by market data. These inputs reflect management's best estimate of fair value using its own assumptions about the assumptions a market participant would use in pricing the asset or liability.

At June 30, 2009 and 2008, investments, the Organization's only financial assets that were accounted for at fair value on a recurring basis, using solely Level 1 inputs, consist of common stock in the amounts of $56,248 and $70,629, respectively.

The fair value of the Organization's marketable securities is based on readily available quoted market prices. Therefore, they are classified as a Level 1 asset.

Holy Family Villa
Notes to Financial Statements
June 30, 2009 and 2008

Note (3) Property and Equipment

Property and equipment are recorded at cost if purchased or fair value if contributed. The land is owned by the Catholic Bishop of Chicago and leased to Catholic Charities, both related entities. The cost of the land is not recorded on the Organization's records. Depreciation expense was $265,123 and $363,479 for 2009 and 2008, respectively. Depreciation is computed using the straight-line method over the estimated useful lives as follows:

	Estimated Useful Life In Years	2009	2008
Building and Improvements	5-40	$ 8,695,973	$ 8,638,935
Equipment and Furnishings	5-10	957,870	950,964
Transportation Equipment	5	94,825	94,825
Total Cost		**9,748,667**	**9,684,724**
Less: Accumulated Depreciation		(2,779,197)	(2,514,073)
Net Property and Equipment		**$ 6,969,471**	**$ 7,170,650**

The Organization reviews the recoverability of long-lived assets when circumstances indicate that the carrying amount may not be recoverable (formerly, FAS No. 144, "Accounting for Impairment or Disposal of Long Lived Assets"). The carrying amount of assets held and used is generally not recoverable if it exceeds the undiscounted sum of cash flows expected to result from the use and eventual disposition of the asset, or for assets held for sale if it exceeds market value. If the Organization identifies impairment for the long lived assets to be held and used, the Organization compares the assets' current carrying value to the assets' fair value. Fair value is based on current market values or discounted future cash flows. The Organization records impairment when the carrying value exceeds fair market value. There were no impairment indicators during the years ended June 30, 2009 and 2008.

Note (4) Resident Deposits

Upon admission, the Organization requires the private pay residents to pay a security deposit equal to approximately one month's room and board charges. When the resident is discharged, 75-85% of the security deposit is refunded to the resident and the remaining balance is recognized as income.

Note (5) Long-Term Debt

The long-term debt of the Organization consists of the following:

	2009	2008
Catholic Charities Housing Development Corp. a related entity, variable interest rate, monthly interest payments through January 1, 2028, annual principal due each January through 2028	$ 3,891,267	$ 4,107,449
Subtotal	**3,891,267**	**4,107,449**
Less: Current Maturities	(216,182)	(216,182)
Total Long-Term Debt	**$ 3,675,086**	**$ 3,891,267**

The Catholic Charities Housing Development Corp. debt represents the Organization's share of Bonds issued in 2002. The bonds are secured by essentially all of the Organization's assets. The interest rate varies weekly as defined in the master trust indenture. The average rate paid for the years ended June 30, 2009 and 2008 was 1.85% and 3.06% respectively.

Maturities of long-term debt due over the next five years and thereafter are as follows:

2010	$ 216,182
2011	216,182
2012	216,182
2013	216,182
2014	216,182
Thereafter	2,810,357
Total	**3,891,267**
Less: Current Portion	(216,182)
Total Long-Term Debt	**$ 3,675,086**

Holy Family Villa
Notes to Financial Statements
June 30, 2009 and 2008

Note (6) Related Party Transactions

During the years ended June 30, 2009 and 2008, the Organization incurred approximately $484,000 and $483,000 of management fees from Catholic Charities for various operating and administrative expenses. Approximately $62,000 of additional management fees for 2008 have been reported as other expenses (See Note (7)).

As of June 30, 2009 and 2008, the Organization had a liability to Catholic Charities in the amount of $1,008,141 and $1,509,429. The liability is short-term, unsecured, non-interest bearing and due on demand. It represents short-term borrowing for working capital.

Note (7) Other Expenses

During 2006, the Organization's related entity, the Catholic Bishop of Chicago, entered into an annexation agreement with the Village of Palos Park enabling the Village to build a water pumping station on a portion of the Organization's land in exchange for improved water service, rezoning, and a Palos Park address. The Organization is responsible for a portion of the costs related to the completion of the water pumping station. For the years ended June 30, 2009 and 2008, the Organization has incurred $74,634 and $1,092,002, respectively in expense for the water pumping station. In addition, the annexation agreement contains provisions, if exercised, that could result in land easements being given and additional water/sewer development costs.

Note (8) Subsequent Events

The Organization has adopted the subsequent events topic (formerly, FAS No. 165, "Subsequent Events"). This topic establishes principles and requirements for identifying, recognizing, and disclosing subsequent events. It also requires that an entity identify the type of subsequent event as either recognized or unrecognized, and disclose the date through which the entity has evaluated subsequent events. The Organization evaluated all significant events or transactions that occurred though April 8, 2010, the date these financial statements were available to be issued. During this period, the Organization did not have any material recognizable subsequent events.

See Accountant's Compilation Report.

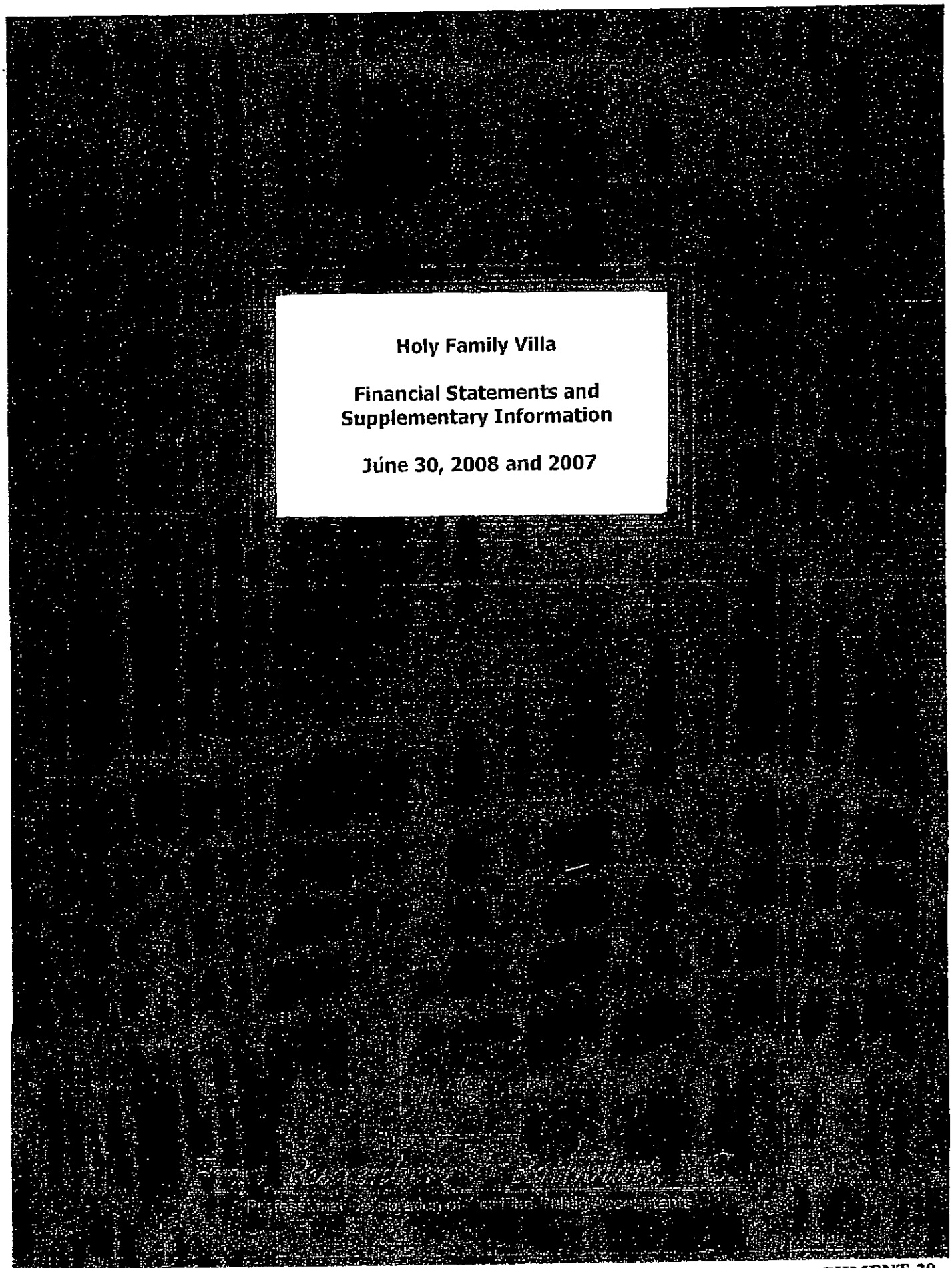
Supplementary Information

ATTACHMENT-39

Holy Family Villa
Schedules of Operating Expenses
For the Years Ended June 30, 2009 and 2008

	2009	2008
Services to Residents		
Salaries and Wages		
Nursing and Nurse Registry	$ 1,732,725	$ 1,774,815
Housekeeping	166,841	154,346
Maintenance	161,885	157,674
Laundry	92,250	91,881
Dietary	284,204	299,941
Activities and Social Services	195,965	191,697
Subtotal	**2,633,869**	**2,670,354**
Payroll Taxes	227,388	205,789
Food Purchases	317,707	286,915
Supplies	266,406	174,727
Utilities	214,023	215,744
Site Development Fees and Contract Services	220,795	258,199
Insurance Expense	119,863	88,406
Maintenance and Repairs	59,648	252,654
Medicare Ancillary Expense	549,251	389,578
Resident Activities	17,711	34,043
Total Services to Residents Before Depreciation	**4,626,661**	**4,576,409**
Depreciation Expense	265,123	363,479
Total Services to Residents	**4,891,784**	**4,939,887**
Administrative Expenses		
Salaries and Wages	290,876	260,359
Payroll Taxes	42,366	50,487
Retirement Plan and Employee Benefits	503,635	249,807
Professional Fees and Contract Services	147,594	84,190
Telephone	29,921	25,120
Advertising and Public Relations	10,533	20,196
Management Fees	483,890	482,625
Office Supplies and Postage	22,478	50,035
Automobile	17,239	11,014
Dues and Subscriptions	10,991	13,139
Travel, Education and Seminars	11,228	9,463
Miscellaneous	48,006	207,258
Interest Expense	74,480	130,173
Total Administrative Expenses	**1,693,237**	**1,593,866**
Total Operating Expenses	**$ 6,585,021**	**$ 6,533,754**

See Accountant's Compilation Report.



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Holy Family Villa
June 30, 2008 and 2007

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To the Board of Directors
Holy Family Villa
12220 South Will Cook Road
Palos Park, IL 60464

Accountant's Compilation Report

We have compiled the accompanying statements of financial position of Holy Family Villa as of June 30, 2008 and 2007 and the related statements of activities and cash flows for the years then ended, and the accompanying supplementary information which is presented only for supplementary analysis purposes, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting, in the form of financial statements and supplementary schedules, information that is the representation of management. We have not audited or reviewed the accompanying financial statements and supplementary schedules, and accordingly, do not express an opinion or any other form of assurance on them.

Frost, Ruttenberg & Rothblatt, P.C.

December 23, 2008

Frost, Ruttenberg & Rothblatt, P.C. | *111 Pfingsten Road, Suite 300 • Deerfield, IL 60015 • 847-236-1111 • www.frronline.com*

Financial Statements

ATTACHMENT-39

Holy Family Villa
Statements of Financial Position
June 30, 2008 and 2007

	2008	2007
Assets		
Current Assets		
Cash	$ 36,359	$ 0
Accounts Receivable (Less Allowance for Doubtful Accounts of $323,852 for 2008 and $135,641 for 2007)	1,618,539	1,352,782
Prepaid Expenses	1,953	1,953
Total Current Assets	**1,656,850**	**1,354,734**
Property and Equipment		
Building and Equipment	9,684,724	9,661,556
Less: Accumulated Depreciation	(2,514,073)	(2,150,594)
Net Property and Equipment	**7,170,650**	**7,510,961**
Other Assets		
Investments - At Market	70,629	72,948
Total Other Assets	**70,629**	**72,948**
Total Assets	**$ 8,898,130**	**$ 8,938,644**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Financial Position
June 30, 2008 and 2007

	2008	2007
Liabilities and Net Assets		
Current Liabilities		
Bank Overdraft	$ 0	$ 62,789
Accounts Payable	146,427	125,779
Accrued Expenses	40,125	200,917
Accrued Compensation and Benefits	101,401	101,093
Accrued Payroll Taxes	13,696	2,618
Resident Deposits	270,184	234,154
Due to Catholic Charities	1,509,429	839,031
Current Maturities of Long-Term Debt	216,182	216,182
Total Current Liabilities	**2,297,444**	**1,782,563**
Long-Term Liabilities		
Long-Term Debt	3,891,267	4,107,449
Total Long-Term Liabilities	**3,891,267**	**4,107,449**
Total Liabilities	**6,188,711**	**5,890,011**
Net Assets - Unrestricted	**2,709,419**	**3,048,633**
Total Liabilities and Net Assets	**$ 8,898,130**	**$ 8,938,644**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Activities
For the Years Ended June 30, 2008 and 2007

	2008	2007
Revenues and Support		
Revenues		
Room and Board		
Private Pay	$ 3,910,663	$ 3,373,165
Public Aid	3,363,864	3,554,365
Medicare	1,296,064	1,194,224
Less: Free Care	(1,623,786)	(1,722,755)
Total Room and Board	**6,946,805**	**6,398,999**
Services and Medical Care	41,177	35,491
Other Revenues (Net)	11,059	4,594
Total Revenues	**6,999,041**	**6,439,084**
Support		
Unrestricted Contributions	21,358	127,981
Restricted Contributions	257,561	547,568
Unrealized Gain (Loss) on Investment	(2,319)	6,366
Interest Income	10,900	16,761
Total Support	**287,500**	**698,676**
Total Revenues and Support	**7,286,542**	**7,137,759**
Operating Expenses	6,533,754	6,427,030
Change in Net Assets Before Extraordinary Item	**752,788**	**710,730**
Extraordinary Item (Note 7)	1,092,002	1,689,244
Change in Net Assets	**(339,214)**	**(978,514)**
Beginning Net Assets - Unrestricted	3,048,633	4,027,148
Ending Net Assets - Unrestricted	**$ 2,709,419**	**$ 3,048,633**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Statements of Cash Flows
For the Years Ended June 30, 2008 and 2007

	2008	2007
Cash Flows From Operating Activities		
Change in Net Assets	$ (339,214)	$ (978,514)
Adjustments to Reconcile Changes in Net Assets to Cash Provided By (Used In) Operating Activities		
Depreciation	363,479	363,143
Unrealized (Gain) Loss on Investments	2,319	(6,366)
Bad Debts	175,553	2,706
(Increase) Decrease in Assets		
Accounts Receivable	(441,310)	(111,455)
Prepaid Expenses and Other Current Assets	0	1,839
Increase (Decrease) in Liabilities		
Accounts Payable	20,648	(242,358)
Accrued Expenses	(160,792)	167,962
Accrued Compensation, Benefits, and Payroll Taxes	11,386	(2,235)
Resident Deposits	36,030	104,944
Total Adjustments	**7,313**	**278,180**
Net Cash Provided By (Used In) Operating Activities	**(331,901)**	**(700,334)**
Cash Flows From Investing Activities		
Purchases of Property and Equipment	(23,168)	(69,825)
Net Cash Provided By (Used In) Investing Activities	**(23,168)**	**(69,825)**
Cash Flows From Financing Activities		
Proceeds from Due to Catholic Charities - Net	670,398	227,287
Payments on Long-Term Debt	(216,182)	(216,181)
Increase (Decrease) in Bank Overdraft	(62,788)	62,788
Net Cash Provided By (Used In) Financing Activities	**391,428**	**73,894**
Net Increase (Decrease) in Cash	**36,359**	**(696,265)**
Cash Balances - Beginning of Year	0	696,265
Cash Balances - End of Year	$ **36,359**	$ **0**

See Accountant's Compilation Report and accompanying Notes to Financial Statements.

Holy Family Villa
Notes to Financial Statements
June 30, 2008 and 2007

Note (1) Summary of Significant Accounting Policies

A. Business

Holy Family Villa (the "Organization") is a not-for-profit organization located in Palos Park, Illinois. The Organization is owned by the Archdiocese of Chicago and is managed and operated by Catholic Charities, both related entities. The Organization operates a long-term care facility, which is licensed annually by the Illinois Department of Public Health ("IDPH") to operate 99 beds, all of which are licensed for skilled nursing care. In addition,the Organization has been certified by the Centers for Medicare and Medicaid Services ("CMS") to use all 99 beds for Medicare. The annual inspection for the Medicare beds is performed by IDPH.

B. Fund Accounting

The accounts of the Organization are maintained in accordance with the principles of fund accounting, whereby resources are classified for accounting and reporting purposes into net assets established according to their nature and purposes.

The assets, liabilities and net assets of the Organization are as follows:

Unrestricted Net Assets - Represents the portion of expendable funds that is available for the daily operations of the Organization.

Contributions restricted by a donor are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the contributions are recognized.

Note (1) Summary of Significant Accounting Policies - Continued

C. Revenue Recognition

Revenue and the related accounts receivable is recognized for each day a resident resides in the facility. The amounts are based on a reimbursement methodology determined by the rules and regulations of the applicable third-party payor or by the facility for private pay residents. The third-party payor rules and regulations and required record keeping and documentation requirements are complex and noncompliance may result in delay, adjustment or loss of revenue.

A significant portion of the Organization's revenue is based on the rules of the following third-party payors:

Illinois Department of Healthcare and Family Services - Medicaid - A daily rate, ranging from $112.80 to 125.43 as of June 30, 2008 and $113.00 as of June 30, 2007, is established prospectively consisting of three components - capital, support and nursing services. The daily rate is determined after the timely filing of an annual cost report. The amounts paid are subject to audit and are frequently adjusted on a retroactive basis. Amounts billed under the Medicaid program can take 60 to 120 days or more for collection. Effective January 1, 2007, the state's Medicaid reimbursement policy to calculate the nursing component was revised. As a result, this component of the rate may increase or decrease on an quarterly basis.

Centers for Medicare and Medicaid Services - Medicare - The Medicare program uses a Prospective Payment System (PPS) which is based upon the RUGS (Resource Utilization Groups) III System. The RUG category, and therefore the amount of the revenue, is determined by resident clinical documentation and level of care information. The amounts paid are subject to post payment medical review and may be adjusted retroactively normally for a period of one to two years. Each RUG category is assigned a geographically adjusted federal reimbursement rate.

Estimates are made to provide for uncollectible amounts billed and for adjustments made by the above third-party payors; however, those estimates are subject to revision and the resulting change may be significant.

Note (1) Summary of Significant Accounting Policies - Continued

D. Cash Flows

Cash equivalents are all highly liquid investments with a maturity of three months or less when purchased.

Cash flows from operating activities reflect payments of $130,173 and $170,222 for interest for June 30, 2008 and 2007, respectively.

E. Income Taxes

The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. In addition, the Organization has been determined by the Internal Revenue Service not to be a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code. Therefore, the Organization has made no provision for income taxes in the accompanying financial statements.

F. Advertising

The Organization expenses advertising costs as they are incurred. For the years ended June 30, 2008 and 2007, amounts expensed for advertising were $20,196 and $13,927, respectively.

G. Cash Balances in Excess of Insured Amounts

The Organization may, at times, maintain cash and securities in amounts that exceed insured limits. The Organization has not experienced any losses due to these limits.

H. Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis as follows:

	2008	2007
Program Services	$ 5,340,786	$ 5,239,269
Administrative and Support	1,192,968	1,187,761
Total	**$ 6,533,754**	**$ 6,427,030**

See Accountant's Compilation Report.

Note (1) Summary of Significant Accounting Policies - Continued

I. Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. While actual results may differ from those estimates, management does not expect the differences, if any, to have a material effect on the financial statements.

J. Employee Benefit Plan

Lay employees of the Organization are participants in the noncontributory pension plan of the Archdiocese of Chicago, which covers substantially all eligible employees of the Archdiocese and agencies under its direct control. Pension expense for the Organization for June 30, 2008 and 2007, was $19,878 and $179,330, respectively. Additional pension expense for the year ending June 30, 2008 was incurred by Catholic Charities, a related organization, on behalf of the Organization.

K. Asset Impairment

The Company reviews the recoverability of long-lived tangible assets in accordance with SFAS Statement No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets." This statement requires a review of assets when circumstances indicate that the carrying amount may not be recoverable. The carrying amount of assets held and used is generally not recoverable if it exceeds the undiscounted sum of cash flows expected to result from the use and eventual disposition of the asset, or for assets held for sale if it exceeds the fair value less costs to sell the asset. There were no impairment charges for the year ended June 30, 2008.

Note (2) Investments

Investments consist of marketable equity securities which are carried at fair value as of June 30, 2008 and 2007, respectively.

Note (3) Property and Equipment

Property and equipment are recorded at cost if purchased or fair value if contributed. The land is owned by the Catholic Bishop of Chicago and leased to Catholic Charities, both related entities. The cost of the land is not recorded on Holy Family Villa's records. Depreciation expense was $363,479 and $363,143 for 2008 and 2007, respectively. Depreciation is computed using the straight-line method over the estimated useful lives as follows:

	Estimated Useful Life In Years	2008	2007
Building and Improvements	5-40	$ 8,638,935	$ 8,638,935
Equipment and Furnishings	5-10	950,964	927,796
Transportation Equipment	5	94,825	94,825
Total Cost		**9,684,724**	**9,661,556**
Less: Accumulated Depreciation		(2,514,073)	(2,150,594)
Net Property and Equipment		**$7,170,650**	**$ 7,510,961**

Note (4) Resident Deposits

Upon admission, the Organization requires the private pay residents to pay a security deposit equal to approximately one month's room and board charges. When the resident is discharged, 75-85% of the security deposit is refunded to the resident and the remaining balance is recognized as income.

Holy Family Villa
Notes to Financial Statements
June 30, 2008 and 2007

Note (5) Long-Term Debt

The long-term debt of the Organization consists of the following:

	2008	2007
Catholic Charities Housing Development Corp., variable interest rate, monthly interest payments through January 1, 2028, annual principal due each January through 2028.	$ 4,107,449	$ 4,323,631
Subtotal	**4,107,449**	**4,323,631**
Less: Current Maturities	(216,182)	(216,182)
Total Long-Term Debt	**$ 3,891,267**	**$ 4,107,449**

The Catholic Charities Housing Development Corp. debt represents the Organization's share of Bonds Issued in 2002. The bonds are secured by essentially all of the Organization's assets. The interest rate varies weekly as defined in the master trust indenture. The average rate paid for the years ended June 30, 2008 and 2007 was 3.06% and 3.94% respectively.

Maturities of long-term debt due over the next five years and thereafter are as follows:

2009	$ 216,182
2010	216,182
2011	216,182
2012	216,182
2013	216,182
Thereafter	3,026,539
Total	**4,107,449**
Less: Current Portion	(216,182)
Total Long-Term Debt	**$ 3,891,267**

See Accountant's Compilation Report.

Holy Family Villa
Notes to Financial Statements
June 30, 2008 and 2007

Note (6) Related Party Transactions

During the years ended June 30, 2008 and 2007, the Organization incurred approximately $483,000 and $586,000 of management fees from Catholic Charities for various operating and administrative expenses. Approximately $62,000 of additional management fees for 2008 have been reported as extraordinary expense (See Note (7)).

As of June 30, 2008 and 2007, the Organization had a liability to Catholic Charities in the amount of $1,509,429 and $839,031. The liability is short-term, unsecured, non-interest bearing and due on demand. It represents short-term borrowing for working capital.

Note (7) Extraordinary Item

During 2006, the Organization's related entity, the Catholic Bishop of Chicago, entered into an annexation agreement with the Village of Palos Park enabling the Village to build a water pumping station on a portion of the Organization's land in exchange for improved water service, rezoning, and a Palos Park address. The Organization is responsible for a portion of the costs related to the completion of the water pumping station. As of June 30, 2008 and 2007, the Organization has incurred $1,092,002 and $1,689,244, respectively, in expense for the water pumping station. The Organization is expected to incur some additional expense related to the water pumping station in the period ending June 30, 2009. In addition, the annexation agreement contains provisions, if exercised, that could result in land easements being given and additional water/sewer development costs.

Supplementary Information

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Holy Family Villa
Schedules of Operating Expenses
For the Years Ended June 30, 2008 and 2007

	2008	2007
Services to Residents		
Salaries and Wages		
Nursing and Nurse Registry	$ 1,774,815	$ 1,821,617
Housekeeping	154,346	175,108
Maintenance	157,674	186,884
Laundry	91,881	90,988
Dietary	299,941	305,025
Activities and Social Services	191,697	197,292
Subtotal	**2,670,354**	**2,776,912**
Payroll Taxes	205,789	201,168
Food Purchases	286,915	255,344
Supplies	174,727	271,883
Utilities	215,744	172,985
Site Development Fees and Contract Services	258,199	274,150
Insurance Expense	88,406	58,302
Maintenance and Repairs	252,654	84,262
Medicare Ancillary Expense	389,578	266,838
Resident Activities	34,043	23,097
Total Services to Residents Before Depreciation	**4,576,409**	**4,384,941**
Depreciation Expense	363,479	363,143
Total Services to Residents	**4,939,887**	**4,748,084**
Administrative Expenses		
Salaries and Wages	260,359	229,220
Payroll Taxes	50,487	18,399
Retirement Plan and Employee Benefits	249,807	400,123
Professional Fees and Contract Services	84,190	75,283
Telephone	25,120	33,002
Advertising and Public Relations	20,196	13,927
Management Fees	482,625	585,719
Office Supplies and Postage	50,035	85,953
Automobile	11,014	10,565
Dues and Subscriptions	13,139	8,036
Travel, Education and Seminars	9,463	7,743
Miscellaneous	207,258	40,754
Interest Expense	130,173	170,222
Total Administrative Expenses	**1,593,866**	**1,678,946**
Total Operating Expenses	**$ 6,533,754**	**$ 6,427,030**

See Accountant's Compilation Report.

Catholic Charities of the Archdiocese of Chicago

Combined Financial Statements as of and for the Years Ended June 30, 2011 and 2010, Additional Information as of and for the Year Ended June 30, 2011, and Independent Auditors' Report

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

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Deloitte.

Deloitte & Touche LLP
111 S. Wacker Drive
Chicago, IL 60606-4301
USA

Tel: +1 312 486 1000
Fax: +1 312 486 1486
www.deloitte.com

INDEPENDENT AUDITORS' REPORT

His Eminence Francis Cardinal George, O.M.I.
Archbishop of Chicago fundraising

The Board of Directors of
Catholic Charities of the Archdiocese of Chicago:

We have audited the accompanying combined financial statements of Catholic Charities of the Archdiocese of Chicago ("Catholic Charities") as of June 30, 2011 and 2010, and for the years then ended, as listed in the table of contents. These combined financial statements are the responsibility of Catholic Charities' management. Our responsibility is to express an opinion on these combined financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Catholic Charities' internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such combined financial statements present fairly, in all material respects, the combined financial position of Catholic Charities of the Archdiocese of the Chicago as of June 30, 2011 and 2010, and the combined results of their activities and changes in net assets, and their combined cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our 2011 audit was conducted for the purpose of forming an opinion on the 2011 combined financial statements taken as a whole. The additional information for the year ended June 30, 2011, on pages 36 through 38 is presented for the purposes of additional analysis and is not a required part of the basic combined financial statements. This additional information is the responsibility of Catholic Charities' management. Such information has been subjected to the auditing procedures applied in our audit of the 2011 combined financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the 2011 combined financial statements taken as a whole.

Deloitte & Touche LLP

December 5, 2011

Member of
Deloitte Touche Tohmatsu Limited

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2011 AND 2010

	2011	2010
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 16,340,625	$ 11,673,003
Program receivables (net of allowance for doubtful accounts — $360,300 and $1,836,187 in 2011 and 2010, respectively)	24,422,228	20,617,898
Legacies and pledges receivable — net	1,253,251	2,031,004
United Way receivable	726,034	648,835
Prepaid and other assets	1,076,673	1,463,213
Due from affiliates — net	2,857,664	3,127,701
Total current assets	46,676,475	39,561,654
INVESTMENTS	61,213,258	47,410,680
INVESTMENT IN AFFILIATES	632,210	632,210
LOANS RECEIVABLE	5,434,850	5,313,098
LONG-TERM LEGACIES AND PLEDGES RECEIVABLE — Net	164,845	1,093,518
DEFERRED DEBT ISSUANCE COSTS	102,044	137,190
ASSETS WHOSE USE IS LIMITED	7,093,806	6,901,378
LAND, BUILDINGS, AND EQUIPMENT — Net	156,894,006	157,955,763
TOTAL	$278,211,494	$259,005,491

(Continued)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2011 AND 2010

LIABILITIES AND NET ASSETS	2011	2010
CURRENT LIABILITIES:		
Accounts payable and accrued compensation	$ 12,212,432	$ 10,737,877
Interest payable	39,832	45,784
Due to governmental agencies	156,347	1,789,246
Current portion of deferred revenue	453,031	331,865
Current portion of gift annuities payable	379,852	457,508
Current portion of pension liability	5,039,862	4,699,920
Current portion of postretirement benefits liability	1,768,000	1,645,583
Contractual current portion of long-term debt	178,163	270,721
Total current liabilities	20,227,519	19,978,504
DEFERRED REVENUE	421,529	421,529
SECURITY DEPOSITS	548,293	595,550
GIFT ANNUITIES PAYABLE	2,030,719	2,505,422
PENSION LIABILITY	47,357,263	53,773,356
POSTRETIREMENT BENEFITS LIABILITY	32,017,144	30,843,208
REFUNDABLE GRANT ADVANCES	131,321,075	129,649,123
LONG-TERM DEBT	17,866,126	18,044,288
Total liabilities	251,789,668	255,810,980
NET ASSETS:		
Unrestricted:		
Undesignated	(25,354,769)	(35,423,782)
Designated by the Board for endowment	29,672,219	24,372,273
Temporarily restricted	16,599,597	9,747,548
Permanently restricted	5,504,779	4,498,472
Total net assets	26,421,826	3,194,511
TOTAL	$278,211,494	$259,005,491

See notes to combined financial statements. (Concluded)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2011

	2011			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUE:				
Fees and grants from governmental agencies	$149,445,870	$ -	$ -	$149,445,870
Program service fees	14,912,638			14,912,638
Program-related contributions	1,931,807	1,765,876		3,697,683
Program-related in-kind donations	1,042,050			1,042,050
United Way pledges	1,292,490	726,034		2,018,524
Net assets released from restrictions	2,525,397	(2,525,397)		-
Total revenue	171,150,252	(33,487)	-	171,116,765
EXPENSES:				
Seniors	56,260,200			56,260,200
Children	18,992,588			18,992,588
Basic human needs	22,982,044			22,982,044
Families and individuals	74,217,219			74,217,219
Management and general	13,759,551			13,759,551
Fundraising	1,775,490			1,775,490
Total expenses	187,987,092	-	-	187,987,092
LOSS FROM PROGRAM OPERATIONS	(16,836,840)	(33,487)	-	(16,870,327)
SUPPORT:				
Contributions	4,821,294	537,820	6,307	5,365,421
Special events (net of special event expenses — $1,154,912)	2,367,505			2,367,505
In-kind donations				-
Bequests	7,347,473	7,419,779	1,000,000	15,767,252
Net assets released from restrictions	1,054,567	(1,054,567)		-
Total support	15,590,839	6,903,032	1,006,307	23,500,178
OTHER REVENUE (EXPENSE):				
Interest and dividends	1,388,299	67,267		1,455,566
Net realized gain on investments	2,328,193	9,203	11,925	2,349,321
Net unrealized gain on investments	3,508,989	2,812	148,686	3,660,487
Net assets released from restrictions	257,389	(96,778)	(160,611)	-
Gain on disposal of fixed assets	6,780			6,780
Retirement benefit changes other than net periodic cost	8,956,925			8,956,925
Other revenue and expenses	168,385			168,385
Total other revenue (expense)	16,614,960	(17,496)	-	16,597,464
INCREASE IN NET ASSETS	15,368,959	6,852,049	1,006,307	23,227,315
NET ASSETS — Beginning of year	(11,051,509)	9,747,548	4,498,472	3,194,511
NET ASSETS — End of year	$ 4,317,450	$16,599,597	$5,504,779	$ 26,421,826

See notes to combined financial statements.

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2010

	2010			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUE:				
Fees and grants from governmental agencies	$148,259,983	$ -	$ -	$148,259,983
Program service fees	14,916,318			14,916,318
Program-related contributions	3,059,302	1,601,548		4,660,850
Program-related in-kind donations	1,101,925			1,101,925
United Way pledges	1,603,958	648,835		2,252,793
Net assets released from restrictions	2,465,447	(2,465,447)		-
Total revenue	171,406,933	(215,064)	-	171,191,869
EXPENSES:				
Seniors	58,813,366			58,813,366
Children	17,097,845			17,097,845
Basic human needs	21,594,248			21,594,248
Families and individuals	74,125,943			74,125,943
Management and general	13,920,362			13,920,362
Fundraising	1,712,502			1,712,502
Total expenses	187,264,266	-	-	187,264,266
LOSS FROM PROGRAM OPERATIONS	(15,857,333)	(215,064)	-	(16,072,397)
SUPPORT:				
Contributions	4,057,182	183,797	44,609	4,285,588
Special events (net of special event expenses — $1,090,681)	2,067,027			2,067,027
In-kind donations	144,025			144,025
Bequests	2,606,936	406,530	3,000,000	6,013,466
Net assets released from restrictions	1,463,442	(1,463,442)		-
Total support	10,338,612	(873,115)	3,044,609	12,510,106
OTHER REVENUE (EXPENSE):				
Interest and dividends	1,044,029	64,708		1,108,737
Net realized gain on investments	440,688	3,545	15,041	459,274
Net unrealized gain on investments	2,714,928	25,291	47,800	2,788,019
Net assets released from restrictions	162,841	(99,900)	(62,941)	-
Loss on disposal of fixed assets	(32,676)			(32,676)
Retirement benefit changes other than net periodic cost	(9,967,746)			(9,967,746)
Other revenue and expenses	138,727			138,727
Total other expense	(5,499,209)	(6,356)	(100)	(5,505,665)
(DECREASE) INCREASE IN NET ASSETS	(11,017,930)	(1,094,535)	3,044,509	(9,067,956)
NET ASSETS — Beginning of year	(33,579)	10,842,083	1,453,963	12,262,467
NET ASSETS — End of year	$ (11,051,509)	$ 9,747,548	$4,498,472	$ 3,194,511

See notes to combined financial statements.

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2011 (WITH COMPARATIVE TOTALS FOR 2010)

	2011							2010
	Programs				Supporting Services			
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total	Total
EXPENSES:								
Salaries	$28,810,663	$ 8,924,040	$ 7,573,967	$13,363,787	$ 7,602,232	$ 899,659	$ 67,174,348	$ 63,218,271
Employee benefits and payroll taxes	9,363,126	3,719,677	3,276,477	5,893,256	2,803,985	318,647	25,375,168	24,925,949
Total salaries and related expenses	38,173,789	12,643,717	10,850,444	19,257,043	10,406,217	1,218,306	92,549,516	88,144,220
Food purchases	2,042,391	1,360,787	65,017	39,667,602			43,135,797	43,124,875
Specific assistance to individuals	324,691	789,041	7,062,920	1,828,251			10,004,903	13,015,508
Occupancy	3,662,318	1,008,761	1,259,774	6,339,433	1,211,967	223,583	13,705,836	13,822,315
Supplies	1,944,080	400,882	530,274	1,204,508	582,712	59,781	4,722,237	4,669,470
Professional fees and contract service payments	3,641,403	508,645	1,894,384	3,868,246	728,516	116,246	10,757,440	11,543,749
Telephone	634,359	150,156	259,806	400,807	258,304	78,000	1,781,432	1,935,197
Outside printing	80,807	14,592	68,907	97,077	56,254	149,738	467,375	411,129
Local transportation	818,582	350,620	334,647	556,964	44,364	18,647	2,123,824	1,910,695
Conferences, conventions, and meetings	370,358	52,014	130,114	218,061	171,213	992,014	1,933,774	1,781,094
Membership dues and subscriptions	62,619	18,682	12,820	24,433	71,909	5,002	195,465	226,969
Awards and grants	18,621	641	11,301	9,218	1,445	500	41,726	71,196
Interest and financing costs	496,339	67,719	1,250				565,308	599,963
Payments to affiliates	2,199	742	897	2,898			6,736	6,451
Distribution of in-kind gifts		1,042,050					1,042,050	1,245,951
Miscellaneous	583,829	71,208	133,169	293,464	7,981	68,128	1,157,779	868,092
Total expenses before depreciation	52,856,385	18,480,257	22,615,724	73,768,005	13,540,882	2,929,945	184,191,198	183,376,874
Depreciation	3,403,815	512,331	366,320	449,214	218,669	457	4,950,806	4,978,073
Total functional expenses	56,260,200	18,992,588	22,982,044	74,217,219	13,759,551	2,930,402	189,142,004	188,354,947
Less expenses related to special events						(1,154,912)	(1,154,912)	(1,090,681)
TOTAL EXPENSES	$56,260,200	$18,992,588	$22,982,044	$74,217,219	$13,759,551	$ 1,775,490	$187,987,092	$187,264,266

See notes to combined financial statements.

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ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2010

	2010						
	Programs				Supporting Services		
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total
EXPENSES:							
Salaries	$26,656,370	$ 8,016,005	$ 7,983,833	$12,141,777	$ 7,560,429	$ 859,857	$ 63,218,271
Employee benefits and payroll taxes	9,056,694	3,486,279	3,473,455	5,886,288	2,709,982	313,251	24,925,949
Total salaries and related expenses	35,713,064	11,502,284	11,457,288	18,028,065	10,270,411	1,173,108	88,144,220
Food purchases	1,837,416	610,923	161,591	40,514,945			43,124,875
Specific assistance to individuals	5,476,688	816,421	5,084,051	1,638,348			13,015,508
Occupancy	3,603,911	1,166,361	1,213,496	6,305,447	1,285,550	247,550	13,822,315
Supplies	1,609,070	236,175	592,454	1,647,740	535,991	48,040	4,669,470
Professional fees and contract service payments	4,184,390	542,251	1,815,694	3,985,327	887,190	128,897	11,543,749
Telephone	648,858	154,171	269,375	452,330	322,556	87,907	1,935,197
Outside printing	67,047	20,529	51,473	86,659	52,385	133,036	411,129
Local transportation	746,970	223,424	352,300	514,625	57,787	15,589	1,910,695
Conferences, conventions, and meetings	376,779	53,443	139,531	194,987	116,352	900,002	1,781,094
Membership dues and subscriptions	65,780	23,887	14,066	28,769	89,929	4,538	226,969
Awards and grants	14,015	880	17,627	28,537	10,137		71,196
Interest and financing costs	513,506	73,840	6,396	6,221			599,963
Payments to affiliates	2,208	649	811	2,783			6,451
Distribution of in-kind gifts	49,354	1,116,273	18,121	62,203			1,245,951
Miscellaneous	499,420	40,165	92,979	181,793	4,438	49,297	868,092
Total expenses before depreciation	55,408,476	16,581,676	21,287,253	73,678,779	13,632,726	2,787,964	183,376,874
Depreciation	3,404,890	516,169	306,995	447,164	287,636	15,219	4,978,073
Total functional expenses	58,813,366	17,097,845	21,594,248	74,125,943	13,920,362	2,803,183	188,354,947
Less expenses related to special events						(1,090,681)	(1,090,681)
TOTAL EXPENSES	$58,813,366	$17,097,845	$21,594,248	$74,125,943	$13,920,362	$ 1,712,502	$187,264,266

See notes to combined financial statements.

000200

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2011 AND 2010

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	$ 23,227,315	$ (9,067,956)
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Retirement benefit changes other than net periodic cost	(8,956,925)	9,967,746
(Gain) loss on disposal of fixed assets	(6,780)	32,676
Loss on sale of other assets		5,172
Depreciation	4,950,806	4,978,073
Amortization of debt issuance costs	35,146	34,049
Net realized gain on investments	(2,349,321)	(459,274)
Net unrealized gain on investments	(3,660,487)	(2,788,019)
Contributions restricted for permanent endowment	(1,006,307)	(3,044,609)
Contributed investments	(7,101,468)	
Changes in operating accounts:		
Receivables	(3,103,776)	(3,545,249)
Prepaid and other assets	384,965	(857,547)
Long-term receivable	928,673	637,380
Due from affiliates	270,037	(12,727)
Accounts payable and accrued compensation	1,474,555	259,605
Interest payable	(5,952)	(20,795)
Postretirement benefits and other liabilities	4,177,127	4,949,870
Due to governmental agencies	(1,632,899)	476,140
Deferred revenue	121,166	(210,356)
Security deposits	(47,257)	20,892
Gift annuities payable	(552,359)	(356,923)
Net cash provided by operating activities	7,146,259	998,148
CASH FLOWS FROM INVESTING ACTIVITIES:		
Land, buildings, and equipment purchased or constructed	(3,889,049)	(4,558,516)
Purchases of investments	(45,920,009)	(42,290,377)
Proceeds from sale of investments	45,228,707	41,691,914
Increase in loan receivable	(121,752)	
Proceeds from sale of other assets		83,328
Proceeds from sale of fixed assets	6,780	25,390
Change in trusteed funds and other deposits	(190,853)	(624,323)
Net cash used in investing activities	(4,886,176)	(5,672,584)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Refundable grant advances	1,671,952	2,067,834
Repayments of long-term debt	(270,720)	(261,655)
Debt issuance cost		(57,996)
Contributions received restricted for permanent endowment	1,006,307	3,044,609
Net cash provided by financing activities	2,407,539	4,792,792
NET INCREASE IN CASH AND CASH EQUIVALENTS	4,667,622	118,356
CASH AND CASH EQUIVALENTS — Beginning of year	11,673,003	11,554,647
CASH AND CASH EQUIVALENTS — End of year	$ 16,340,625	$ 11,673,003
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash paid for interest	$ 571,260	$ 620,758
Contributed investments	$ 7,101,468	$ -

See notes to combined financial statements.

ATTACHMENT-39

000201

1. NATURE OF OPERATIONS

Catholic Charities of the Archdiocese of Chicago ("Catholic Charities") provides assistance to people in need through four primary service areas. Senior Services provides in-home or personal care and residential and health care facilities. Children's Services provides early childhood education, counseling, adoption and maternity services, protects children from abuse and neglect, and assists with obtaining health care. Basic Human Needs Services includes emergency shelter, food, and clothing. Family and Individuals Services help address unemployment, poverty, inadequate housing, illness, addiction, physical limitations, and domestic violence.

The combined financial statements include 19 senior housing facilities whose funding is provided primarily by the U.S. Department of Housing and Urban Development (HUD). These housing facilities include: Roseland Manor, Hayes Manor, Matthew Manor, Tolton Manor, Frances Manor, Lawrence Manor, Bernardin Manor, St. Ailbe Faith Apartments, St. Sabina Elders Village, St. Ailbe Hope Apartments, Ozanam Village Apartments, St. Ailbe Love Apartments, St. Peter Claver Courts, St. Brendan Apartments, Bishop Goedert Residence, St. Vincent De Paul Residence, Donald W. Kent Residence, Pope John Paul II Residence, and St. Francis of Assisi Residence; (collectively, the "Residences"). The combined financial statements also include four other legal entities: Options for Housing, Inc., Holy Family Villa, Cooke's Manor, and Catholic Charities Housing Development Corporation (CCHDC). All of the aforementioned organizations are directly owned by the Catholic Bishop of Chicago and are operated under the auspices of Catholic Charities.

The financial information for Misericordia Home, Mission of Our Lady of Mercy, and Maryville Academy is combined with Catholic Charities and reported as "Charitable Activities" within the consolidated financial statements of the Catholic Bishop of Chicago. However, this information is not included within the combined financial statements of Catholic Charities herein.

2. SIGNIFICANT ACCOUNTING POLICIES

Principles of Combination — The accompanying combined financial statements are prepared in accordance with accounting principles generally accepted in the United States of America (GAAP). These combined financial statements reflect only the operations of the organizations that are noted above. These combined financial statements do not reflect the operations of other agencies and organizations that also are a part of the Catholic Bishop of Chicago, a corporation sole. All material interagency transactions and balances have been eliminated in the combined financial statements.

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents — Cash equivalents include liquid debt instruments purchased with a maturity of three months or less, and are stated at cost, which approximates fair value. Cash equivalents also include certain money markct bank accounts. Balances on deposit are insured by the Federal Deposit Insurance Corporation (FDIC) up to specified limits. Balances in excess of FDIC limits are uninsured. Management does not expect losses on these balances to occur.

Investments — Investments in short term investments, equity securities, fixed income securities, mutual funds, and alternative investments are measured at fair value in the combined statements of financial position. Investment income or loss (including realized and unrealized gains and losses on investments, interest, and dividends) is reported as an increase or decrease in unrestricted net assets, unless such income or loss is temporarily or permanently restricted by explicit donor stipulations or by law.

Assets Whose Use is Limited — Assets not available for operations include cash and cash equivalents set aside in accordance with the requirements of various governmental agencies, and are stated at cost, which approximates fair value.

Land, Buildings, and Equipment — Land, buildings, and equipment are stated at cost. Major renewals and improvements are charged to the property accounts while replacement, maintenance, and repairs that do not improve or extend the life of the respective assets are charged directly to expense.

Depreciation is computed using the straight-line, half-year method based upon the following lives:

Land and building improvements	10–20 years
Buildings	30–60 years
Equipment, furniture, and fixtures	3–10 years

Title to certain properties of Catholic Charities rests with the Catholic Bishop of Chicago.

Gifts of long-lived assets, such as land, buildings, or equipment, recorded at fair value at the date of donation, are reported as unrestricted support, unless explicit donor stipulations specify how the donated assets must be used.

Due to Governmental Agencies — Due to governmental agencies represents unexpended government funding received in advance for various programs, including the Women, Infants, and Children (WIC) program. These advances are offset by WIC inventory on hand at year-end, which primarily represents food at WIC food centers. WIC inventory approximated $10,968,767 and $5,604,288 as of June 30, 2011 and 2010, respectively.

	2011	2010
Beginning inventory	$ 5,604,288	$ 885,778
Received	71,593,079	71,872,733
Expended	(66,228,600)	(67,154,223)
Ending inventory	$ 10,968,767	$ 5,604,288

Deferred Revenue — Special event related contributions received in advance are deferred to the period in which they are earned.

Classification of Net Assets — In accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 958, *Not-for-Profit Entity*, (formerly Financial Accounting Standards Board (FASB) Statement No. 117, *Financial Statements of Not-for-Profit Organizations*), resources are classified into three classifications of net assets according to externally (donor) imposed restrictions.

Unrestricted — Net assets which are expendable for any purpose in performing the primary objectives of the organization. Included in unrestricted net assets are Board-designated funds for endowment purposes. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted.

Temporarily Restricted — Net assets whose use is limited by donor-imposed restrictions that either expire with the passage of time or can be removed by fulfillment of the stipulated purpose for which the donation was restricted. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statements of activities and changes in net assets as net assets released from restrictions. Included in temporarily restricted net assets are United Way pledges, bequests, and other contributions that have been classified as temporarily restricted. Temporarily restricted net assets that are available as of June 30, 2011 and 2010, are for the following purposes:

	2011	2010
Purchase of land, building, and equipment	$ 7,184,848	$ -
Program operations and support	6,193,582	6,526,742
Time-restricted contributions	1,131,370	1,138,513
Donor-restricted endowment funds	2,089,797	2,082,293
Total temporarily restricted net assets	$16,599,597	$9,747,548

Permanently Restricted — Net assets donated with stipulations that they be invested to provide a permanent source of income; such restrictions can neither expire with the passage of time nor be removed by fulfillment of a stipulated purpose. Included in permanently restricted net assets are contributions that have been classified as permanently restricted.

	2011	2010
Donor-restricted endowment funds	$5,504,779	$4,498,472
Total permanently restricted net assets	$5,504,779	$4,498,472

Refundable Grant Advances — Development and construction are being or have been substantially funded under non-interest-bearing mortgage agreements with HUD for the Residences. The Residences are not required to make principal or interest payments on the mortgage notes, provided they maintain housing in accordance with the Capital Advance Program Use and Regulatory Agreements. If all requirements continue to be met, the grant advances will be considered earned between 40 and 55 years or an earlier date if approved by HUD. The refundable grant advances are collateralized by the Residences' property and equipment associated with the advance.

Gift Annuities Payable — Gift annuities payable result from funds granted to Catholic Charities by individuals in return for annuities payable to those individuals during their lifetime. Annuities payable are actuarially determined using the market interest rate at the time of the annuity agreement and are based upon the annuitant's age and life expectancy. Assets received under these arrangements are recorded as investments in the combined statements of financial position. The excess of the funds granted to Catholic Charities over the calculated annuity payable is recorded as a contribution in the year of the grant.

Contributions — Unconditional promises to give cash and other assets to Catholic Charities are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the contribution is received. The contributions are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. In the absence of donor stipulations, Catholic Charities classifies the contribution as unrestricted.

Revenue Recognition — The majority of funding for Catholic Charities' operations is provided by governmental agencies. Catholic Charities recognizes program revenues in the fiscal year that the services are rendered. Contribution revenues and other support are recognized in the fiscal year that they are received. Grant revenue is recognized when the related grant expenditure has been incurred.

United Way Funding — Catholic Charities recognizes United Way contributions when funding is confirmed by United Way.

Management and General Expenses — Management and general expenses represent the expenses incurred to provide overall management and direction to all entities.

Tax Status — The agencies that comprise Catholic Charities are tax-exempt organizations under Section 501(a) as organizations described in Section 501(c)(3) of the Internal Revenue Code.

Concentration of Credit Risk — A significant portion of the funding for several of the programs is received from federal, state, or local governmental agencies. Fees and grants from governmental agencies represent approximately 74% and 79% of total revenues and support for the years ended June 30, 2011 and 2010, respectively.

Subsequent Events — Management has evaluated all subsequent events through December 5, 2011, which is the date the combined financial statements were available to be issued.

Adopted Accounting Guidance — In April 2009, the FASB issued ASC 958-805 (formerly FASB Statement No. 164), *Not-for-Profit Entities: Mergers and Acquisitions — including an amendment of ASC 350* (formerly FASB Statement No. 142). ASC 958-805 establishes principles and requirements for how a not-for-profit entity (a) determines whether a combination is a merger or an acquisition; (b) applies the carryover method in accounting for a merger; (c) applies the acquisition method in accounting for an acquisition, including determining which of the combining entities is the acquirer; and (d) determines what information to disclose to enable users of financial statements to evaluate the nature and financial effects of a merger or an acquisition. Catholic Charities' adoption of ASC 958-805 had no impact on the combined financial statements as there were no mergers or acquisitions as of and for the year ended June 30, 2011.

In August 2009, the FASB issued Accounting Standards Update (ASU) No. 2009-05, *Measuring Liabilities at Fair Value*. ASU No. 2009-5 is an amendment of ASC 820 (formerly FASB Statement No. 157, *Fair Value Measurements and Disclosures*). ASU No. 2009-05 applies to all entities that

measure liabilities at fair value within the scope of ASC 820. ASU No. 2009-05 provides guidance on measuring fair value of liabilities under circumstances in which a quoted price in an active market for an identical liability is not available. The adoption of ASU No. 2009-05 had no impact on the combined financial statements as of and for the year ended June 30, 2011.

In January 2010, the FASB issued ASU No. 2010-06, *Improving Disclosures about Fair Value Measurements*, which, among other things, amends ASC 820 to require entities to separately present purchases, sales, issuances, and settlements in their reconciliation of Level 3 fair value measurements (i.e., to present such items on a gross basis rather than on a net basis), and which clarifies existing disclosure requirements provided by ASC 820 regarding the level of disaggregation and the inputs and valuation techniques used to measure fair value for measurements that fall within either Level 2 or Level 3 of the fair value hierarchy. ASU No. 2010-06 also requires that significant transfers between all levels (including Level 1 and Level 2) be disclosed on a gross basis (i.e., transfers out must be disclosed separately from transfers in), and the reason for such transfers. ASU No. 2010-06 is effective for interim and annual periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances, and settlements in the rollforward of activity in Level 3 fair value measurements (which are effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years). Adoption of ASU No. 2010-06 did not have a material effect on the combined statements of financial position, and combined statements of activities and changes in net assets and related disclosures. Catholic Charities has early adopted the second phase of ASU No. 2010-06 and is disclosing purchases and sales on a gross basis in the Level 3 rollforward accordingly.

Pending Accounting Guidance — In May 2011, the FASB issued ASU No. 2011-04, *Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*, which amends ASC 820. ASU No. 2011-04 also requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2. In addition, ASU No. 2011-04 provides guidance on measuring the fair value of financial instruments managed within a portfolio and the application of premiums and discounts on fair value measurements. ASU No. 2011-04 requires additional disclosure for Level 3 measurements regarding the sensitivity of fair value to changes in unobservable inputs and any interrelationships between those inputs. The new guidance is effective for reporting periods beginning after December 15, 2011. The adoption will not have a material effect on the combined statements of financial position and combined statements of activities and changes in net assets. Management has not determined the impact on the disclosures in the combined financial statements.

3. INVESTMENTS

Catholic Charities' investments are overseen by the Investment Committee of the Board of Directors. The Investment Committee administers the investment of the endowment, restricted assets, and certain working capital, collectively, the "investment portfolio." These assets are managed by external investment managers in various equity securities, fixed income securities, mutual funds, and alternative investments.

Catholic Charities has established a fund to meet future capital needs of its facilities. The fund is included in investments in the combined statements of financial position and is invested in domestic and international mutual funds and corporate- and government-backed bonds with fair values of $12,552,207 and $11,931,830 at June 30, 2011 and 2010, respectively.

The Archdiocesan Finance Council and its Investment Committee oversee a Pooled Investment Fund for various entities in the Archdiocese including Catholic Charities. The Pooled Investment Fund invests with a number of investment managers in various equity and fixed income products. An allocation of the investments is in nonmarketable investments through limited partnerships. Catholic Charities owns investments, including investments through participation in the Pooled Investment Fund. At any point in time, there may be open commitments to fund additional capital calls to certain limited partnerships.

The components of total investment return as of June 30, 2011 and 2010, are as follows:

	2011	2010
Interest and dividends	$1,455,566	$1,108,737
Net realized gain	2,349,321	459,274
Change in unrealized gain	3,660,487	2,788,019
Total	$7,465,374	$4,356,030

Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risks. It is reasonably possible that changes in the values of investments could occur in the near term and that such changes could materially affect the investment amounts reported in the accompanying combined statements of financial position.

Fair value of investments as of June 30, 2011 and 2010, are as follows:

	2011	2010
Short-term investments	$ 705,846	$ 1,297,265
Equity securities	6,433,254	5,622,755
Mutual funds	13,061,642	6,730,405
Fixed income securities	29,080,794	24,028,658
Commingled fund	8,591,974	5,936,848
Subtotal	57,873,510	43,615,931
Alternative investments:		
Marketable alternative equity	446,328	852,485
Marketable energy and commodities	2,677	2,500
Private equity	755,202	738,396
Fixed income	2,135,541	2,201,368
Total alternative investments	3,339,748	3,794,749
Total	$61,213,258	$47,410,680

4. LAND, BUILDINGS, AND EQUIPMENT

Major classes of property and equipment as of June 30, 2011 and 2010, are as follows:

	2011	2010
Land and land improvements	$ 10,617,025	$ 10,586,846
Buildings and building improvements	177,474,539	175,953,928
Equipment, furniture, and fixtures	10,010,184	9,319,078
Construction in progress	2,007,874	388,432
Total land, buildings, and equipment	200,109,622	196,248,284
Less accumulated depreciation	(43,215,616)	(38,292,521)
Land, buildings and equipment — net	$156,894,006	$157,955,763

Catholic Charities recorded depreciation expense of $4,950,806 and $4,978,073 for the years ended June 30, 2011 and 2010, respectively.

5. LONG-TERM DEBT

Long-term debt at June 30, 2011 and 2010, consisted of the following:

	2011	2010
Illinois Development Finance Authority — adjustable demand revenue bonds:		
Series 1993 A, due January 1, 2028, interest rate adjusted weekly, weighted-average interest rate 0.27% in 2011 and 0.32% in 2010	$ 9,160,000	$ 9,160,000
Series 1993 B, due January 1, 2028, interest rate adjusted weekly, weighted-average interest rate 0.27% in 2011 and 0.32% in 2010	910,000	910,000
Note payable to City of Chicago, due 2015, interest free	387,800	387,800
Note payable to Azteca Foods, Inc., due 2010, interest rate 5.00%		100,000
Note payable to Illinois Facilities Fund, due in monthly installments through 2015, interest rate 5.00%	121,564	154,611
Note payable to Illinois Facilities Fund, due in monthly installments through 2023, interest rate 6.75%	875,668	921,072
Mortgages payable to HUD, due in monthly installments through 2033, interest rate 8.375%	5,552,731	5,642,600
Ozanam Village note payable to Illinois Housing Development Authority, due in equal monthly installments, with additional principal payments required based on residual receipts, interest free	292,726	293,926
Cooke's Manor LLC note payable to Illinois Housing Development Authority, due in equal monthly installments of $100, with remaining principal due May 1, 2021, interest free	743,800	745,000
	18,044,289	18,315,009
Less contractual current portion	(178,163)	(270,721)
Total	$17,866,126	$18,044,288

Debt — The Series 1993 A and Series 1993 B adjustable demand revenue bonds are supported by a letter of credit, which provides interim financing to Catholic Charities in the event that remarketing efforts fail for tendered bonds. In 2011, Catholic Charities entered into a one year renewal agreement with its letter of credit provider. The effective date of this agreement is July 1, 2011. The letter of credit expires July 1, 2012. No remarketings of the Series 1993 A or Series 1993 B bonds have failed. The bonds are classified as long-term debt at June 30, 2011 and 2010, respectively.

Below are the future maturities of long-term debt at June 30, 2010. Combined principal payments as of June 30, 2011, are as follows:

Years Ending June 30	
2012	$ 178,163
2013	191,557
2014	206,004
2015	603,558
2016	202,379
Thereafter	16,662,628
Total	$18,044,289

Debt Covenants — Catholic Charities was in compliance with all financial debt covenants at June 30, 2011.

Deferred Debt Issuance Costs — Expenses related to the procurement and underwriting of the direct obligation notes and revenue bonds have been deferred and are being amortized using the bonds outstanding method. These costs are shown net of accumulated amortization of $579,255 and $544,109 at June 30, 2011 and 2010, respectively.

Unsecured Line of Credit — Catholic Charities maintains unsecured lines of credit with two banks for its working capital requirements. Borrowings against the lines of credit are presented on the combined statements of financial position as short term debt. The lines of credit permit a maximum amount of $11,000,000 outstanding at one time of which $0 was outstanding at June 30, 2011 and June 30, 2010. For one of the lines of credit, the interest rate is the prime rate with a minimum of 4% (prime rate was 3.25% at June 30, 2011). For the other line of credit, the interest rate is the prime rate for borrowings that are held for less than one month. For borrowings that will be held for more than one month, the interest rate is the London InterBank Offered Rate, plus 1.0%.

6. LEASES

Catholic Charities leases office space under conditional operating leases that generally contain rent escalation provisions. Rent expense under the leases is recognized based on straight-line amortization of total rent over the term of the lease. Rent expense of $7,128,699 and $7,170,489 was incurred for the years ended June 30, 2011 and 2010, respectively. Future minimum lease payments at June 30, 2011, were:

Years Ending June 30	
2012	$ 5,929,446
2013	4,207,421
2014	2,541,685
2015	2,066,096
2016	2,050,455
Thereafter	14,224,231
Total	$31,019,334

7. REFUNDABLE GRANT ADVANCES

During the year ended June 30, 2010, Catholic Charities received certain HUD Supportive Housing for the Elderly (Section 202) grant advances of $2,051,140, under the terms of the federally funded program.

During the year ended June 30, 2011, three Residences; Roseland Manor, Hayes Manor, and St. Brendan Apartments, received additional grant advances from HUD under the Green Retrofit Program for Multifamily Housing totaling $1,671,952. The grant advances were funded by the American Recovery and Reinvestment Act of 2009 and were utilized for energy and green retrofit investments in the properties. As a condition for receiving these grant advances, the 40 year commitment was extended by 15 years for these three Residences.

In addition, Catholic Charities received certain Affordable Housing Project Loans of $0 and $16,694, during the years ended June 30, 2011 and 2010, respectively.

Total advances at June 30, 2011, were:

Project	Advance	End of Commitment
Matthew Manor	$ 4,015,901	December 2035
Tolton Manor	5,514,800	July 2036
Frances Manor	4,822,997	April 2037
Lawrence Manor	8,215,354	October 2039
Bernardin Manor	13,990,100	June 2040
St. Ailbe Faith Apartments	6,836,400	July 2040
St. Sabina Elders	6,727,600	September 2040
St. Ailbe Hope Apartments	813,900	March 2041
Ozanam Village Apartments	5,151,900	May 2041
St. Ailbe Love Apartments	6,300,300	February 2042
St. Peter Claver Courts	7,748,942	March 2043
Bishop Goedert Residence	9,592,300	December 2044
St. Vincent De Paul Residence	10,891,000	November 2045
Donald W. Kent Residence	8,975,400	January 2046
Pope John Paul II Residence	2,253,000	September 2046
Rosceland Manor	838,522	March 2047
St. Francis of Assisi Residence	11,319,300	November 2047
Hayes Manor	619,770	June 2048
St. Brendan Apartments	8,171,260	August 2060
Total HUD grant advances	122,798,746	
Affordable housing project loans	8,522,329	Various through 2047
Total refundable grant advances	$131,321,075	

8. RETIREMENT BENEFITS

Pension Benefits — The organizations included in these combined financial statements participate in a noncontributory pension plan administered by the Benefits Committee, a committee of the Catholic Charities Board of Directors, the plan's Sponsor, which covers substantially all lay employees. The plan also covers the employees of Maryville Academy and Catholic Charities of the Diocese of Joliet, who participate as Co-sponsors of the plan, and represent approximately one third of the covered employees. The Co-sponsors contribute to the plan on a pro rata basis. All assets and liabilities of the plan are recorded in these combined financial statements.

The plan provides annual retirement benefits (over and above normal social security benefits) equal to 1.125% of average earnings within the last five years of service multiplied by the number of years of full-time service up to 15 years, plus 1.5% of average earnings, as defined above, multiplied by the number of years of service in excess of 15 years. Plan assets consist primarily of equity securities, fixed income securities, and alternative investments.

Postretirement Benefits — Catholic Charities offers certain medical and dental benefits for retired employees. Catholic Charities amended this policy as of February 1, 2002. A cap was placed on the net employer contribution to the cost of medical coverage for employees retiring on or after July 1, 2002. The cap is equal to $500 per month for retirees with single coverage and $700 per month for retirees with family coverage. The amended policy stated that all new employees hired after July 1, 2002, would

not be offered postretirement medical and dental benefits and employees must maintain coverage in the active employee medical plan to be eligible for medical coverage during retirement. Employees hired before July 1, 2002, had a choice of continuing their eligibility for postretirement medical and dental benefits or electing to participate in an employer sponsored 403(b) plan (see Retirement Savings Plan below) and permanently forgo any eligibility for future postretirement medical and dental benefits.

The postretirement benefit liability of $33,785,144 at June 30, 2011, and $32,488,791 at June 30, 2010, includes an unrecognized prior-service gain of $1,212,625 and $1,408,645, respectively, due to the modification of the benefit policy in 2002 and subsequent reversal, on April 1, 2009, of the requirement that continuous coverage in the active employee medical plan is necessary to qualify for medical benefits in retirement.

FASB Staff Position FAS No. 106-2, *Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003*, provides guidance on the accounting for the effects of the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the "Act") for employers that sponsor postretirement benefit plans that provide prescription drug benefits. For the years ended June 30, 2011 and 2010, plan measures of the benefit obligation and net periodic postretirement benefit cost are actuarially equivalent and include Medicare Part D subsidies. However, future obligations have not been reduced for anticipated subsidy collections because the amount is difficult to determine and the effect is not material.

Retirement Savings Plan — Catholic Charities has a defined contribution plan under Internal Revenue Code Section 403(b) covering all new employees hired after July 1, 2002, as well as employees hired before July 1, 2002, who have opted out of the postretirement medical and dental benefit policy. The eligibility guidelines are based on one year of service and employees who work at least 20 hours per week. Catholic Charities contributes 1% of each individual participant's compensation, plus a matching contribution of up to 1.5% of the individual participant's compensation. Total employer contribution expense for the years ended June 30, 2011 and 2010, was $544,704 and $490,782, respectively.

Catholic Charities uses a June 30 measurement date for its pension and postretirement obligations.

Summary information for pension and postretirement benefits at June 30, 2011 and 2010, is as follows:

	Pension Benefits		Postretirement Benefits	
	2011	2010	2011	2010
Change in benefit obligation:				
Benefit obligation — beginning of year	$ 117,947,170	$ 100,161,329	$ 32,488,791	$ 28,475,473
Service cost	4,488,135	3,671,792	699,891	653,623
Interest cost	6,665,509	6,356,350	1,595,043	1,701,699
Actuarial losses	2,216,569	11,584,056	256,284	2,833,115
Benefits paid	(4,140,004)	(3,826,357)	(1,788,604)	(1,638,988)
Medicare Part D subsidy			162,342	127,208
Participant contributions			371,397	336,661
Benefit obligation — end of year	127,177,379	117,947,170	33,785,144	32,488,791
Change in plan assets:				
Fair value of plan assets — beginning of year	59,473,894	52,592,351		
Actual return on plan assets	13,314,911	6,533,098		
Employer contributions	6,131,453	4,174,802	1,254,865	1,175,119
Benefits paid	(4,140,004)	(3,826,357)	(1,788,604)	(1,638,988)
Medicare Part D subsidy			162,342	127,208
Participant contributions			371,397	336,661
Fair value of plan assets — end of year	74,780,254	59,473,894	-	-
Funded status — end of year	(52,397,125)	(58,473,276)	(33,785,144)	(32,488,791)
Net accrued benefit cost	$ (52,397,125)	$ (58,473,276)	$ (33,785,144)	$ (32,488,791)
Amounts recognized in the combined statements of financial position — accrued liability	$ (52,397,125)	$ (58,473,276)	$ (33,785,144)	$ (32,488,791)

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The components of net periodic benefit cost for the years ended June 30, 2011 and 2010, are as follows:

	Pension Benefits		Postretirement Benefits	
	2011	2010	2011	2010
Components of net periodic benefit cost:				
Service cost	$ 4,488,135	$ 3,671,792	$ 699,891	$ 653,623
Interest cost	6,665,509	6,356,350	1,595,043	1,701,699
Expected return on plan assets	(4,726,594)	(4,160,132)		
Recognized net actuarial loss			133,002	
Amortization of unrecognized prior service (credit)	(216,978)	(216,978)	(196,020)	(196,020)
Amortization of unrecognized net loss	3,121,457	2,489,457		
Total net periodic benefit cost	$ 9,331,529	$ 8,140,489	$2,231,916	$2,159,302

The pension and postretirement plan accumulated losses and prior-service credits not yet recognized as a component of periodic pension and postretirement expense, but accumulated in unrestricted net assets are as follows:

	Pension Benefits		Postretirement Benefits	
	2011	2010	2011	2010
Unrecognized actuarial loss	$32,403,235	$41,896,440	$ 5,611,094	$ 5,487,812
Unrecognized prior service credit	(1,563,520)	(1,780,498)	(1,212,625)	(1,408,645)
Total accumulated in unrestricted net assets	$30,839,715	$40,115,942	$ 4,398,469	$ 4,079,167

An estimated $216,978 in prior service credit and $1,913,201 in net actuarial loss will be included as components of periodic pension expense in 2012. An estimated $196,020 in prior-service credit and $190,477 in net actuarial loss will be included as components of periodic postretirement expense in 2012.

The pension plan and postretirement plan items not yet recognized as a component of periodic pension and postretirement expense, but included as a separate charge to net assets during 2011 and 2010, are as follows:

	Pension Benefits		Postretirement Benefits	
	2011	2010	2011	2010
Prior-service credit arising during the period	$ -	$ -	$ -	$ -
Actuarial gain arising during the period	(6,371,748)	9,211,090	(256,284)	2,833,115
Reclassification adjustment for recognition of prior-service (cost) credit	(2,904,479)	(2,272,479)	(63,018)	196,020
Total recognized as a separate (credit) charge to net assets	$(9,276,227)	$ 6,938,611	$(319,302)	$3,029,135

Actuarial assumptions for the plans as of June 30, 2011 and 2010, are as follows:

	Pension Benefits		Postretirement Benefits	
	2011	2010	2011	2010
Weighted-average assumptions:				
Discount rate — benefit obligation	5.64 %	5.43 %	5.27 %	5.17 %
Discount rate — benefit cost	5.43	6.19	5.17	6.27
Rate of compensation increase	0.00–3.50	0.00–3.50		

For measurement purposes, an 8% gross health care trend rate was used for the 2011 disclosures. Trend rates were assumed to decrease gradually to 5% for the year ending June 30, 2014, and beyond.

For measurement purposes, a 6% gross health care trend rate was used for the 2010 disclosures. Trend rates were assumed to decrease gradually to 5% for the year ending June 30, 2011, and beyond.

In 2012, Catholic Charities expects to contribute $4,614,106 to its pension plan and $1,768,000 to pay health care premiums on behalf of the retirees covered under its postretirement benefit policy.

The following benefit payments, which reflect expected future services, as appropriate, are expected to be paid:

Years Ended June 30	Pension Benefits	Postretirement Benefits
2012	$ 5,039,862	$ 1,768,000
2013	5,295,145	1,879,250
2014	5,497,685	1,986,984
2015	5,758,646	2,077,965
2016	6,100,693	2,182,645
2017–2019	37,261,220	12,163,383

Pension Plan Assets — The primary return objectives of the plan are a) the preservation of principal, b) to earn a competitive total return consistent with prudent levels of risk, and c) to create a stream of investment returns to ensure the systematic and adequate funding of actuarially determined benefits through contributions from Catholic Charities and professional management of the pension plan assets.

This is accomplished through diversification of assets in accordance with the investment policy. Periodic rebalancing occurs after the end of each calendar quarter, as required by the policy.

The target allocations for plan assets are 55 percent domestic equity securities, 10 percent international equity securities, 20 percent corporate bonds and U.S. Treasury or Agency securities, and 15 percent hedge fund of funds.

Short term investments include invested cash, money market mutual funds, and certificates of deposit and are generally categorized in Level 1 of the fair value hierarchy.

Domestic equity securities include investments in large-cap, mid-cap, and small-cap companies located in the United States. Equity securities are valued based on quoted prices from an exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.

Mutual funds are open-ended Securities and Exchange Commission registered investment funds with a daily net asset value (NAV). Domestic mutual funds include investments in large-cap, mid-cap, and small-cap companies located in the United States. International mutual funds include investments in large- to mid-cap companies outside the United States. The mutual funds allow investors to sell their interests to the fund at the published NAV, with no restrictions on redemptions, and are generally categorized in Level 1 of the fair value hierarchy.

Commingled fund is an unregistered investment fund with a daily NAV that invests in large-cap companies located in the United States. This commingled fund allows investors to sell their interests with a one-day notice. Such commingled fund is categorized in Level 2 of the fair value hierarchy.

Fixed income securities are comprised of U.S. government securities, U.S. government agency securities, and corporate bonds. U.S. government securities are valued using quoted market prices and, accordingly, are categorized in Level 1 of the fair value hierarchy. U.S. government agency securities are comprised of noncallable agency-issued debt securities and are generally valued using quoted market prices. Actively traded noncallable agency-issued debt securities are categorized in Level 2 of the fair value hierarchy. The fair value of corporate bond securities is estimated using recently executed transactions, market price quotations (where observable), or bond spreads. If the spread data does not reference the issuer, then data that reference a comparable issuer are used. These corporate bonds are generally categorized in Level 2 of the fair value hierarchy.

Marketable alternative equity investments are comprised of investments in hedge fund of funds. Marketable alternative equity investments that cannot be fully redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2011. These marketable alternative equity investments that cannot be redeemed within the "near term" are categorized in Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

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The following fair value hierarchy table presents information about Catholic Charities' pension plan investments measured at fair value as of June 30, 2011 and 2010.

	2011	2010
Level 1 — quoted prices in active markets for identical securities:		
Short-term investments	$ 1,345,556	$ 1,769,131
Domestic equity securities	26,085,379	10,033,101
Domestic equity mutual funds		
International mutual funds	7,601,687	8,272,819
Domestic fixed income mutual funds	3,255,739	4,901,300
Fixed income securities: U.S. government securities	1,342,790	3,021,437
Subtotal	39,631,151	27,997,788
Level 2 — significant other observable inputs:		
Fixed income securities:		
Corporate	3,058,816	4,055,907
Government agencies	6,865,272	6,529,971
Commingled fund	15,430,896	11,772,810
Subtotal	25,354,984	22,358,688
Level 3 — significant unobservable inputs — Alternative investments — marketable alternative equity	9,794,119	9,117,418

The table below presents the reconciliation of all assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the years ended June 30, 2011 and 2010, for Level 3 assets and liabilities.

	2011	2010
Balance as of July 1	$9,117,418	$8,316,671
Purchases		
Sales		
Realized and unrealized gains — net	676,700	800,747
Other		
Balance as of June 30	$9,794,118	$9,117,418
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30	$ 676,700	$ 800,747

9. ENDOWMENT NET ASSETS

Catholic Charities endowment net assets consist of approximately 32 individual funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board to function as endowments. As required by GAAP, net assets associated with permanently restricted funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Catholic Charities has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift, as of the gift date of the donor permanently restricted funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, Catholic Charities classifies as permanently restricted net assets (a) the original value of gifts, (b) the original value of subsequent gifts, and (c) accumulations made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted funds:

1. The duration and preservation of the fund
2. The purposes of the organization and the donor-restricted fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of the organization
7. The investment policies of the organization

Endowment net asset composition by type of fund as of June 30, 2011, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$2,089,797	$5,504,779	$ 7,594,576
Board-designated endowment funds	29,672,219			29,672,219
Total endowment funds	$29,672,219	$2,089,797	$5,504,779	$37,266,795

Endowment net asset composition by type of fund as of June 30, 2010, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$2,082,293	$4,498,472	$ 6,580,765
Board-designated endowment funds	24,372,273			24,372,273
Total endowment funds	$24,372,273	$2,082,293	$4,498,472	$30,953,038

Changes in endowment net assets for the year ended June 30, 2011, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$24,372,273	$2,082,293	$4,498,472	$30,953,038
Investment return:				
Dividend and interest income — net	694,271	67,267		761,538
Realized and unrealized gains	4,954,214	12,015	160,611	5,126,840
Total investment return	5,648,485	79,282	160,611	5,888,378
Contributions	800,000	25,000	1,006,307	1,831,307
Appropriation of endowment assets for expenditures	(1,148,539)	(96,778)	(160,611)	(1,405,928)
Endowment net assets — end of year	$29,672,219	$2,089,797	$5,504,779	$37,266,795

Changes in endowment net assets for the year ended June 30, 2010, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$23,481,271	$2,063,346	$1,453,963	$26,998,580
Investment return:				
Dividend and interest income — net	507,527	64,708		572,235
Realized and unrealized gains	2,193,585	28,837	62,841	2,285,263
Total investment return	2,701,112	93,545	62,841	2,857,498
Contributions	400,000	25,000	3,044,609	3,469,609
Appropriation of endowment assets for expenditures	(2,210,110)	(99,598)	(62,941)	(2,372,649)
Endowment net assets — end of year	$24,372,273	$2,082,293	$4,498,472	$30,953,038

Funds with Deficiencies — From time to time, the fair value of assets associated with individual-donor permanently restricted funds may fall below the level that the donor or UPMIFA requires Catholic Charities to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets and were $32,402 and $34,972 as of June 30, 2011 and 2010, respectively. These deficiencies resulted from unfavorable investment performance due to unfavorable market conditions for the investments supporting the permanently restricted during fiscal 2011 and 2010.

Return Objectives and Risk Parameters — Catholic Charities has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted endowments that Catholic Charities must hold in perpetuity or for a donor-specified period(s), as well as Board-designated funds. Under this policy, the Board-designated endowment assets are invested in a manner that is intended to produce a return that exceeds the level of inflation as measured by the Consumer Price Index by at least 5% on a rolling three-year basis. Catholic Charities expects its Board-designated endowment funds, over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount. Donor-restricted endowments are invested in fixed income securities and cash equivalents or as the donor specifically requests.

Strategies Employed for Achieving Objectives — To satisfy its long term rate-of-return objectives, Catholic Charities relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Spending Policy and How the Investment Objectives Relate to Spending Policy — Catholic Charities has a policy of appropriating endowment distributions each year of up to 5% of a rolling three-year average of its Board-designated endowment fund's average fair value. In establishing this policy, Catholic Charities considered the long term expected return on its Board-designated endowment.

Accordingly, over the long term, Catholic Charities expects the current spending policy to allow its endowment to grow at an average of 5% annually. This is consistent with the organization's objective to maintain the fair value of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return. Donor-restricted endowments are spent in accordance with the donors' wishes and distributions are made annually to the programs and activities of Catholic Charities for the purposes, which conform to the donors' stated intentions.

10. SELF-INSURED HEALTH PLAN

Catholic Charities administers a self-insured health plan. Related parties Maryville Academy and Misericordia Home also participate in this plan (collectively the "participating employers"). The participating employers determine the premium rates to cover the cost of claims. The designated cash on hand to pay unpaid claims is $2,742,704 and $2,278,578 at June 30, 2011 and 2010, respectively, and is reflected in the combined statements of financial position in cash and cash equivalents. A liability of $2,389,727 and $2,516,694 for unpaid claims, including an estimate for incurred but not reported claims and the associated claims expenses, was recorded within accrued liabilities as of June 30, 2011 and 2010, respectively.

11. FAIR VALUE MEASUREMENT

Fair value is the price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following fair value hierarchy is used in selecting inputs, with the highest priority given to Level 1, as these are the most transparent or reliable.

Level 1 — Quoted prices for identical instruments in active markets.

Level 2 — Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs are observable in active markets.

Level 3 — Valuations derived from valuation techniques in which one or more significant inputs are not observable.

In addition, investments that Catholic Charities are able to fully redeem at the NAV as of June 30, 2011, or in the "near term," have been classified as Level 2 investments. Investments that cannot be fully redeemed at the NAV in the "near term" have been classified as Level 3 investments. Investments that are not able to be redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2011. Transfers occurred out of Level 3 to Level 2 on June 30, 2011.

Catholic Charities attempts to establish fair value as an exit price in an orderly transaction consistent with normal settlement market conventions. Catholic Charities is responsible for the valuation process and seeks to obtain quoted market prices for all securities. When quoted market prices in active markets are not available, Catholic Charities uses independent pricing services to establish fair value.

Assets Measured at Fair Value — Assets, inclusive of those investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis as of June 30, 2011, are as follows:

	Level 1	Level 2	Level 3	Total	Redemption Frequency	Redemption Notice Period
Short-term investments	$ 705,846	$ -	$ -	$ 705,846	Daily	1 day
Equity securities	6,433,254			6,433,254	Daily	1 day
Mutual funds	13,061,642			13,061,642	Daily	1 day
Fixed income securities	13,736,142	15,344,652		29,080,794	Daily	1 day
Commingled fund		8,591,974		8,591,974	Daily	1 day
Subtotal	33,936,884	23,936,626	-	57,873,510		
Alternative investments:						
Marketable alternative equity			446,328	446,328	Monthly	>90 days
Marketable energy and commodities			2,677	2,677	Monthly	>90 days
Private equity			755,202	755,202	Monthly	>90 days
Fixed income		1,125,838	1,009,703	2,135,541	1 Month–12 Months	10–65 days
Total alternative investments	-	1,125,838	2,213,910	3,339,748		
Total	$33,936,884	$25,062,464	$2,213,910	$61,213,258		

Assets, inclusive of those investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis as of June 30, 2010, are as follows:

	Level 1	Level 2	Level 3	Total	Redemption Frequency	Redemption Notice Period
Short-term investments	$ 1,297,265	$ -	$ -	$ 1,297,265	Daily	1 day
Equity securities	5,622,755			5,622,755	Daily	1 day
Mutual funds	6,730,405			6,730,405	Daily	1 day
Fixed income securities	11,327,157	12,701,501		24,028,658	Daily	1 day
Commingled fund		5,936,848		5,936,848	Daily	1 day
Subtotal	24,977,582	18,638,349	-	43,615,931		
Alternative investments:						
Marketable alternative equity			852,485	852,485	Monthly	>90 days
Marketable energy and commodities			2,500	2,500	Monthly	>90 days
Private equity			738,396	738,396	Monthly	>90 days
Fixed income		1,149,151	1,052,217	2,201,368	Daily, Monthly	1 day, >90 days
Total alternative investments	-	1,149,151	2,645,598	3,794,749		
Total	$24,977,582	$19,787,500	$2,645,598	$47,410,680		

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A reconciliation for all assets, exclusive of investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the years ended June 30, 2011 and 2010, for Level 3 assets and liabilities is as follows:

	2011	2010
Balance — July 1	$1,593,381	$1,801,280
Purchases	16,808	40,562
Sales	(63,263)	(494,649)
Realized and unrealized (losses) gains — net	(342,719)	246,188
Balance — June 30	$1,204,207	$1,593,381
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized (gains) losses relating to assets still held at June 30	$ (342,719)	$ 246,188

Catholic Charities' investments balance includes $4,229,106 of investments through participation in the Archdiocese pooled investment fund as of June 30, 2011. This balance includes $1,009,703 of Level 3 investments as of June 30, 2011. The table below presents a reconciliation for total Archdiocese pooled investment fund assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2011, for Level 3 assets and liabilities, is presented as follows:

Balance — July 1, 2010	$370,392,944
Purchases	37,241,234
Sales	(40,864,376)
Realized and unrealized gains (losses) — net	66,973,797
Transfers	14,430,473
Balance — June 30, 2011	$448,174,072
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2011	$ 77,526,740

Catholic Charities' investments balance includes $4,929,806 of investments through participation in the Archdiocese pooled investment fund as of June 30, 2010. This balance includes $1,052,217 of Level 3 investments as of June 30, 2010. The table below presents a reconciliation for total Archdiocese pooled investment fund assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2010, for Level 3 assets and liabilities, is presented as follows:

Balance — July 1, 2009	$ 432,110,383
Purchases	48,749,553
Sales	(106,712,149)
Realized and unrealized gains (losses) — net	55,693,936
Transfers	(59,448,779)
Balance — June 30, 2010	$ 370,392,944
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2010	$ 38,607,084

The following section describes the valuation methodologies used to measure different financial instruments at fair value, including an indication of the level in the fair value hierarchy in which the instrument is generally classified. Catholic Charities uses prices and inputs that are current as of the measurement date, obtained through a third-party custodian from independent pricing services. ASC 820 also requires disclosure to assist in understanding the nature and risk of investments by major category for those investments that calculate an NAV.

Short term investments include invested cash, money market mutual funds, and certificates of deposit and are generally categorized in Level 1 of the fair value hierarchy.

Equity securities are valued based on quoted prices from an exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.

Mutual funds are valued based on the NAV as computed once per day based on the quoted market prices of the securities in the fund's portfolio and are generally categorized in Level 1 of the fair value hierarchy.

Fixed income securities are composed of U.S. government securities, U.S. government agency securities, and corporate bonds. U.S. government securities are valued using quoted market prices and, accordingly, are categorized in Level 1 of the fair value hierarchy. U.S. government agency securities are composed of noncallable agency issued debt securities are generally valued using quoted market prices. Actively traded noncallable agency issued debt securities, are categorized in Level 2 of the fair value hierarchy. The fair value of corporate bond securities is estimated using recently executed transactions, market price quotations (where observable), or bond spreads. If the spread data does not reference the issuer, then data that reference a comparable issuer are used. Corporate bonds are generally categorized in Level 2 of the fair value hierarchy.

Commingled fund is an unregistered investment fund with a daily NAV that invests in large-cap companies located in the United States. This commingled fund allows investors to sell their interests with a one-day notice. Such commingled fund is categorized in Level 2 of the fair value hierarchy.

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Marketable alternative equity investments are composed of investments in fund of funds and hedge funds. Marketable alternative equity investments that cannot be fully redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2010. These marketable alternative equity investments that cannot be redeemed within the "near term" are categorized in Level 3 of the fair value hierarchy. These Level 3 investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management. Marketable alternative equity investments that can be redeemed within the "near term" are categorized in Level 2 of the fair value hierarchy. These Level 2 investments are composed of funds whose underlying securities are primarily valued based on quoted prices from an exchange.

Fixed income alternative investments are composed of bond funds. Fixed-income alternative investments whose underlying assets are composed of securities that are valued based on observable transactions are generally categorized in Level 2 of the fair value hierarchy. Fixed-income alternative equity whose underlying assets are not observable or whose value for underlying assets is determined using unobservable inputs are categorized as Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

Private equity investments are comprised of investments in limited partnerships and private equity funds. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management. Private equity investments are categorized in Level 3 of the fair value hierarchy at June 30, 2011 and 2010, are as follows:

	2011				
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period	Lockup or Gate
Fixed income securities	$ -	$ -	Daily	1 day	n/a
Commingled fund	8,591,974		Daily	1 day	n/a
Alternative investments:					
Marketable alternative equity	446,328		Monthly	>90 days	n/a
Marketable energy and commodities	2,677		Monthly	>90 days	2–6 years
Private equity	755,202	244,798	Monthly	>90 days	3–5 years
Fixed income	2,135,541		Monthly–Annually	10–65 days	1/3 annual, rolling
Total	$11,931,722	$244,798			

	2010				
	Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period	Lockup or Gate
Fixed income securities	$ -	$ -	Daily	1 day	n/a
Commingled fund	5,936,848		Daily	1 day	n/a
Alternative investments:					
Marketable alternative equity	852,485		Monthly	>90 days	n/a
Marketable energy and commodities	2,500		Monthly	>90 days	3–7 years
Private equity	738,396	261,604	Monthly	>90 days	4–6 years
Fixed income	2,201,368		Monthly–Annually	1 day, >90 days	1/3 annual, rolling
Total	$9,731,597	$261,604			

12. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of current assets, trusteed funds, current liabilities, and other liabilities approximate their fair value, as they are short term in nature. The carrying value of debt and gift annuities approximates its fair value as of June 30, 2011 and 2010.

13. NONCASH ASSISTANCE

During the years ended June 30, 2011 and 2010, Catholic Charities received certain food commodities with a value of approximately $3,660,962 and $3,674,896, respectively, under the terms of the federally funded programs whereby Catholic Charities acts as a distributor. The receipt and subsequent distribution of these commodities are not shown as revenues or expenditures in the combined financial statements of Catholic Charities.

Catholic Charities recorded in-kind donations of gifts in the amount of $1,042,050 and $1,101,925 during the years ended June 30, 2011 and 2010, respectively, which it distributed to the families it serves. Additionally, in 2010, Catholic Charities received an in-kind donation of office furniture valued in the amount of $144,025.

14. COMMITMENTS AND CONTINGENCIES

Catholic Charities participates in a self-insurance program managed by the Archdiocesan Pastoral Center — Catholic Bishop of Chicago. Catholic Charities is occasionally party to lawsuits and claims arising out of the conduct of its business. In the event that Catholic Charities withdraws from participation in the program, amounts may be payable to the Catholic Bishop of Chicago for residual liabilities relating to historical claims experience or for claims incurred but not yet reported.

While the ultimate results of lawsuits or other proceedings against Catholic Charities cannot be predicted with certainty, management of Catholic Charities is of the opinion that the liabilities resulting from these contingencies are not material in relationship to the financial condition of Catholic Charities.

Catholic Charities is obligated to fund capital calls up to $1,000,000 in total to Blackstone Capital Partners IV, L.P. As of June 30, 2011 and 2010, Catholic Charities has invested $390,474 and $30,295 of the obligated $1,000,000, respectively. The fair value of this investment is $755,202 and $738,396 and is presented as investments on the combined statements of combined financial position for 2011 and 2010, respectively.

15. TRANSACTIONS WITH RELATED PARTIES

Catholic Charities provides certain goods and services to various affiliated entities. A summary of the amounts due from (to) related parties, at June 30, 2011 and 2010, is as follows:

	2011	2010
Due from Archdiocese of Chicago	$ 3,705	$ 423
Due from (to):		
Maryville Academy	345,054	298,978
Misericordia	411,661	361,508
Little Sisters of the Poor	(3,334)	(3,188)
St. Leo Residence LLC	1,120,417	1,222,457
Cortland Manor LLC	1,462,923	1,247,523
Total due from affiliates	3,340,426	3,127,701
Less allowance for doubtful accounts	(482,761)	
Total due from affiliates — net	$2,857,665	$3,127,701

St. Leo Residence Limited Liability Company was formed in April 2003 for the purpose of constructing and operating a 141-unit residential apartment building located at 7750 South Emerald, Chicago, Illinois. The building was completed in August 2006. CCHDC is a controlling entity of the general partner of the limited partnership. As such, CCHDC has guaranteed to fund any operating deficits up to $195,000 or reduced income tax benefits incurred by the limited partner during the duration of the partnership agreement. CCHDC has agreed to create and maintain required reserves totaling $556,000, which will be funded to the project at the conclusion of the development phase.

As of June 30, 2011 and 2010, CCHDC provided funding of $526,476 and $526,476, respectively, in exchange for an equity ownership of 0.01% and a loan receivable of $4,145,692 and $4,145,692 respectively, both of which are included in the combined statements of financial position. Future equity contributions of $65,000 in total are expected to be made in subsequent periods. In addition, as of June 30, 2011 and 2010, CCHDC and Catholic Charities provided development and operating funding totaling $1,120,417 and $1,222,457, respectively, which will be reimbursed by future cash flows. This amount has been included in the combined statements of financial position as due from affiliates.

Cortland Manor Limited Liability Company was formed in May 2001 for the purpose of rehabilitating and operating a 22-unit residential apartment building located at 1900 North Karlov, Chicago, Illinois. The building was completed in July 2003. CCHDC is a controlling entity of the managing member of the limited liability company. As such, CCHDC has guaranteed to cover any operating deficits up to $150,000 or reduced income tax benefits incurred by the limited partner during the duration of the operating agreement. CCHDC has agreed to create and maintain required reserves totaling $170,000, which will be funded to the project at the conclusion of the development phase.

As of June 30, 2011 and 2010, CCHDC has provided funding to the Cortland Manor Limited Liability Company of $105,734 and $105,734 in exchange for an equity ownership of 0.01% and a loan receivable of $1,289,158 and $1,167,406, respectively, both of which are included in the combined statements of financial position. In addition, as of June 30, 2011 and 2010, CCHDC and Catholic Charities provided development and operating funding totaling $1,462,923 and $1,247,523, respectively. As of June 30, 2011 and 2010, this receivable includes a reserve for doubtful accounts of $482,761 and $0, respectively. The net amount has been included in the combined statements of financial position as due from affiliates.

* * * * * *

ATTACHMENT-39

ADDITIONAL INFORMATION

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINING STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED JUNE 30, 2011

	Catholic Charities of the Archdiocese of Chicago	Catholic Charities Housing Development Corporation	Federally Assisted Residences	Options for Housing Homelessness Prevention Call Center	Options for Housing Cooke's Manor, LLC	St. Joseph Carondelet	Holy Family Villa	Eliminating Entries	Total
ASSETS									
CURRENT ASSETS:									
Cash and cash equivalents	$ 15,292,955	$ 272,408	$ 503,051	$ 137,698	$ 37,699	$ -	$ 96,814	$ -	$ 16,340,625
Receivables — net	24,865,933	16,520	11,956	217,211	96,589		1,193,304		26,401,513
Prepaid and other assets	1,065,206	5,593	5,024	800	50				1,076,673
Due from affiliates — net		15,368,964						(12,511,300)	2,857,664
Total current assets	41,224,094	15,663,485	520,031	355,709	134,338	-	1,290,118	(12,511,300)	46,676,475
INVESTMENTS	61,110,647	632,210					102,611		61,845,468
LONG-TERM RECEIVABLES	164,845	8,893,754						(3,458,904)	5,599,695
OTHER NONCURRENT ASSETS	61,354	103,409	6,921,805		96,665		12,617		7,195,850
LAND, BUILDINGS, AND EQUIPMENT — Net	20,775,183	1,120,343	126,391,364	26,800	1,779,674		6,800,642		156,894,006
TOTAL	$123,336,123	$26,413,201	$133,833,200	$ 382,509	$2,010,677	$ -	$8,205,988	$(15,970,204)	$278,211,494
LIABILITIES AND NET ASSETS									
CURRENT LIABILITIES:									
Accounts payable and accrued compensation	$ 10,911,209	$ 54,503	$ 838,731	$ 1,110	$ 23,194	$ -	$ 383,685	$ -	$ 12,212,432
Other current liabilities		1,079	38,753						39,832
Due to governmental agencies	156,347								156,347
Due to affiliates — net	5,842,855		6,384,924	722,119	644,424	(30,118)	2,406,000	(15,970,204)	
Current portion of long-term debt	78,072		98,891		1,200				178,163
Total current liabilities	16,988,483	55,582	7,361,299	723,229	668,818	(30,118)	2,789,685	(15,970,204)	12,586,774
OTHER NONCURRENT LIABILITIES	3,249,772		369,294				214,358		3,833,424
RETIREMENT BENEFITS LIABILITIES (Current and noncurrent)	86,182,269								86,182,269
REFUNDABLE GRANT ADVANCES		934,630	129,886,445		500,000				131,321,075
LONG-TERM DEBT — Less current portion	919,160	10,070,000	6,134,366		742,600				17,866,126
Total liabilities	107,339,684	11,060,212	143,751,404	723,229	1,911,418	(30,118)	3,004,043	(15,970,204)	251,789,668
NET ASSETS (DEFICIT)	15,996,439	15,352,989	(9,918,204)	(340,720)	99,259	30,118	5,201,945		26,421,826
TOTAL	$123,336,123	$26,413,201	$133,833,200	$ 382,509	$2,010,677	$ -	$8,205,988	$(15,970,204)	$278,211,494

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINING STATEMENT OF REVENUES AND EXPENSES AND CHANGES IN NET (DEFICIT) ASSETS
FOR THE YEAR ENDED JUNE 30, 2011

	Catholic Charities of the Archdiocese of Chicago	Catholic Charities Housing Development Corporation	Federally Assisted Residences	Options for Housing: Homelessness Prevention Call Center	Options for Housing: Cooke's Manor, LLC	St. Joseph Carondelet	Holy Family Villa	Eliminating Entries	Total
REVENUE:									
Fees and grants from governmental agencies	$133,499,834	$ -	$10,459,755	$ 940,077	$ 581,354	$ -	$3,964,850	$ -	$149,445,870
Program service fees	6,842,770	1,391,353	4,178,668		34,100		3,810,995	(1,345,248)	14,912,638
Contributions	28,917,527	27,500	31,200	327,510	37,550		53,536		29,394,823
United Way	2,008,526				9,998				2,018,524
Other revenue	168,385						6,780		175,165
Investment income	6,939,250	377,138			129,207		19,779		7,465,374
Total revenue	178,376,292	1,795,991	14,669,623	1,267,587	792,209	-	7,855,940	(1,345,248)	203,412,394
EXPENSES:									
Salaries	59,177,620	694,935	3,151,235	660,786	303,949		3,185,823		67,174,348
Employee benefits/payroll taxes	22,483,268	271,374	1,348,887	242,207	101,673	(10,477)	938,236		25,375,168
Total salaries and related expenses	81,660,888	966,309	4,500,122	902,993	405,622	(10,477)	4,124,059	-	92,549,516
Food purchases	42,910,233				6,017		219,547		43,135,797
Specific assistance to individuals	10,022,702			2,050	608		(20,457)		10,004,903
Occupancy	9,864,583	79,958	3,255,892	88,190	101,788		315,425		13,705,836
Supplies	3,496,437	22,790	718,983	18,109	30,094		435,824		4,722,237
Professional fees and contract service payments	7,278,353	71,377	2,576,377	52,332	165,376	356	913,725	(300,456)	10,757,440
Telephone	1,485,691	21,288	151,199	78,822	7,812		36,620		1,781,432
Outside printing	457,939	230	680	1,865	1,052		5,609		467,375
Local transportation	1,966,854	27,497	100,751	2,107	14,945		11,670		2,123,824
Conferences, conventions, and meetings	1,729,155	32,371	1,148,153	1,448	37,584		29,855	(1,044,792)	1,933,774
Membership dues and subscriptions	155,939	4,609	19,097	1,325	740		13,755		195,465
Awards and grants	41,138			525			63		41,726
Interest and financing costs	68,970	17,870	468,537				9,931		565,308
Payments to affiliates	6,736								6,736
Distribution of in-kind gifts	1,042,050								1,042,050
Retirement benefit-related changes other than net periodic cost	(8,956,925)								(8,956,925)
Miscellaneous	788,648	125,264	31,905	1,068	1,063	54	209,777		1,157,779
Total expenses before depreciation and allocation of management and general expenses	154,019,391	1,369,563	12,971,696	1,150,834	772,701	(10,067)	6,305,403	(1,345,248)	175,234,273
Depreciation	1,993,700	19,396	2,582,049	8,652	80,893		266,118		4,950,806
Allocation of management and general expenses	(1,981,593)	108,436	1,213,383	90,245	66,398		503,131		
Total expenses	154,031,498	1,497,393	16,767,128	1,249,731	919,992	(10,067)	7,074,652	(1,345,248)	180,185,079
CHANGE IN NET ASSETS (DEFICIT)	24,344,794	298,598	(2,097,505)	17,856	(127,783)	10,067	781,288	-	23,227,315
NET ASSETS (DEFICIT) — Beginning of year	(8,348,355)	15,054,391	(7,820,699)	(358,576)	227,042	20,051	4,420,657		3,194,511
NET ASSETS (DEFICIT) — End of year	$ 15,996,439	$15,352,989	$ (9,918,204)	$ (340,720)	$ 99,259	$ 30,118	$5,201,945	$ -	$ 26,421,826

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ATTACHMENT-39

Catholic Charities of the Archdiocese of Chicago

Combined Financial Statements as of and
for the Years Ended June 30, 2010 and 2009,
Additional Information as of and for the
Year Ended June 30, 2010, and
Independent Auditors' Report

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

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Deloitte.

Deloitte & Touche LLP
111 S. Wacker Drive
Chicago, IL 60606-4301
USA
Tel: +1 312 486 1000
Fax: +1 312 486 1486
www.deloitte.com

INDEPENDENT AUDITORS' REPORT

His Eminence Francis Cardinal George, O.M.I.
Archbishop of Chicago

The Board of Directors of
Catholic Charities of the Archdiocese of Chicago:

We have audited the accompanying combined financial statements of Catholic Charities of the Archdiocese of Chicago ("Catholic Charities") as of June 30, 2010, and 2009, and for the years then ended, as listed in the table of contents. These combined financial statements are the responsibility of Catholic Charities' management. Our responsibility is to express an opinion on these combined financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Catholic Charities' internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such combined financial statements present fairly, in all material respects, the combined financial position of Catholic Charities of the Archdiocese of the Chicago as of June 30, 2010 and 2009, and the combined results of their activities and changes in net assets, and their combined cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 16 to the combined financial statements, Catholic Charities changed its presentation of certain items in the 2010 Statement of Activities and Changes in Net Assets and updated the 2009 Statement of Activities and Changes in Net Assets to conform to the 2010 presentation.

Member of
Deloitte Touche Tohmatsu Limited

Our 2010 audit was conducted for the purpose of forming an opinion on the 2010 combined financial statements taken as whole. The additional information for the year ended June 30, 2010, on pages 37 through 39 is presented for the purposes of additional analysis and is not a required part of the basic combined financial statements. This additional information is the responsibility of Catholic Charities' management. Such information has been subjected to the auditing procedures applied in our audit of the 2010 combined financial statements and, in our opinion, is fairly stated in all material respects when considered in relation to the 2010 combined financial statements taken as whole.

Deloitte & Touche LLP

December 6, 2010

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2010 AND 2009

	2010	2009
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 11,673,003	$ 11,554,647
Program receivables (net of allowance for doubtful accounts — $1,836,187 and $2,536,943 in 2010 and 2009, respectively)	20,617,898	16,170,189
Legacies and pledges receivable	2,031,004	2,480,896
United Way receivable	648,835	1,101,403
Prepaid and other assets	1,463,213	691,512
Due from affiliates — net	3,127,701	3,114,974
Total current assets	39,561,654	35,113,621
INVESTMENTS	47,410,680	43,564,924
INVESTMENT IN AFFILIATES	632,210	632,210
LOANS RECEIVABLE	5,313,098	5,313,098
LONG-TERM LEGACIES AND PLEDGES RECEIVABLE	1,093,518	1,730,898
DEFERRED DEBT ISSUANCE COSTS	137,190	113,243
ASSETS WHOSE USE IS LIMITED	6,901,378	6,279,709
LAND, BUILDINGS, AND EQUIPMENT — Net	157,955,763	158,433,386
TOTAL	$259,005,491	$251,181,089

(Continued)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2010 AND 2009

LIABILITIES AND NET ASSETS	2010	2009
CURRENT LIABILITIES:		
Accounts payable and accrued compensation	$ 10,737,877	$ 10,478,272
Current portion of gift annuities payable	457,508	452,682
Current portion of pension liability	4,699,920	4,318,228
Current portion of postretirement benefits liability	1,645,583	1,603,274
Contractual current portion of long-term debt	270,721	261,757
Current portion of deferred revenue	331,865	542,221
Interest payable	45,784	66,579
Due to governmental agencies	1,789,246	1,313,106
Total current liabilities	19,978,504	19,036,119
DEFERRED REVENUE	421,529	421,529
SECURITY DEPOSITS	595,550	574,658
GIFT ANNUITIES PAYABLE	2,505,422	2,867,171
PENSION LIABILITY	53,773,356	43,250,750
POSTRETIREMENT BENEFITS LIABILITY	30,843,208	26,872,199
REFUNDABLE GRANT ADVANCES	129,649,123	127,581,289
LONG-TERM DEBT	18,044,288	18,314,907
Total liabilities	255,810,980	238,918,622
NET ASSETS:		
Unrestricted:		
Undesignated	(35,423,782)	(23,514,850)
Designated by the Board for endowment	24,372,273	23,481,271
Temporarily restricted	9,747,548	10,842,083
Permanently restricted	4,498,472	1,453,963
Total net assets	3,194,511	12,262,467
TOTAL	$259,005,491	$251,181,089

See notes to combined financial statements. (Concluded)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2010

	2010			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUE:				
Fees and grants from governmental agencies	$148,259,983	$ -	$ -	$148,259,983
Program service fees	14,916,318	-	-	14,916,318
Program-related contributions	3,059,302	1,601,548	-	4,660,850
Program-related in-kind donations	1,101,925	-	-	1,101,925
United Way pledges	1,603,958	648,835	-	2,252,793
Net assets released from restrictions	2,465,447	(2,465,447)	-	-
Total revenue	171,406,933	(215,064)	-	171,191,869
EXPENSES:				
Seniors	58,813,366	-	-	58,813,366
Children	17,097,845	-	-	17,097,845
Basic human needs	21,594,248	-	-	21,594,248
Families and individuals	74,125,943	-	-	74,125,943
Management and general	13,920,362	-	-	13,920,362
Fundraising	1,712,502	-	-	1,712,502
Total expenses	187,264,266	-	-	187,264,266
LOSS FROM PROGRAM OPERATIONS	(15,857,333)	(215,064)	-	(16,072,397)
SUPPORT:				
Contributions	4,057,182	183,797	44,609	4,285,588
Special events (net of special event expenses — $1,090,681)	2,067,027	-	-	2,067,027
In-kind donations	144,025	-	-	144,025
Bequests	2,606,936	406,530	3,000,000	6,013,466
Net assets released from restrictions	1,463,442	(1,463,442)	-	-
Total support	10,338,612	(873,115)	3,044,609	12,510,106
OTHER REVENUE (EXPENSE):				
Interest and dividends	1,044,029	64,708	-	1,108,737
Net realized gain on investments	440,688	3,545	15,041	459,274
Net unrealized gain on investments	2,714,928	25,291	47,800	2,788,019
Net assets released from restrictions	162,841	(99,900)	(62,941)	-
Loss on disposal of fixed assets	(32,676)	-	-	(32,676)
Retirement benefit changes other than net periodic cost	(9,967,746)	-	-	(9,967,746)
Other revenue and expenses	138,727	-	-	138,727
Total other expense	(5,499,209)	(6,356)	(100)	(5,505,665)
(DECREASE) INCREASE IN NET ASSETS	(11,017,930)	(1,094,535)	3,044,509	(9,067,956)
NET ASSETS — Beginning of year	(33,579)	10,842,083	1,453,963	12,262,467
NET ASSETS — End of year	$ (11,051,509)	$ 9,747,548	$4,498,472	$ 3,194,511

See notes to combined financial statements.

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2009

	2009			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUE:				
Fees and grants from governmental agencies	$146,952,666	$ -	$ -	$146,952,666
Program service fees	15,835,995	-	-	15,835,995
Program-related contributions	2,908,162	994,444	-	3,902,606
Program-related in-kind donations	1,063,175	-	-	1,063,175
United Way pledges	2,042,488	1,101,403	-	3,143,891
Net assets released from restrictions	2,764,748	(2,764,748)	-	-
Total revenue	171,567,234	(668,901)	-	170,898,333
EXPENSES:				
Seniors	54,576,095	-	-	54,576,095
Children	18,069,461	-	-	18,069,461
Basic human needs	17,343,904	-	-	17,343,904
Families and individuals	80,291,991	-	-	80,291,991
Management and general	13,736,947	-	-	13,736,947
Fundraising	1,802,273	-	-	1,802,273
Total expenses	185,820,671	-	-	185,820,671
LOSS FROM PROGRAM OPERATIONS	(14,253,437)	(668,901)	-	(14,922,338)
SUPPORT:				
Contributions	3,268,622	1,708,075	37,752	5,014,449
Special events (net of special event expenses — $1,147,251)	2,123,743	-	-	2,123,743
In-kind donations	-	-	-	-
Bequests	2,939,953	290,243	-	3,230,196
Net assets released from restrictions	1,106,359	(1,106,359)	-	-
Total support	9,438,677	891,959	37,752	10,368,388
OTHER REVENUE (EXPENSE):				
Interest and dividends	1,333,338	88,400	-	1,421,738
Net realized (loss) gain on investments	(1,684,967)	10,727	16,891	(1,657,349)
Net unrealized (loss) gain on investments	(4,690,342)	(9,701)	110,643	(4,589,400)
Net assets released from restrictions	199,044	(132,282)	(66,762)	-
Loss on disposal of fixed assets	(1,682,419)	-	-	(1,682,419)
Retirement benefit changes other than net periodic cost	(26,215,606)	-	-	(26,215,606)
Total other (expense) revenue	(32,740,952)	(42,856)	60,772	(32,723,036)
(DECREASE) INCREASE IN NET ASSETS	(37,555,712)	180,202	98,524	(37,276,986)
NET ASSETS — Beginning of year	37,522,133	10,661,881	1,355,439	49,539,453
NET ASSETS — End of year	$ (33,579)	$10,842,083	$1,453,963	$ 12,262,467

See notes to combined financial statements.

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2010 (WITH COMPARATIVE TOTALS FOR 2009)

	2010							2009
	Programs				Supporting Services			
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total	Total
EXPENSES:								
Salaries	$26,656,370	$ 8,016,005	$ 7,983,833	$12,141,777	$ 7,560,429	$ 859,857	$ 63,218,271	$ 62,216,076
Employee benefits and payroll taxes	9,056,694	3,486,279	3,473,455	5,886,288	2,709,982	313,251	24,925,949	20,356,562
Total salaries and related expenses	35,713,064	11,502,284	11,457,288	18,028,065	10,270,411	1,173,108	88,144,220	82,572,638
Food purchases	1,837,416	610,923	161,591	40,514,945	-	-	43,124,875	48,788,987
Specific assistance to individuals	5,476,688	816,421	5,084,051	1,638,348	-	-	13,015,508	11,277,484
Occupancy	3,603,911	1,166,361	1,213,496	6,305,447	1,285,550	247,550	13,822,315	14,599,782
Supplies	1,609,070	236,175	592,454	1,647,740	535,991	48,040	4,669,470	4,106,821
Professional fees and contract service payments	4,184,390	542,251	1,815,694	3,985,327	887,190	128,897	11,543,749	11,585,944
Telephone	648,858	154,171	269,375	452,330	322,556	87,907	1,935,197	2,044,859
Outside printing	67,047	20,529	51,473	86,659	52,385	133,036	411,129	584,825
Local transportation	746,970	223,424	352,300	514,625	57,787	15,589	1,910,695	1,939,922
Conferences, conventions, and meetings	376,779	53,443	139,531	194,987	116,352	900,002	1,781,094	1,943,911
Membership dues and subscriptions	65,780	23,887	14,066	28,769	89,929	4,538	226,969	180,344
Awards and grants	14,015	880	17,627	28,537	10,137	-	71,196	94,883
Interest and financing costs	513,506	73,840	6,396	6,221	-	-	599,963	772,978
Payments to affiliates	2,208	649	811	2,783	-	-	6,451	6,420
Distribution of in-kind gifts	49,354	1,116,273	18,121	62,203	-	-	1,245,951	1,063,175
Miscellaneous	499,420	40,165	92,979	181,793	4,438	49,297	868,092	589,258
Total expenses before depreciation	55,408,476	16,581,676	21,287,253	73,678,779	13,632,726	2,787,964	183,376,874	182,152,231
Depreciation	3,404,890	516,169	306,995	447,164	287,636	15,219	4,978,073	4,815,691
Total functional expenses	58,813,366	17,097,845	21,594,248	74,125,943	13,920,362	2,803,183	188,354,947	186,967,922
Less expenses related to special events	-	-	-	-	-	(1,090,681)	(1,090,681)	(1,147,251)
TOTAL EXPENSES	$58,813,366	$17,097,845	$21,594,248	$74,125,943	$13,920,362	$ 1,712,502	$ 187,264,266	$ 185,820,671

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ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2009

	2009						
	Programs				Supporting Services		
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total
EXPENSES:							
Salaries	$24,437,692	$ 9,253,499	$ 7,362,913	$12,597,452	$ 7,696,690	$ 867,830	$ 62,216,076
Employee benefits and payroll taxes	6,796,850	3,302,611	2,681,485	5,012,751	2,286,610	276,255	20,356,562
Total salaries and related expenses	31,234,542	12,556,110	10,044,398	17,610,203	9,983,300	1,144,085	82,572,638
Food purchases	1,532,616	446,429	144,289	46,665,653	-	-	48,788,987
Specific assistance to individuals	6,289,746	687,435	2,797,829	1,502,474	-	-	11,277,484
Occupancy	3,819,808	1,200,827	1,090,111	7,024,839	1,226,801	237,396	14,599,782
Supplies	1,414,595	262,705	570,149	1,228,633	532,424	98,315	4,106,821
Professional fees and contract	4,204,805	642,017	1,578,069	4,094,045	878,016	188,992	11,585,944
Telephone	645,114	197,172	222,574	603,013	247,973	129,013	2,044,859
Outside printing	73,417	19,067	62,522	104,897	162,649	162,273	584,825
Local transportation	699,451	281,801	356,937	507,391	77,682	16,660	1,939,922
Conferences, conventions, and meetings	373,111	44,294	114,833	243,998	278,024	889,651	1,943,911
Membership dues and subscriptions	57,570	17,144	14,621	22,982	63,314	4,713	180,344
Awards and grants	9,253	5,660	28,810	40,914	10,246	-	94,883
Interest and financing costs	675,432	73,876	11,743	11,927	-	-	772,978
Payments to affiliates	-	1,103	962	4,355	-	-	6,420
Distribution of in-kind gifts	-	1,063,175	-	-	-	-	1,063,175
Miscellaneous	263,899	32,910	75,405	155,541	-	61,503	589,258
Total expenses before depreciation	51,293,359	17,531,725	17,113,252	79,820,865	13,460,429	2,932,601	182,152,231
Depreciation	3,282,736	537,736	230,652	471,126	276,518	16,923	4,815,691
Total functional expenses	54,576,095	18,069,461	17,343,904	80,291,991	13,736,947	2,949,524	186,967,922
Less expenses related to special events	-	-	-	-	-	(1,147,251)	(1,147,251)
TOTAL EXPENSES	$54,576,095	$18,069,461	$17,343,904	$80,291,991	$13,736,947	$ 1,802,273	$185,820,671

See notes to combined financial statements.

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ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2010 AND 2009

	2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	$ (9,067,956)	$(37,276,986)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Retirement benefit changes other than net periodic cost	9,967,746	26,215,606
Loss on disposal of fixed assets	32,676	1,682,419
Loss on sale of other assets	5,172	-
Depreciation	4,978,073	4,815,691
Amortization of debt issuance costs	34,049	6,120
Net realized (gain) loss on investments	(459,274)	1,657,413
Net unrealized (gain) loss on investments	(2,788,019)	4,588,503
Contributions restricted for permanent endowment	(3,044,609)	-
Changes in operating accounts:		
Receivables	(3,545,249)	7,336,603
Prepaid and other assets	(857,547)	2,941,191
Long-term receivable	637,380	568,376
Due from affiliates	(12,727)	(804,136)
Accounts payable and accrued compensation	259,605	(1,281,009)
Interest payable	(20,795)	(4,616)
Postretirement benefits and other liabilities	4,949,870	1,289,847
Due to governmental agencies	476,140	1,145,359
Deferred revenue	(210,356)	(171,215)
Security deposits	20,892	-
Gift annuities payable	(356,923)	(278,204)
Net cash provided by operating activities	998,148	12,430,962
CASH FLOWS FROM INVESTING ACTIVITIES:		
Land, buildings, and equipment purchased or constructed	(4,558,516)	(9,941,293)
Purchases of investments	(42,290,377)	(29,256,707)
Proceeds from sale of investments	41,691,914	29,361,252
Investment in affiliates	-	(84,800)
Increase in loan receivable	-	(25,976)
Proceeds from sale of other assets	83,328	-
Proceeds from sale of fixed assets	25,390	22,472
Change in trusteed funds and other deposits	(624,323)	(281,516)
Net cash used in investing activities	(5,672,584)	(10,206,568)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Refundable grant advances	2,067,834	8,198,803
Repayments of long-term debt	(261,655)	(160,102)
Proceeds from issuance of long-term debt	-	200,000
Change in short-term debt	-	(3,000,000)
Debt issuance cost	(57,996)	-
Contributions received restricted for permanent endowment	3,044,609	-
Change in security deposits	-	(49,003)
Net cash provided by financing activities	4,792,792	5,189,698
NET INCREASE IN CASH AND CASH EQUIVALENTS	118,356	7,414,092
CASH AND CASH EQUIVALENTS — Beginning of year	11,554,647	4,140,555
CASH AND CASH EQUIVALENTS — End of year	$ 11,673,003	$ 11,554,647
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION:		
Cash paid for interest	$ 620,758	$ 776,993
Noncash adjustment to reclass short-term debt to long-term debt	$ -	$(10,070,000)

See notes to combined financial statements.

1. NATURE OF OPERATIONS

Catholic Charities of the Archdiocese of Chicago ("Catholic Charities") provides assistance to people in need through four primary service areas. Senior Services provides in-home or personal care and residential and health care facilities. Children's Services provides early childhood education, counseling, adoption and maternity services, protects children from abuse and neglect, and assists with obtaining health care. Basic Human Needs Services includes emergency shelter, food, and clothing. Family and Individuals Services help address unemployment, poverty, inadequate housing, illness, addiction, physical limitations, and domestic violence.

The combined financial statements include 19 senior housing facilities whose funding is provided primarily by the U.S. Department of Housing and Urban Development (HUD). These housing facilities include: Roseland Manor, Hayes Manor, Matthew Manor, Tolton Manor, Frances Manor, Lawrence Manor, Bernardin Manor, St. Ailbe Faith Apartments, St. Sabina Elders Village, St. Ailbe Hope Apartments, Ozanam Village Apartments, St. Ailbe Love Apartments, St. Peter Claver Courts, St. Brendan Apartments, Bishop Goedert Residence, St. Vincent De Paul Residence, Donald W. Kent Residence, Pope John Paul II Residence, and St. Francis of Assisi Residence; collectively, the "Residences." The statements also include four other legal entities: Options for Housing, Inc., Holy Family Villa, Cooke's Manor, and Catholic Charities Housing Development Corporation (CCHDC). All of the aforementioned organizations are directly owned by the Catholic Bishop of Chicago and are operated under the auspices of Catholic Charities.

The financial information for Misericordia Home, Mission of Our Lady of Mercy, and Maryville Academy is combined with Catholic Charities and reported as "Charitable Activities" within the consolidated financial statements of the Catholic Bishop of Chicago. However, this information is not included within the combined financial statements of Catholic Charities herein.

2. SIGNIFICANT ACCOUNTING POLICIES

Principles of Combination — The accompanying combined financial statements are prepared in accordance with accounting principles generally accepted in the United States of America (GAAP). These combined financial statements reflect only the operations of the organizations that are noted above. These combined financial statements do not reflect the operations of other agencies and organizations that also are a part of the Catholic Bishop of Chicago, a corporation sole. All material interagency transactions and balances have been eliminated in the combined financial statements.

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash Equivalents — Cash equivalents include liquid debt instruments purchased with a maturity of three months or less, and are stated at cost, which approximates fair value. Cash equivalents also include certain money market bank accounts.

Investments — Investments in equity securities, fixed-income securities, and alternative investments are measured at fair value in the statement of financial position. Investment income or loss (including realized and unrealized gains and losses on investments, interest, and dividends) is reported as an increase or decrease in unrestricted net assets unless such income or loss is temporarily or permanently restricted by explicit donor stipulations or by law.

Assets Whose Use is Limited — Assets not available for operations include cash and cash equivalents set aside in accordance with the requirements of various governmental agencies, and are stated at cost, which approximates fair value.

Land, Buildings, and Equipment — Land, buildings, and equipment are stated at cost. Major renewals and improvements are charged to the property accounts while replacement, maintenance, and repairs that do not improve or extend the life of the respective assets are charged directly to expense.

Depreciation is computed using the straight-line, half-year method based upon the following lives:

Land and building improvements	10–20 years
Buildings	30–60 years
Equipment, furniture, and fixtures	3–10 years

Title to certain properties of Catholic Charities rests with the Catholic Bishop of Chicago.

Gifts of long-lived assets, such as land, buildings, or equipment, recorded at fair value at the date of donation, are reported as unrestricted support, unless explicit donor stipulations specify how the donated assets must be used.

Due to Governmental Agencies — Due to governmental agencies represents unexpended government funding received in advance for various programs, including the Women, Infants, and Children (WIC) program. These advances are offset by WIC inventory on hand at year-end, which primarily represents food at WIC food centers. WIC inventory approximated $5,604,288 and $885,778 as of June 30, 2010 and 2009, respectively.

	2010	2009
Beginning inventory	$ 885,778	$ 5,295,354
Received	71,872,733	69,679,412
Expended	(67,154,223)	(74,088,988)
Ending inventory	$ 5,604,288	$ 885,778

Deferred Revenue — Special event related contributions received in advance are deferred to the period in which they are earned.

Classification of Net Assets — In accordance with ASC 958, *Not-for-Profit Entity*, (formerly Financial Accounting Standards Board (FASB) Statement No. 117, *Financial Statements of Not-for-Profit Organizations*), resources are classified into three classifications of net assets according to externally (donor) imposed restrictions.

Unrestricted — Net assets which are expendable for any purpose in performing the primary objectives of the organization. Included in unrestricted net assets are Board-designated funds for endowment

purposes. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted.

Temporarily Restricted — Net assets whose use is limited by donor-imposed restrictions that either expire with the passage of time or can be removed by fulfillment of the stipulated purpose for which the donation was restricted. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statement of activities as net assets released from restrictions. Included in temporarily restricted net assets are United Way pledges, bequests, and other contributions that have been classified as temporarily restricted. Temporarily restricted net assets that are available as of June 30, 2010 and 2009, for the following purposes:

	2010	2009
Purchase of land, building, and equipment	$ -	$ 1,000,000
Program operations and support	6,526,742	6,633,895
Time restricted contributions	1,138,513	1,144,842
Endowment	2,082,293	2,063,346
Total temporarily restricted net assets	$9,747,548	$10,842,083

Permanently Restricted — Net assets donated with stipulations that they be invested to provide a permanent source of income; such restrictions can neither expire with the passage of time nor be removed by fulfillment of a stipulated purpose. Included in permanently restricted net assets are contributions that have been classified as permanently restricted.

Refundable Grant Advances — Development and construction are being or have been substantially funded under non-interest-bearing mortgage agreements with HUD for the Residences. The Residences are not required to make principal or interest payments on the mortgage notes, provided they maintain housing in accordance with the Capital Advance Program Use and Regulatory Agreements. If all requirements continue to be met, the grant advances will be considered earned in not less than 40 years or an earlier date if approved by HUD. The refundable grant advances are collateralized by the Residences' property and equipment associated with the advance.

Gift Annuities Payable — Gift annuities payable result from funds granted to Catholic Charities by individuals in return for annuities payable to those individuals during their lifetime. Annuities payable are actuarially determined using the market interest rate at the time of the annuity agreement and are based upon the annuitant's age and life expectancy. Assets received under these arrangements are recorded as investments on the combined statement of financial position. The excess of the funds granted to Catholic Charities over the calculated annuity payable is recorded as a contribution in the year of the grant.

Contributions — Unconditional promises to give cash and other assets to Catholic Charities are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the contribution is received. The contributions are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. In the absence of donor stipulations, Catholic Charities classifies the contribution as unrestricted.

Revenue Recognition — The majority of funding for Catholic Charities' operations is provided by governmental agencies. Catholic Charities recognizes program revenues in the fiscal year that the

services are rendered. Contribution revenues and other support are recognized in the fiscal year that they are received. Grant revenue is recognized when the related grant expenditure has been incurred.

United Way Funding — Catholic Charities recognizes United Way contributions when funding is confirmed by United Way.

Management and General Expenses — Management and general expenses represent the expenses incurred to provide overall management and direction to all entities.

Tax Status — The agencies that comprise Catholic Charities are tax-exempt organizations under Section 501(a) as organizations described in Section 501(c)(3) of the Internal Revenue Code.

Concentration of Credit Risk — A significant portion of the funding for several of the programs is received from federal, state, or local governmental agencies. Fees and grants from governmental agencies represent approximately 79% and 83% of total revenues and support for the years ended June 30, 2010 and 2009, respectively.

Subsequent Events — Management has evaluated all subsequent events through December 6, 2010, which is the date the financial statements were available to be issued.

Adopted Accounting Guidance — In December 2008, the FASB issued FASB Staff Position (FSP) FAS No. 132R-1, *Employers' Disclosures about Postretirement Benefit Plan Assets* (currently codified in ASC 715, *Compensation — Retirement Benefits*). This amendment requires enhanced employer's disclosures about plan assets of a defined benefit pension or postretirement plan and is effective for Catholic Charities fiscal year ended June 30, 2010. Catholic Charities has complied with these disclosure requirements in Note 8.

In September 2009, the FASB issued Accounting Standards Update (ASU) No. 2009-12, *Investments in Certain Entities That Calculate Net Asset Value Per Share (or its Equivalent), an amendment of Fair Value Measurements and Disclosure* (ASC 820) or (ASU No. 2009-12). This amendment provides additional guidance on using net asset value per share (NAV) provided by the investment entity when estimating the fair value on an alternative investment that does not have a readily determinable value and enhances the disclosures concerning these investments. Catholic Charities adopted ASU No. 2009-12 as of June 30, 2010. The adoption of ASU No. 2009-12 had no impact on the net assets of Catholic Charities. Catholic Charities has complied with the disclosure requirements of ASU No. 2009-12 in Note 11.

Pending Accounting Guidance — In August 2009, the FASB issued ASU No. 2009-05, *Measuring Liabilities at Fair Value*. ASU No. 2009-5 is an amendment of ASC 820 (formerly FASB Statement No. 157, *Fair Value Measurements and Disclosures*). ASU No. 2009-05 applies to all entities that measure liabilities at fair value within the scope of ASC 820. ASU No. 2009-05 provides guidance on measuring fair value of liabilities under circumstances in which a quoted price in an active market for an identical liability is not available. ASU No. 2009-05, effective for the annual reporting period beginning after August 28, 2009, is not expected to have a material impact on Catholic Charities financial position or results of operations.

In April 2009, the FASB issued ASC 958-805 (formerly FASB Statement No. 164), *Not-for-Profit Entities: Mergers and Acquisitions — including an amendment of ASC 350* (formerly FASB Statement No. 142). ASC 958-805 establishes principles and requirements for how a not-for-profit entity (a) determines whether a combination is a merger or an acquisition; (b) applies the carryover method in accounting for a merger; (c) applies the acquisition method in accounting for an acquisition, including

determining which of the combining entities is the acquirer; and (d) determines what information to disclose to enable users of financial statements to evaluate the nature and financial effects of a merger or an acquisition. Catholic Charities is in the process of evaluating the effect of this new standard, which must be adopted in fiscal year 2011, on the financial statements.

In January 2010, the FASB issued Accounting Standards Update No. 2010-06, *Improving Disclosures about Fair Value Measurements*, which, among other things, amends ASC 820 to require entities to separately present purchases, sales, issuances, and settlements in their reconciliation of Level 3 fair value measurements (i.e., to present such items on a gross basis rather than on a net basis), and which clarifies existing disclosure requirements provided by ASC 820 regarding the level of disaggregation and the inputs and valuation techniques used to measure fair value for measurements that fall within either Level 2 or Level 3 of the fair value hierarchy. ASU No. 2010-06 is effective for interim and annual periods beginning after December 15, 2009, except for the disclosures about purchases, sales, issuances, and settlements in the roll forward of activity in Level 3 fair value measurements (which are effective for fiscal years beginning after December 15, 2010, and for interim periods within those fiscal years). Catholic Charities' management is currently assessing the impact that the adoption of ASU No. 2010-06 will have on the financial statement disclosures.

3. INVESTMENTS

Catholic Charities' investments are overseen by the Investment Committee of the Board of Directors. The Investment Committee administers the investment of the endowment, restricted assets and certain working capital, collectively, the "investment portfolio." These assets are managed by external investment managers in various equity securities, fixed income securities and alternative investments.

Catholic Charities has established a fund to meet future capital needs of its facilities. The fund is included in investments in the combined statement of financial position and is invested in corporate and government-backed bonds with fair values of $11,931,830 and $10,963,551 at June 30, 2010 and 2009, respectively.

The Archdiocesan Finance Council and its Investment Committee oversee a Pooled Investment Fund for various entities in the Archdiocese including Catholic Charities. The Pooled Investment Fund invests with a number of investment managers in various equity and fixed-income products. An allocation of the investments is in nonmarketable investments through limited partnerships. Catholic Charities owns investments, including investments through participation in the Archdiocese pooled investment fund. At any point in time, there may be open commitments to fund additional capital calls to certain limited partnerships. The aggregate amount of open commitments at any point in time range between 1% and 4% of the Pooled Investment Fund.

The components of total investment return as of June 30, 2010 and 2009, are as follows:

	2010	2009
Interest and dividends	$1,108,737	$ 1,421,738
Net realized gain (loss)	459,274	(1,657,349)
Change in unrealized gain (loss)	2,788,019	(4,589,400)
Total	$4,356,030	$(4,825,011)

Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility risks. It is reasonably possible that changes in the values of investments could occur in

the near term and that such changes could materially affect the investment amounts reported in the accompanying statement of financial position.

Fair value of investments as of June 30, 2010 and 2009, are as follows:

	2010	2009
Short-term investments	$ 1,297,265	$ 3,983,637
Equity securities	5,622,755	5,386,330
Mutual funds	6,730,405	3,897,907
Fixed-income securities	24,028,658	18,947,220
Commingled fund	5,936,848	4,972,716
Subtotal	43,615,931	37,187,810
Alternative investments:		
Marketable alternative equity	852,485	2,763,621
Marketable energy and commodities	2,500	300,888
Private equity	738,396	1,322,054
Fixed income	2,201,368	1,990,551
Total alternative investments	3,794,749	6,377,114
Total	$47,410,680	$43,564,924

4. LAND, BUILDINGS, AND EQUIPMENT

Major classes of property and equipment as of June 30, 2010 and 2009, are as follows:

	2010	2009
Land and land improvements	$ 10,586,846	$ 10,572,846
Buildings and building improvements	175,953,928	162,250,030
Equipment, furniture, and fixtures	9,319,078	8,421,116
Construction in progress	388,432	10,590,965
	196,248,284	191,834,957
Less accumulated depreciation	(38,292,521)	(33,401,571)
Total	$157,955,763	$158,433,386

Catholic Charities recorded depreciation expense of $4,978,073 and $4,815,691 for the years ended June 30, 2010 and 2009, respectively.

5. LONG-TERM DEBT

Long-term debt at June 30, 2010 and 2009, consisted of the following:

	2010	2009
Illinois Development Finance Authority — adjustable demand revenue bonds:		
Series 1993 A, due January 1, 2028, interest rate adjusted weekly	$ 9,160,000	$ 9,160,000
Series 1993 B, due January 1, 2028, interest rate adjusted weekly	910,000	910,000
Note payable to City of Chicago, due 2015, interest free	387,800	387,800
Note payable to Azteca Foods, Inc., due 2010, interest rate 5.00%	100,000	200,000
Note payable to Illinois Facilities Fund, due 2015, interest rate 5.00%	154,611	188,844
Note payable to Illinois Facilities Fund, due 2023, interest rate 6.75%	921,072	963,521
Mortgages payable to HUD, due in equal monthly installments through 2033, interest rate 8.375%	5,642,600	5,725,273
Ozanam Village note payable to Illinois Housing Development Authority, due in equal monthly installments, with additional principal payments required based on residual receipts, interest free	293,926	295,126
Cookc's Manor LLC note payable to Illinois Housing Development Authority, due in equal monthly installments of $100, with remaining principal due May 1, 2021, interest free	745,000	746,100
	18,315,009	18,576,664
Less contractual current portion	(270,721)	(261,757)
Total	$18,044,288	$18,314,907

Debt — The Series 1993 A and Series 1993 B adjustable demand revenue bonds are supported by a letter of credit which provides interim financing to Catholic Charities in the event that remarketing efforts fail for tendered bonds. In 2009, Catholic Charities entered into a two-year agreement to replace its letter of credit provider. The effective date of this agreement is July 1, 2009. The letter of credit expires July 1, 2011. No remarketings of the Series 1993 A or Series 1993 B bonds have failed. The bonds are classified as long-term debt at June 30, 2010 and 2009, respectively.

Below are the future maturities of long-term debt at June 30, 2010. Combined principal payments as of June 30, 2010, are as follows:

Years Ending June 30	
2011	$ 270,721
2012	178,163
2013	191,557
2014	206,004
2015	215,758
Thereafter	17,252,806
Total	$18,315,009

Debt Covenants — Catholic Charities was in compliance with all financial debt covenants at June 30, 2010.

Deferred Debt Issuance Costs — Expenses related to the procurement and underwriting of the direct obligation notes and revenue bonds have been deferred and are being amortized using the bonds outstanding method. These costs are shown net of accumulated amortization of $544,109 and $510,060 at June 30, 2010 and 2009, respectively.

Unsecured Line of Credit — Catholic Charities maintains unsecured lines of credit with two banks for its working capital requirements. Borrowings against the lines of credit are presented on the combined statements of financial position as short-term debt. The lines of credit permit a maximum amount of $11,000,000 outstanding at one time of which $0 was outstanding at June 30, 2010 and June 30, 2009. Interest rate for current borrowings that is payable on demand is the prime rate (prime rate was 3.25% at June 30, 2010). Interest rate for borrowings that will be held for one month is the London InterBank Offered Rate, plus 0.75%. or the prime rate with a minimum of 4%.

6. LEASES

Catholic Charities leases office space under conditional operating leases that generally contain rent escalation provisions. Rent expense under the leases is recognized based on straight-line amortization of total rent over the term of the lease. Rent expense of $7,170,489 and $7,614,241 was incurred for the years ended June 30, 2010 and 2009, respectively. Future minimum lease payments at June 30, 2010, were:

Years Ending June 30	
2011	$ 6,626,026
2012	5,161,714
2013	3,584,100
2014	2,184,810
2015	1,289,221
Thereafter	9,502,520
Total	$28,348,391

7. REFUNDABLE GRANT ADVANCES

During the years ended June 30, 2010 and 2009, Catholic Charities received certain HUD Supportive Housing for the Elderly (Section 202) grant advances of $2,051,140 and $7,983,652 respectively, under the terms of the federally funded program. In addition, Catholic Charities received certain Affordable Housing Project Loans of $16,694 and $215,151, during the years ended June 30, 2010 and 2009, respectively. Total advances at June 30, 2010, were:

Project	Advance	End of 40-Year Commitment
Matthew Manor	$ 4,015,901	December 2035
Tolton Manor	5,514,800	July 2036
Frances Manor	4,822,997	April 2037
Lawrence Manor	8,215,354	October 2039
Bernardin Manor	13,990,100	June 2040
St. Ailbe Faith Apartments	6,836,400	July 2040
St. Sabina Elders	6,727,600	September 2040
St. Ailbe Hope Apartments	813,900	March 2041
Ozanam Village Apartments	5,151,900	May 2041
St. Ailbe Love Apartments	6,300,300	February 2042
St. Peter Claver Courts	7,748,942	March 2043
St. Brendan Apartments	7,957,600	April 2044
Bishop Goedert Residence	9,592,300	December 2044
St. Vincent De Paul Residence	10,891,000	November 2045
Donald W. Kent Residence	8,975,400	January 2046
Pope John Paul II Residence	2,253,000	September 2046
St. Francis of Assisi Residence	11,319,300	November 2047
Total HUD grant advances	121,126,794	
Affordable housing project loans	8,522,329	Various through 2047
Total refundable grant advances	$129,649,123	

8. RETIREMENT BENEFITS

Pension Benefits — The organizations included in these financial statements participate in a noncontributory pension plan administered by the Benefits Committee, a committee of the Catholic Charities Board of Directors, the plan's Sponsor, which covers substantially all lay employees. The plan also covers the employees of Maryville Academy and Catholic Charities of the Diocese of Joliet, who participate as Co-sponsors of the plan, and represent approximately one third of the covered employees. The Co-sponsors contribute to the plan on a pro rata basis. All assets and liabilities of the plan are recorded in these financial statements.

The plan provides annual retirement benefits (over and above normal social security benefits) equal to 1.125% of average earnings within the last five years of service multiplied by the number of years of full-time service up to 15 years, plus 1.5% of average earnings, as defined above, multiplied by the number of years of service in excess of 15 years. Plan assets consist primarily of common stock, fixed-income securities, and alternative investments.

Postretirement Benefits — Catholic Charities offers certain medical and dental benefits for retired employees. Catholic Charities amended this policy as of February 1, 2002. A cap was placed on the net employer contribution to the cost of medical coverage for employees retiring on or after July 1, 2002. The cap is equal to $500 per month for retirees with single coverage and $700 per month for retirees with family coverage. The amended policy also states that all new employees hired after July 1, 2002, would not be offered postretirement medical and dental benefits and employees must maintain coverage in the active employee medical plan to be eligible for medical coverage during retirement. Employees hired before July 1, 2002, had a choice of continuing their eligibility for postretirement medical and dental benefits or electing to participate in the 403(b) plan and permanently forgo any eligibility for future postretirement medical and dental benefits.

The postretirement benefit liability of $32,488,791 at June 30, 2010, and $28,475,473 at June 30, 2009, includes an unrecognized prior-service gain of $1,408,645 and $1,604,665, respectively, due to the modification of the benefit policy in 2002 and reversal, on April 1, 2009, of the requirement that continuous coverage in the active employee medical plan is necessary to qualify for medical benefits in retirement.

FSP FAS No. 106-2, *Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003*, provides guidance on the accounting for the effects of the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the "Act") for employers that sponsor postretirement benefit plans that provide prescription drug benefits. For the years ended June 30, 2010 and 2009, plan measures of the benefit obligation and net periodic postretirement benefit cost are actuarially equivalent and include Medicare part D subsidies. However, future obligations have not been reduced for anticipated subsidy collections because the amount is difficult to determine and the effect is not material.

Retirement Savings Plan — Catholic Charities has a defined contribution plan under Internal Revenue Code Section 403(b) covering all new employees hired after July 1, 2002, as well as employees hired before July 1, 2002, who have opted out of the postretirement medical and dental benefit policy. The eligibility guidelines are based on one year of service and employees who work at least 20 hours per week. Catholic Charities contributes 1% of each individual participant's compensation, plus a matching contribution of up to 1.5% of the individual participant's compensation. Total employer contribution expense for the years ended June 30, 2010 and 2009, was $490,782 and $456,206, respectively.

Catholic Charities uses a June 30 measurement date for pension and postretirement benefits.

Summary information for pension and postretirement benefits at June 30, 2010, is as follows:

	Pension Benefits		Postretirement Benefits	
	2010	2009	2010	2009
Change in benefit obligation:				
Benefit obligation — beginning of year	$ 100,161,329	$ 86,389,789	$ 28,475,473	$ 24,915,314
Service cost	3,671,792	3,128,607	653,623	561,491
Interest cost	6,356,350	6,006,000	1,701,699	1,622,351
Actuarial losses	11,584,056	8,285,385	2,833,115	207,177
Benefits paid	(3,826,357)	(3,648,452)	(1,638,988)	(1,491,389)
Plan amendments	-	-	-	2,219,686
Medicare part D subsidy	-	-	127,208	141,601
Participant contributions	-	-	336,661	299,242
Benefit obligation — end of year	117,947,170	100,161,329	32,488,791	28,475,473
Change in plan assets:				
Fair value of plan assets — beginning of year	52,592,351	62,766,105	-	-
Actual return on plan assets	6,533,098	(10,184,992)	-	-
Employer contributions	4,174,802	3,659,690	1,175,119	1,050,546
Benefits paid	(3,826,357)	(3,648,452)	(1,638,988)	(1,491,389)
Medicare part D subsidy	-	-	127,208	141,601
Participant contributions	-	-	336,661	299,242
Fair value of plan assets — end of year	59,473,894	52,592,351	-	-
Funded status — end of year	(58,473,276)	(47,568,978)	(32,488,791)	(28,475,473)
Net accrued benefit cost	$ (58,473,276)	$ (47,568,978)	$ (32,488,791)	$ (28,475,473)
Amounts recognized in the combined statements of financial position — accrued liability	$ (58,473,276)	$ (47,568,978)	$ (32,488,791)	$ (28,475,473)

The components of net periodic benefit cost for the years ended June 30, 2010 and 2009, are as follows:

	Pension Benefits		Postretirement Benefits	
	2010	2009	2010	2009
Components of net periodic benefit cost:				
Service cost	$ 3,671,792	$ 3,128,607	$ 653,623	$ 561,491
Interest cost	6,356,350	6,006,000	1,701,699	1,622,351
Expected return on plan assets	(4,160,132)	(4,971,430)	-	-
Amortization of unrecognized prior service (credit) cost	(216,978)	(216,978)	(196,020)	(479,016)
Amortization of unrecognized net loss	2,489,457	349,058	-	-
Total net periodic benefit cost	$ 8,140,489	$ 4,295,257	$2,159,302	$1,704,826

The pension and postretirement plan accumulated losses and prior-service credits not yet recognized as a component of periodic pension and postretirement expense but accumulated in unrestricted net assets are as follows:

	Pension Benefits		Postretirement Benefits	
	2010	2009	2010	2009
Unrecognized actuarial loss	$41,896,440	$35,250,471	$ 5,487,812	$ 2,654,697
Unrecognized prior service credit	(1,780,498)	(2,073,140)	(1,408,645)	(1,604,665)
Total accumulated in unrestricted net assets	$40,115,942	$33,177,331	$ 4,079,167	$ 1,050,032

An estimated $216,978 in prior service credit and $2,914,038 in net actuarial loss will be included as components of periodic pension expense in 2011. An estimated $196,020 in prior-service credit and $197,000 in net actuarial loss will be included as components of periodic postretirement expense in 2011.

The pension plan and postretirement plan items not yet recognized as a component of periodic pension and postretirement expense, but included as a separate charge to net assets during 2010 and 2009, are as follows:

	Pension Benefits		Postretirement Benefits	
	2010	2009	2010	2009
Prior-service credit arising during the period	$ -	$ 75,664	$ -	$2,219,686
Actuarial gain arising during the period	9,211,090	23,366,143	2,833,115	207,177
Reclassification adjustment for recognition of prior-service (cost) credit	(2,272,479)	(132,080)	196,020	479,016
Total recognized as a separate charge to net assets	$ 6,938,611	$23,309,727	$3,029,135	$2,905,879

Actuarial assumptions for the plans as of June 30, 2010 and 2009, are as follows:

	Pension Benefits		Postretirement Benefits	
	2010	2009	2010	2009
Weighted-average assumptions:				
Discount rate — benefit obligation	5.43 %	6.19 %	5.17 %	6.27 %
Discount rate — benefit cost	6.19	6.82	6.27	6.82
Rate of compensation increase	0.00–3.50	0.00–3.50		

For measurement purposes, a 5% and 7% gross health care trend rate was used for 2010 and 2009 disclosures, respectively.

Catholic Charities' investment return objective for the pension plan assets is to preserve principal and liquidity while maximizing the return on the investment portfolio through the full investment of available funds. The portfolio is diversified by investing in multiple types of assets including equity securities, fixed-income securities, and alternative investments. The investment policy requires fixed-income securities of the plan to be diversified in corporate issuance and maturity with at least an investment-grade rating to minimize interest rate and credit risk.

In 2011, Catholic Charities expects to contribute $5,431,453 to its pension plan and $1,645,583 to pay health care premiums on behalf of the retirees covered under its postretirement benefit policy.

The following benefit payments, which reflect expected future services, as appropriate, are expected to be paid:

Years Ended June 30	Pension Benefits	Postretirement Benefits
2011	$ 4,699,920	$ 1,645,583
2012	4,888,390	1,754,019
2013	5,152,188	1,842,295
2014	5,355,740	1,961,742
2015	5,612,332	2,061,432
2016–2018	34,221,561	11,722,844

Pension Plan Assets — The primary return objectives of the plan are a) the preservation of principal, b) to earn a competitive total return consistent with prudent levels of risk, and c) to create a stream of investment returns to insure the systematic and adequate funding of actuarially determined benefits through contributions from Catholic Charities and professional management of the pension plan assets.

This is accomplished through diversification of assets in accordance with the investment policy. Periodic rebalancing occurs after the end of each calendar quarter, as required by the policy.

The target allocations for plan assets are 55 percent domestic equity securities, 10 percent international equity securities, 20 percent corporate bonds and U.S. Treasury or Agency securities, and 15 percent hedge fund of funds.

Short-term investments include invested cash, money market mutual funds, and certificates of deposit and are generally categorized in Level 1 of the fair value hierarchy.

Domestic equity securities include investments in large-cap, mid-cap, and small-cap companies located in the United States. Equity securities are valued based on quoted prices from an exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.

Mutual funds are open-ended Securities and Exchange Commission registered investment funds with a daily NAV. Domestic mutual funds include investments in large-cap, mid-cap, and small-cap companies located in the United States. International mutual funds include investments in large- to mid-cap companies outside the United States. The mutual funds allow investors to sell their interests to the fund at the published NAV, with no restrictions on redemptions, and are generally categorized in Level 1 of the fair value hierarchy.

Commingled fund is an unregistered investment fund with a daily NAV that invests in large-cap companies located in the United States. This commingled fund allows investors to sell their interests with a one-day notice. Such commingled fund is categorized in Level 2 of the fair value hierarchy.

Fixed-income securities are comprised of U.S. government securities, U.S. government agency securities, and corporate bond securities. U.S. government securities are valued using quoted market prices and accordingly are categorized in Level 1 of the fair value hierarchy. U.S. government agency securities are comprised of noncallable agency-issued debt securities and are generally valued using quoted market prices. Actively traded noncallable agency-issued debt securities are categorized in Level 2 of the fair value hierarchy. The fair value of corporate bond securities is estimated using recently executed transactions, market price quotations (where observable), or bond spreads. If the spread data does not reference the issuer, then data that reference a comparable issuer are used. These corporate bonds are generally categorized in Level 2 of the fair value hierarchy.

Marketable alternative equity investments are comprised of investments in fund of funds and hedge funds. Marketable alternative equity investments that cannot be fully redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2010. These marketable alternative equity investments that cannot be redeemed within the "near term" are categorized in Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

The following fair value hierarchy table presents information about Catholic Charities' pension plan investments measured at fair value as of June 30, 2010.

	2010
Level 1 — quoted prices in active markets for identical securities:	
Short-term investments	$ 1,769,131
Domestic equity securities	10,033,101
Domestic mutual funds	8,272,819
International mutual funds	4,901,300
Fixed-income securities: U.S. government securities	3,021,437
	27,997,788
Level 2 — significant other observable inputs:	
Fixed-income securities:	
Corporate	4,055,907
U.S. agencies	6,529,971
Commingled fund	11,772,810
	22,358,688
Level 3 — significant unobservable inputs —	
Alternative investments — marketable alternative equity	9,117,418
Total	$59,473,894

The table below presents the reconciliation of all assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2010, for Level 3 assets and liabilities.

Balance as of July 1, 2009	$8,316,671
Purchases	
Sales	
Realized and unrealized gains (losses) — net	800,747
Other	
Balance as of June 30, 2010	$9,117,418
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2010	$ 800,747

9. ENDOWMENT NET ASSETS

Catholic Charities endowment net assets consist of approximately 32 individual funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board to function as endowments. As required by GAAP, net assets associated with permanently restricted funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Catholic Charities has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift, as of the gift date of the donor permanently restricted funds absent explicit donor stipulations to the contrary. As a result of this interpretation, Catholic Charities classifies as permanently restricted net assets (a) the original value of gifts, (b) the original value of subsequent gifts, and (c) accumulations made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted funds:

1. The duration and preservation of the fund
2. The purposes of the organization and the donor-restricted fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of the organization
7. The investment policies of the organization

Endowment net asset composition by type of fund as of June 30, 2010, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$2,082,293	$4,498,472	$ 6,580,765
Board-designated endowment funds	24,372,273	-	-	24,372,273
Total endowment funds	$24,372,273	$2,082,293	$4,498,472	$30,953,038

Endowment net asset composition by type of fund as of June 30, 2009, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$2,063,346	$1,453,963	$ 3,517,309
Board-designated endowment funds	23,481,271	-	-	23,481,271
Total endowment funds	$23,481,271	$2,063,346	$1,453,963	$26,998,580

Changes in endowment net assets for the year ended June 30, 2010, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$23,481,271	$2,063,346	$1,453,963	$26,998,580
Investment return:				
Dividend and interest income — net	507,527	64,708	-	572,235
Realized and unrealized gains	2,193,585	28,837	62,841	2,285,263
Total investment return	2,701,112	93,545	62,841	2,857,498
Contributions	400,000	25,000	3,044,609	3,469,609
Appropriation of endowment assets for expenditures	(2,210,110)	(99,598)	(62,941)	(2,372,649)
Endowment net assets — end of year	$24,372,273	$2,082,293	$4,498,472	$30,953,038

Changes in endowment net assets for the year ended June 30, 2009, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$30,358,319	$2,081,203	$1,355,439	$33,794,961
Investment return:				
Dividend and interest income — net	637,816	88,400	-	726,216
Realized and unrealized (gains) losses	(5,810,362)	1,025	127,534	(5,681,803)
Total investment return	(5,172,546)	89,425	127,534	(4,955,587)
Contributions	761,427	25,000	37,752	824,179
Appropriation of endowment assets for expenditures	(2,465,929)	(132,282)	(66,762)	(2,664,973)
Endowment net assets — end of year	$23,481,271	$2,063,346	$1,453,963	$26,998,580

Funds With Deficiencies — From time to time, the fair value of assets associated with individual-donor permanently restricted funds may fall below the level that the donor or UPMIFA requires Catholic Charities to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets and were $34,972 and $56,728 as of June 30, 2010 and 2009, respectively. These deficiencies resulted from unfavorable investment performance due to unfavorable market conditions for the investments supporting the permanently restricted during fiscal 2010 and 2009.

Return Objectives and Risk Parameters — Catholic Charities has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted endowments that Catholic Charities must hold in perpetuity or for a donor-specified period(s), as well as Board-Designated funds. Under this policy, the Board-Designated endowment assets are invested in a manner that is intended to produce a return that exceeds the level of inflation as measured by the Consumer Price Index by at least 5% on a rolling three-year basis. Catholic Charities expects its Board-Designated endowment funds, over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount. Donor-restricted endowments are invested in fixed-income securities and cash equivalents or as the donor specifically requests.

Strategies Employed for Achieving Objectives — To satisfy its long-term rate-of-return objectives, Catholic Charities relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Spending Policy and How the Investment Objectives Relate to Spending Policy — Catholic Charities has a policy of appropriating for Board-Designated endowment distributions each year 5% of a rolling three-year average of its Board-Designated endowment fund's average fair value. In establishing this policy, Catholic Charities considered the long-term expected return on its Board-Designated endowments. Accordingly, over the long term, Catholic Charities expects the current spending policy to allow its endowment to grow at an average of 5% annually. This is consistent with the organization's objective to maintain the fair value of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return. Donor-restricted endowments are spent in accordance with the donors' wishes and distributions are made annually to the programs and activities of Catholic Charities for the purposes which conform to the donors' stated intentions.

10. SELF-INSURED HEALTH PLAN

Catholic Charities administers a self-insured health plan. Related parties Maryville Academy and Misericordia Home also participate in this plan (collectively the "participating employers"). The participating employers determine the premium rates to cover the cost of claims. The designated cash on hand to pay unpaid claims is $2,278,578 and $2,439,506 at June 30, 2010 and 2009, and is reflected in the combined statement of financial position in cash and cash equivalents, respectively. A liability of $2,516,694 and $2,204,102 for unpaid claims, including an estimate for incurred but not reported claims and the associated claims expenses, was recorded within accrued liabilities as of June 30, 2010 and 2009, respectively.

11. FAIR VALUE MEASUREMENT

Fair value is the price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following fair value hierarchy is used in selecting inputs, with the highest priority given to Level 1, as these are the most transparent or reliable.

Level 1 — Quoted prices for identical instruments in active markets.

Level 2 — Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs are observable in active markets.

Level 3 — Valuations derived from valuation techniques in which one or more significant inputs are not observable.

In addition, investments that Catholic Charities are able to fully redeem at the NAV as of June 30, 2010 or in the "near term," have been classified as Level 2 investments. Investments that cannot be fully redeemed at the NAV in the "near term" have been classified as Level 3 investments. Investments that are not able to be redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2010. Transfers occurred out of Level 3 to Level 2 due to the adoption of ASU No. 2009-12 on June 30, 2010.

Catholic Charities attempts to establish fair value as an exit price in an orderly transaction consistent with normal settlement market conventions. Catholic Charities is responsible for the valuation process and seeks to obtain quoted market prices for all securities. When quoted market prices in active markets are not available, Catholic Charities uses independent pricing services to establish fair value.

Assets Measured at Fair Value — Assets, inclusive of those investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis as of June 30, 2010, are as follows:

	Level 1	Level 2	Level 3	Total	Redemption Frequency	Redemption Notice Period
Short-term investments	$ 1,297,265	$ -	$ -	$ 1,297,265	Daily	1 day
Common stock	5,622,755	-	-	5,622,755	Daily	1 day
Mutual funds	6,730,405	-	-	6,730,405	Daily	1 day
Fixed-income securities	11,327,157	12,701,501	-	24,028,658	Daily	1 day
Commingled fund	-	5,936,848	-	5,936,848	Daily	1 day
Subtotal	24,977,582	18,638,349	-	43,615,931		
Alternative investments:						
Marketable alternative equity	-	-	852,485	852,485	Monthly	>90 days
Marketable energy and commodities	-	-	2,500	2,500	Monthly	>90 days
Private equity	-	-	738,396	738,396	Monthly	>90 days
Fixed income	-	1,149,151	1,052,217	2,201,368	Daily, Monthly	1 day, >90 days
Total alternative investments	-	1,149,151	2,645,598	3,794,749		
Total	$24,977,582	$19,787,500	$2,645,598	$47,410,680		

A reconciliation for all assets, exclusive of investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2010, for Level 3 assets and liabilities is as follows:

Balance — July 1, 2009	$ 1,801,280
Purchases	40,562
Sales	(494,649)
Realized and unrealized gains (losses) — net	246,188
Balance — June 30, 2010	$ 1,593,381
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2010	$ 246,188

Catholic Charities' investments balance includes $4,929,806 of investments through participation in the Archdiocese pooled investment fund as of June 30, 2010. This balance includes $1,052,217 of Level 3 investments as of June 30, 2010. The table below presents a reconciliation for total Archdiocese pooled investment fund assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2010, for Level 3 assets and liabilities:

Balance — July 1, 2009	$ 432,110,383
Purchases	48,749,553
Sales	(106,712,149)
Realized and unrealized gains (losses) — net	55,693,936
Transfers	(59,448,779)
Balance — June 30, 2010	$ 370,392,944
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2010	$ 38,607,084

Assets, inclusive of those investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis as of June 30, 2009, are as follows:

	Level 1	Level 2	Level 3	Total
Short-term investments	$ 3,983,637	$ -	$ -	$ 3,983,637
Common stock	5,385,706	-	-	5,385,706
Mutual funds	3,898,607	-	-	3,898,607
Fixed-income securities	10,701,514	8,244,206	-	18,945,720
Commingled fund	-	4,972,716	-	4,972,716
Subtotal	23,969,464	13,216,922	-	37,186,386
Alternative investments:				
Marketable alternative equity	-	751,180	2,013,865	2,765,045
Marketable energy and commodities	-	-	300,888	300,888
Private equity	-	-	1,322,054	1,322,054
Fixed income	-	-	1,990,551	1,990,551
Total alternative investments	-	751,180	5,627,358	6,378,538
Total	$ 23,969,464	$ 13,968,102	$ 5,627,358	$ 43,564,924

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A reconciliation for all assets, exclusive of investments through participation in the Archdiocese pooled investment fund, measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2009, for Level 3 assets and liabilities is as follows:

Balance — July 1, 2008	$ 2,191,637
Purchases	2,873,173
Sales	(2,750,527)
Realized and unrealized gains (losses) — net	(513,003)
Balance — June 30, 2009	$ 1,801,280
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2009	$ (513,003)

Catholic Charities' investments balance includes $7,374,747 of investments through participation in the Archdiocese pooled investment fund as of June 30, 2009. This balance includes $3,826,078 of Level 3 investments as of June 30, 2009. The table below presents a reconciliation for total Archdiocese pooled investment fund assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2009, for Level 3 assets and liabilities.

Balance — July 1, 2008	$ 662,187,091
Purchases	54,534,828
Sales	(170,832,435)
Realized and unrealized gains (losses) — net	(113,779,101)
Balance — June 30, 2009	$ 432,110,383
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2009	$(113,522,983)

The following section describes the valuation methodologies used to measure different financial instruments at fair value, including an indication of the level in the fair value hierarchy in which the instrument is generally classified. Catholic Charities uses prices and inputs that are current as of the measurement date, obtained through a third-party custodian from independent pricing services. ASC 820 also requires disclosure to assist in understanding the nature and risk of investments by major category for those investments that calculate an NAV.

Short-term investments include invested cash, money market mutual funds, and certificates of deposit and are generally categorized in Level 1 of the fair value hierarchy.

Common stock securities are valued based on quoted prices from an exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.

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Mutual funds are valued based on the NAV as computed once per day based on the quoted market prices of the securities in the fund's portfolio and are generally categorized in Level 1 of the fair value hierarchy.

Fixed-income securities are composed of U.S. government securities, U.S. government agency securities, and corporate bond securities. U.S. government securities are valued using quoted market prices and, accordingly, are categorized in Level 1 of the fair value hierarchy. U.S. government agency securities are composed of noncallable agency issued debt securities are generally valued using quoted market prices. Actively traded noncallable agency issued debt securities, are categorized in Level 2 of the fair value hierarchy. The fair value of corporate bond securities is estimated using recently executed transactions, market price quotations (where observable), or bond spreads. If the spread data does not reference the issuer, then data that reference a comparable issuer are used. Corporate bonds are generally categorized in Level 2 of the fair value hierarchy.

Commingled fund is an unregistered investment fund with a daily NAV that invests in large-cap companies located in the United States. This commingled fund allows investors to sell their interests with a one-day notice. Such commingled fund is categorized in Level 2 of the fair value hierarchy.

Marketable alternative equity investments are composed of investments in fund of funds and hedge funds. Marketable alternative equity investments that cannot be fully redeemed at the NAV in the "near term" are investments that cannot be redeemed at its NAV within 90 days after June 30, 2010. These marketable alternative equity investments that cannot be redeemed within the "near term" are categorized in Level 3 of the fair value hierarchy. These Level 3 investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management. Marketable alternative equity investments that can be redeemed within the "near term" are categorized in Level 2 of the fair value hierarchy. These Level 2 investments are composed of funds whose underlying securities are primarily valued based on quoted prices from an exchange.

Fixed-income alternative investments are composed of bond funds. Fixed-income alternative investments whose underlying assets are composed of securities that are valued based on observable transactions are generally categorized in Level 2 of the fair value hierarchy. Fixed-income alternative equity whose underlying assets are not observable or whose value for underlying assets is determined using unobservable inputs are categorized as Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

Private equity investments are comprised of investments in limited partnerships and private equity funds. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management. Private equity investments are categorized in Level 3 of the fair value hierarchy.

12. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of current assets, trusteed funds, current liabilities, and other liabilities approximate their fair value, as they are short term in nature. The carrying value of debt and gift annuities approximates its fair value as of June 30, 2010 and 2009.

13. NONCASH ASSISTANCE

During the years ended June 30, 2010 and 2009, Catholic Charities received certain food commodities with a value of approximately $3,674,896 and $3,394,915, respectively, under the terms of the federally funded programs whereby Catholic Charities acts as a distributor. The receipt and subsequent distribution of these commodities are not shown as revenues or expenditures in the financial statements of Catholic Charities.

Catholic Charities recorded in-kind donations of gifts in the amount of $1,101,925 and $1,063,175 during the years ended June 30, 2010 and 2009, respectively, which it distributed to the families it serves. Additionally, in 2010, Catholic Charities received an in-kind donation of office furniture valued in the amount of $144,025.

14. COMMITMENTS AND CONTINGENCIES

Catholic Charities participates in a self-insurance program managed by the Archdiocesan Pastoral Center — Catholic Bishop of Chicago. Catholic Charities is occasionally party to lawsuits and claims arising out of the conduct of its business. In the event that Catholic Charities withdraws from participation in the program, amounts may be payable to the Catholic Bishop of Chicago for residual liabilities relating to historical claims experience or for claims incurred but not yet reported.

While the ultimate results of lawsuits or other proceedings against Catholic Charities cannot be predicted with certainty, management of Catholic Charities is of the opinion that the liabilities resulting from these contingencies are not material in relationship to the financial condition of Catholic Charities.

Catholic Charities is obligated to fund capital calls up to $1,000,000 in total to Blackstone Capital Partners IV, L.P. As of June 30, 2010 and 2009, Catholic Charities has invested $30,295 and $215,890 of the obligated $1,000,000, respectively. The fair value of this investment is $738,396 and $721,143 and is presented as investments on the combined statements of financial position for 2010 and 2009, respectively.

15. TRANSACTIONS WITH RELATED PARTIES

Catholic Charities provides certain goods and services to various affiliated entities. A summary of the amounts due from (to) related parties is as follows:

	2010	2009
Due from Archdiocese of Chicago	$ 423	$ 7,435
Due from (to):		
Maryville Academy	298,978	342,772
Misericordia	361,508	774,116
Little Sisters of the Poor	(3,188)	(4,588)
St. Leo Residence LLC	1,222,457	1,074,259
Cortland Manor LLC	1,247,523	920,980
Total due from affiliates	$3,127,701	$3,114,974

St. Leo Residence Limited Liability Company was formed in April 2003 for the purpose of constructing and operating a 141-unit residential apartment building located at 7750 South Emerald, Chicago, Illinois. The building was completed in August 2006. CCHDC is a controlling entity of the general

partner of the limited partnership. As such, CCHDC has guaranteed to fund any operating deficits up to $195,000 or reduced income tax benefits incurred by the limited partner during the duration of the partnership agreement. CCHDC has agreed to create and maintain required reserves totaling $556,000, which will be funded to the project at the conclusion of the development phase.

As of June 30, 2010 and 2009, CCHDC provided funding of $526,476 and $526,476, respectively, in exchange for an equity ownership of 0.01% and a loan receivable of $4,145,692 and $4,145,692 respectively, both of which are included in the combined statements of financial position. Future equity contributions of $65,000 in total are expected to be made in subsequent periods. In addition, as of June 30, 2010 and 2009, CCHDC provided development funding totaling $1,222,457 and $1,074,259, respectively, which will be reimbursed by future cash flows. This amount has been included in the combined statements of financial position as due from affiliates.

Cortland Manor Limited Liability Company was formed in May 2001 for the purpose of rehabilitating and operating a 22-unit residential apartment building located at 1900 North Karlov, Chicago, Illinois. The building was completed in July 2003. CCHDC is a controlling entity of the managing member of the limited liability company. As such, CCHDC has guaranteed to cover any operating deficits up to $150,000 or reduced income tax benefits incurred by the limited partner during the duration of the operating agreement. CCHDC has agreed to create and maintain required reserves totaling $170,000, which will be funded to the project at the conclusion of the development phase.

As of June 30, 2010 and 2009, CCHDC has provided funding of $105,734 and $105,734 in exchange for an equity ownership of 0.01% and a loan receivable of $1,167,406 and $1,167,406, respectively, both of which are included in the combined statements of financial position. In addition, as of June 30, 2010 and 2009, CCHDC provided development and operating funding totaling $1,247,523 and $920,980, respectively, which will be reimbursed by future cash flows. This amount has been included in the combined statements of financial position as due from affiliates.

16. CHANGE IN PRESENTATION

Subsequent to the issuance of the Catholic Charities' 2009 financial statements, management changed the presentation within the Statement of Activities for certain revenues and special events revenues and expenses to include revenues that directly fund specific Catholic Charities programs within the Revenues category and to reduce the revenues from special events by the related costs. Management has updated the presentation in the 2009 Statement of Activities to conform to the 2010 presentation. There was no effect on total net assets or the total change in net assets. The effects of the change in presentation on the line items within the 2009 Statement of Activities were as follows:

	As Previously Reported (Rounded)				As Currently Reported (Rounded)			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenue:								
Program-related contributions	$3,608,000	$ 994,000	$ -	$4,602,000	$2,909,000	$ 994,000	$ -	$3,903,000
Program-related in-kind donations	-	-	-	-	1,063,000	-	-	1,063,000
United Way pledges	-	-	-	-	2,043,000	1,101,000	-	3,144,000
Net assets released from restrictions	1,191,000	(1,191,000)	-	-	2,764,000	(2,764,000)	-	-
Expenses:								
Fund-raising	2,950,000	-	-	2,950,000	1,803,000	-	-	1,803,000
Support:								
Contributions	5,840,000	1,708,000	38,000	7,586,000	3,268,000	1,708,000	38,000	5,014,000
Special events (net of special event expenses — $1,147,000)	-	-	-	-	2,124,000	-	-	2,124,000
In-kind donations	1,063,000	-	-	1,063,000	-	-	-	-
United Way pledges	2,043,000	1,101,000	-	3,144,000	-	-	-	-
Net assets released from restrictions	2,679,000	(2,679,000)	-	-	1,106,000	(1,106,000)	-	-

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ADDITIONAL INFORMATION

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINING STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED JUNE 30, 2010

	Catholic Charities of the Archdiocese of Chicago	Catholic Charities Housing Development Corporation	Federally Assisted Residences	Options for Housing Homelessness Prevention Call Center	Options for Housing Cooke's Manor, LLC	St Joseph Carondelet	Holy Family Villa	Eliminating Entries	Total
ASSETS									
CURRENT ASSETS:									
Cash and cash equivalents	$ 10,832,795	$ 260,134	$ 535,674	$ 25,406	$ 22,356	$ -	$ (3,362)	$ -	$ 11,673,003
Receivables — net	21,551,691	440,396	9	201,135	80,389	-	1,024,117	-	23,297,737
Prepaid and other assets	1,444,927	3,974	5,595	7,403	1,314	-	-	-	1,463,213
Due from affiliates — net	-	14,802,992	-	-	-	20,051	-	(11,695,342)	3,127,701
Total current assets	33,829,413	15,507,496	541,278	233,944	104,059	20,051	1,020,755	(11,695,342)	39,561,654
INVESTMENTS	47,353,998	632,210	-	-	-	-	56,682	-	48,042,890
LONG-TERM RECEIVABLES	1,093,518	8,988,184	-	-	-	-	-	(3,675,086)	6,406,616
OTHER NONCURRENT ASSETS	67,233	138,252	6,725,952	-	88,439	-	18,692	-	7,038,568
LAND, BUILDINGS, AND EQUIPMENT — Net	21,252,315	900,246	127,033,807	18,151	1,852,067	-	6,899,177	-	157,955,763
TOTAL	$103,596,477	$26,166,388	$134,301,037	$ 252,095	$2,044,565	$20,051	$7,995,306	$(15,370,428)	$259,005,491
LIABILITIES AND NET ASSETS									
CURRENT LIABILITIES:									
Accounts payable and accrued compensation	$ 9,117,446	$ 45,999	$ 1,098,338	$ 520	$ 12,289	$ -	$ 463,285	$ -	$ 10,737,877
Current portion of long-term debt	178,452	-	91,069	-	1,200	-	-	-	270,721
Due to governmental agencies	1,789,246	-	-	-	-	-	-	-	1,789,246
Due to affiliates — net	5,124,132	-	6,174,738	610,151	560,234	-	2,901,173	(15,370,428)	-
Other current liabilities	7,180,660	-	-	-	-	-	-	-	7,180,660
Total current liabilities	23,389,936	45,999	7,364,145	610,671	573,723	-	3,364,458	(15,370,428)	19,978,504
OTHER NONCURRENT LIABILITIES	2,941,101	3,571	367,638	-	-	-	210,191	-	3,522,501
RETIREMENT BENEFITS LIABILITIES	84,616,564	-	-	-	-	-	-	-	84,616,564
REFUNDABLE GRANT ADVANCES	-	934,630	128,214,493	-	500,000	-	-	-	129,649,123
LONG-TERM DEBT — Less current portion	997,231	10,070,000	6,233,257	-	743,800	-	-	-	18,044,288
Total liabilities	111,944,832	11,054,200	142,179,533	610,671	1,817,523	-	3,574,649	(15,370,428)	255,810,980
NET (DEFICIT) ASSETS	(8,348,355)	15,112,188	(7,878,496)	(358,576)	227,042	20,051	4,420,657	-	3,194,511
TOTAL	$103,596,477	$26,166,388	$134,301,037	$ 252,095	$2,044,565	$20,051	$7,995,306	$(15,370,428)	$259,005,491

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINING STATEMENT OF REVENUES AND EXPENSES AND CHANGES IN NET (DEFICIT) ASSETS
FOR THE YEAR ENDED JUNE 30, 2010

	Catholic Charities of the Archdiocese of Chicago	Catholic Charities Housing Development Corporation	Federally Assisted Residences	Options for Housing Homelessness Prevention Call Center	Options for Housing Cooke's Manor, LLC	St. Joseph Carondelet	Holy Family Villa	Eliminating Entries	Total
REVENUE:									
Fees and grants from governmental agencies	$133,699,804	$ -	$ 9,808,429	$ 550,802	$ 546,203	$ -	$3,654,745	$ -	$148,259,983
Program service fees	6,611,956	1,411,553	4,188,052	43,380	55,091	-	3,939,546	(1,333,260)	14,916,318
Contributions	18,830,805	250	5,450	278,451	50,063	160	198,383	-	19,363,562
United Way	2,249,272	-	-	-	3,521	-	-	-	2,252,793
Other revenue	138,727	-	-	-	-	-	-	-	138,727
Investment income	3,958,273	393,337	-	-	18,324	-	(13,904)	-	4,356,030
Total revenue	165,488,837	1,805,140	14,001,931	872,633	673,202	160	7,778,770	(1,333,260)	189,287,413
EXPENSES:									
Salaries	55,678,440	700,700	2,922,491	544,199	281,480	-	3,090,961	-	63,218,271
Employee benefits/payroll taxes	22,152,455	268,986	1,188,299	187,137	93,303	(12,588)	1,048,357	-	24,925,949
Total salaries and related expenses	77,830,895	969,686	4,110,790	731,336	374,783	(12,588)	4,139,318	-	88,144,220
Food purchases	42,846,002	-	-	-	11,132	-	267,741	-	43,124,875
Specific assistance to individuals	13,015,279	(1,440)	-	4	1,807	-	(142)	-	13,015,508
Occupancy	10,020,631	74,734	3,368,644	63,015	89,574	-	205,717	-	13,822,315
Supplies	3,472,221	22,299	611,992	32,321	44,536	-	486,101	-	4,669,470
Professional fees and contract service payments	7,865,238	62,944	2,650,744	79,374	175,624	1,888	1,005,476	(297,539)	11,543,749
Telephone	1,669,944	24,896	160,374	34,123	9,860	-	36,000	-	1,935,197
Outside printing	401,655	587	3,138	2,465	1,661	-	1,623	-	411,129
Local transportation	1,752,812	19,856	103,546	2,192	17,739	-	14,550	-	1,910,695
Conferences, conventions, and meetings	1,581,294	45,751	1,118,530	1,017	42,008	-	28,215	(1,035,721)	1,781,094
Membership dues and subscriptions	181,042	5,221	24,372	1,290	500	-	14,544	-	226,969
Awards and grants	63,467	-	-	281	-	-	7,448	-	71,196
Interest and financing costs	91,392	20,431	475,784	-	-	-	12,356	-	599,963
Payments to affiliates	6,451	-	-	-	-	-	-	-	6,451
Distribution of in-kind gifts	1,245,951	-	-	-	-	-	-	-	1,245,951
Loss on disposal of assets	32,676	-	-	-	-	-	-	-	32,676
Retirement benefit-related changes other than net periodic cost	9,967,746	-	-	-	-	-	-		9,967,746
Miscellaneous	494,652	161,259	32,923	1,203	2,461	6,619	168,975	-	868,092
Total expenses before depreciation and allocation of management and general expenses	172,539,348	1,406,224	12,660,837	948,621	771,685	(4,081)	6,387,922	(1,333,260)	193,377,296
Depreciation	2,053,753	15,245	2,563,981	3,932	80,893	-	260,269	-	4,978,073
Allocation of management and general expenses	(1,990,402)	112,725	1,207,354	75,499	67,611	-	527,213	-	-
Total expenses	172,602,699	1,534,194	16,432,172	1,028,052	920,189	(4,081)	7,175,404	(1,333,260)	198,355,369
CHANGE IN NET (DEFICIT) ASSETS	(7,113,862)	270,946	(2,430,241)	(155,419)	(246,987)	4,241	603,366	-	(9,067,956)
NET (DEFICIT) ASSETS — Beginning of year	(1,234,493)	14,841,242	(5,448,255)	(203,157)	474,029	15,810	3,817,291	-	12,262,467
NET (DEFICIT) ASSETS — End of year	$ (8,348,355)	$15,112,188	$ (7,878,496)	$ (358,576)	$ 227,042	$ 20,051	$4,420,657	$ -	$ 3,194,511

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINING STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2010

	Catholic Charities of the Archdiocese of Chicago	Catholic Charities Housing Development Corporation	Federally Assisted Residences	Options for Housing: Homelessness Prevention Call Center	Options for Housing: Cooke's Manor, LLC	Options for Housing: St. Joseph Carondelet	Holy Family Villa	Eliminating Entries	Total
CASH FLOWS FROM OPERATING ACTIVITIES:									
Changes in net (deficit) assets	$ (7,113,862)	$ 270,946	$ (2,430,241)	$ (155,419)	$ (246,987)	$ 4,241	$ 603,366	$ -	$ (9,067,956)
Adjustments to reconcile changes in net (deficit) assets to net cash used in operating activities:									
Pension-related changes other than net periodic cost	9,967,746	-	-	-	-	-	-	-	9,967,746
Loss on sale of fixed and other assets	37,848	-	-	-	-	-	-	-	37,848
Depreciation	2,053,753	15,245	2,563,981	3,932	80,893	-	260,269	-	4,978,073
Amortization of deferred debt issuance costs	-	34,049	-	-	-	-	-	-	34,049
Net realized gain on investments	(470,968)	-	-	-	-	-	11,694	-	(459,274)
Net unrealized gain on investments	(2,792,723)	-	-	-	-	-	4,704	-	(2,788,019)
Contributions restricted for long-term investment	(3,044,609)	-	-	-	-	-	-	-	(3,044,609)
Changes in operating accounts:									-
Receivables	(3,997,106)	(6,411)	80,824	1,418	(38,449)	-	1,051,855	-	(2,907,869)
Prepaid and other assets	(887,279)	-	3,368	22,792	3,572	-	-	-	(857,547)
Due from (to) affiliates	1,319,055	(389,975)	503,842	147,218	193,426	(4,241)	(1,998,234)	216,182	(12,727)
Accounts payable and accrued compensation	(87,484)	(157,807)	455,675	(2,899)	(2,271)	-	33,596	-	238,810
Pension and postretirement benefits	4,949,870	-	-	-	-	-	-	-	4,949,870
Security deposits	-	-	25,670	-	-	-	(4,778)	-	20,892
Gift annuities payable	(356,923)	-	-	-	-	-	-	-	(356,923)
Other liabilities	265,784	-	-	-	-	-	-	-	265,784
Net cash (used in) provided by operating activities	(156,898)	(233,953)	1,203,119	17,042	(9,816)	-	(37,528)	216,182	998,148
CASH FLOWS FROM INVESTING ACTIVITIES:									
Land, buildings, and equipment purchased or constructed	(1,822,138)	(93,653)	(2,457,962)	(6,947)	-	-	(177,816)	-	(4,558,516)
Change in investments	(581,631)	-	-	-	-	-	(16,832)	-	(598,463)
Change in loan receivable	-	216,182	-	-	-	-	-	(216,182)	-
Proceeds from sale of fixed and other assets	108,718	-	-	-	-	-	-	-	108,718
Changes in trusteed funds and other deposits	(65,059)	62,038	(600,585)	-	(20,192)	-	(525)	-	(624,323)
Net cash (used in) provided by investing activities	(2,360,110)	184,567	(3,058,547)	(6,947)	(20,192)	-	(195,173)	(216,182)	(5,672,584)
CASH FLOWS FROM FINANCING ACTIVITIES:									
Refundable grant advances	-	-	2,067,834	-	-	-	-	-	2,067,834
Repayments of long-term debt	(176,682)	-	(83,873)	-	(1,100)	-	-	-	(261,655)
Deferred debt issuance cost	-	(57,996)	-	-	-	-	-	-	(57,996)
Proceeds from contributions restricted for investment in endowment	3,044,609	-	-	-	-	-	-	-	3,044,609
Net cash provided by (used in) financing activities	2,867,927	(57,996)	1,983,961	-	(1,100)	-	-	-	4,792,792
NET CHANGE IN CASH AND CASH EQUIVALENTS	350,919	(107,382)	128,533	10,095	(31,108)	-	(232,701)	-	118,356
CASH AND CASH EQUIVALENTS — Beginning of year	10,481,876	367,516	407,141	15,311	53,464	-	229,339	-	11,554,647
CASH AND CASH EQUIVALENTS — End of year	$ 10,832,795	$ 260,134	$ 535,674	$ 25,406	$ 22,356	$ -	$ (3,362)	$ -	$ 11,673,003
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:									
Cash paid for interest	$ 103,016	$ 29,025	$ 476,361	$ -	$ -	$ -	$ 12,356	$ -	$ 620,758

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ATTACHMENT-39

Catholic Charities of the Archdiocese of Chicago

Combined Financial Statements as of and for the Years Ended June 30, 2009 and 2008, and Independent Auditors' Report

ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

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ATTACHMENT-39

Deloitte.

Deloitte & Touche LLP
111 S. Wacker Drive
Chicago, IL 60606-4301
USA
Tel: +1 312 486 1000
Fax: +1 312 486 1486
www.deloitte.com

INDEPENDENT AUDITORS' REPORT

His Eminence Francis Cardinal George, O.M.I.
Archbishop of Chicago:

We have audited the accompanying combined financial statements of Catholic Charities of the Archdiocese of Chicago ("Catholic Charities") as of June 30, 2009 and 2008, and for the years then ended, as listed in the table of contents. These combined financial statements are the responsibility of Catholic Charities' management. Our responsibility is to express an opinion on these combined financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Catholic Charities' internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the combined financial position of Catholic Charities of the Archdiocese of Chicago as of June 30, 2009 and 2008, and the combined results of their operations and their combined cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

November 11, 2009

Member of
Deloitte Touche Tohmatsu

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2009 AND 2008
(In thousands)

	2009	2008
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 11,555	$ 4,141
Program receivables (net of allowance for doubtful accounts — $2,537 and $2,080 in 2009 and 2008, respectively)	16,170	24,037
Legacies and pledges receivable	2,481	1,479
United Way receivable	1,101	1,573
Prepaid and other assets	692	3,647
Due from affiliates — net	3,115	2,311
Total current assets	35,114	37,188
INVESTMENTS	43,565	49,915
INVESTMENT IN AFFILIATES	632	547
LOAN RECEIVABLE	5,313	5,287
LONG-TERM RECEIVABLE	1,731	2,299
DEFERRED DEBT ISSUANCE COSTS	113	119
ASSETS WHOSE USE IS LIMITED	6,280	5,984
LAND, BUILDINGS, AND EQUIPMENT — Net	158,433	155,013
TOTAL	$251,181	$256,352

See notes to combined financial statements.

(Continued)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF FINANCIAL POSITION
AS OF JUNE 30, 2009 AND 2008
(In thousands)

	2009	2008
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES:		
Accounts payable and accrued compensation	$ 10,478	$ 11,759
Current portion of gift annuities payable	453	438
Current portion of pension liability	4,318	4,048
Current portion of postretirement benefits liability	1,603	1,013
Contractual current portion of long-term debt	262	160
Contingent current portion of long-term debt		10,070
Current portion of deferred revenue	542	
Short-term borrowing		3,000
Interest payable	67	71
Due to governmental agencies	1,313	168
Total current liabilities	19,036	30,727
DEFERRED REVENUE	422	1,135
SECURITY DEPOSITS	575	624
GIFT ANNUITIES PAYABLE	2,867	3,160
PENSION LIABILITY	43,251	19,576
POSTRETIREMENT BENEFITS LIABILITY	26,872	23,902
REFUNDABLE GRANT ADVANCE	127,581	119,382
LONG-TERM DEBT	18,315	8,307
Total liabilities	238,919	206,813
NET ASSETS:		
Unrestricted:		
Undesignated	(23,515)	7,164
Designated by the Board for endowment	23,481	30,358
Temporarily restricted	10,842	10,662
Permanently restricted	1,454	1,355
Total net assets	12,262	49,539
TOTAL	$251,181	$256,352

See notes to combined financial statements. (Concluded)

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEARS ENDED JUNE 30, 2009 AND 2008
(In thousands)

	2009				2008			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUE:								
Fees and grants from governmental agencies	$146,953	$ -	$ -	$146,953	$137,175	$ -	$ -	$137,175
Program service fees	15,836			15,836	16,608			16,608
Program-related contributions	3,608	994		4,602	3,669	865		4,534
Net assets released from restrictions	1,191	(1,191)		-	1,234	(1,234)		-
Total revenue	167,588	(197)	-	167,391	158,686	(369)	-	158,317
EXPENSES:								
Seniors	54,576			54,576	50,142			50,142
Children	18,069			18,069	20,615			20,615
Basic human needs	17,344			17,344	16,680			16,680
Families and individuals	80,292			80,292	78,259			78,259
Management and general	13,737			13,737	13,520			13,520
Fund-raising	2,950			2,950	3,045			3,045
Total expenses	186,968	-	-	186,968	182,261	-	-	182,261
Loss from program operations	(19,380)	(197)	-	(19,577)	(23,575)	(369)	-	(23,944)
SUPPORT:								
Contributions	5,840	1,708	38	7,586	6,616	3,706	238	10,560
In-kind donations	1,063			1,063	1,247			1,247
United Way pledges	2,043	1,101		3,144	2,044	1,585		3,629
Bequests	2,940	290		3,230	3,244	571		3,815
Net assets released from restrictions	2,679	(2,679)		-	1,576	(1,576)		-
Total support	14,565	420	38	15,023	14,727	4,286	238	19,251
OTHER REVENUE (EXPENSE):								
Interest and dividends	1,333	88		1,421	1,615	112		1,727
Net realized (loss) gain on investments	(1,685)	11	17	(1,657)	1,387	2		1,389
Net unrealized (loss) gain on investments	(4,690)	(10)	111	(4,589)	(4,046)	12	74	(3,960)
Net assets released from restrictions	199	(132)	(67)	-	158	(102)	(56)	-
Loss on disposal of assets	(1,682)			(1,682)	(229)			(229)
Pension related changes other than net periodic cost	(26,216)			(26,216)	(58)			(58)
Other revenue				-	355			355
Total other (expense) revenue	(32,741)	(43)	61	(32,723)	(818)	24	18	(776)
NET (DECREASE) INCREASE IN NET ASSETS PRIOR TO INTERAGENCY TRANSFERS	(37,556)	180	99	(37,277)	(9,666)	3,941	256	(5,469)
INTERAGENCY TRANSFER (Note 15)				-	250			250
(DECREASE) INCREASE IN NET ASSETS	(37,556)	180	99	(37,277)	(9,416)	3,941	256	(5,219)
NET ASSETS — Beginning of year	37,522	10,662	1,355	49,539	46,938	6,721	1,099	54,758
NET ASSETS — End of year	$ (34)	$10,842	$1,454	$ 12,262	$ 37,522	$10,662	$1,355	$ 49,539

See notes to combined financial statements.

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2009 (WITH COMPARATIVE TOTALS FOR 2008)
(In thousands)

	2009							2008
	Programs				Supporting Services			
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total	Total
EXPENSES:								
Salaries	$ 24,438	$ 9,253	$ 7,363	$ 12,597	$ 7,697	$ 868	$ 62,216	$ 60,939
Employee benefits and payroll taxes	6,797	3,303	2,681	5,013	2,287	276	20,357	18,577
Total salaries and related expenses	31,235	12,556	10,044	17,610	9,984	1,144	82,573	79,516
Food purchases	1,533	446	144	46,666			48,789	47,951
Specific assistance to individuals	6,290	687	2,798	1,502			11,277	9,860
Occupancy	3,820	1,201	1,090	7,025	1,227	237	14,600	14,849
Supplies	1,415	263	570	1,229	532	98	4,107	4,496
Professional fees and contract service payments	4,205	642	1,578	4,094	878	189	11,586	10,995
Telephone	645	197	223	603	248	129	2,045	1,933
Outside printing	73	19	63	105	163	162	585	591
Local transportation	699	282	357	507	78	17	1,940	1,951
Conferences, conventions, and meetings	373	44	115	244	278	890	1,944	2,060
Membership dues and subscriptions	58	17	14	23	63	5	180	194
Awards and grants	9	6	29	41	10		95	121
Interest and financing costs	675	74	12	12			773	835
Payments to affiliates		1	1	4			6	18
Distribution of in-kind gifts		1,063					1,063	1,204
Miscellaneous	263	33	75	156		62	589	1,092
Total expenses before depreciation	51,293	17,531	17,113	79,821	13,461	2,933	182,152	177,666
DEPRECIATION	3,283	538	231	471	276	17	4,816	4,595
TOTAL FUNCTIONAL EXPENSES	$ 54,576	$ 18,069	$ 17,344	$ 80,292	$ 13,737	$ 2,950	$ 186,968	$ 182,261

See notes to combined financial statements.

(Continued)

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CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2008
(In thousands)

	Programs				Supporting Services		
	Seniors	Children	Basic Human Needs	Families and Individuals	Management and General	Fund-Raising	Total
EXPENSES:							
Salaries	$ 21,762	$ 10,648	$ 7,530	$ 12,456	$ 7,695	$ 848	$ 60,939
Employee benefits and payroll taxes	5,515	3,525	2,550	4,546	2,191	250	18,577
Total salaries and related expenses	27,277	14,173	10,080	17,002	9,886	1,098	79,516
Food purchases	1,548	511	158	45,658		76	47,951
Specific assistance to individuals	5,451	740	2,379	1,284	4	2	9,860
Occupancy	3,667	1,398	1,120	7,225	1,208	231	14,849
Supplies	1,478	353	678	1,227	628	132	4,496
Professional fees and contract service payments	4,309	949	1,137	3,581	838	181	10,995
Telephone	651	279	216	552	149	86	1,933
Outside printing	72	33	53	109	120	204	591
Local transportation	642	388	341	521	43	16	1,951
Conferences, conventions, and meetings	386	99	142	235	250	948	2,060
Membership dues and subscriptions	52	9	17	22	88	6	194
Awards and grants	2		2	3	114		121
Interest and financing costs	803	19	2	11			835
Payments to affiliates	(3)	4	3	14			18
Distribution of in-kind gifts		1,204					1,204
Miscellaneous	459	86	126	334	38	49	1,092
Total expenses before depreciation	46,794	20,245	16,454	77,778	13,366	3,029	177,666
DEPRECIATION	3,348	370	226	481	154	16	4,595
TOTAL FUNCTIONAL EXPENSES	$ 50,142	$ 20,615	$ 16,680	$ 78,259	$ 13,520	$ 3,045	$ 182,261

See notes to combined financial statements.

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ATTACHMENT-39

CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

COMBINED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2009 AND 2008
(In thousands)

	2009	2008
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	$ (37,277)	$ (5,219)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Pension related changes other than net periodic cost	26,216	58
Loss on disposal of assets	1,682	229
Assets transferred — affiliates		(250)
Depreciation	4,816	4,595
Amortization of debt issuance costs	6	7
Net realized loss (gain) on investments	1,657	(1,389)
Net unrealized loss on investments	4,589	3,960
Changes in operating accounts:		
Receivables	7,337	(844)
Prepaid and other assets	2,941	(3,249)
Long-term receivable	568	(1,199)
Due from affiliates	(804)	(1,073)
Accounts payable and accrued compensation	(1,281)	(6,083)
Interest payable	(4)	(3)
Postretirement benefits and other liabilities	1,289	835
Due to governmental agencies	1,145	(237)
Deferred revenue	(171)	84
Gift annuities payable	(278)	103
Net cash provided by (used in) operating activities	12,431	(9,675)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Land, buildings, and equipment purchased or constructed	(9,940)	(7,308)
Purchases of investments	(29,257)	(29,126)
Proceeds from sale of investments	29,361	29,871
Investment in affiliates	(85)	
Increase in loan receivable	(26)	
Assets transferred — Catholic Bishop of Chicago		250
Proceeds from sale of fixed assets	22	46
Change in trusteed funds and other deposits	(282)	(995)
Net cash used in investing activities	(10,207)	(7,262)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Refundable HUD grant advances	8,199	4,066
Repayments of long-term debt	(160)	(103)
Proceeds from issuance of long-term debt	200	1,000
Change in short-term debt	(3,000)	3,000
Change in security deposits	(49)	52
Net cash provided by financing activities	5,190	8,015
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	7,414	(8,922)
CASH AND CASH EQUIVALENTS — Beginning of year	4,141	13,063
CASH AND CASH EQUIVALENTS — End of year	$ 11,555	$ 4,141
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Cash paid for interest	$ 777	$ 838
Noncash adjustment to reclass long-term debt to short-term debt	$ -	$ 10,070
Noncash adjustment to reclass short-term debt to long-term debt	$ (10,070)	$ -

See notes to combined financial statements.

ATTACHMENT-39

1. NATURE OF OPERATIONS

The combined financial statements include 19 senior housing facilities whose funding is provided primarily by the U.S. Department of Housing and Urban Development (HUD). These housing facilities include: Roseland Manor, Hayes Manor, Matthew Manor, Tolton Manor, Frances Manor, Lawrence Manor, Bernardin Manor, St. Ailbe Faith Apartments, St. Sabina Elders Village, St. Ailbe Hope Apartments, Ozanam Village Apartments, St. Ailbe Love Apartments, St. Peter Claver Courts, St. Brendan Apartments, Bishop Goedert Residence, St. Vincent De Paul Residence, Donald W. Kent Residence, Pope John Paul II Residence, and St. Francis of Assisi Residence; collectively the "Residences." The statements also include four other legal entities: Options for Housing, Inc., Holy Family Villa, Cooke's Manor, and Catholic Charities Housing Development Corporation (CCHDC). All of the aforementioned organizations are directly owned by the Catholic Bishop of Chicago and are operated under the auspices of Catholic Charities of the Archdiocese of Chicago ("Catholic Charities").

Catholic Charities provides assistance to people in need through four primary service areas. Senior Services provides in-home or personal care and residential and health care facilities. Children's Services protects children from abuse and provides foster homes, education, health care, and counseling. Basic Human Needs Services includes emergency shelter, food, and clothing. Family and Individuals Services help address unemployment, poverty, inadequate housing, illness, addiction, physical limitations, and domestic violence.

The financial information for Misericordia Home, Mission of Our Lady of Mercy, and Maryville Academy is combined with Catholic Charities and reported as "Charitable Activities" within the consolidated financial statements of the Catholic Bishop of Chicago. However, this information is not included within the combined financial statements of Catholic Charities herein.

2. SIGNIFICANT ACCOUNTING POLICIES

Principles of Combination — The accompanying combined financial statements are prepared in accordance with accounting principles generally accepted in the United States of America. These financial statements reflect only the operations of the organizations that are enumerated above. These financial statements do not reflect the operations of other agencies and organizations, which provide assistance to people in need, that also are a part of the Catholic Bishop of Chicago, a corporation sole. All material interagency transactions and balances have been eliminated in the combined financial statements.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents — Cash and cash equivalents are defined to include highly liquid debt instruments purchased with a maturity of three months or less, and are stated at cost which approximates fair value. Cash and cash equivalents include certain money market bank accounts that allow for checks to be written from that account.

Investments — Investments in equity securities, debt securities and alternative investments are measured at fair value in the statement of financial position. Investment income or loss (including realized and unrealized gains and losses on investments, interest, and dividends) is reported as an increase or decrease in unrestricted net assets unless such income or loss is temporarily or permanently restricted by explicit donor stipulations or by law.

Assets Whose Use is Limited — Assets not available for operations include cash and cash equivalents set aside in accordance with the requirements of various governmental agencies, and are stated at cost which approximates fair value.

Land, Buildings, and Equipment — Land, buildings, and equipment are stated at cost. Major renewals and improvements are charged to the property accounts while replacement, maintenance, and repairs that do not improve or extend the life of the respective assets are charged directly to expense.

Depreciation is computed using the straight-line, half-year method based upon the following lives:

Land and building improvements	10–20 years
Buildings	30–60 years
Equipment, furniture, and fixtures	3–10 years

Title to certain properties of Catholic Charities rests with the Catholic Bishop of Chicago.

Gifts of long-lived assets such as land, buildings, or equipment, recorded at fair value at the date of donation, are reported as unrestricted support unless explicit donor stipulations specify how the donated assets must be used.

Due to Governmental Agencies — Due to governmental agencies represents unexpended government funding received in advance for various programs including the Women, Infants, and Children (WIC) program. These advances are offset by WIC inventory on hand at year-end, which primarily represents food at WIC food centers. WIC inventory approximated $886 and $5,295 as of June 30, 2009 and 2008, respectively.

	2009	2008
Beginning inventory	$ 5,295	$ 9,998
Received	69,689	66,891
Expended	(74,098)	(71,594)
Ending inventory	$ 886	$ 5,295

Deferred Revenue — Special event related contributions received in advance are deferred to the period in which they are earned.

Classification of Net Assets — In accordance with Financial Accounting Standards Board (FASB) Statement No. 117, *Financial Statements of Not-for-Profit Organizations*, resources are classified into three classifications of net assets according to externally (donor) imposed restrictions.

Unrestricted — Net assets which are expendable for any purpose in performing the primary objectives of the organization. Included in unrestricted net assets are Board-designated funds for endowment purposes. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted.

Temporarily Restricted — Net assets whose use is limited by donor-imposed restrictions that either expire with the passage of time or can be removed by fulfillment of the stipulated purpose for which the donation was restricted. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statement of activities as net assets released from restrictions. Included in temporarily restricted net assets are United Way pledges, bequests, and other contributions that have been classified as temporarily restricted.

Permanently Restricted — Net assets donated with stipulations that they be invested to provide a permanent source of income; such restrictions can neither expire with the passage of time nor be removed by fulfillment of a stipulated purpose. Included in permanently restricted net assets are contributions that have been classified as permanently restricted.

Refundable Grant Advance — Development and construction are being or have been substantially funded under noninterest-bearing mortgage agreements with HUD for the Residences. The Residences are not required to make principal or interest payments on the mortgage notes, provided they maintain housing in accordance with the Capital Advance Program Use and Regulatory Agreements. If all requirements continue to be met, the grant advances will be considered earned in not less than 40 years or an earlier date if approved by HUD. The refundable grant advances are collateralized by the Residences' property and equipment associated with the advance.

Gift Annuities Payable — Gift annuities payable result from funds granted to Catholic Charities by individuals in return for annuities payable to those individuals during their lifetime. Annuities payable are actuarially determined using the market interest rate at the time of the annuity agreement and are based upon the annuitant's age and life expectancy. Assets received under these arrangements are recorded as investments on the combined statement of financial position. The excess of the funds granted to Catholic Charities over the calculated annuity payable is recorded as a contribution in the year of the grant.

Contributions — Unconditional promises to give cash and other assets to Catholic Charities are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the contribution is received. The contributions are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. In the absence of donor stipulations, Catholic Charities classifies the contribution as unrestricted.

Revenue Recognition — The majority of funding for Catholic Charities' operations is provided by governmental agencies. Catholic Charities recognizes program revenues in the fiscal year that the services are rendered. Contribution revenues and other support are recognized in the fiscal year that they are received. Grant revenue is recognized when the related grant expenditure has been incurred.

United Way Funding — Catholic Charities recognizes United Way contributions when funding is confirmed by United Way.

Management and General Expenses — Management and general expenses represent the expenses incurred to provide overall management and direction to all entities.

Tax Status — The agencies that comprise Catholic Charities are tax-exempt organizations under Section 501(a) as organizations described in Section 501(c)(3) of the Internal Revenue Code.

Concentration of Credit Risk — A significant portion of the funding for several of the programs is received from federal, state, or local governmental agencies. Fees and grants from governmental agencies represent approximately 81% and 77% of total revenues and support for the years ended June 30, 2009 and 2008, respectively.

Adopted Accounting Pronouncements — In September 2006, the FASB issued FASB Statement No. 157, *Fair Value Measurements*, which defines fair value, establishes a framework for measuring fair value, specifies acceptable valuation techniques, prioritizes the inputs used in the valuation techniques into a fair value hierarchy and expands the disclosure requirements for assets and liabilities measured at fair value on a recurring and a nonrecurring basis. The FASB Statement No. 157 hierarchy is based on observable inputs reflecting market data obtained from independent sources or unobservable inputs reflecting Catholic Charities market assumptions. This hierarchy requires Catholic Charities to use observable market data, when available.

In February 2008, the FASB issued FASB Staff Position (FSP) FAS No. 157-2, *Effective Date of FASB Statement No. 157* (FSP FAS No. 157-2), which delays the effective date of FASB Statement No. 157 for all nonrecurring fair value measurements of nonfinancial assets and nonfinancial liabilities until the fiscal year beginning after November 15, 2008. As a result, Catholic Charities adopted the relevant provisions of FASB Statement No. 157 upon adoption at July 1, 2008. Catholic Charities will apply the provisions of FASB Statement No. 157 to assets or liabilities measured at fair value on a nonrecurring basis at July 1, 2009. Adoption of these provisions is not anticipated to impact Catholic Charities' financial statements. Catholic Charities' adoption of FASB Statement No. 157 on July 1, 2008 had no impact on financial condition or results of operations as of or for the year ended June 30, 2009. Catholic Charities has complied with the disclosure requirements of FASB Statement No. 157 in Note 11.

In October 2008, the FASB issued FSP FAS No. 157-3, *Determining the Fair Value of a Financial Asset in a Market That Is Not Active*, which clarifies the application of FASB Statement No. 157 in an inactive market. The FSP addresses application issues such as how management's internal assumptions should be considered when measuring fair value when relevant observable data does not exist, how observable market information in a market that is not active should be considered when measuring fair value and how the use of market quotes should be considered when assessing the relevance of observable and unobservable data available to measure fair value. FSP FAS No. 157-3 was effective upon issuance. Catholic Charities' adoption of FSP FAS No. 157-3 had no impact on the financial statements as of and for the year ended June 30, 2009.

In April 2009, the FASB issued FSP FAS No. 157-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly*, which requires entities to assess whether certain factors exist that indicate that the volume and level of market activity for an asset or liability have decreased or that transactions are not orderly. If, after evaluating those factors, the evidence indicates there has been a significant decrease in the volume and level of activity in relation to normal market activity, observed transactional

values or quoted prices may not be determinative of fair value and adjustment to the observed transactional values or quoted prices may be necessary to estimate fair value. FSP FAS No. 157-4 had no impact on the financial statements as of and for the year ended June 30, 2009.

In February 2007, the FASB issued FASB Statement No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities — Including an amendment of FASB Statement No. 115*. FASB Statement No. 159 permits entities that elect the fair value provisions of FASB Statement No. 157 to choose to measure many financial instruments and certain other items at fair value. It also provides the opportunity to mitigate volatility, in reported earnings caused by measuring related assets and liabilities differently, without having to apply complex hedge accounting provisions. Accordingly, unrealized gains and losses on items for which the fair value option has been elected will be reported in earnings. FASB Statement No. 159 is effective for years beginning after November 15, 2007. Catholic Charities has not elected the fair value option under FASB Statement No. 159 upon adoption or during the year ended June 30, 2009.

In June 2006, the FASB issued FASB Interpretation (FIN) No. 48, *Accounting for Uncertainty in Income Taxes — an interpretation of FASB Statement No. 109*. This interpretation clarifies the accounting treatment for uncertainty in income taxes recognized in an organization's financial statements in accordance with FASB Statement No. 109, *Accounting for Income Taxes*. This interpretation prescribes a recognition threshold and measurement attributes for the financial statement recognition and measurement of a tax position taken or expected to be taken in an income tax return. Catholic Charities adopted FIN No. 48 in 2008, and the impact of adoption was not material.

Effective June 30, 2009, Catholic Charities adopted the provisions of FSP FAS No. 117-1, *Endowments of Not-For-Profit Organizations, Net Assets Classifications of Funds Subject to an Enacted Version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA), and Enhanced Disclosures for all Endowment Funds (FSP FAS No. 117-1)*. FSP FAS No. 117-1 provides guidance on the net asset classifications of donor-restricted endowment funds for a not-for-profit organization that is subject to an enacted version of UPMIFA. As of June 30, 2009, UPMIFA legislation had been enacted by the State of Illinois. Catholic Charities' adoption of FSP FAS No. 117-1 had no significant impact on the financial condition or results of operations as of or for the year ended June 30, 2009. Catholic Charities has complied with the disclosure requirements of FSP FAS No. 117-1 in Note 9.

In May 2009, the FASB issued FASB Statement No. 165, *Subsequent Events*. FASB Statement No. 165 establishes general standards of accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. It requires the disclosure of the date through which an entity has evaluated subsequent events and the basis for that date. This statement is effective for fiscal years ending after June 15, 2009. For the year ended June 30, 2009, Catholic Charities has evaluated all subsequent events through November 11, 2009, which is the date the financial statements were available to be issued.

Pending Accounting Updates — In December 2008, the FASB issued FSP FAS No. 132R-1, *Employers' Disclosures about Postretirement Benefit Plan Assets*. FSP FAS No. 132R-1 is an amendment of FASB Statement No. 132, *Employers' Disclosures about Pensions and Other Postretirement Benefits*, an amendment of FASB Statement Nos. 87, 88, and 106. FSP FAS No. 132R-1 provides guidance on an employer's disclosures about plan assets of a defined benefit pension or postretirement plan. The effective date of FSP FAS No. 132R-1 is the Catholic Charities fiscal year ending June 30, 2010. FSP FAS No. 132R-1 will not have an impact on Catholic Charities financial position or results of operations as it focuses on additional disclosures.

In August 2009, the FASB issued Accounting Standards Update (ASU) 2009-05, *Measuring Liabilities at Fair Value*. ASU 2009-5 is an amendment of FASB Statement No. 157 (ASC 820), *Fair Value Measurements and Disclosures*. ASU 2009-5 applies to all entities that measure liabilities at fair value within the scope of FASB Statement No. 157, *Fair Value Measurements and Disclosures*. ASU 2009-5 provides guidance on measuring fair value of liabilities under circumstances in which a quoted price in an active market for an identical liability is not available. ASU 2009-5, which is effective for the annual reporting period beginning after August 28, 2009, is not expected to have a material impact on Catholic Charities financial position or results of operations.

In September 2009, the FASB issued ASU 2009-12, *Investments in Certain Entities That Calculate Net Asset Value Per Share (or Equivalent)*. ASU 2009-12 provides guidance on estimating fair value of alternative investments when using the net asset value per share provided by the investment entity. The effective date of ASU 2009-12 is for annual periods ending after December 15, 2009, and this ASU is not expected to have a material impact on Catholic Charities financial position or results of operations.

3. INVESTMENTS

Catholic Charities' investments are overseen by the Investment Committee of the Board of Directors. The Investment Committee administers the investment of the endowment, restricted assets and certain working capital, collectively the "investment portfolio." These assets are managed by external investment managers in various equity securities, fixed income securities and alternative investments.

The Archdiocesan Finance Council and its Investment Committee oversee a Pooled Investment Fund for various entities in the Archdiocese including Catholic Charities. The Pooled Investment Fund invests with a number of investment managers in various equity and fixed income products. An allocation of the investments is in nonmarketable investments through limited partnerships. At any point in time, there may be open commitments to fund additional capital calls to certain limited partnerships. The aggregate amount of open commitments at any point in time range between 1% and 4% of the Pooled Investment Fund.

The components of total investment return as of June 30, 2009 and 2008, are as follows:

	2009	2008
Interest and dividends	$ 1,421	$ 1,727
Net realized (loss) gain	(1,657)	1,389
Change in unrealized loss	(4,589)	(3,960)
Total	$(4,825)	$ (844)

Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility risks. It is reasonably possible that changes in the values of investments could occur in the near term and that such changes could materially affect the investment amounts reported in the accompanying statement of financial position.

As of June 30, 2009 and 2008, the fair value of investments are as follows:

	2009	2008
Short term investments	$ 3,984	$ 2,452
Equity securities	5,386	6,605
Mutual funds	8,871	12,189
Fixed income securities	18,946	18,885
Alternative investments:		
Marketable alternative equity	2,764	2,114
Markctable energy and commodities	301	607
Private equity	1,322	2,911
Fixed income	1,991	4,152
Total alternative investments	6,378	9,784
Total	$43,565	$49,915

Catholic Charities has established a fund to meet future capital needs of its facilities. The fund is included in investments in the combined statement of financial position and is invested in corporate and government-backed bonds with fair values of $10,964 and $10,742 at June 30, 2009 and 2008, respectively.

4. LAND, BUILDINGS, AND EQUIPMENT

Major classes of property and equipment as of June 30, 2009 and 2008, are as follows:

	2009	2008
Land and land improvements	$ 10,573	$ 10,541
Buildings and building improvements	162,250	163,656
Equipment, furniture, and fixtures	8,421	8,242
Construction in progress	10,591	3,006
	191,835	185,445
Less accumulated depreciation	(33,402)	(30,432)
Total	$158,433	$155,013

Catholic Charities recorded depreciation expense of $4,816 and $4,595 for the years ended June 30, 2009 and 2008, respectively.

5. LONG-TERM DEBT

Long-term debt at June 30, 2009 and 2008, consisted of the following:

	2009	2008
Illinois Development Finance Authority — adjustable demand revenue bonds:		
Series 1993 A, due January 1, 2028, interest rate adjusted weekly	$ 9,160	$ 9,160
Series 1993 B, due January 1, 2028, interest rate adjusted weekly	910	910
Note payable to City of Chicago, due 2015, interest free	388	388
Note payable to Azteca Foods, Inc., due 2010, interest rate 5.00%	200	
Note payable to Illinois Facilities Fund, due 2015, interest rate 5.00%	189	222
Note payable to Illinois Facilities Fund, due 2023, interest rate 6.75%	964	1,000
Mortgages payable to U.S. Department of Housing and Urban Development, due in equal monthly installments through 2033, interest rate 8.375%	5,725	5,801
Ozanam Village note payable to Illinois Housing Development Authority, due in equal monthly installments, with additional principal payments required based on residual receipts, interest free	295	309
Cooke's Manor LLC note payable to Illinois Housing Development Authority, due in equal monthly installments of $0.1, with remaining principal due May 1, 2021, interest free	746	747
	18,577	18,537
Less contractual current portion	(262)	(160)
Less contingent current portion		(10,070)
Total	$ 18,315	$ 8,307

Debt — The Series 1993 A and Series 1993 B adjustable demand revenue bonds are supported by a letter of credit which provides interim financing to Catholic Charities in the event that remarketing efforts fail for tendered bonds. In 2009, Catholic Charities entered into a two-year agreement to replace its letter of credit provider. The effective date of this agreement is July 1, 2009. The letter of credit expires July 1, 2011. No remarketings of the Series 1993 A or Series 1993 B bonds have failed. These bonds are classified as long-term debt at June 30, 2009.

As of June 30, 2008, the expiration date for the previous letter of credit was July 16, 2009. The reimbursement agreement specified that the letter of credit draws could be converted to a term loan no longer than thirty-six months in duration subsequent to the letter of credit draw. The Series 1993 A bonds were classified as contingent current portion of long-term debt at June 30, 2008.

The Series 1993 B adjustable demand revenue bonds are classified as contingent current portion of long-term debt at June 30, 2008. No remarketings of the 1993 B bonds have failed.

Below are the future maturities of long-term debt at June 30, 2009. While presentation on the combined statement of financial position of current maturities of long-term debt included certain amounts contingently payable at June 30, 2008, the schedule below has been prepared based on the contractual maturities of the debt outstanding at June 30, 2009. Accordingly, if remarketing of the Series 1993 A and B adjustable demand revenue bonds fail in future periods, debt repayments may become more accelerated than presented below.

Combined principal payments as of June 30, 2009, are as follows:

Years Ending June 30	
2010	$ 262
2011	271
2012	178
2013	192
2014	206
Thereafter	17,468
Total	$18,577

Debt Covenants — Catholic Charities was in compliance with all financial debt covenants at June 30, 2009.

Deferred Debt Issuance Costs — Expenses related to the procurement and underwriting of the direct obligation notes and revenue bonds have been deferred and are being amortized using the bonds outstanding method. These costs are shown net of accumulated amortization of $510 and $505 at June 30, 2009 and 2008, respectively.

Unsecured Line of Credit — Catholic Charities has an unsecured line of credit. Borrowings against this line of credit are presented on the combined statement of financial position as short-term debt. The line of credit permits a maximum amount of $10,000 outstanding at one time of which $0 and $3,000 was outstanding at June 30, 2009 and 2008, respectively. Interest rate for current borrowings on the line of credit that is payable on demand is the prime rate less 1% (prime rate was 3.25% and 5.00% June 30, 2009 and 2008, respectively). Interest rate for a borrowing on the line of credit that will be held for one month or more is London InterBank Offered Rate plus .75%.

ATTACHMENT-39

000289

6. LEASES

Catholic Charities leases office space under conditional operating leases that generally contain rent escalation provisions. Rent expense under the leases is recognized based on straight-line amortization of total rent over the term of the lease. Rent expense of $7,614 and $7,898 was incurred for the years ended June 30, 2009 and 2008, respectively. Future minimum lease payments at June 30, 2009, were:

Years Ending June 30	
2010	$ 6,134
2011	4,700
2012	3,251
2013	1,779
2014	1,670
Thereafter	9,341
Total	$26,875

ATTACHMENT-39

7. REFUNDABLE GRANT ADVANCES

During the years ended June 30, 2009 and 2008, Catholic Charities received certain HUD Supportive Housing for the Elderly (Section 202) grant advances of approximately $7,984 and $2,999, respectively, under the terms of the federally funded program. In addition, Catholic Charities received certain Affordable Housing Project Loans of approximately $215 and $1,067, during the years ended June 30, 2009 and 2008, respectively. Total advances at June 30, 2009, were:

Project	Advance	End of 40-Year Commitment
Matthew Manor	$ 4,016	December 2035
Tolton Manor	5,515	July 2036
Frances Manor	4,823	April 2037
Lawrence Manor	8,215	October 2039
Bernardin Manor	13,990	June 2040
St. Ailbe Faith Apartments	6,836	July 2040
St. Sabina Elders	6,728	September 2040
St. Ailbe Hope Apartments	814	March 2041
Ozanam Village Apartments	5,152	May 2041
St. Ailbe Love Apartments	6,300	February 2042
St. Peter Claver Courts	7,749	March 2043
St. Brendan Apartments	7,958	April 2044
Bishop Goedert Residence	9,592	December 2044
St. Vincent De Paul Residence	10,891	November 2045
Donald W. Kent Residence	8,975	January 2046
Pope John Paul II Residence	2,253	September 2046
St. Francis of Assisi Residence	9,268	November 2047
Total HUD Grant Advances	119,075	
Affordable Housing Project Loans	8,506	Various through 2047
Total Refundable Grant Advances	$127,581	

8. RETIREMENT BENEFITS

Pension Benefits — The organizations included in these financial statements participate in a noncontributory pension plan administered by Catholic Charities covering substantially all lay employees. The plan is funded through the plan trustee. The plan provides annual retirement benefits (over and above normal social security benefits) equal to 1.125% of average earnings within the last five years of service multiplied by the number of years of full-time service up to 15 years, plus 1.5% of average earnings, as defined above, multiplied by the number of years of service in excess of 15 years. Plan assets consist primarily of common stock, fixed income securities and alternative investments.

Postretirement Benefits — Catholic Charities offers certain medical and dental benefits for retired employees. Catholic Charities amended this policy as of February 1, 2002. A cap was placed on the net employer contribution to the cost of medical coverage for employees retiring on or after July 1, 2002. The cap is equal to $500 per month for retirees with single coverage and $700 per month for retirees with family coverage. The amended policy also states that all new employees hired after July 1, 2002, would not be offered postretirement medical and dental benefits and employees must maintain coverage

in the active employee medical plan to be eligible for medical coverage during retirement. Employees hired before July 1, 2002, had a choice of continuing their eligibility for postretirement medical and dental benefits or electing to participate in the 403(b) plan and permanently forgo any eligibility for future postretirement medical and dental benefits.

The postretirement benefit liability of $28,475 at June 30, 2009 and $24,915 at June 30, 2008 includes an unrecognized prior service gain of $1,605 and $4,303, respectively, due to the modification of the benefit policy in 2002 and reversal, on April 1, 2009, of the requirement that continuous coverage in the active employee medical plan is necessary to qualify for medical benefits in retirement.

FSP FAS No. 106-2, *Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003*, provides guidance on the accounting for the effects of the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the "Act") for employers that sponsor postretirement benefit plans that provide prescription drug benefits. For the years ended June 30, 2009 and 2008, plan measures of the benefit obligation and net periodic postretirement benefit cost are actuarially equivalent and include Medicare part D subsidies. However, future obligations have not been reduced for anticipated subsidy collections because the amount is difficult to determine and the effect is not material.

Retirement Savings Plan — Catholic Charities has a defined contribution plan under Internal Revenue Code Section 403(b) covering all new employees hired after July 1, 2002, as well as employees hired before July 1, 2002, who have opted out of the postretirement medical and dental benefit policy. The eligibility guidelines are based on one year of service and employees who work at least 20 hours per week. Catholic Charities contributes 1% of all participants' compensation plus matching contributions of 1.5% of the individual participant's compensation. Total employer contribution expense for the years ended June 30, 2009 and 2008, was approximately $456 and $321, respectively.

Catholic Charities uses a June 30 measurement date for pension and postretirement benefits.

Summary information for pension and postretirement benefits at June 30, 2009, is as follows:

	Pension Benefits		Postretirement Benefits	
	2009	2008	2009	2008
Change in benefit obligation:				
Benefit obligation — beginning of year	$ 86,390	$ 91,096	$ 24,915	$ 24,274
Service cost	3,129	3,452	561	601
Interest cost	6,006	5,863	1,622	1,508
Actuarial losses (gains)	8,285	(6,700)	207	(495)
Benefits paid	(3,649)	(3,310)	(1,491)	(1,454)
Plan amendments		(4,011)	2,220	
Medicare part D subsidy			142	204
Participant contributions			299	277
Benefit obligation — end of year	$ 100,161	$ 86,390	$ 28,475	$ 24,915
Change in plan assets:				
Fair value of plan assets — beginning of year	$ 62,766	$ 67,724	$ -	$ -
Actual return on plan assets	(10,185)	(5,644)		
Employer contributions	3,660	3,996	1,050	973
Benefits paid	(3,649)	(3,310)	(1,491)	(1,454)
Medicare part D subsidy			142	204
Participant contributions			299	277
Fair value of plan assets — end of year	$ 52,592	$ 62,766	$ -	$ -
Funded status — end of year	$ (47,569)	$ (23,624)	$ (28,475)	$ (24,915)
Net accrued benefit cost	$ (47,569)	$ (23,624)	$ (28,475)	$ (24,915)
Amounts recognized in the combined statement of financial position — accrued liability	$ (47,569)	$ (23,624)	$ (28,475)	$ (24,915)

The components of net periodic benefit cost for the years ended June 30, 2009 and 2008, are as follows:

	Pension Benefits		Postretirement Benefits	
	2009	2008	2009	2008
Components of net periodic benefit cost:				
Service cost	$ 3,129	$ 3,452	$ 561	$ 601
Interest cost	6,006	5,863	1,623	1,508
Expected return on plan assets	(4,972)	(5,391)		
Amortization of unrecognized prior service (credit) cost	(217)	194	(479)	(527)
Amortization of unrecognized net loss	349			104
Total net periodic benefit cost	$ 4,295	$ 4,118	$ 1,705	$ 1,686

The pension and postretirement plan accumulated losses and prior service credits not yet recognized as a component of periodic pension and postretirement expense but accumulated in unrestricted net assets are:

	Pension Benefits		Postretirement Benefits	
	2009	2008	2009	2008
Unrecognized actuarial loss	$35,250	$12,158	$ 2,655	$ 2,447
Unrecognized prior service credit	(2,073)	(2,290)	(1,605)	(4,303)
Total accumulated in unrestricted net assets	$33,177	$ 9,868	$ 1,050	$(1,856)

An estimated $217 in prior service credit and $2,516 in net actuarial loss will be included as components of periodic pension expense in 2010. An estimated $142 in prior service credit and $0 in net actuarial loss will be included as components of periodic postretirement expense in 2010.

The pension plan and postretirement plan items not yet recognized as a component of periodic pension and postretirement expense, but included as a separate charge to net assets during 2009 and 2008, are as follows:

	Pension Benefits		Postretirement Benefits	
	2009	2008	2009	2008
Prior service credit arising during the period	$ 76	$(4,024)	$ 2,220	$ -
Actuarial loss (gain) arising during the period	23,366	4,347	207	(494)
Reclassification adjustment for recognition of prior service (cost) credit	(132)	(194)	479	527
Reclassification adjustment for recognition of actuarial loss				(104)
Total recognized as a separate charge to net assets	$ 23,310	$ 129	$ 2,906	$ (71)

Actuarial assumptions for the plans as of June 30, 2009 and 2008, are as follows:

	Pension Benefits		Postretirement Benefits	
	2009	2008	2009	2008
Weighted-average assumptions:				
Discount rate — benefit obligation	6.19 %	6.82 %	6.27 %	6.82 %
Discount rate — benefit cost	6.82	6.28	6.82	6.80
Rate of compensation increase	0.00-3.50	0.00-3.50		

Catholic Charities' investment policy for pension plan assets is to manage the portfolio to preserve principal and liquidity while maximizing the return on the investment portfolio through the full investment of available funds. The portfolio is diversified by investing in multiple types of assets including equity securities, fixed income securities and alternative investments. The investment policy requires fixed income securities of the plan to be diversified in corporate issuance and maturity with at least an investment-grade rating to minimize interest rate and credit risk.

In 2010, Catholic Charities expects to contribute $4,175 to its pension plan and $1,510 to pay healthcare premiums on behalf of the retirees covered under its postretirement benefit policy.

The following benefit payments, which reflect expected future services, as appropriate, are expected to be paid:

Years Ended June 30	Pension Benefits	Postretirement Benefits
2010	$4,318	$1,603
2011	4,491	1,704
2012	4,671	1,800
2013	4,958	1,930
2014	5,181	2,042
2015–2018	31,364	11,897

For measurement purposes, a 7% gross health care trend rate was used for 2009 disclosures. Trend rates were assumed to decline to an ultimate rate of 5% beyond 2011.

9. ENDOWMENT NET ASSETS

Catholic Charities endowment net assets consist of approximately 32 individual funds established for a variety of purposes. Its endowment includes both donor-restricted endowment funds and funds designated by the Board to function as endowments. As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with permanently restricted funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Catholic Charities has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift, as of the gift date of the donor permanently restricted funds absent explicit donor stipulations to the contrary. As a result of this interpretation, Catholic Charities classifies as permanently restricted net assets (a) the original value of gifts, (b) the original value of subsequent gifts, and (c) accumulations made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted funds:

1. The duration and preservation of the fund
2. The purposes of the organization and the donor-restricted fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of the organization
7. The investment policies of the organization

Endowment net asset composition by type of fund as of June 30, 2009, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$ 2,063	$ 1,454	$ 3,517
Board-designated endowment funds	23,481	-	-	23,481
Total endowment funds	$ 23,481	$ 2,063	$ 1,454	$ 26,998

Endowment net asset composition by type of fund as of June 30, 2008 are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ -	$ 2,081	$ 1,355	$ 3,436
Board-designated endowment funds	30,358	-	-	30,358
Total endowment funds	$ 30,358	$ 2,081	$ 1,355	$ 33,794

Changes in endowment net assets for the year ended June 30, 2009, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$ 30,358	$ 2,081	$ 1,355	$ 33,794
Investment return:				
Dividend and interest income — net	638	88		726
Realized and unrealized (gains) losses	(5,810)	1	128	(5,681)
Total investment return	(5,172)	89	128	(4,955)
Contributions	761	25	38	824
Appropriation of endowment assets for expenditures	(2,466)	(132)	(67)	(2,665)
Endowment net assets — end of year	$ 23,481	$ 2,063	$ 1,454	$ 26,998

ATTACHMENT-39

Changes in endowment net assets for the year ended June 30, 2008, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — beginning of year	$ 33,433	$ 2,038	$ 1,099	$ 36,570
Investment return:				
Dividend and interest income — net	845	106		951
Realized and unrealized (gains) losses	(2,519)	14	74	(2,431)
Total investment return	(1,674)	120	74	(1,480)
Contributions		25	238	263
Appropriation of endowment assets for expenditures	(1,401)	(102)	(56)	(1,559)
Endowment net assets — end of year	$ 30,358	$ 2,081	$ 1,355	$ 33,794

Funds With Deficiencies — From time to time, the fair value of assets associated with individual donor permanently restricted funds may fall below the level that the donor or UPMIFA requires Catholic Charities to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets and were $40 and $61 as of June 30, 2009 and 2008, respectively. These deficiencies resulted from unfavorable investment performance due to unfavorable market conditions for the investments supporting the permanently restricted and Board-Designated funds during fiscal 2009 and 2008.

Return Objectives and Risk Parameters —Catholic Charities has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted endowments that Catholic Charities must hold in perpetuity or for a donor-specified period(s) as well as Board-Designated funds. Under this policy, the Board-Designated endowment assets are invested in a manner that is intended to produce a return that exceeds the level of inflation as measured by the Consumer Price Index (CPI) by at least 5% on a rolling three-year basis. Catholic Charities expects its Board-Designated endowment funds, over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount. Donor-restricted endowments are invested in fixed income securities and cash equivalents or as the donor specifically requests.

Strategies Employed for Achieving Objectives — To satisfy its long-term rate-of-return objectives, Catholic Charities relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Spending Policy and How the Investment Objectives Relate to Spending Policy — Catholic Charities has a policy of appropriating for Board-Designated endowment distributions each year 5%, of a rolling three-year average, of its Board-Designated endowment fund's average fair value. In establishing this policy, Catholic Charities considered the long-term expected return on its Board-Designated endowments. Accordingly, over the long term, Catholic Charities expects the current spending policy to allow its

endowment to grow at an average of 5% annually. This is consistent with the organization's objective to maintain the fair value of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return. Donor restricted endowments are spent in accordance with the donors' wishes and distributions are made annually to the programs and activities of Catholic Charities for the purposes which conform to the donors' stated intentions.

10. SELF-INSURED HEALTH PLAN

Catholic Charities administers a self-insured health plan. Related parties Maryville Academy and Misericordia Home also participate in this plan (collectively the "participating employers"). The participating employers determine the premium rates to cover the cost of claims. The designated cash on hand to pay unpaid claims is $2,440 and $2,991 at June 30, 2009 and 2008, and is reflected in the combined statement of financial position in cash and cash equivalents, respectively. A liability of $2,204 and $2,122 for unpaid claims, including an estimate for incurred but not reported claims and the associated claims expenses, was recorded within accrued liabilities as of June 30, 2009 and 2008, respectively.

11. FAIR VALUE MEASUREMENT

Fair value is the price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following fair value hierarchy is used in selecting inputs, with the highest priority given to Level 1, as these are the most transparent or reliable.

Level 1 — Quoted prices for identical instruments in active markets.

Level 2 — Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs are observable in active markets.

Level 3 — Valuations derived from valuation techniques in which one or more significant inputs are not observable.

Catholic Charities attempts to establish fair value as an exit price in an orderly transaction consistent with normal settlement market conventions. Catholic Charities is responsible for the valuation process and seeks to obtain quoted market prices for all securities. When quoted market prices in active markets are not available, Catholic Charities uses independent pricing services to establish fair value.

Assets Measured at Fair Value

Assets measured at fair value on a recurring basis are summarized below.

	Level 1	Level 2	Level 3	Total
Short term investments	$ 3,984	$ -	$ -	$ 3,984
Common stock	5,386	-	-	5,386
Mutual funds	8,871	-	-	8,871
Fixed income securities	10,702	8,244	-	18,946
Alternative investments:				
Marketable alternative equity	-	1,831	933	2,764
Fixed income	-	-	1,991	1,991
Marketable energy and commodities	-	-	301	301
Private equity	-	-	1,322	1,322
Total alternative investments	-	1,831	4,547	6,378
Total	$ 28,943	$ 10,075	$ 4,547	$ 43,565

The table below presents a reconciliation for all assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3), and presents changes in unrealized gains or losses recorded in change in net assets for the year ended June 30, 2009 for Level 3 assets and liabilities.

Balance as of July 1, 2008	$ 8,383
Purchases	332
Sales	(3,651)
Realized and unrealized gains (losses), net	(517)
Balance as of June 30, 2009	$ 4,547
The amount of total gains or losses for the year included in changes in net assets attributable to the change in unrealized gains or losses relating to assets still held at June 30, 2009	$ (517)

The following section describes the valuation methodologies used to measure different financial instruments at fair value, including an indication of the level in the fair value hierarchy in which the instrument is generally classified. The Catholic Charities uses prices and inputs that are current as of the measurement date, obtained through a third-party custodian from independent pricing services.

Short-term investments includes money market mutual funds and certificates of deposit and are generally categorized in Level 1 of the fair value hierarchy.

Common stock securities are valued based on quoted prices from an exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.

Fixed income securities are comprised of U.S. government securities, U.S. government agency securities, and corporate bond securities. U.S. government securities are valued using quoted market prices and accordingly are categorized in Level 1 of the fair value hierarchy. U.S. government agency securities are comprised of noncallable agency issued debt securities are generally valued using quoted market prices. Actively traded noncallable agency issued debt securities are categorized in Level 2 of the fair value hierarchy. The fair value of corporate bond securities is estimated using recently executed transactions, market price quotations (where observable) or bond spreads. If the spread data does not reference the issuer, then data that reference a comparable issuer are used. Corporate bonds are generally categorized in Level 2 of the fair value hierarchy.

Mutual funds are valued based on the net asset value as computed once per day based on the quoted market prices of the securities in the fund's portfolio and are generally categorized in Level 1 of the fair value hierarchy.

Marketable alternative equity securities are comprised of investments in fund of funds and hedge funds. Marketable alternative equity securities whose underlying assets are comprised of securities that are valued based on quoted prices from the exchange are generally categorized in Level 2 of the fair value hierarchy. Marketable alternative equity securities whose underlying assets are not observable or whose value for underlying assets is determined using unobservable inputs are categorized as Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

Fixed income alternative investments are comprised of bond funds. Fixed income alternative investments whose underlying assets are comprised of securities that are valued based on observable transactions are generally categorized in Level 2 of the fair value hierarchy. Fixed income alternative equity whose underlying assets are not observable or whose value for underlying assets is determined using unobservable inputs are categorized as Level 3 of the fair value hierarchy. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management.

Private equity investments are comprised of investments in limited partnerships and private equity funds. These investments are valued using estimates developed by external investment managers and are accepted or adjusted through a valuation review performed by management. Private equity investments are categorized in Level 3 of the fair value hierarchy.

12. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of current assets, trusteed funds, current liabilities, and other liabilities approximate their fair value, as they are short-term in nature. The carrying value of debt and gift annuities approximates its fair value as of June 30, 2009.

13. NONCASH ASSISTANCE

During the years ended June 30, 2009 and 2008, Catholic Charities received certain food commodities with a value of approximately $3,395 and $3,492, respectively, under the terms of the federally funded programs whereby Catholic Charities acts as a distributor. The receipt and subsequent distribution of these commodities are not shown as revenues or expenditures in the financial statements of Catholic Charities.

Catholic Charities recorded in-kind donations of gifts in the amount of $1,063 and $1,247 during the years ended June 30, 2009 and 2008, respectively, which it distributed to the families it serves.

14. COMMITMENTS AND CONTINGENCIES

Catholic Charities participates in a self-insurance program managed by the Archdiocesan Pastoral Center — Catholic Bishop of Chicago. Catholic Charities is occasionally party to lawsuits and claims arising out of the conduct of its business. In the event that Catholic Charities withdraws from participation in the program, amounts may be payable to the Catholic Bishop of Chicago for residual liabilities relating to historical claims experience or for claims incurred but not yet reported.

While the ultimate results of lawsuits or other proceedings against Catholic Charities cannot be predicted with certainty, management of Catholic Charities is of the opinion that the liabilities resulting from these contingencies are not material in relationship to the financial condition of Catholic Charities.

Catholic Charities is obligated to fund capital calls up to $1,000 in total to Blackstone Capital Partners IV, L.P. As of June 30, 2009 and 2008, Catholic Charities has invested $216 and $177 of the obligated $1,000, respectively. The fair value of this investment is $721 and $759 and is presented as investments on the combined statement of financial position for 2009 and 2008, respectively.

15. TRANSACTIONS WITH RELATED PARTIES

Catholic Charities provides certain goods and services to various affiliated entities. A summary of the amounts due from (to) related parties is as follows:

	2009	2008
Due from Archdiocese of Chicago	$ 7	$ 243
Due from (to):		
Maryville Academy	343	346
Miscricordia	774	297
St. Vincent De Paul		7
Little Sisters of the Poor	(4)	(4)
St. Leo Residence LLC	1,074	954
Cortland Manor LLC	921	468
Total due from affiliates	$3,115	$ 2,311

In 2008, Catholic Cemeteries transferred assets with a value of $250 to Catholic Charities that represented reimbursement for capital improvements to the chaplain's house for Holy Family Villa.

ATTACHMENT-39

St. Leo Residence Limited Liability Company was formed in April 2003 for the purpose of constructing and operating a 141-unit residential apartment building located at 7750 South Emerald, Chicago, Illinois. The building was completed in August 2006. CCHDC is a controlling entity of the general partner of the limited partnership. As such, CCHDC has guaranteed to fund any operating deficits up to $195 or reduced income tax benefits incurred by the limited partner during the duration of the partnership agreement. CCHDC has agreed to create and maintain required reserves totaling $556 which will be funded to the project at the conclusion of the development phase.

As of June 30, 2009 and 2008, CCHDC provided funding of $526 and $442, respectively, in exchange for an equity ownership of 0.01% and a loan receivable of $4,146 and $4,120, respectively, both of which are included in the combined statement of financial position. Future equity contributions of $65 in total are expected to be made in subsequent periods. In addition, as of June 30, 2009 and 2008, CCHDC provided development funding totaling $1,074 and $954, respectively, which will be reimbursed. This amount has been included in the combined statement of financial position as due from affiliates.

Cortland Manor Limited Liability Company was formed in May 2001 for the purpose of rehabilitating and operating a 22-unit residential apartment building located at 1900 North Karlov, Chicago, Illinois. The building was completed in July 2003. CCHDC is a controlling entity of the managing member of the limited liability company. As such, CCHDC has guaranteed to cover any operating deficits up to $150 or reduced income tax benefits incurred by the limited partner during the duration of the operating agreement. CCHDC has agreed to create and maintain required reserves totaling $170 which will be funded to the project at the conclusion of the development phase.

As of June 30, 2009 and 2008, CCHDC has provided funding of $106 and $106 in exchange for an equity ownership of 0.01% and a loan receivable of $1,167 and $1,167, respectively both of which are included in the combined statement of financial position. In addition, as of June 30, 2009 and 2008, CCHDC provided development and operating funding totaling $921 and $468, which will be reimbursed by future cash flows. This amount has been included in the combined statement of financial position as due from affiliates.

* * * * * *

HOLY FAMILY VILLA
CON APPLICATION
CRITERION 1120.130 – FINANCIAL VIABILITY

All funding for the Project will come from Holy Family Villa and Catholic Charities. The Catholic Bishop of Chicago will have no responsibility for financing the Project and consequently financial statements for the Catholic Bishop of Chicago are not included.

Holy Family Villa
12220 S. Will-Cook Road Palos Park, IL 60464 (630) 257-2291

January 9, 2012

Ms. Courtney R. Avery
Administrator
Illinois Health Facilities and Services Review Board
525 West Jefferson Street, 2nd Floor
Springfield, Illinois 62761

Re: Holy Family Villa Permit Application – Section 1120.140(a) Certification

Dear Ms. Avery:

In compliance with Section 1120.140(a) of the Review Board Rules, we hereby certify that the total estimated Project costs and related costs will be funded in total with cash and equivalents, including investment securities, unrestricted funds, received pledge receipts and funded depreciation.

Sincerely,

Holy Family Villa

Roberta Magurany
Administrator

Notarization:

Subscribed and sworn to before me
this 9 day of January, 2012

Signature of Notary Public

Seal

OFFICIAL SEAL
KATHERINE M GRABEN
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:11/19/12

The CATHOLIC CHARITIES OF THE ARCHDIOCESE OF CHICAGO

	SKILLED NURSING FACILITY											
	Existing		Proposed			Existing	New	Cost/ sf		Total Cost		
Department/Area	Total	Vacated	New	Mod.	Total	sf/bed	sf/bed	New	Mod.	New	Mod.	Grand Total
Resident Units	15,691		5,387		5,387	158.5	163.4	$200	$140	$1,077,400	$0	$1,077,400
Resident Baths	2,920		1,517		1,517	29.5	34.4	$210	$140	$318,570	$0	$318,570
Administrative	2,671		764		764	27.0	26.6	$200	$140	$152,800	$0	$152,800
Laundry		558	1,609		1,609	5.6	12.5	$200	$140	$321,800	$0	$321,800
Chapel	2,225		509		509	22.5	21.2	$300	$140	$152,700	$0	$152,700
Chapel Balcony	358					3.6	2.8	$200	$140	$0	$0	$0
Sitting / Living	3,836		901	915	1,816	38.7	43.8	$200	$140	$180,200	$128,100	$308,300
Dining	1,803		634		634	18.2	18.9	$200	$140	$126,800	$0	$126,800
Physical Therapy		1,255	2,834		2,834	12.7	22.0	$215	$140	$609,310	$0	$609,310
Pavillion			6,670		6,670	0.0	51.7	$206	$140	$1,372,797	$0	$1,372,797
Kitchen/Food Prep	1,922					19.4	14.9	$200	$140	$0	$0	$0
Beauty		263		340	340	2.7	2.6	$200	$139	$0	$47,362	$47,362
Grooming	1,272		468		468	12.8	13.5	$200	$140	$93,644	$0	$93,644
Staff Support/Maint.	1,437		814		814	14.5	17.4	$200	$140	$162,800	$0	$162,800
Restrooms	534		712		712	5.4	9.7	$200	$140	$142,400	$0	$142,400
Storage	2,117		1,801	657	2,458	21.4	35.5	$200	$140	$360,200	$91,980	$452,180
Mechanical/Chase	2,936		4,014		4,014	29.7	53.9	$200	$140	$802,800	$0	$802,800
Circulation	13,408		6,560	164	6,724	135.4	156.1	$200	$140	$1,312,000	$22,960	$1,334,960
TOTALS	53,130	2,076	35,194	2,076	37,270	557.6	700.8		Subtotal	$7,186,222	$290,402	$7,476,624
									10% Contingency	$718,622	$29,040	$747,662
									Total	**$7,904,844**	**$319,442**	**$8,224,286**

Holy Family Villa
Proposed 30 Bed Expansion
Operating Pro Forma

	1st year operations w/gradual fill-up			*full year operations at capacity*		
	30 Bed Addition 1st Year	99 Bed Existing Facility	Total	30 Bed Addition Recurring Year	99 Bed Existing Facility	Total
Revenue						
Room & Board						
Public Pay	$ 3,105,281	$ 3,702,720	$ 6,808,001	$ 3,294,000	$ 3,702,720	$ 6,996,720
Private Pay	654,683	4,122,259	4,776,942	775,920	4,122,259	4,898,179
Other Income	-	98,400	98,400	-	98,400	98,400
Fundraising	-	195,000	195,000	-	195,000	195,000
Total Revenue	3,759,964	8,118,379	11,878,343	4,069,920	8,118,379	12,188,299
Payroll & Benefits						
Salaries	1,044,584	3,595,937	4,640,521	1,044,584	3,595,937	4,640,521
Taxes	90,357	347,091	437,448	90,357	347,091	437,448
Benefits	355,159	682,012	1,037,171	355,159	682,012	1,037,171
Total Compensation	1,490,099	4,625,041	6,115,140	1,490,099	4,625,041	6,115,140
Medical Services	1,544,063	823,600	2,367,663	1,647,000	823,600	2,470,600
Administration	-	303,170	303,170	-	303,170	303,170
Activities	8,866	35,405	44,271	9,736	35,405	45,141
Dietary	80,917	367,000	447,917	88,850	367,000	455,850
Laundry	3,547	26,500	30,047	3,894	26,500	30,394
Housekeeping	9,333	19,400	28,733	10,248	19,400	29,648
Environmental	27,000	64,000	91,000	27,000	64,000	91,000
Building & Grounds	10,800	310,100	320,900	10,800	310,100	320,900
Utilities	66,000	189,000	255,000	66,000	189,000	255,000
Interest	-	11,500	11,500	-	11,500	11,500
Depreciation	275,000	255,496	530,496	275,000	255,496	530,496
Liability Insurance (1%)	32,406	67,632	100,038	33,536	67,632	101,168
Admin & Support (7.9%)	280,294	560,730	841,024	289,311	560,730	850,041
Total Expenses	3,828,325	7,658,574	11,486,899	3,951,474	7,658,574	11,610,048
Net Surplus (Deficit)	(68,362)	459,805	391,444	118,446	459,805	578,251
Percentage of Revenue	-1.82%	5.66%	3.30%	2.91%	5.66%	4.74%
Oper. Cost Per Patient Day	$ 410.19	$ 216.31	$ 256.76	$ 385.58	$ 216.31	$ 254.31
Capital Cost Per Patient Day	$ 1,164.85	$ 284.66	$ 468.28	$ 1,060.85	$ 284.66	$ 458.90

ATTACHMENT-42

HOLY FAMILY VILLA
CON APPLICATION
SAFETY NET IMPACT STATEMENT

Safety Net Information per PA 96-0031			
CHARITY CARE			
	2008	**2009**	**2010**
Charity (# of patients)	0	4	1
Charity (cost In dollars)	$68,000	$71,848	$69,226
MEDICAID			
	2008	**2009**	**2010**
Medicaid (# of patients)	32	40	40
Medicaid (revenue)	$1,799,116	$1,720,501	$1,629,604

Holy Family Villa's mission of charity is administered by the Catholic Charities of the Archdiocese of Chicago ("Catholic Charities"). Catholic Charities is one of the largest private, not for profit social service agencies in the Midwest, assisting more than 1 million people annually through 159 programs at 156 sites located throughout Cook and Lake Counties.

Catholic Charities is a fully accredited social service agency, committed to daily serving the people of Cook and Lake Counties who are in need of the basic necessities of life – food, clothing, and shelter. Catholic Charities offers an array of professional social services and programs. The following list highlights just a few of the services offered though the 159 programs administered by Catholic Charities:

- Preventing homelessness through the Bridge Subsidy Program, which connected 610 households to $4,008,620 in rental subsidies in FY 2011.

- Through the Summer Food Program, provided 282,246 meals to children and provided meaningful work experience and wages to teens and adults, while promoting physical activity and good nutrition among children living in poverty.

- Helping seniors and their families better navigate the aging process, through the Accolade Adult Day Services Program, which provided a support network for more than 250,000 seniors in FY 2011.

Attached hereto is a copy of Catholic Charities' 2011 Annual Report and a December 21, 2011 copy of Streetwise, containing a feature article which spotlights the Catholic Charities. Both the Annual Report and the Streetwise feature article further highlight the programs and charity programs administered by Catholic Charities, in furtherance of its mission of charity.

inspired id

2011 ANNUAL REPORT

The CATHOLIC CHARITIES
OF THE ARCHDIOCESE OF CHICAGO

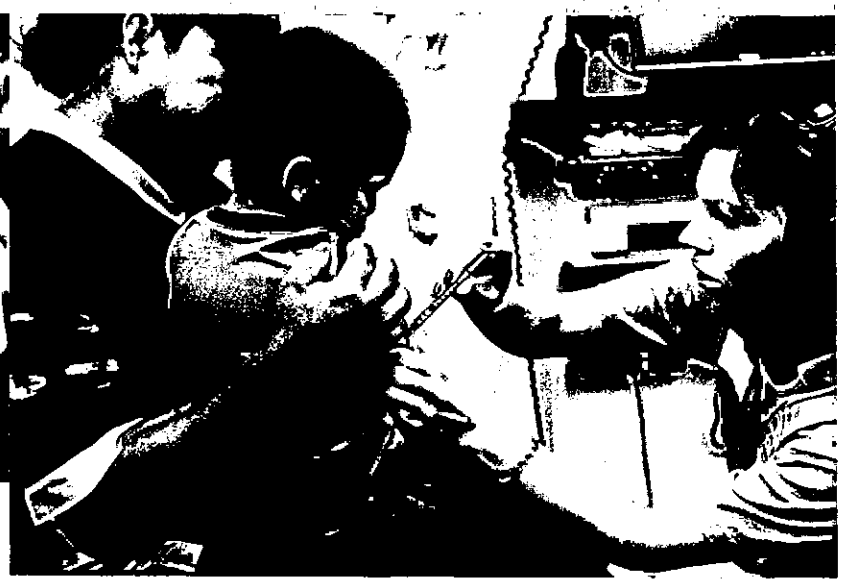
000309

ATTACHMENT-43

inspired ideas

Children were safe and cared for at our Madonna House shelter.

Refugees from Bhutan learned English.



Health care was provided to families at our five community health fairs.

Every day we are **inspired by the successes** of our clients. We are motivated by the incredible ways that our staff, volunteers and Board members give of themselves to help people fighting poverty. And we are finding new ways to improve our services to those in need, through **employment assistance, housing, nutrition programs** and more.

000310

ATTACHMENT-43

October 12, 2011
Dear Brothers and Sisters,

FRANCIS CARDINAL GEORGE, O.M.I.
Archbishop of Chicago

Inspired by the Great Commandment of Jesus (Matthew 22:36–40), love of God and love of neighbor have driven the mission and history of Catholic Charities of the Archdiocese of Chicago for 94 years.

As you study the agency's 2011 Annual Report, "Inspired Ideas," I ask you to stand in the shoes of the more than one million people whose lives have been touched this year by the human and social services provided by Catholic Charities.

Through 159 programs at 156 sites, Catholic Charities daily serves the people of Cook and Lake Counties who are in need of the basic necessities of life—food, clothing and shelter—and offers an array of professional social services and programs. A fully accredited social service agency, Catholic Charities is unequivocally dedicated to preserving and honoring the dignity and sanctity of every human life from the moment of conception until natural death. Catholic Charities' dedicated professional staff remain on the front lines of human services, meeting the needs of each individual and family whom we serve—of all ages, races and religions. Catholic Charities is the public face of the Church's love for all in Christ's name. If it were to be forced out of public life, our society would be removed from its initial foundations.

I offer my sincere gratitude to the Catholic Charities Board of Directors and Board of Advisors, Junior Board members and to the thousands of volunteers, committee members and donors throughout the Archdiocese of Chicago, who support Catholic Charities' efforts for our neighbors in need through their generous service and donations. We are especially grateful to Catholic parishes, schools and institutions for their support. We thank the many government, professional and social service agencies with whom we collaborate throughout the year.

I am particularly grateful to Monsignor Michael M. Boland, Administrator, President and CEO of Catholic Charities, for his outstanding, visionary leadership, and to the senior administrators and more than 2,000 staff members of Catholic Charities for their daily dedication to our neighbors in need and the mission of charity.

May the charity of Christ continue to inspire and impel us to greater love and service of God and our neighbors.

Sincerely yours in Christ,

Francis Cardinal George, O.M.I.
Archbishop of Chicago

October 12, 2011
Dear Friends of Catholic Charities,

MONSIGNOR MICHAEL M. BOLAND
Administrator, President and CEO
Catholic Charities of the
Archdiocese of Chicago

Recent years have shown us how difficult it can be for a family, senior or veteran on a limited income to survive challenging circumstances like homelessness, hunger and job loss. We step in to help in any way we can—and to do our work more efficiently and effectively each year.

Our inspiration to keep moving forward comes from a holy place in each of our hearts. As St. Paul described it, "The love of Christ impels us."

In Fiscal Year 2011, we were inspired to turn new ideas in nutrition, housing, employment assistance and other services into positive outcomes in the lives of those in need.

Whether at a clothing room or food pantry, through a public benefits screening, or with housing assistance and counseling programs, our clients moved past seemingly unsurmountable challenges with help from our staff. They graduated from school, increased their income, resolved emotional crises, avoided eviction, diminished the damage from abusive situations and in many cases ended the cycle of poverty.

Our clients' successes inspire us, and they inspire others to push ahead even in their darkest moments. We are sharing these success stories and outcomes with you so that you may be inspired to continue to support us in our mission.

We are bolstered by an unparalleled team of staff, volunteers, Board members and donors. I have witnessed the generosity of so many throughout the year, and it gives me great hope. Even in these extraordinarily challenging times, 4,142 donors gave gifts in support of one of more than 35 special events. I want to thank each and every one of them for their support in 2011.

We find continued joy in our clients' accomplishments and in the fellowship of our volunteers, donors and staff toward a common goal. We pledge to continue these efforts in Fiscal Year 2012.

Sincerely,

Msgr. Mike Boland

Rev. Msgr. Michael M. Boland
Administrator, President and CEO
Catholic Charities of the Archdiocese of Chicago

000311

ATTACHMENT-43

Prevent homelessness, while promoting self-sufficiency

When crisis strikes, and a family is about to lose their home or apartment, we arrange for immediate assistance, such as the homelessness programs that we administered in FY2011.

Calls to our Homelessness Prevention Call Center exceeded 100,000 for the first time, due to skyrocketing need in Chicago and Suburban Cook County. The Call Center distributed funds for utility, rental and mortgage assistance.

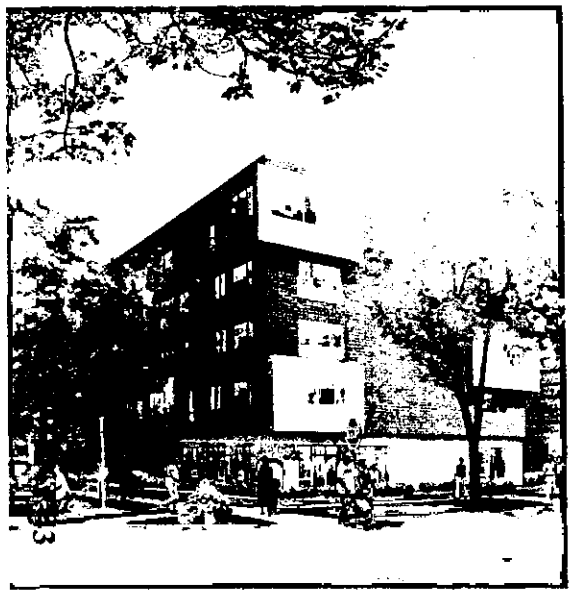
In FY2011, Catholic Charities' Bridge Subsidy Program connected 610 households to $4,008,620 in rental subsidies and security deposits, thereby assisting people to move from nursing homes and other institutions into independent living. With timely quality inspections, each person was ensured a dignified transition to a safe and affordable home.

In FY2011, Catholic Charities also continued to foster self-sufficiency. Case managers at our New Hope Apartments Program and Lake County Self-Sufficiency Program, among others, helped families understand the positive effect of budgeting and fiscal responsibility on family strength. We also helped teens in our independent living program acquire the skills for their futures.

Above: A resident of the New Hope Apartments Program reflects upon the keynote address at Success Day, an annual tradition that recognizes the achievements of those moving toward self-sufficiency.

000313

Below: In FY2011 preparations continued for construction of our newest affordable senior housing residence, All Saints.



Upgrade seniors' quality of life and be more green

Each year Catholic Charities provides 1,200 affordable apartments to low-income seniors who otherwise would not be able to afford rent. In FY2011, Catholic Charities Housing Development Corporation (CCHDC) started planning construction for its new, 42-unit, $8.5 million All Saints Residence, located in Roseland, which will be built in FY2012 using green construction methods.

CCHDC also received a grant to install green retrofit technologies at our affordable senior housing buildings. This technology included new mechanical systems, roofing and windows. Catholic Charities then took the opportunity to put green initiatives in place throughout all buildings' maintenance and operating practices, and to get senior residents on board, too.

We have found ways to conserve using best practices.

"Seniors need bright lights to see, and warm places when they are cold," says Gracia Shiffrin, Vice President of Catholic Charities Housing Management and Development Services. "We take that into account and still have found ways to conserve using best practices."

The goals are to minimize utility usage, further residents' health, and minimize the impact on the environment. This extends to air quality, waste recycling, construction material waste recycling, and purchasing of green products. Seniors learned how to recycle, conserve energy, and use greener products. This strategy was a win-win for seniors, the environment and the bottom line, all at the same time.

inspired

Above: A dad and daughter work on an art project together at Catholic Charities Our Lady of Lourdes Child Development Center. Lower right: Children create masks after school at St. Mary of Celle Family Strengthening Center.

We were inspired to treat every moment of a child's life as a precious opportunity, and teach parents new ways to nurture their children's development across a broad spectrum.

Improve at-risk kids' chances at reaching their full potential

In FY2011 we were inspired to treat each moment of a child's life as a priceless opportunity, and teach parents new ways to nurture kids' development across a broad spectrum.

Even more so than other families, those afflicted by poverty were in desperate need of our child development programs, and before- and after-school programs. These children and parents benefited enormously from the daily guidance and intervention from Catholic Charities' many programs and enrichment activities for children.

Some highlights included:

Fathers in Focus

50 fathers from Chicago's West Side attended a Fatherhood Literacy Conference at Our Lady of Tepeyac Child Development Center to learn about topics such as reading and doing math with their children, and improving their financial literacy. In April, at Grace Mission Child Development Center, kids bonded during a "Cooking with Daddy" workshop.

Culturally Relevant Services

Latino parents in particular benefited from culturally relevant programming aimed at enhancing their knowledge of the value of early education and child development.

In April, parents of young children completed the "Abriendo Puertas/ Opening Doors" program at St. Joseph's Child Development Center. They left feeling empowered to solve problems, secure resources, and advocate for the needs of their children, having learned about child development, positive discipline, and how to seek support from both peers and service providers during times of need.

Also, the St. Mary of Celle Family Strengthening Center expanded its program offerings to predominantly Latino parents and children in Berwyn thanks to the help of volunteers and students from the Iberoamericana University Transnational Exchange program.

Accredited by NAEYC

In FY2011, Catholic Charities' St. John of God and St. Blase Child Development Centers achieved accreditation by the National Association for the Education of Young Children (NAEYC) and Cordi-Marian achieved re-accreditation. These programs exceed NAEYC's high standards with their excellent programming for students.

Expand food programs for children, families and seniors

Our goal is to reduce hunger in poverty-stricken areas of Cook and Lake counties. We do this through dozens of nutrition programs for children, families, and seniors.

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The most common reason someone comes to Catholic Charities for help is because they are hungry. That's why nutrition programs remain at the center of our agency's focus. Examples included:

Children

In FY2011, the Summer Lunch Programs expanded, provided meaningful work experience and wages to teens and adults, and promoted physical activity and good nutrition among children living in poverty.

We continued our Pepsico Food For Good Partnership and utilized the Silent Hero grant, an award from the Got Breakfast? Foundation. Grants allowed Catholic Charities to hire additional youth in need of work experience, as well as refrigerated trucks to safely deliver food to areas in the greatest need. We increased the number of suburban summer lunch sites from 11 to 31.

Families

A new supper for hungry and homeless suppers began in Lake County, staffed and donated by volunteers.

Catholic Charities' goal to expand our supplemental food program for children and adults into underserved suburban areas led to an expansion into Cicero. Catholic Charities also assisted eligible families in gaining access to nutrition benefits. From Oct. 1, 2010 to June 30, 2011, Catholic Charities screened 800 clients for Supplemental Nutrition Assistance Program (SNAP) benefits, submitted 659 applications, and clients have reported receiving $114,366 additional dollars in benefits due to these efforts.

Seniors

We also expanded our Meals on Wheels and congregate meals programs, to help seniors who might not otherwise be able to access or afford nutritious food that could keep them healthy.

Summer Food Program Increases: FY10-FY11

	FY10	FY11
Meals	105,084	282,246
Sites	48	155
Children Served	9,990	12,040
Employees hired	60	92

Below left: Children gather in Englewood to receive meals from Catholic Charities mobile meals truck, in partnership with PepsiCo Food for Good Program. Center: Children gather at a Women, Infant and Children center for a healthy meal and construcive activities. Right: A senior gathers at our supper for the hungry and homeless in Des Plaines

Help seniors and their families better navigate the aging process

Seniors are living longer, and even outliving their children—and they need our help. Our senior housing, home-based services and case management provided a strong support network for more than 250,000 seniors in FY2011.

Catholic Charities serves thousands of seniors through its case management and home care programs, and exceeds its goal of keeping at least 85% of these seniors safely in their homes, which is financially more efficient than moving into a nursing home and often the outcome desired by a senior and their family alike.

In addition to serving seniors at home, our senior centers and three adult day care programs are a resource to many communities. Especially for adult children with obligations to their own children and their work, these services can keep everyone's health in balance. Our home care workers and day care programs also serve seniors living with dementia and physical limitations. That's why Accolade Adult Day Services expanded to serve an additional 60 seniors in FY2011.

Case management also increased. When physical, mental and financial abuse neglect and exploitation threatened seniors' well being, our case managers intervened to keep them safe and protected their human dignity.

Above: Families came to Accolade Adult Day Services in Oak Park to ensure that their loved ones were safe and engaged in meaningful social activities each day.

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Provide affordable counseling to the most vulnerable

When tragic circumstances overwhelm us, they can overshadow emotional and even physical growth. In FY2011, Catholic Charities worked hard to provide essential counseling services to the children and families who needed them most, at little or no cost.

For example, compassionate members of Catholic Charities therapeutic teams meet with children at schools, parishes and other locations, quietly listening and guiding them through monumental tragedies that have disrupted their lives. Individual and group counseling through Catholic Charities helps children cope, and avoid becoming mired in tragic events.

A separate program counsels children who have experienced the loss of a loved one to suicide, thanks to a new grant from the Illinois Healthcare Foundation. This long-awaited addition to Catholic Charities' Loving Outreach to Survivors of Suicide (LOSS) has already helped dozens of children.

We also provide in-home counseling for many months, or even years, to parents to remedy physical abuse and promote healthy behavior management techniques.

Domestic Abuse and Elder Abuse

Elsewhere in the agency, we provide a full range of counseling services to families experiencing marital difficulties, or to immigrants who are trying to escape the throes of domestic violence or elder abuse and exploitation, which has increased during the recession. In FY2011, more than 300 women and their family members were assisted with special protections, and 75 of those victims (mostly women and children) are currently receiving intensive counseling and other services to assist in their recovery.

With family strife taking so many forms, and with violence often seeking out the most vulnerable among us, Catholic Charities remains steadfastly committed to being a steady support to victims of all ages as they journey back to wholeness.

No other agency provides this range of counseling at little or no cost to families.

ATTACHMENT-43

Find new resources to help refugees and immigrants thrive

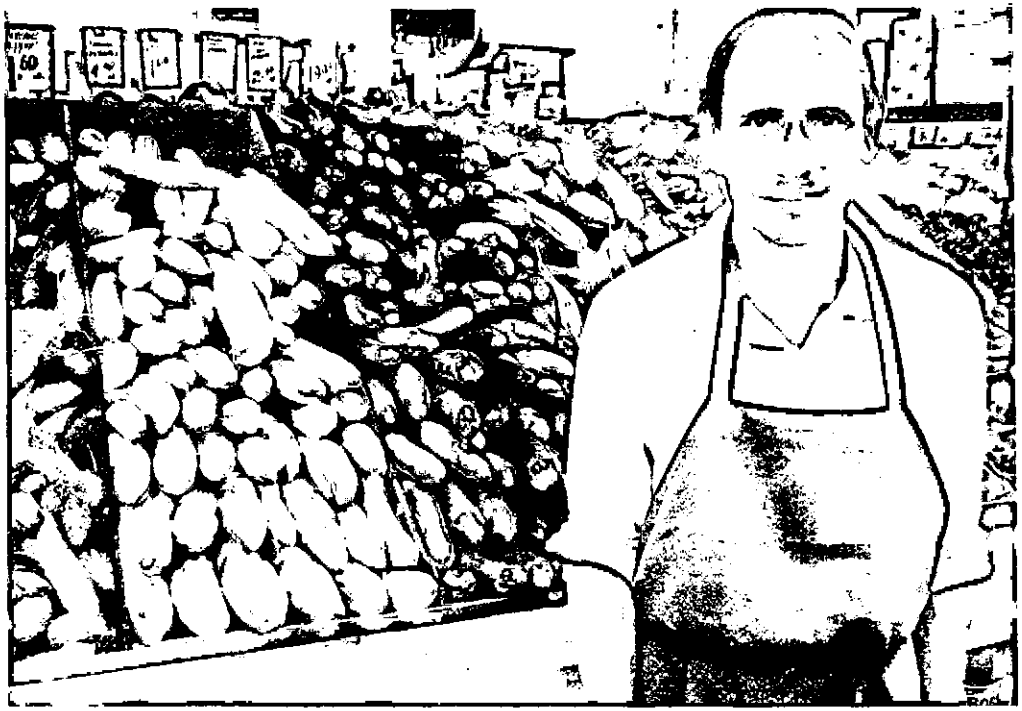
Life in a refugee camp is often brutal. Yet for newly arrived refugees, America can seem to be not only full of promise, safety and salvation, but also of uncertainty and renewed struggle. Federal assistance lasts for 90 days after arrival in the U.S., and after that refugees are expected to be employed and self-sufficient. Catholic Charities Refugee Resettlement Program assists these refugees in finding jobs as quickly as possible, but often there is a period in which they need help to pay their bills, and navigate their new home. In FY2011, Catholic Charities found new funds and resources to help these deserving families.

A $20,000 grant from the Anthonian Society helped us provide families with furnished apartments, winter clothing, public transportation passes, and individual and group resettlement services.

The United States Conference of Catholic Bishops' Office of Migration and Refugee Services provided $20,000 to Catholic Charities in FY2011 to train volunteers from parishes and the community to mentor or tutor refugees.

Catholic Charities also continued a partnership with St. Gregory, a small private high school on the North Side, to provide students with the individualized instruction so needed by refugees.

These efforts helped refugees achieve self-sufficiency, learn English and find peace in their new home.



Above: A client of our Refugee Resettlement Program at work. Catholic Charities helps refugees obtain employment in numerous ways, such as finding job leads, mentors and providing English language classes.

Help clients find meaningful employment and increase their income

In FY2011, Catholic Charities drew inspiration from the hundreds of clients who found work in a tough economy, having developed marketable skills, sharpened their resumes and learned to project a more professional image. We expanded our employment services, promoted longevity and stability, inspired confidence and helped clients recognize that personal development is a life-long and life-enriching process.

We also created jobs and hired clients with unique barriers to employment to help them re-start their work histories. Specific job creation programs in FY2011 included a new "Mentoring Plus Jobs" Initiative that hired 40 workers. The WIC Food Center High School Employment Program worked with high-achieving students with post-secondary aspirations who needed to work during the school year.

Men and women who have completed military service were assisted in transitioning to civilian career paths and avoiding homelessness.

"I need a job so badly," said one man in our Veterans Employment Program before finding work. "I am down to the last of my savings and then I'll be homeless."

Our affordable, reliable child care programs helped parents maintain employment, by making sure they could be present at work on a regular basis.

Mary's Closet, an initiative of the Board of Advisors created a holistic program comprised of image consulting, job interview prep, and other services to help men and women find work.

Catholic Charities Lake County Services partnered with the Coalition to Reduce Recidivism, and played a critical role in helping formerly incarcerated men and women by helping them find jobs, safe housing and assistance.

Catholic Charities Community Development and Outreach Services also started a new painting project that teaches clients to hang drywall, paint, and do other projects to generate income for themselves.

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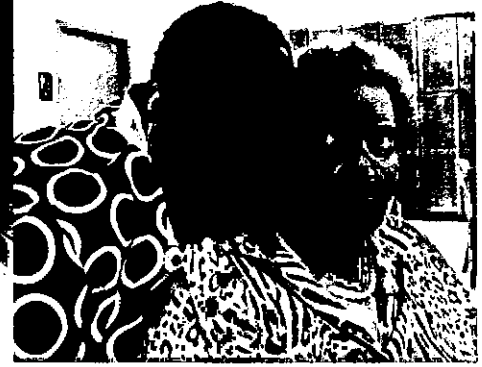
inspired ideas



"Catholic Charities has a long commitment of helping children, families and veterans improve their lives. This commitment is crucial in fostering stronger and healthier communities across Chicagoland and we are very proud to be a part of this work."

DAVID HILLER
PRESIDENT AND CEO
ROBERT R. McCORMICK FOUNDATION

Cash donations and pledges totaled $28.3 million from 25,967 donors.

Gifts in kind were made by 2,363 donors. We received first-time gifts from 5,772 donors.

Individuals

Individuals made 82% of the cash donations and pledges received this year.

Parishes

Our partnership with parishes brings energy, commitment and passion to our mission of service. Every parish takes up a second collection for Catholic Charities on Mother's Day. Many also make financial contributions to our fundraising events and to programs such as New Hope Apartments, Family Self-Sufficiency, Refugee Case Management and HIV/AIDS Ministry. Many hold food, clothing and toy drives, or send parish youth to fulfill required service hours at our programs and events. Others donate office space for our Holbrook Counseling Centers and LOSS Support Groups. Some provide volunteers, food and dining space for weekly suppers. To date, 118 pastors have appointed a parish representative to our Parish Outreach Program to foster collaboration and enhance our common mission to serve God's poor.

Legacy of Hope Society

Individuals are enrolled in the Legacy of Hope Society when they inform us of the inclusion of Catholic Charities in their estate plans. To date we have 257 members enrolled in the Society.

Appeals

Donations to three major appeals met our most urgent needs:

- **Neighbors in Need Fund** – $999,461 from 3,116 donors
- **Mother's Day Appeal** – $1,482,530 from 367 parish collections and 2,778 direct donations
- **Year-End Appeal** – $1,942,351 from 5,299 donors

Special Events

In FY2011, nearly $4 million was generously donated by individuals, corporations and foundations in support of our special events in Cook and Lake counties, benefiting a wide variety of programs and services for people in need.

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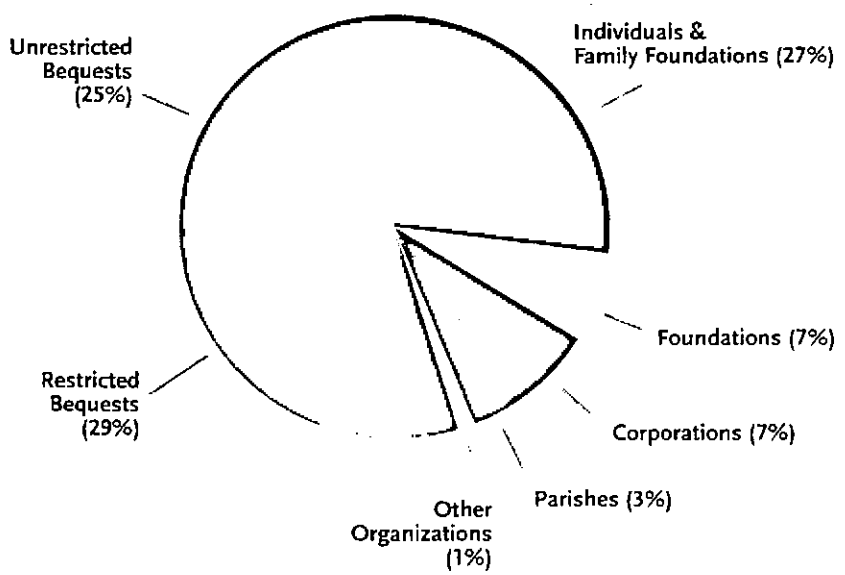
ATTACHMENT-43

$28.3 million from 25,967 donors

how you gave



Individuals & Family Foundations	$7,652,746
Foundations	$1,942,798
Corporations	$1,885,318
Parishes	$984,016
Other Organizations	$368,144
Restricted Bequests	$8,294,501
Unrestricted Bequests	$7,211,343
TOTAL	$28,338,866

Cash & pledges reported in gross dollars

Foundations, Corporations, & Organizations

Catholic Charities deeply appreciates the support of our foundation, corporation, and organizational partners who help us serve those in need throughout Cook and Lake Counties. Over $4.6 million was raised from approximately 1,000 foundation, corporate, and organizational donors who gave nearly 2,000 gifts. Nearly 70 new foundation and corporate partners contributed approximately $370,000 to Catholic Charities programs. Featured below are just a few of the generous foundations, corporations, and organizations that have given so generously to Catholic Charities this fiscal year.

Abbott Fund

Supported Catholic Charities through event sponsorships and direct programmatic support, including our Emergency Assistance Program in Lake County.

Westlake Health Care Foundation

Assisted our Maywood Adolescent Parenting Program in providing education and support to pregnant and parenting teens.

Michael Reese Health Trust

Helped our Community Family Service Center continue to provide mental health services for underserved children and adolescents ages 3-17.

Community Memorial Foundation

Continued their support for our St. Blase Service Center, helping us to continue to serve the needs of the hungry and homeless in the Summit area.

Dr. Scholl Foundation

Supported our efforts to assist veterans facing crises through our veteran's initiatives in Cook County.

Illinois Club for Catholic Women

Strengthened our child development program, veterans' initiatives, emergency assistance program, and our interim housing program.

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ideas

Art of Caring - Joseph F. Luby, Fran Luby, Honorary Chaircouple Mary and Ralph Gesualdo

d'Vine Affair - John and Teddi Scholz, Event Co-Founders

Gala of the Arts - The Jersey Boys, Emcee Garry Meier and Cynthia Fircak, Monsignor Michael M. Boland

Golf Invitational - Monsignor Michael M. Boland, Roberto Ponce, Co-Chairs Jim Ryan and Mike Smith

Monday, July 26, 2010
Shoreacres and the Knollwood Club, Lake Bluff
$228,521 was raised to benefit programs in Lake County.
The 16th Annual Golf Classic Honorary Chairs were Ray & Debbie Guerin; Chairs were Mike Hoch, John Brinckerhoff and Scott Roberts, whom welcomed 180 golfers. The Founders Award was given to Patricia Miller Lynch.

Wednesday, July 28, 2010
Cog Hill Golf & Country Club, Lemont
$291,152 was raised to benefit Family Services Programs.
The 13th Annual Golf Invitational hosted over 400 golfers. Jim Ryan co-chaired this event with Mike Smith. The Thomas D. Grusecki Family Foundation received the Michael R. Sheahan Founder's Award. Andy Avalos, NBC5 Chicago meteorologist, emceed the dinner program.

Monday, August 2, 2010
Crystal Tree Golf & Country Club, Orland Park
$67,875 was raised to benefit the Loving Outreach to Survivors of Suicide (LOSS) Program.
The 9th Annual William E. Joyce Golf Invitational hosted 128 golfers. Tim Foley served as the event Chairman.

Friday, September 10, 2010
Navy Pier, Chicago
$122,305 was raised to benefit Emergency Assistance Programs.
Over 400 guests were treated to a variety of visual and performing arts, including a special live performance by the Chicago cast of The Jersey Boys, at the 9th Annual Gala of the Arts presented by Fifth Third Bank. Chaircouple of the event was Gloria & Jeff Schwartz. Garry Meier, Host on WGN Radio 720, emceed the event. The Mandatum Award was presented to the Illinois Club for Catholic Women.

Monday, September 13, 2010
Eaglewood Resort, Itasca
$29,733 was raised the benefit Transitional Housing Programs in the West Region.
Co-Chairs of the Brighter Futures Golf Outing were Mike Benson, Sr. and Mike Benson, Jr.

Saturday, October 21, 2010
Lalo's on Maxwell, Chicago
$19,047 was raised to benefit Family Strengthening Programs.
The Latino Advisory Committee of the Board of Advisors coordinated the event. Honorary Chairs were Most Reverend Gustavo Garcia-Siller, M.Sp.S., Episcopal Vicar, and Zoraida Sambolin of NBC 5 Chicago who also acted as Emcee.

Saturday, November 6, 2010
Calumet Country Club, Homewood
$13,213 was raised to benefit programs and services in the South Region.
Emmet Cassidy and Bobbi Walls received the Compassion in Action Award and Linda McDonough received the Bertrand W. Ellis Award.

Saturday, November 13, 2010
St. Ignatius College Prep
$26,888 was raised to benefit Emergency Assistance Programs.
The Junior Board of Catholic Charities hosted their 4th Annual Charities Royale Casino Night. Event Chair Lesley Sweeney and the Junior Board welcomed over 200 guests.

Thursday, November 18, 2010
Royal Melbourne Country Club, Long Grove
$48,860 was raised to benefit programs in Lake County.
170 guests kicked off their holiday shopping at A Holiday Tea and Boutique.

Friday, December 3, 2010
Chicago Hilton & Towers
$970,445 was raised to benefit Children's Services.
Honorary Chairman, Francis Cardinal George, O.M.I., welcomed over 1,300 guests to the 21st Annual Spirit of Saint Nicholas Ball. Chaircouple, Dorothy and Ed Wehmer along with their committee celebrated the most successful event in Catholic Charities history. The Ken Arlen Orchestra provided spectacular live entertainment. Major supporters included Wintrust Financial Corporation, Mr. & Mrs. Harrison Steans of Cole Taylor Bank, Mr. & Mrs. Richard Caffarelli of Deloitte, Fortune Brands, Arthur J. Gallagher & Company and Mr. & Mrs. J. Patrick Gallagher, Mr. Thomas D. Grusecki & Ms. Christina Conti Grant, Mr. & Mrs. H. Patrick Hackett, Jr., Mr. & Mrs. Mark Hoppe, L.J. Sheridan & Co. & Helen Brach Foundation, Mr. John J. Lynch, Jr., Mr. Larry Morris and Mesirow Financial, Mr. & Mrs. Charles Mulaney, Jr., Mr. & Mrs. Leonard Wiatr of The Private Bank, Reyes Holdings, LLC.

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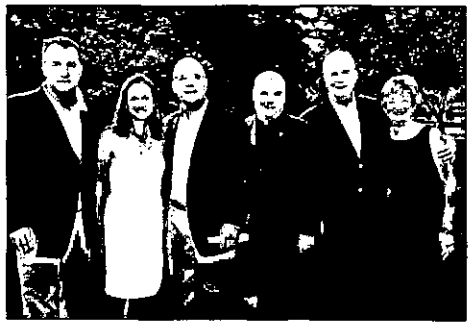
ATTACHMENT-43

ideas

Holy Family Villa Dinner - Honorees Monsignor Michael M. Boland, Anthony J. Rudis, Monsignor John A. Kuzinskas, Monsignor John McNamara



Lake County Charities Golf Classic - Scott Roberts (co-chair), Laura and John Brinckerhoff (co-chair), Monsignor Michael M. Boland, (Co-Chair) Mike and Susy Hoch, Founders

St. Nicholas Ball - Monsignor Michael M. Boland, His Eminence Francis Cardinal George, O.M.I., and Chaircouple Dorothy and Ed Wehmer

St. Patrick's Day Party - Renee O'Leary, Carla Champagne and John O'Leary, Co-Chair.

Sunday, January 30, 2011
Union League Club of Chicago
$108,115 was raised to benefit Self-Sufficiency Programs.
Nearly 500 wine-lovers enjoyed more than 250 wines from around the world. Jean & Joseph Imperato served as the event Co-Chaircouple, along with Founders, Helen & Joseph Glunz and Teddi & John Scholz.

Thursday, February 10, 2011
McCormick Place
$83,733 was raised to benefit Maternity and Adoption Programs and the Neighbors in Need Fund.
Scott Steffens and Chris Lawler co-chaired the event, attended by 380 guests.

Saturday, March 5, 2011
Maravela's, Fox Lake
$27,848 was raised to benefit Meals on Wheels Programs in Lake County.

Thursday, March 10, 2011
FitzGerald's, Berwyn
$32,752 was raised to benefit Transitional Housing Programs in the West Region.
The 8th Annual St. Patrick's Day Celebration drew a record crowd of 345 people. Event Co-Chairs were John O'Leary, Pat VanDeWalle, and Ben Jagoe.

Sunday, March 20, 2011
Gaelic Park, Oak Forest
$113,522 was raised to benefit Holy Family Villa's Expansion Fund.
The 2nd Annual Holy Family Villa Dinner was attended by over 350 guests and was chaired by Vince and Carol Petrosius. The Caritas Sanctae Familiae Award was given to Anthony J. Rudis, Sr. The event also recognized the honor of Monsignor that has been bestowed on Monsignor Michael M. Boland, Monsignor John A. Kuzinskas and Monsignor John McNamara.

Friday, April 8, 2011
Doubletree Hotel, Alsip
$26,418 was raised to benefit homeless services in the Southwest Region.
Over 300 people enjoyed the theme "Celebrating the 50's" at the 13th Annual Helping Hands Dinner and Auction. Wally Carbonneau received the Helping Hands Award, while Rev. Michael Zoufal on behalf of St. Blase Parish was presented with the Vincentian Award. The emcee was Susan Carlson, Morning Anchor CBS 2 Chicago.

Sunday, April 10, 2011
Drury Lane, Oakbrook Terrace
$50,693 was raised to benefit the Loving Outreach to Survivors of Suicide (LOSS) Program.
The 20th Annual Blossoms of Hope Brunch was attended by over 700 guests. The event Co-Chairs were Kathy Allendorph and Rosemary Flynn. John L. McIntosh, Ph.D. received the Charles T. Rubey Award. The Angel Award was presented to John & Catherine Taylor. Monica Pedersen of HGTV was Mistress of Ceremonies.

Thursday, May 5, 2011
The Berghoff Restaurant, Chicago
$66,350 was raised to benefit the Legal Assistance Program.
Nearly 200 legal professionals attended the Legal Lifelines Cocktail reception. Co-Chairs were Mary B. Anderson and Timothy M. Whiting.

Saturday, May 14, 2011
The Knollwood Club, Lake Forest
$224,858 was raised to benefit programs in Lake County.
Over 200 guests attended the Art of Caring hosted by the Women's Board of Catholic Charities of Lake County headed by President Mary Carlson and Honorary Chaircouple Ralph & Mary Gesualdo. Anne Lazar and Cathy Lynch Co-Chaired the event. Alisun Blanda received the Irene Leahy McMahon Award.

Saturday, May 21, 2011
Sanfilippo Estate, Barrington Hills
$100,791 was raised to benefit the New Hope Apartments Program.
More than 360 guests were treated to a tour of the Sanfilippo residential estate. Garry Meier, Host on WGN Radio 720 was the event emcee. Honorees included Stephen O'Brien Combs Heart of Charity Award recipient, John Altmeyer and St. Matthew Parish, Parish Partner Award recipient.

Sunday, May 22, 2011
Arlington Park
$26,924 was raised to benefit Emergency Services in the North Region
The North Regional Advisory Board under the leadership of Chair Suzanne Dawson presented "A Day at the Races at Arlington Park." The event was co-chaired by Marge & Homer Livingston and Anne & Pat Gallagher.

Saturday, June 18, 2011
Royal Melbourne Country Club, Long Grove
$55,129 was raised to benefit Meals on Wheels Programs in Lake County.
The Inaugural Culinary Classic welcomed 100 guests for a special dinner, live and silent auction. The event was co-chaired by Rayelle Weber and Beth McElroy.

NOTE
All financial figures are reported as net.

000321
ATTACHMENT-43

inspired

JOSEPH F. LUBY
Chair, Catholic Charities Board of Advisors

Dear Friends of Catholic Charities,

Each day I am inspired by the people I meet in connection with Catholic Charities. So many lives have been changed for the better due to the work of Catholic Charities. Clients have been saved from the brink of homelessness, and the depths of despair; families have joined together around a common desire to serve others; and an enduring message of the value of human life has been shared with all.

It is my esteemed pleasure to have served Catholic Charities this year as Chair of our Board of Advisors. We are pleased that we were able to balance our budget and remain financially stable in what can only be described as a calamitous financial climate. We owe this to our sound business decisions, guided by dedicated, knowledgeable and professional Board Members. I also want to recognize our dedicated staff for their continued professionalism in our services.

Your continued support of all of our programs was essential to our ability to serve. The numbers say it all. Our Board volunteer participation increased this year by about 60 percent. Our charitable giving increased, too. The support of donors and volunteers is greatly appreciated. You made it possible to serve those in need with dignity and compassion.

Sincerely,

Joseph F. Luby

Joseph F. Luby
Chair, Catholic Charities Board of Advisors

Executive Officers

Monsignor Michael M. Boland
Administrator, President and CEO

Joseph F. Luby, Chairman

David K. McHugh, Treasurer

Eileen Strang, Secretary

Cynthia Smetana, Assistant Treasurer and Assistant Secretary

Executive Committee

Monsignor Michael M. Boland
Louis J. Glunz, III, Ph.D.
John J. Hartman
Margaret Lombardo
Joseph F. Luby
David McHugh
Lawrence P. Morris
Charles W. Mulaney, Jr.
Cynthia Smetana
Eileen Strang
Charles R. Walgreen, Sr.

Corporate Officers

Rev. Msgr. Michael M. Boland
John Ryan
J. Antonio Fernandez
Cynthia Smetana
Kathy Donahue
Michele Bianchi

2011 Board of Directors

Linda Abbott
Kathleen M. Almaney
John P. Barrett
John Bitting
Rev. Msgr. Michael M. Boland
Richard W. Burke, Sr.
William J. Carroll
Charles F. Clarke, Jr.
Kevin W. Cleary
Suzanne S. Dawson
James R. Figliulo
Martha FitzGerald
Edward C. Fitzpatrick
Dr. Louis J. Glunz
William L. Hardy
John J. Hartman
Richard S. Jalovec
Heide Kenny
John W. Kent
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Ronald P. Laurent
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David K. McHugh
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Michael L. Monticello
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Robert R. Morris
Charles W. Mulaney, Jr.
Timothy J. Rivelli
James M. Ryan
Cynthia Smetana
Michael Stanley
Eileen Strang
Ray Swaback
Lesley Sweeney
Gregoria Vega-Byrnes
Charles R. Walgreen, Sr.
Jude P. Zwick, JD, CPA

FY2011 BOARD HIGHLIGHTS

- Joseph F. Luby began a two-year term as chair of the Board of Directors in November 2010.
- A record number of new members joined the Board of Advisors in FY2011. Many of them attended the Spring Social, an event that has emerged as a place for prospective Board Members to meet and learn more about board roles.
- Our more than 25 committees focused on the objectives set forth in our 2010-2013 Strategic Plan, volunteering their time and talent to further our programs. Each Committee redrew and reformulated their committee guidelines as well, to achieve clarity of purpose and set forth protocols for meeting activities and work priorities.
- A new, Board-driven initiative to assist Catholic Charities clients in being prepared for job interviews and the workplace began in January 2011. Called Mary's Closet, the program matches gently used professional clothing with men and women who are seeking jobs, while providing one-on-one coaching to help obtain employment and self-sufficiency.

000322
ATTACHMENT-43

Volunteers prove once again to be 'backbone' of Catholic Charities

Since Catholic Charities began in 1917, volunteers have played in an integral role in bringing the compassionate mission of the agency to those in most need of assistance.

In FY2011 alone, 17,169 total volunteers (a 12% increase from FY2010) contributed a total of 292,784 hours (a 16% increase).

The Board of Advisors' service was notably impressive with a total of 10,280 hours served (a 59% increase).

VolunteerBridge, a web tool that allows volunteers to register for opportunities online, was tested by Junior Board and Board Members and is on track to help increase volunteer participation even more in FY2012.

Now in its third year of existence, the Board of Advisors' Volunteer Support Committee continues to identify specific programmatic needs, craft volunteer opportunities to address those needs, and utilize the professional skills and unique individual talents that the Board Members possess in furthering the mission of the agency. Their 2011 Action Plan focused on engaging local universities and high schools; creating and facilitating staff curricula in training and maintaining volunteers; and providing "hands on" volunteer opportunities for area parishes, businesses, service groups and other various institutions.

"I come here because I am hungry. The volunteers are always so kind and don't judge me. May God bless them for taking time to help me since they have their own lives to lead."

- Guest of Catholic Charities Tuesday Night Suppers

Evan is a volunteer at the Tuesday Night Supper for the hungry and homeless at Catholic Charities' Northwest Regional Office.

Junior Board creating legacy of dedicated service

In FY2011, Catholic Charities' Junior Board continued to provide a unique, comprehensive opportunity for more than 300 young adults to gain board experience, directly serve to their neighbors in need, meet other like-minded young adults, and participate in faith formation and social fundraising events. In FY2011, Junior Board Members contributed 5,348 hours of volunteer service. They also raised more than $37,600 for the programs of Catholic Charities.

Members find the Junior Board fulfills their desires to volunteer and belong to a meaningful group after college.

"As I researched the Junior Board further," says one member, "I realized that this group would impact my life even more than I originally realized. Whether it be through a food pantry or donating business clothes for people attending job interviews, I could be helping the same person I sit next to on the train or pass by on the street."

In the past nine years, 26 Junior Board members have moved on to become members of the Catholic Charities Board of Advisors.

"The Junior Board members made me feel right at home," says another Junior Board member. "For the first time since college, I was praying in a community of people my age. The Board has an organized yet casual appeal. Everyone is dedicated to their individual committees and wants to do everything they can to make sure these committees succeed."

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ATTACHMENT-43

inspired ideas

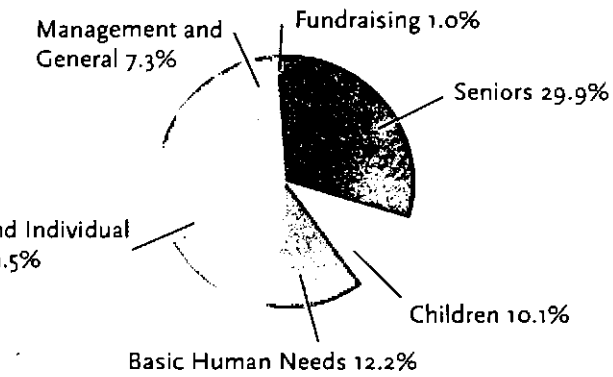
FINANCIAL REPORT

Statements of Program Revenues and Expenses for the Years Ended June 30

	2011	2010
REVENUE:		
Fees/grants from governmental agencies	149,445,870	148,259,983
Program service fees	14,912,638	14,916,318
Program-related contributions	3,697,683	4,660,850
Program-related in-kind donations	1,042,050	1,101,925
United Way	2,018,524	2,252,793
Total revenue	171,116,765	171,191,869
EXPENSES:		
Seniors	56,260,200	58,813,366
Children	18,992,588	17,097,845
Basic Human Needs	22,982,044	21,594,248
Families and Individual Services	74,217,219	74,125,943
Management and General	13,759,551	13,920,362
Fundraising	1,775,490	1,712,502
Total expenses	187,987,092	187,264,266
LOSS FROM PROGRAM OPERATIONS*	$ (16,870,327)	$ (16,072,397)

Administrative costs make up only 7.3% of our expenses. That means that more than 92 cents of every dollar we raise directly supports our programs.

Program Expenses



Statement of Financial Position as of June 30, 2011

ASSETS:		LIABILITIES & NET ASSETS:	
Current Assets		Liabilities	
Cash and Cash Equivalents	$16,340,625	Current Liabilities	$12,408,611
Program Receivables	24,422,228	Other Non-current Liabilities	3,833,424
Other Current Assets	5,913,622	Refundable Grant Advance	131,321,075
Total Current Assets	46,676,475	Retirement Plans	86,182,269
Investments	61,845,468	Long-term Debt	18,044,289
Long-term Receivables	5,599,695	Total Liabilities	251,789,668
Other Assets	7,195,850		
Net Property, Plant & Equipment	156,894,006	Net Assets	26,421,826
TOTAL ASSETS:	278,211,494	TOTAL LIABILITIES AND NET ASSETS:	278,211,494

* Catholic Charities relies on contributions from individual supporters, organizations and corporations to offset the Loss from Program Operations each year to assure that the full extent of Catholic Charities programming can continue.

Audited financial statements are available upon request; you may also download them at www.catholiccharities.net.

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ATTACHMENT-43

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ATTACHMENT-43

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† *Deceased*

ideas

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Theodore Eckert Foundation
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Mrs. Goldie G. Einecker
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Mr. Richard A. Fleming
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Mr. & Mrs. Kevin F. Flynn
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Mr. William D. Hagerty, Jr.
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Mr. Michael Hart
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Mr. Matthew Hellige
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Mr. & Mrs. Gerard D. Kelly
Rev. Gerard P. Kelly
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Mrs. Nancy Kelly
Mr. & Mrs. Patrick M. Kelly
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Mr. & Mrs. William H. Kelly, Jr.
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Mr. Michael P. McCue

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ATTACHMENT-43

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Mr. & Mrs. Arthur J. McGivern
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Catherine McKeever Denten Foundation
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Mrs. Sheila M. Mickus
Mr. James G. Milonas
Mr. & Mrs. Frank E. Milos
Mr. & Mrs. David J. Miniat
Mr. Elwyn J. Mix & Ms. Antoniette Mix
Mr. & Mrs. William C. Mize
Mr. Donald J. Mock
Mr. Patrick Moertl
Mr. & Mrs. John Alan Moery
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Mrs. Jo Anne M. Mooney
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Mr. & Mrs. Sidney Morrison
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Mr. & Mrs. Thomas H. Morsch
Mr. David Mouser
Mr. John F. Moynihan
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Mr. Edward B. Mueller
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Mr. & Mrs. Robert P. O'Meara
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Dr. Mary E. O'Reilly
Mr. & Mrs. John N. O'Toole
President & Mrs. Barack Obama
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Mr. & Mrs. Brian Petrillo
Mr. & Mrs. Vito G. Petruzzelli
Mr. Zachary A. Pfeiffer
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Mr. & Mrs. Lance L. Piccolo
Mr. Owen Pickell
Pickell Family Foundation
Mr. & Mrs. Scott Pickens
Mr. Daniel G. Pikarski
Dr. & Mrs. Michael R. Pins
Dr. & Mrs. Vincent D. Pisani
Mr. James M. Plunkard & Ms. Kathleen A. LaPorte
Mr. Philip D. Podgorny
Mr. & Mrs. Xavier M. Polanski
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Ms. Barbara Popish
Mr. & Mrs. Phillip Porpora
Mr. & Mrs. Gregory B. Powell
Power Family Foundation
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Mr. & Mrs. Mark Prince
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Mr. Steve Proksa
Mr. & Mrs. Patrick Purcell
Mr. & Mrs. Mark J. Purdome
Ms. Claire Putlack
Mr. & Mrs. James G. Quaid
Mr. & Mrs. Robert E. Quinn
Mr. & Mrs. Thomas H. Quinn
Mr. & Mrs. Robert E. Radway
Mr. & Mrs. William Rafferty
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Ms. Theresa Rattenbury
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Ms. Lisa Reategui
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Mr. & Mrs. Michael K. Reilly
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Mr. Timothy Richards
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Mr. & Mrs. James B. Riley, Jr.
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The Roxe Foundation
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Ms. Toni Sergott & Mr. Dale Chellis
Mr. & Mrs. Frederick S. Shannon
Mr. & Mrs. Richard D. Shapland
Mr. & Mrs. Michael D. Sharkey
Mr. & Mrs. David J. Shaw
Mr. Scott A. Shay

† *Deceased*

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ATTACHMENT-43

Mr. James F. Shea
Dr. & Mrs. Charles M. Sheaff
Mr. Francis Sheahen
Mr. & Mrs. Gordon W. Sheahen
Mr. & Mrs. Robert J. Sheehy, Jr.
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Shelton Foundation
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Mr. Phillip Siebert
Mr. Walter W. Siebert
Mr. Robert F. Sieja
Ms. Judith M. Silekis
Mr. William R. Simmons
Mr. Jeffrey S. Simms
Mrs. Catherine S. Sims
Mr. & Mrs. Michael J. Sise
Ms. Catherine Skeehan
Mrs. Mary Ann Slack
Mr. & Mrs. Mark Smetana
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Mr. & Mrs. E. B. Smith, Jr.
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Dr. Michael D. Stover &
Dr. Colleen Malloy-Stover
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Ms. Geralyn Sullivan
Dr. & Mrs. James P. Sullivan
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Mr. Robert L. Switzer
Tankersley Family Foundation
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Mr. & Mrs. John P. Tansey
Mr. & Mrs. John R. Taylor
Mr. & Mrs. Joseph R. Taylor
Mr. & Mrs. Mark J. Teresi
Mr. & Mrs. Richard E. Terry
Mr. & Mrs. Ronald Tevonian
Mr. & Mrs. John J. Tharp, Jr.
Mr. & Mrs. John T. Therriault
Mrs. Joan Thesing
Mr. & Mrs. Thomas M. Thesing
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Mr. & Mrs. William B. Thompson
Mr. Daniel D. Tiemann
Mr. & Mrs. David C. Tiemeier
Mr. & Mrs. Richard H. Tilghman, III
Mr. & Mrs. Daniel L. Timm
Mrs. Thomas F. Tobin
Mr. & Mrs. James W. Todd
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Mr. Robert Tomlinson
Mr. & Mrs. James B. Toohey
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Mr. & Mrs. Jamie M. Trapp
Mr. & Mrs. Thomas Treslo
Mr. & Mrs. Mark T. Tritschler
Mr. & Mrs. Peter F. Trotter
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Mr. Leonard J. Tufo
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Mr. & Mrs. Mark D. Tunney
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Mr. & Mrs. Alain Wood-Prince
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Mr. Robert P. Wujtowicz
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Ms. Helen Krowicky
Ms. Lydia Yee
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Ms. Irma R Lobe

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Mrs. Mary A. Sullivan
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AIDS Foundation of Chicago
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Arthur Foundation
Azteca Foods, Inc.
Bank of America
Bank of America Charitable
Foundation, Inc.
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Holiday Campaign, a fund
of the McCormick Foundation
Christ Child Society of Chicago
Cole Taylor Bank
Combined Federal Campaign
Community Memorial Foundation
Cummins-Allison Corp.
Deloitte & Touche USA LLP

† *Deceased*

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ATTACHMENT-43

ideas

Dubsdread, Inc.
East Lake Management & Development Corp.
Eby-Brown Company LLC
Edgewater Management, Inc.
Emergency Fund
The Exchange Porsche
Fabrication Technologies, Inc.
Field Foundation of Illinois
Fifth Third Bank
Filtration Group
Fort Dearborn Partners, Inc.
Fortune Brands, Inc.
Arthur J. Gallagher & Co.
Grant Thornton LLP
Daniel P. Haerther Charitable Trust
Happy Products, Inc.
Harris Bank
Healthcare Foundation of Northern Lake County
Holy Name Cathedral
Illinois AMVETS Service Foundation
Illinois Club for Catholic Women
Illinois Tool Works Foundation
International Autos
Michael Joseph Foundation
The Erin Konen Memorial Fund Inc.
Sheldon L. & Pearl R. Leibowitz Foundation
Frank J. Lewis Foundation
Life After Suicide Foundation
Litchfield Advisors Incorporated
Loft Development Corporation
The John D. & Catherine T. MacArthur Foundation
McCormick Foundation
McGuireWoods LLP
Monterrey Security
The Elizabeth Morse Genius Charitable Trust
The Northern Trust Company
The W. O'Neil Foundation, Inc.
Organic Milling
Our Lady of Perpetual Help Parish
P-K Tool & Mfg. Co.
John W. Parmelee Trust
Payson Casters, Inc.
Richard A. Perritt Charitable Foundation
Pfizer Inc.
Polk Bros. Foundation
Prince Charitable Trusts
PrivateBancorp, Inc.
Quality Therapy & Consultation, Inc.
Queen of All Saints Basilica
Ravenswood Health Care Foundation
Reade Industrial Fund
Michael Reese Health Trust
Reyes Holdings LLC
Daniel F. and Ada L. Rice Foundation
Richards Building Supply Company
St. Clement Parish
St. Hubert Parish
St. Joseph Parish (Libertyville)
St. Paul of the Cross Parish
Sandler, O'Neill & Partners, LP
Schneider Electric/Square D Foundation
Dr. Scholl Foundation
Searle Funds at The Chicago Community Trust
United States Conference of Catholic Bishops
VedderPrice P.C.
VNA Foundation
Wal-Mart Foundation
A. Montgomery Ward Foundation
Westlake Health Foundation
Wintrust Financial Corp.
Zion Township

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4501 W. Augusta, LLC
A-1 Roofing Company
A.B.K. Locksmith A Division of Tymar Industries, Inc.
Access One, Inc.
Addus HealthCare, Inc.
All Are Welcome Social Services Inc.
Allstate Giving Campaign
American Family Mutual Insurance Company
American Legion Auxiliary Unit #80
American Wilbert Vault Corporation
Aon Corporation
Apple & Eve LLC
Applegate & Thorne-Thomsen PC
Aquamist
Arlen Music Consultants Inc.
Arlington Heights Senior Center, Inc.
Ascension Parish
Assurant Health
AT&T Federal PAC
Baird Foundation, Inc.
Baker Tilly
Bakers & Daniels
Bansley and Keiner, LLP Certified Public Accountants
Barack Ferrazzano Kirschbaum & Nagelberg LLP
Barclays Capital Inc.
Baxter Healthcare Corporation PAC
Beech Nut
Belfor USA Group Inc.
Bennett Management Corporation
Walter J. & Edith E. Best Foundation
Richard M. Beuke & Associates, PC
Big Sams Mini Mart, Inc.
Big Sisters of Chicago
William Blair & Company
Blk & Wht Valet
Blue Cross Blue Shield of Illinois
BMF Foundation
The Robert Thomas Bobins Foundation
The Bohnen Family Foundation
Paul Borg Construction Company
Martin and Mary L. Boyer Foundation
Brakes for Brett
Gerald T. Brandt & Associates
Brann New Door
Breakfast Exchange Club of Gurnee
Bredemann Lexus, Ford, Toyota & Chevrolet
Bredemann Toyota - Scion In Park Ridge
Bud's Ambulance Service
Bunzl Mid Central Region
Burke, Warren, MacKay & Serritella, PC
C & K Trucking LLC
Cagney Network
Cancer Treatment Centers of America
Cardinal Health Foundation
Carey, Filter, White & Boland
Caritas for Children Inc.
Carmichael Truck Leasing, Rental & Repair
Catholic Charities USA
CBS Radio
Harry F. and Elaine M. Chaddick Foundation
Chevy Dealers of Chicagoland & Northwest Indiana
Chicago Board Options Exchange
Chicago Children's Advocacy Center
Chicago Cubs
Chicago Gaelic Park Inc.
Chicagoland Cadillac Dealers
Chicago White Sox Charities
Sandy Chorba Memorial Foundation
Churchill, Quinn, Richtman & Hamilton, LTD
Citizens Financial Bank
CIVC Partners, LP
CNA Insurance Companies
Cogan & McNabola, PC
Columbia College
Community Chest of Cicero
Community Savings Bank
Computer Associates International, Inc.
Continental Air Transport Company, Inc.
Consumers Packing Company
Cooney & Conway
Corn Products International
Crist Kolder Associates, LLC
Crown Family Philanthropies
Crown Imports
Crystal Landscaping & Lawn Maintenance
Cubs Care, a fund of the McCormick Foundation
Cutters, Inc.
Cytosport, Inc.
Dean Foods Company
Dearborn Capital Management, LLC
Dearborn Wholesale Grocers Inc.
DIFFA/Chicago
DPI Specialty Foods Midwest, Inc.
Joseph J. Duffy Company
Dutch Farms, Inc.
Electric One Inc,
Elite Electric Co. Inc.
Enterprise Holdings Foundation
Evanston Catholic Womans Club
Family Health Network
The Earl and Bettie Fields Automotive Group Foundation, Inc.
Figliulo & Silverman PC
First Bank of Highland Park Foundation
First Midwest Bancorp, Inc
Kevin Flanagan Memorial Scholarship Fund
Fleet Services, Inc./Caritas Vehicle
Ford Motor Company
Forest Park National Bank & Trust Co.
Foresters
Freeway Ford - Sterling Truck Sales, Inc.
Fresh Start Produce, Inc.
Gallagher Bassett Services, Inc.
Galliard Capital Management
GATX Corporation
General Mills
Gibson Electric & Technology Solutions, Inc.
Globe Corporation
Louis Glunz Beer Inc.
Louis Glunz Wines, Inc.
Max Goldenberg Foundation
Goldman, Sachs & Co. Matching Gift Program
Gary Goodgear Emergency Assistance Foundation, Inc.
Gordon & Pikarski
got breakfast?
Goya Foods
W. W. Grainger, Inc.
Grajer Electric LLC
Great Lakes Advisors, Inc.
Green Mill
Grosvenor Capital Management, LP
The Grove, Inc.
Grubhub, Inc.
Guy & Sons, Inc.
Haran & Associates, LTD
Harley Ellis Devereaux Architects
Harris Bank Foundation
Harris Investor Services Inc.
Hartmann Electric Company, Inc.
HBK Engineering, LLC
Healthcare Management Solutions, Inc.
Heartland Payment Systems
Highland Park Community Foundation
Hollister Incorporated
Holy Cross Parish
Holy Family Parish (Inverness)
Home Run Inn
The Horton Group, Inc.
Hospira Employee Giving Campaign
Hunt Insurance Agency, Inc.
Huron Consulting Group
Immaculate Conception Parish (Highland Park)
Imperial Realty Company
Institutional Capital Corporation, LLC
International Brotherhood of Electrical Workers #134
Edward Jacks & Company, LLC
Jel Sert Co.
Jewel-Osco
JMS Electric, Inc.
Johnson & Krol LLC
Jones & Cleary Sheet Metal Co., Inc.
Kalle USA, Inc.
Kates Detective & Security Inc.
Keefe, Bruyette & Woods Inc.
Kellogg's Company
Donald P. & Byrd M. Kelly Foundation
Kirkland & Ellis Foundation
Knouse Foods/Musselman
Korean Martyrs Catholic Church (Chicago)
Kottke Associates, LLC
KPMG LLP
Kraft Foods Matching Gifts Program
Kyocera Mita America, Inc.
Lake County Exchange Clubs Prevention of Child Abuse Fdn.
Lake Forest Bank and Trust
Lake Pacific Partner, LLC
LaSalle Building Corporation
Latham & Watkins LLP
Latino Policy Forum
Latkin Family Foundation
The Law Offices of Kevin E. O'Reilly
Legenday Auctions, LLC
Letvin & Stein
Levenfeld Pearlstein, LLC
Lexus Pursuit of Potential
Lighthouse Analytics, Inc
Lindsay Anderson Consulting

† *Deceased*

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ATTACHMENT-43

Lions Club of Long Grove, Inc.
Loyola University School of Law
Luther Village Spiritual Enrichment Foundation
Madden Funds Management, LTD
Marquette Funeral Home LTD
Mary, Seat of Wisdom Parish
Maryville Academy
McCracken & Walsh Attorneys at Law
McGraw Foundation
The McGraw-Hill Companies Employee Giving Campaign
W. J. McGuire Company
The McTigue Financial Group
Medline Industries Inc.
Megent, Inc.
Mercedes-Benz USA
Mesirow Financial
Mi-Jack Products, Inc
Mid American Group, Inc.
Ed Miniat, Inc.
Misericordia - Heart of Mercy Center
Monaco Mechanical Service, Inc.
Morgan Stanley Annual Appeal Campaign
Philip and Fannie Morris Foundation
Much Brothers Real Estate
The Much Group, Inc.
Munich Re America
D.P. Murphy Ambulance Company
MZI Electric, Inc.
National Investment Services, Inc.
Near North Montessori
The News Sun
The John C. & Carolyn Noonan Parmer Private Foundation
Northwest Community Healthcare Affiliates
Northwest Community Hospital
Northwest Side Hunger Walk
O'Brien International LLC
The Options Clearing Corporation
Opus Philanthropy Group
Our Lady of Korean Martyrs Mission
Our Lady of Ransom Parish
Our Lady of the Woods Parish
Our Lady, Mother of the Church
P.E.L., Inc.
Paket Corporation
J. S. Paluch Company, Inc.
Pasquesi Sheppard and Company
Pavalon, Gifford, & Laatsch
Peace Memorial United Church of Christ
Monica Pedersen, Inc.
Pepsi MidAmerica
Pepsi-Cola General Bottlers, Inc.
Perfetti Sales and Marketing, Inc.
PricewaterhouseCoopers LLP
Prime Electric Company, Inc.
Prism Healthcare, Inc.
Pro-Orthotics, Inc.
PTB Inc.
Quantum Foods
Radian Group Inc.
Ranieri Partners Management LLC
RBC Capital Markets Corporation
Red Bird Hollow Foundation
Resurrection Health Care
The Retirement Research Foundation
Riordan & Scully Insurance Services LLC
The Rise Group, LLC

Roundtable Healthcare Executive, LLC
Ryan & Ryan Attorneys at Law
St. Alphonsus Liguori Parish
St. Andrew Kim Parish
St. Anne Parish (Barrington) Project Hope
St. Athanasius Parish
St. Blase Parish
St. Catherine Laboure Parish
St. Edna Parish Servicing Ministry
St. Emily Parish
St. Francis of Assisi Parish (Orland Park)
St. Gilbert School
St. James Parish (Arlington Heights)
St. John the Evangelist Parish
St. Joseph College Seminary at Loyola University
St. Jude the Apostle Parish Social Ministry
St. Mary of Celle Parish
St. Mary of the Woods Parish
St. Mary of Vernon Parish
St. Matthew Parish
St. Paul Chong Ha Sang Korean Catholic Mission
St. Tarcissus Parish
St. Vincent de Paul Society, Church of the Holy Spirit
St. Vincent de Paul Society, Our Lady of the Wayside
St. Vincent de Paul Society, St. Catherine Laboure
St. Vincent de Paul Society, St. Joseph (Wilmette)
St. Zachary Parish
Sam Family Foundation
Sayers
Schwartz Brothers Insurance
The Seafood Merchants
Securatex
Seeco Consultants, Inc.
Seven 'C' Foundation
Seven Holy Founders Parish
L.J. Sheridan & Co.
Sidley Austin LLP
Skender Construction Company
SNR Denton US LLP
Solomon Cordwell Buenz
Southward & Associates, Inc.
Sovereign Military Order of Malta, American Association, USA
Sun-Times Media Group Inc.
Sunset Food Mart, Inc.
Surgical Associates of Lake Cook County
The Sycamore Foundation
TDC Supply, Inc.
Terrafac Ltd.
The Schiff Hardin Foundation
Top Notch Building & Maintenance Inc.
Peter Troost Monument Company
The Trustmark Foundation
TTX Company
U.S. Food Service
UIC Athletics
Uline
Ultra Care Home Health Inc.
United Building Maintenance
United Quick Transportation
US Foodservice
UVANTA Pharmacy Northern Illinois
Valenti Builders, Inc.
Vee Pak, Inc.
VFW Post 7706 (Barrington)
Victor Supply Company
Village Bank and Trust
Vince's Flower Shop, Inc.
W.S. Darley & Co.
Ward & Ward, PC
Ward Contracting & Building Restoration
Warehouse Direct Office Products
Waste Management Inc.
Waukegan Roofing Co., Inc.
WCM Investment Management
Weaver Boos Consultants North Central, LLC
Westwood Management Corp
Wheels, Inc.
Whiting Law Group, LTD
Windy City Security & Investigations
Winston & Strawn LLP
Wintrust Financial Corporation
Yonan Floor Coverings, Inc.
Lila and Violet Zaranti Foundation
Zurich North America

312 Chicago
Abbott Band
Ms. Mavis M. Adams
Ajelon Staffing
The Ambassador East Hotel
America's Food Bank
Ancient Order of Hibernians
Joyce Andre Original Watercolors
Mr. & Mrs. Robert Apida
Argo Summit Bedford Park Women's Club
Ms. Mary Banaszak
Beggars Pizza
Mr. Ron Bernardi
Mr. Charles Bessler
Bittersweet Pastry Shop
Ms. Everlina Bivins
Mr. & Mrs. James Blanda
Ms. Jacqueline Blatchford
Boy Scout Troop #46
Bank Lane Bistro
Biaggi's Ristorante
The Bradford Exchange
Mr. & Mrs. Bob Brandt
Bridgeview Chamber of Commerce
Brickman Group
Bridie McKenna's Irish Pub & Restaurant
Mr. & Mrs. John K. Brinckerhoff
Briskman & Briskman & Greenberg
Brixen Ivy, Inc.
Mr. & Mrs. John M. Burke
Burke Beverage
Burlington Coat Factory Store #70
Burlington Coat Factory Store #305
The Burt Collection
Cafe Pyrenees
Calloway Golf
Mr. & Mrs. Norman Carlson
Carmel Catholic High School
Catered Productions, Inc.
Catholic Cemeteries
CDW
Charities Golf Classic Committee
Chicago Bears Football Team Inc.
Chicago Blackhawks
Chicago Bulls
The Chicago Community Trust/ Operation Warm
Chicago Cubs
Chicago Fire Department Local 2
Chicago Sky
Chicago White Sox Charities
Chicago Wolves Pro Hockey
Chipotle (Mt. Prospect)
Chipotle (Rosemont)
Chris's Bakery, Inc.
Christ the King School
Church of St. Mary (Lake Forest)
Dr. & Mrs. Sam M. Ciccarelli
Mr. & Mrs. Charles F. Clarke, Jr.
Community Memorial Foundation
Mr. Thomas E. Conrad
Consumers Packing Company
Mr. and Mrs. John Cortesi
Coy-Krupp
CPS, Inc.
Culinary Classic Committee
Mr. & Mrs. Michael DeCicco, Jr.
Ms. Norah Delaney
Mr. Thomas DeMint
Designs for Dignity
Ms. Nancy H. Dewar
DLA Piper
Mr. Richard Driehaus
Drury Lane
Mr. & Mrs. Ted Eischeid
Mrs. Karen Ernst
The Exchange
Federal Aviation Administration
Mr. & Mrs. Patrick L. Finnigan
Steve Foley Cadillac
Fortune Brands, Inc.
Foss Park Ladies Golf Association
Four Seasons Hotel
Mr. & Mrs. Philip Franklin
Froggy's Catering, Inc.
Chef Gale Gand
Mr. Greg Gabriel
Garvy School
Georgia Nut Company (Skokie)
Dr. & Mrs. Kevin P. Germino
Gibsons LLC
Mr. & Mrs. Kenneth J. Gillig

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ATTACHMENT-43

ideas

Girl Scout Troop #3540
Glunz Family Winery & Cellars
Mr. & Mrs. Joseph B. Glunz
Louis Glunz Wines, Inc.
Grace Seeds Ministry
Graff Chicago
Graziano's Restaurant
Mr. Arly Guenther
Mr. & Mrs. Richard J. Guzior
Hampton Inn & Suites
Mr. & Mrs. John Paul Hartsell
Harris Bank
Helanders
Mr. Berton Hestroffer
Mr. Charles T. Hiatt
Mr. & Mrs. P. Michael Hoch
Hollywood Blvd. Cinema (Woodridge)
Holy Cross Parish
Holy Ghost Parish
Holy Family Medical Center
Holy Name Cathedral
Mr. & Mrs. John F. Horvath
The House of Glunz
Mr. & Mrs. Raymond M. Guerin
Hugo's Frog Bar & Fish House
M. I. Hummel Club
(LaGrange Park Chapter)
Mr. Matthew Ikumen
Illinois Club for Catholic Women
Immaculate Conception Parish
(Highland Pk.)
Incarnation Parish
Indestructo Rental Company
INFANT, Inc.
Infant Jesus of Prague School
Inovasi
Intersport
J & B Signs, Inc.
Mr. & Mrs. Benjamin Jagoe
Mr. Cliff Jenks
Mrs. Dona Jensen
Jewel-Osco
Joe and Frank's Market
Joffrey Ballet
Mr. William Johnson
Jonathan Portraits Lincolnshire
Mr. & Mrs. Kenneth J. Jurek
Mr. & Mrs. Peter J. Kane
Keefer's Restaurant
Kentucky Fried Chicken (Dempster,
Morton Grove)
Ms. Julia Kessler
Kinnucan Tree Experts
& Landscaping Co.
Ms. Dolores M. Klotz
Karl Knauz Motors
Knollwood Golf Club
Mr. & Mrs. John H. Krehbiel, Jr.
Mrs. JoAnn M. Kunkel

Lake Forest Flowers
Lake Forest High School
Landmark Banquets
Latham & Watkins
Mr. & Mrs. Zachary D. Lazar, Jr.
Mr. & Mrs. James V. Lentino
Mr. & Mrs. Norman J. Lerum
Libertyville High School
Little Company of Mary Hospital
Loft Development Corporation
Log Cottage
Mr. & Mrs. Andrew Logan
Mr. Edwin A. Lohmeier
Mr. & Mrs. Steven J. Lombardo
Mari and Chef Jean-Marc Loustaunau
Loyola University of Chicago
Mr. & Mrs. Joseph F. Luby
Mr. Richard Luebbe
Mrs. Marjorie P. Lyman
Mr. & Mrs. Robert Lyman
Mr. & Mrs. Jospeh P. Lynch
Ms. Jean MacDonald
Manufacturers Sales Solution
Maravela's Banquets & Catering
Marquette University
Alumni Association
Mary Seat of Wisdom Parish
Mr. & Mrs. Peter Masloski
Mr. & Mrs. Richard Mason
Mr. and Mrs. Robert Matthei
McCormick & Schmick's
Ms. Maura McCrate
Ms. Beth McElroy
Mr. Frank E. McGehee
Mr. Mark McMahon
McTigue Financial
Meadowridge Baptist Church
Medline Industries
Mr. and Mrs. Michael Medzigian
Midas International
Miramar Bistro
Mr. and Mrs Larry Morse
Mr. and Mrs. Al Moschner
Most Holy Redeemer Parish
Mother McAuley High School
Nazareth Academy
Nazarethville
Northern Trust Bank
Notre Dame Alumni Association
Mr. Bill Nugent
Mr. Jack O'Callahan
Orland Park Rotary Club
Mr. & Mrs. Michael Ormsby
Mrs. Suzanne M. Otterbeck
Our Lady of Charity Parish
Our Lady of Mt. Carmel Parish
(Belmont Ave.)
Our Lady of Perpetual Help
Our Lady of the Ridge Parish

Our Lady of the Wayside Parish
& School
Our Lady of the Woods Parish
Pajama Program Illinois Chapter
Dr. & Mrs. Thomas D. Palella
Panera Bread (Deerfield)
Panera Bread (Northbrook)
Mrs. Nancy S. Pasquesi
Patrick Dealer Group
Ms. Janice N. Pavel
Payless ShoeSource, Inc.
Pepsi Beverages Company
Dr. & Mrs. Michael Lee Primack
Prince of Peace Parish
Mr. & Mrs. Patrick Purcell
Queen of All Saints Parish
Queen of Martyrs Parish
Rebuilding the American Dream
Mr. & Mrs. Lynn E. Rehn
Mr. & Mrs. John B. Reilly
Mr. & Mrs. Robert J. Reynolds
Richards Building Supply
The Kevin Richards Family
Riggio's Restaurant
Risotto's Italian Ristorante
Mr. and Mrs. Scott Roberts
Ms. Eve Rogers
Rosebud Restaurants
Mr. Arthur Rosin
Royal Melbourne Country Club
Ruth's Chris Steak House
Sacred Heart Parish (Palos Hills)
St. Albert the Great Parish
St. Alexander Parish
St. Alphonsus Parish
St. Anne Parish (Hazel Crest)
St. Anthony's Circle
St. Barbara Parish (Throop St.)
St. Barnabas Parish
St. Bernadine Parish
St. Blase Parish
St. Cajetan Parish
St. Christopher Parish
St. Clement Parish
St. Columbanus Altar & Rosary Society
St. Damian Parish
St. Daniel the Prophet Parish
St. Edward Parish & School
St. Fabian Parish
Ss. Faith, Hope, & Charity Parish
St. Francis of Assisi Parish
St. Gerald Parish
St. Gilbert Parish
St. Giles Parish
St. Hilary Parish
St. Ignatius College Prep
St. Ignatius Parish
St. Isidore, the Farmer Parish
St. James Parish (Arlington Hts.)

St. James Parish (Highwood)
St. Jane de Chantal Parish
St. John Berchmans Parish
St. John Fisher Parish
St. John of the Cross Parish
St. Joseph Parish (Homewood)
St. Joseph Parish (Libertyville)
St. Jude the Apostle Parish
St. Julie Billiart Parish
St. Kieran Parish
St. Linus Parish
St. Louis de Montefort Parish
St. Mary of Vernon Parish
St. Matthew Parish
St. Michael Parish (Cleveland Ave.)
St. Michael Parish (Orland Park)
St. Norbert Parish
St. Patrick Parish (Lemont)
St. Paul the Apostle Parish
St. Philip the Apostle Parish
St. Pius X Council of Catholic Women
St. Simon Parish
St. Stanislaus Bishop & Martyr Parish
(Posen)
St. Tarcissus School
St. Terrence Parish
St. Thomas Becket Parish
St. Thomas of Villanova Parish
St. Viator High School
St. Vincent de Paul Society, St. James
(Arlington Hts.)
St. Vincent de Paul Society, St. Joseph
(Homewood)
St. William School
St. Xavier University
St. Zachary School
Saks Fifth Avenue
Mrs. Frances C. Salvi
Ms. Joanne Salvi
Mr. & Mrs. Jasper Sanfilippo
Mr. Lawrence Scanlon
Mr. & Mrs. Paul L. Seavey
Seton Academy
Mr. & Mrs. Otis Russell Seward
Shoreacres Club
Mr. Jeff Skaleski, TaylorMade
Mr. Robert Smoczyaski
Mr. and Mrs. David Smoot
Softchoice Corp.
Sophie's Circle
Ms. Lora Spalla
Mr. & Mrs. Michael Spencer,
10 Pin Bowling Lounge
Standard Bank
Starbucks (Mannheim Rd.
Des Plaines)
Starbucks (Rand Rd., Mt. Prospect)
Stevenson High School
Studio Villanueva Architecture, LLC

Sullivan's Steakhouse
Summit Post Office
Sunset Food Mart, Inc.
Sysco Foods
Ms. Susan M. Tallman
Tavern at the Park
Mr. & Mrs. Gerald Tierney
Mr. & Mrs. Joseph A. Tierney
Tiffany & Co.
Mr. John Toner
Tour Greens Illinois
Trader Joe's(Park Ridge)
Trinity High School
Twentieth Century Services, Inc.
Mr. & Mrs. Brian Tyler
United States Postal Service
University of Notre Dame
Mr. & Mrs. Craig D. Vallorano
Mr. Daniel Vrabac
Village of Summit
Mr. Gabriel Viti, Jr.
Mr. and Mrs. Charles Walgreen
Walgreens
Mr. and Mrs. Chuck Walsh
Walsh Elementary School
Mr. & Mrs. Edward Wanandi
Washington School
Waukegan Township
Mr. and Mrs. Edward Wehmer
Wharton Elementary School
Wheeling Township
Wildflour Bakery
The Clara Williams Company
Mr. Paul Williams
Wintrust Financial Corporation
Wisma
WMS Games
Women in Cable Telecommunications
Women's Board of Catholic Charities
Lake County
Woodlands Academy
of the Sacred Heart
Zakat Foundation
Mr. and Mrs. Thomas Zimmer
Mr. & Mrs. Thomas W. Zyck

Barrington Area United Way
United Way of Lake County
United Way of Metropolitan Chicago
North Shore United Way
Northwest Suburban United Way
South-Southwest Suburban United Way
United Way of DuPage/West Cook

+ Deceased

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ATTACHMENT-43

000333

ATTACHMENT-43

St. Adrian Parish	$363.00
St. Agatha Parish	$100.00
St. Agnes Parish	$1,379.00
St. Agnes of Bohemia Parish	$1,067.99
St. Ailbe Parish	$2,603.95
St. Albert the Great Parish	$4,186.00
St. Alexander Parish	$7,486.00
All Saints-St. Anthony Parish	$755.00
St. Aloysius Parish	$3,020.13
St. Alphonsus Parish (Wellington Ave.)	$3,215.00
St. Alphonsus Parish (Lemont)	$1,060.28
St. Alphonsus Liguori Parish	$3,867.00
St. Ambrose Parish	$340.00
St. Anastasia Parish	$1520.26
St. Andrew Parish	$3,862.74
St. Andrew the Apostle Parish	$1,313.00
St. Ann Parish (Leavitt St.)	$320.22
St. Ann Parish (Lansing)	$1,701.00
St. Anne Parish (Barrington)	$17,626.00
St. Anne Parish (Hazel Crest)	$587.00
Annunciata Parish	$1,291.20
St. Anselm Parish	$100.00
St. Ansgar Parish	$180.00
Blessed Anton Martin Slomsek Slovenian Catholic Mission	$314.00
St. Anthony Parish (Prairie Ave.)	$200.00
St. Anthony Parish (Cicero)	$800.00
Ascension-St. Susanna Parish	$505.00
Ascension Parish	$3,871.00
Assumption B.V.M Parish	$578.58
Assumption Parish	$2,657.00
St. Athanasius Parish	$54,948.50
St. Barbara Parish (Throop St.)	$658.00
St. Barbara Parish (Brookfield)	$2,841.93
St. Barnabas Parish	$3,824.00
St. Bartholomew Parish	$2,370.89
St. Basil/Visitation Parish	$326.41
St. Beatrice Parish	$1,208.00
St. Bede Parish	$2,099.21
St. Bede the Venerable Parish	$2,199.40
St. Benedict Parish (Irving Pk. Rd.)	$3,176.00
St. Benedict Parish (Blue Island)	$606.00
St. Benedict the African (East) Parish	$290.00
St. Benedict the African (West) Parish	$606.13
St. Bernadette Parish	$2,086.05
St. Bernardine Parish	$1,537.35
St. Blase Parish	$2,481.71
Blessed Sacrament	$1,866.84
Most Blessed Trinity Parish	$3,879.00
St. Bonaventure Oratory	$2,275.00
St. Bride Parish	$164.00
St. Bronislava Parish	$397.00
St. Bruno Parish	$1,694.76
St. Cajetan Parish	$5,400.00
St. Camillus Parish	$2,042.00
St. Catherine of Alexandria Parish	$3,135.00
St. Catherine Laboure Parish	$5,172.00
St. Catherine of Siena St.Lucy Parish	$2,307.21
St. Cecilia Parish	$3,843.00
St. Celestine Parish	$3,529.90
St. Charles Borromeo Parish	$396.00
Chicago Airports Catholic Chaplaincy	$205.00
Christ the King Parish	$8,766.10
Shrine of Christ the King Sovereign Priest	$150.00
St. Christina Parish	$6,259.37
St. Christopher Parish	$1,862.00
St. Clare of Montefalco Parish	$630.20
St. Clement Parish	$7,767.59
St. Cletus Parish	$7,914.00
St. Clotilde Parish	$484.00
St. Colette Parish	$2,471.00
St. Columba Parish	$593.00
St. Columbanus Parish	$460.00
St. Constance Parish	$3,750.00
St. Cornelius Parish	$2,974.00
Corpus Christi Parish	$275.00
St. Cyprian Parish	$378.00
Ss. Cyril & Methodius Parish	$5,569.00
Czech Mission	$135.00
St. Damian Parish	$5,635.00
St. Daniel the Prophet Parish	$3,252.25
St. Denis Parish	$1,551.00
St. Dismas Parish	$1,249.00
Divine Infant Parish	$4,094.56
Divine Providence Parish	$6,754.87
Divine Savior Parish	$3,601.00
St. Domitilla Parish	$2,384.73
St. Donatus Parish	$621.00
St. Dorothy Parish	$375.50
St. Edmund Parish	$8,177.26
St. Edna Parish	$7,680.82
St. Edward Parish	$1,815.00
St. Elizabeth Parish	$8.00
St. Elizabeth Seton Parish	$5,575.00
St. Emeric Parish	$957.00
St. Emily Parish	$11,911.00
St. Eugene Parish	$5,831.25
St. Eulalia Parish	$1,186.21
St. Fabian Parish	$2,763.00
Ss. Faith, Hope, & Charity Parish	$38,723.90
St. Felicitas Parish	$970.00
St. Ferdinand Parish	$3,594.00
Five Holy Martyrs Parish	$990.63
St. Florian Parish	$1,110.00
St. Frances of Rome Parish	$2,632.24
St. Francis of Assisi/ Our Lady of the Angels Parish	$279.72
St. Francis of Assisi Parish (Roosevelt Rd.)	$1,151.75
St. Francis of Assisi Parish (Orland Pk.)	$7,736.00
St. Francis Borgia Parish	$2,056.36
St. Francis De Sales Parish (Ewing Ave.)	$783.94
St. Francis De Sales Parish (Lake Zurich)	$18,569.00
St. Francis Xavier Parish (La Grange)	$6,381.57
St. Francis Xavier Parish (Wilmette)	$15,910.00
St. Gabriel Parish	$1,636.85
St. Gall Parish	$30.00
St. Genevieve Parish	$800.63
St. George Parish (Ewing Ave.)	$370.00
St. George Parish (Tinley Pk.)	$5,673.26
St. Gerald Parish	$3,761.10
St. Gerard Majella Parish	$178.00
St. Germaine Parish	$8,350.00
St. Gertrude Parish (Granville Ave.)	$4,413.50
St. Gertrude Parish (Franklin Pk.)	$1,123.00
St. Gilbert Parish	$4,418.00
St. Giles Parish	$6,154.52
Good Shepherd Parish	$749.00
St. Gregory the Great Parish	$792.12
Haitian Catholic Mission	$15.00
St. Hedwig Parish	$872.90
St. Helen Parish	$475.10
St. Helena of the Cross Parish	$214.35
St. Henry Parish	$953.00
St. Hilary Parish	$2,455.62
Holy Angels Parish	$496.00
Holy Cross/ Immaculate Heart of Mary Parish	$1,061.42
Holy Cross Parish	$7,266.40
Holy Family Parish (Inverness)	$11,793.00
Holy Family Parish (Roosevelt Rd.)	$1,060.20
Holy Ghost Parish	$1,474.75
Holy Innocents Parish	$553.00
Holy Name Cathedral	$88,004.92
Holy Name of Mary Parish	$217.31
Most Holy Redeemer Parish	$3,799.00
Holy Rosary Parish	$664.76
Church of the Holy Spirit	$3,580.00
Holy Trinity Polish Mission	$1,492.00
St. Hubert Parish	$4,212.42
St. Hugh Parish	$968.00
St. Hyacinth Parish	$2,271.00
St. Ignatius Parish	$3,262.42
Immaculate Conception Parish (North Park Ave.)	$5,612.05
Immaculate Conception Parish (Talcott Ave.)	$4,523.78
Immaculate Conception Parish (44th St.)	$1,503.61
Immaculate Conception Parish (88th St.)	$970.05
Immaculate Conception Parish (Highland Pk.)	$9,421.89
Immaculate Heart of Mary Parish	$1,390.42
Incarnation Parish	$4,485.00
Infant Jesus of Prague Parish	$8,058.25
St. Irenaeus Parish	$2,363.00
St. Isaac Jogues Parish	$4,715.00
St. Isidore, the Farmer Parish	$551.00
St. Ita Parish	$1,889.42
St. James Parish (Fullerton Ave.)	$1,574.54
St. James Parish (Wabash Ave.)	$759.00
St. James Parish (Arlington Hts.)	$13,903.00
St. James Parish (Highwood)	$1,856.35
St. James Parish (at Sag Bridge)	$2,105.00
St. James Parish (Sauk Village)	$1,204.00
St. Jane de Chantal Parish	$2,489.00

ideas

St. Jerome Parish	$1,968.77
St. Jerome Croatian Parish	$820.00
St. Joachim Parish	$331.00
St. Joan of Arc Parish	$328.00
St. John Parish in Glenwood	$1,316.00
St. John the Baptist Parish	$567.00
St. John Berchmans Parish	$4,957.82
St. John Bosco Parish	$2,820.22
St. John Brebeuf Parish	$8,981.48
St. John Cantius Parish	$1,430.00
St. John of the Cross Parish	$31,134.00
St. John De La Salle Parish	$608.96
St. John the Evangelist Parish	$1,530.00
St. John Fisher Parish	$3,951.00
St. John Vianney Parish	$2,396.00
St. Josaphat Parish	$920.84
St. Joseph Parish (Hermitage Ave.)	$769.27
St. Joseph Parish (Orleans St.)	$519.00
St. Joseph Parish (Homewood)	$5,820.00
St. Joseph Parish (Libertyville)	$6,662.00
St. Joseph Parish (Round Lake)	$2,042.46
St. Joseph Parish (Summit)	$988.00
St. Joseph Parish (Wilmette)	$7,192.04
St. Joseph the Worker Parish	$1,612.00
Mision San Juan Diego	$1,697.00
St. Jude the Apostle Parish	$2,842.15
St. Julian Eymard Parish	$4,125.00
St. Juliana Parish	$2,455.00
St. Julie Billiart Parish	$3,177.00
Blessed Jurgis Matulaitis Lithuanian Catholic Mission	$955.00
St. Kevin Parish	$367.00
St. Kieran Parish	$4,105.00
St. Kilian Parish	$378.00
St. Ladislaus Parish	$2,452.00
St. Lambert Parish	$1,791.00
St. Lawrence O'Toole Parish	$3,543.37
St. Leonard Parish	$3,411.00
St. Linus Parish	$7,810.00
St. Louis De Montfort Parish	$1,685.75
St. Louise De Marillac Parish	$4,393.33
Santa Lucia/ Santa Maria Incoronata Parish	$250.00
St. Luke Parish	$7,908.00
St. Malachy Parish	$433.00
St. Marcelline Parish	$2,907.35
St. Margaret Mary Parish	$3,099.72
St. Margaret of Scotland Parish	$1,273.00
Santa Maria Addolorata Parish	$525.00
St. Maria Goretti Parish	$1,045.80
Santa Maria Del Popolo Parish	$3,216.40
St. Mark Parish	$341.10
St. Martha Parish	$3,344.00
St. Martin De Porres Parish	$666.00
Old St. Mary Parish	$8,727.00
St. Mary Parish (Buffalo Grove)	$3,761.62
St. Mary Parish (Des Plaines)	$12,303.52
St. Mary Parish (Evanston)	$3,691.97
Church of St. Mary (Lake Forest)	$16,193.02
St. Mary Parish (Riverside)	$5,053.00
St. Mary of the Angels Parish	$1,005.16
St. Mary of the Annunciation Parish	$7,780.85
St. Mary of the Assumption Parish	$179.00
St. Mary of Celle Parish	$1,371.77
St. Mary of Czestochowa Parish	$1,322.00
St. Mary of the Lake Parish	$2,581.58
St. Mary Magdalene Parish	$425.57
St. Mary of Perpetual Help Parish	$733.00
Mary, Queen of Heaven Parish	$1,257.96
Mary, Seat of Wisdom Parish	$34,318.38
St. Mary, Star of the Sea Parish	$2,694.00
St. Mary of Vernon Parish	$6,322.00
St. Mary of the Woods Parish	$12,244.95
Mater Christi Parish	$2,290.00
Maternity B.V.M. Parish	$1,208.00
St. Matthew Parish	$2,722.89
St. Matthias Parish	$1,391.79
St. Michael Parish (Cleveland Ave.)	$5,587.46
St. Michael Parish (South Shore)	$421.00
St. Michael Parish (Orland Pk.)	$7,016.00
St. Michael the Archangel Parish	$239.00
St. Monica Parish	$3,646.87
Mother of God Parish	$1,090.00
Nativity B.V.M. Parish	$691.00
Nativity of Our Lord Parish	$1,004.30
St. Nicholas Parish	$5,474.74
St. Nicholas of Tolentine Parish	$934.00
St. Norbert Parish	$7,613.00
Notre Dame De Chicago Parish	$2,245.81
St. Odilo Parish	$1,335.00
Our Lady of the Brook Parish	$1,473.00
Our Lady of Charity Parish	$1,899.59
Our Lady of Fatima Parish	$383.00
Our Lady Gate of Heaven Parish	$95.00
Our Lady of Grace Parish	$469.00
Our Lady of Guadalupe Parish	$800.00
Our Lady of Hope Parish	$1,836.00
Our Lady of Humility Parish	$3,293.37
Our Lady of Knock Parish	$1,575.00
Our Lady of Loretto Parish	$1,478.00
Our Lady of Lourdes Parish	$1,731.68
Our Lady of Mercy Parish	$2,371.27
Our Lady, Mother of the Church	$680.00
Our Lady Mother of the Church Polish Mission	$3,126.00
Our Lady of the Mount Parish	$272.95
Our Lady of Mount Carmel Parish (Belmont Ave.)	$4,249.41
Our Lady of Mount Carmel Parish (Melrose Pk.)	$1,948.00
Our Lady of Peace Parish	$652.24
Our Lady of Perpetual Help Parish	$16,630.02
Shrine of Our Lady of Pompeii	$1,100.00
Our Lady of Ransom Parish	$3,461.25
Our Lady of the Ridge Parish	$3,003.00
Our Lady of the Snows Parish	$1,017.50
Our Lady of Sorrows Basilica	$109.00
Our Lady of Tepeyac Parish	$421.52
Our Lady of Victory Parish	$1,308.00
Our Lady of the Wayside Parish	$12,532.00
Our Lady of the Woods Parish	$5,427.55
St. Pancratius Parish	$1,400.37
St. Pascal Parish	$6,597.58
St. Patricia Parish	$3,901.10
Old St. Patrick's Parish	$10,022.00
St. Patrick Parish (Lake Forest)	$34,988.18
St. Patrick Parish (Lemont)	$1,961.00
St. Patrick Parish (Wadsworth)	$3,934.14
St. Paul Parish (22nd Pl.)	$719.16
St. Paul Parish (Chicago Hts.)	$1,224.87
St. Paul of the Cross Parish	$16,011.50
St. Paul the Apostle Parish	$11,951.00
St. Peter Parish (Madison St.)	$1,745.00
St. Peter Parish (Antioch)	$2,774.69
St. Peter Parish (Skokie)	$12,312.52
St. Peter Parish (Volo)	$1,283.00
St. Peter Claver Mission	$36.00
St. Peter Damian Parish	$5,343.79
Ss. Peter and Paul Parish	$332.00
St. Philip the Apostle Parish	$22,151.00
St. Philip Neri Parish	$1,025.00
St. Philomena Parish	$812.09
St. Pius V Parish	$1,375.56
St. Pius X Parish	$1,191.00
Prince of Peace Parish	$3,251.17
St. Priscilla Parish	$5,168.11
St. Procopius Parish	$1,032.00
Providence of God Parish	$209.28
Queen of All Saints Basilica	$11,411.00
Queen of Angels Parish	$2,232.89
Queen of Apostles Parish	$351.00
Queen of Martyrs Parish	$2,985.12
Queen of the Rosary Parish	$3,308.50
Queen of the Universe Parish	$1,762.96
St. Raphael the Archangel	$512.00
St. Raymond De Penafort Parish	$7,223.00
St. Rene Goupil Parish	$2,173.38
Resurrection Parish	$1,104.00
St. Richard Parish	$1,129.30
St. Rita of Cascia Parish	$1,347.49
St. Robert Bellarmine Parish	$3,782.00
St. Roman Parish	$1,664.00
St. Rosalie Parish	$2,396.00
St. Sabina Parish	$550.00
Sacred Heart Mission	$445.00
Sacred Heart Parish (Winnetka)	$6,455.00
Sacred Heart Parish (Melrose Pk.)	$1,123.00
Sacred Heart Parish (Palos Hills)	$7,644.00
Shrine of the Sacred Heart (Irving Pk. Rd.)	$2,050.00
Sacred Heart Croation Parish	$205.00
Seven Holy Founders Parish	$231.00
St. Simeon Parish	$240.00
St. Simon the Apostle Parish	$662.65
St. Stanislaus Bishop & Martyr Parish (Belden St.)	$845.00
St. Stanislaus Bishop & Martyr Parish (Posen)	$425.00
St. Stanislaus Kostka Parish	$905.00
St. Stephen, Deacon & Martyr	$6,465.00
St. Stephen King of Hungary Parish	$290.00
St. Stephen Protomartyr Parish	$2,423.50
St. Sylvester Parish	$1,377.00
St. Symphorosa Parish	$2,744.47
St. Tarcissus Parish	$2,611.54
St. Teresa of Avila Parish	$900.00
St. Terrence Parish	$2,675.00
St. Thaddeus Parish	$391.00
St. Thecla Parish	$3,037.60
St. Theresa Parish	$12,112.00
St. Therese Chinese Catholic Church	$973.00
St. Thomas the Apostle Parish	$3,316.00
St. Thomas Becket Parish	$1,214.00
St. Thomas of Canterbury Parish	$797.00
St. Thomas More Parish	$1,615.00
St. Thomas of Villanova Parish	$6,581.92
St. Timothy Parish	$1,433.64
Transfiguration of Our Lord Parish	$743.00
Transfiguration Parish	$3,249.75
St. Turibius Parish	$2,015.00
St. Viator Parish	$2,667.11
St. Victor Parish	$1,932.00
St. Vincent De Paul Parish	$3,775.00
St. Vincent Ferrer Parish	$5,407.05
St. Walter Parish	$783.00
St. Wenceslaus Parish	$1,135.00
St. William Parish	$1,394.41
St. Zachary Parish	$4,916.06

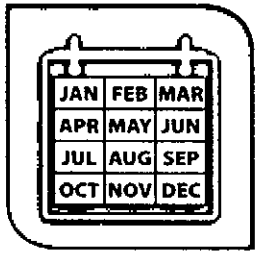
ways to give

FINANCIAL SUPPORT

Contributions of any size are deeply appreciated. Please send donations to our bank lockbox, which is the fastest and most cost-effective way for us to receive your support: Catholic Charities, 75 Remittance Drive, Suite #1623, Chicago, IL 60675-1623.

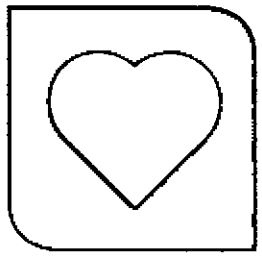
MATCHING GIFTS

Does your company match employees' donations to charitable organizations? Consider asking your employer if there is a matching program in place. You may be able to double the impact of your contribution with a match.



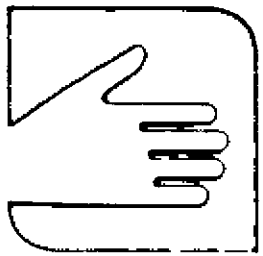
MONTHLY GIVING

Each month, your credit card or bank account will be charged in the designated amount. Your commitment will help reduce poverty among families, children and seniors throughout Cook and Lake counties.



BEQUESTS

Name Catholic Charities as a beneficiary in your will. In doing so, you will be remembering Catholic Charities in perpetuity. Please consider making Catholic Charities your charity of choice. Call Margaret Hughes at (312) 655-7012 for more information.



VOLUNTEER

Volunteers provide needed human resources for Catholic Charities and allow us to offer compassionate services to more people in need. Visit us at www.catholiccharities.net or call the Volunteer Services Manager at (312) 655-7322.

To discuss these and other giving options, please call (312) 655-7525.

"Your support helps us move forward. Please be generous."

Rev. Monsignor Michael M. Boland
Administrator, President and CEO
Catholic Charities of the Archdiocese of Chicago

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Catholic Charities of the Archdiocese of Chicago

Central Administration Building
St. Vincent Center
721 North LaSalle Street
Chicago, Illinois 60654
(312) 655-7000

North/Northwest Regional Office
1717 Rand Road
Des Plaines, Illinois 60016
(847) 376-2100

West Regional Office
1400 South Austin Boulevard
Cicero, Illinois 60804
(708) 222-1491

South Regional Office
16100 Seton Drive
South Holland, Illinois 60473
(708) 333-8379

Southwest Regional Office
7000 West 111th Street, Suite 101
Worth, Illinois 60482
(708) 430-0428

Lake County Services
Joseph Cardinal Bernardin Center
671 South Lewis
Waukegan, Illinois 60085
(847) 782-4000

www.catholiccharities.net

Annual Report 2011
Produced by Catholic Charities Communications Department.
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Copy Editing: Maureen Rodgers

Caritas Internationalis member organization

Catholic Charities USA. 1910 - Centennial - 2010

Member of Caritas Internationalis and Catholic Charities USA

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STREETWISE

CHICAGO

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The CATHOLIC CHARITIES

Largest single provider of human services in Illinois serves 1 in 3 Chicagoans

Vendor Profile: Leonard Brooks, his contagious positivity

Street Cred: The 'L-Man,' a Windy City Christmas Carol

ScreenWise: Paul Meekin's take on the film, 'Young Adult'

The CATHOLIC CHARITIES

OF THE ARCHDIOCESE OF CHICAGO

Meagan Scheid
StreetWise Contributor

After serving in the military for eight years, Lilia returned home with both physical and emotional trauma, as well as the memory of being sexually assaulted. The return to civilian life threw Lilia into being a single mother of two, with an ill parent to care for as well. She naturally experienced a lot of trouble in coping, and was unable to complete her college degree. In addition, she found it hard to line up a job, because people were afraid of the possible repercussions of hiring a struggling Vietnam vet.

Now, as a 58-year-old grandmother with health problems of her own, including limited mobility due to heart disease and diabetes, she lost her most recent job and could no longer afford her apartment in a drug-infested neighborhood. Thankfully she came to Catholic Charities just in time, and has been living in its St. Leo's community since 2008.

"Now I've been in a safe, stable place.... I've come full circle. I'm back home," she says. So much so that she is currently the vice president of the Tenants' Council, and has dreams of one day opening a similar residence to St. Leo's, only for families.

Considering that Catholic Charities has been serving people like Lilia for over 90 years in the Chicago area, you have probably crossed paths with someone who has been helped by one of their 159 programs in 156 locations throughout Cook and Lake counties alone. Catholic Charities of the Archdiocese of Chicago is one of the largest private, not-for-profit social service agencies in the Midwest: it assists more than 1 million persons in the Cook and Lake counties annually, the equivalent of 1 in 3 Chicagoans.

Catholic Charities' mission statement says it "fulfills the Church's role in the mission of charity to anyone in need by providing compassionate, competent and professional services that strengthen and support individuals, families and communities based on the value and dignity of human life." Clients receive help regardless of religious, economic and ethnic background. The goal is to help them become as self-sufficient as possible.

Respect, Compassion, Competence and Stewardship are the core values; 92 cents of every dollar raised goes directly into their programs.

In order to paint a complete picture of what this organization offers, I encourage you to check out the column of services on this page, and then visit their website for more details. Their broad spectrum of services helps people from the point of conception through the last stages of their lives. Whether it's helping mothers keep their babies well-fed, assisting children in educational success, offering job training and housing for homeless individuals, or providing affordable housing for seniors, this organization has something to serve everyone.

One of the many areas that stirs the heart of Catholic Charities is reaching out to the homeless in our communities. The term "homeless" means anyone who has no permanent place of residence. We often simply think of those we see occupying the street corners or shadowed doorways of our city as homeless, but this group of people also includes a mother with three children who sometimes lives with her parents, other times with her sister, or often with her friend, aunt, boyfriend, or other acquaintance. If you don't have an established, stable, residence to call your own, then you may be considered homeless by a legal definition, and Catholic Charities may have a way of helping you find a place to be sheltered.

Catholic Charities has a Family Shelter Program that offers interim housing to families for up to 120 days. During this time residents are given basic needs, social services, counseling, and referral to other services as needed. They have also been involved with the Homeless Prevention Rapid Re-housing (HPRP) Program, funded by federal stimulus dollars for three years through fiscal 2012. HPRP funds provide temporary financial assistance, housing relocation, and stabilization services for both individuals and families.

They offer a number of transitional housing options, including: the Lake County Samaritan House as a 90-day emergency

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shelter for homeless women and their dependent children, and the SAFE Housing Program that is a two-year program for recovering, homeless women and children with, or at risk of DCFS involvement. Intensive case management, counseling, and employment services focus on developing self-sufficiency, parenting skills, and maintaining sobriety to gain permanent housing.

In addition to these transitional housing opportunities, CC offers New Hope Apartments in four locations (in the city, and northwest, south and western suburbs). Families are housed in an apartment for up to two years, receiving services including rental assistance, household furnishings, employment and training assistance, educational referrals, child care, budgeting assistance, transportation and assistance in accessing appropriate government programs. Each client obtains an Individual Action Plan that focuses on his or her personal life barriers. Job skills in working to increase income, decrease debt, and increase self-determination are developed during the program.

Catholic Charities also offers affordable housing for Senior Citizens. They have 17 locations in the Chicagoland area that provide living services to people who are 62 or older, and who are able to live independently. It is not very common to find housing options for low-income seniors that are both quality and affordable. If you are interested in what vacancies may be available in these apartments, or in their other housing, please call the Central Intake Line at (312) 655-7700.

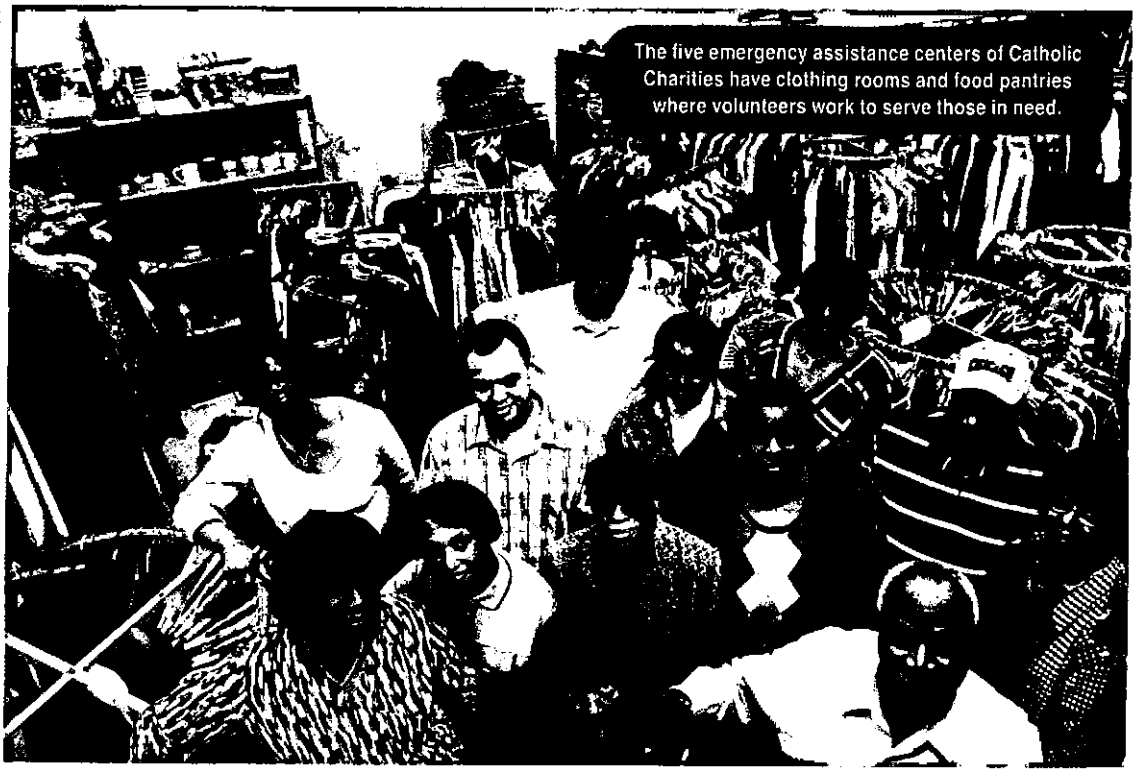
Outside of these housing options for the low-income or homeless community, Catholic Charities also operates several Nutrition Programs, including the Senior Mother & Child Nutrition Program (SMCNP) and the WIC Food & Nutrition Centers Program. Both programs offer U.S. Department of Agriculture supplemental nutrition administered by the Illinois Department of Human Services. Senior and WIC programs are offered in roughly 16 locations throughout the city and suburbs.

As you can see, Catholic Charities has a means and location to serve just about anybody in need throughout the city. If you are interested in learning more, or in checking out one of their programs, I encourage you to take note of their contact info on this page.

Looking for a way to get involved? I would recommend you consider volunteering with this worthwhile organization! Whether you are interested in serving children, families, or elderly, Catholic Charities has a place for you to help in your community! Through investing in a worthwhile organization your life will be deeply enriched. Check out their website for more information and a list of possibilities!

In addition, Catholic Charities is looking for food and other donations for their pantries, which are currently struggling to meet the need! You can drop off food at any of their regional offices or at 721 N. LaSalle. The project is called the Our Neighbors in Need Campaign, which you can check out under the Donate link on their website. You can also give monetary donations. Every dollar you donate to Catholic Charities enables them to secure $10 worth of food from food banks.

Other ways to give include matching gifts from employers; setting up monthly allotments and naming Catholic Charities as a beneficiary in your will. The fastest and most effective way for ***contributions*** to be sent is the its bank lockbox: **Catholic Charities, 75 Remittance Drive, Suite #1623, Chicago, IL 60675-1623. For information on bequests, call Margaret Hughes at 312. 655.7012.**



The five emergency assistance centers of Catholic Charities have clothing rooms and food pantries where volunteers work to serve those in need.

COVER STORY

Catholic Charities serves a hot meal to the hungry and homeless in six locations throughout Cook and Lake counties.

Catholic Charities

Largest provider of human services in Illinois

Suzanne Hanney
StreetWise Editor-In-Chief

As administrator of the largest single provider of human services in Illinois, Monsignor Michael M. Boland was in a somber mood on the day the congressional super committee announced its failure to solve the federal budget deficit.

"Human services will bear the brunt of cuts" over the next decade, Boland said, even as all units of government struggle with the global recession.

Boland is president and CEO of Catholic Charities, which is also one of the largest private, non-profit social service agencies in the Midwest. Its 159 programs in 156 locations serve one million people annually, or the equivalent of 1 in 3 Chicagoans. Many of its sites are on the South Side and south suburbs.

What may surprise many people is that Catholic Charities does not serve only those of its own denomination. Rather, its slogan is "All about help and just about everywhere" and its mission is charity in the Church's name to anyone in need. The emphasis is on the value and dignity of human life.

There is also support for marriage and the family and for meeting the needs of the poor and vulnerable. Core values are "respect," "compassion," "competence," and "stewardship." Of every $1 raised, 92 cents directly support its programs, Boland said.

The last three years have demanded fiscal responsibility and Boland foresees more of the same.

"Right now as we look at it, since 2008 what we're experiencing is the effect of a severe recession, much more global in its ramifications," Boland said.

"The federal government, city government, state government – all of them are profoundly struggling. It's a domino effect," he said of pass-through federal dollars.

"State government is not funded for the full year," he continued. "None of them is healthy and usually one of them is. How do you help people when the traditional partners are struggling?"

The State of Illinois, for example, owes Catholic Charities between $10 million and $12 million for the current fiscal year, mostly for services in the Department of Aging that allow seniors to stay in their homes, he said. These programs include aides for housekeeping, shopping, and going to the doctor, and have a success rate of more than 85 percent, officials say.

"The state balances its budget by not paying social service providers," Bo-

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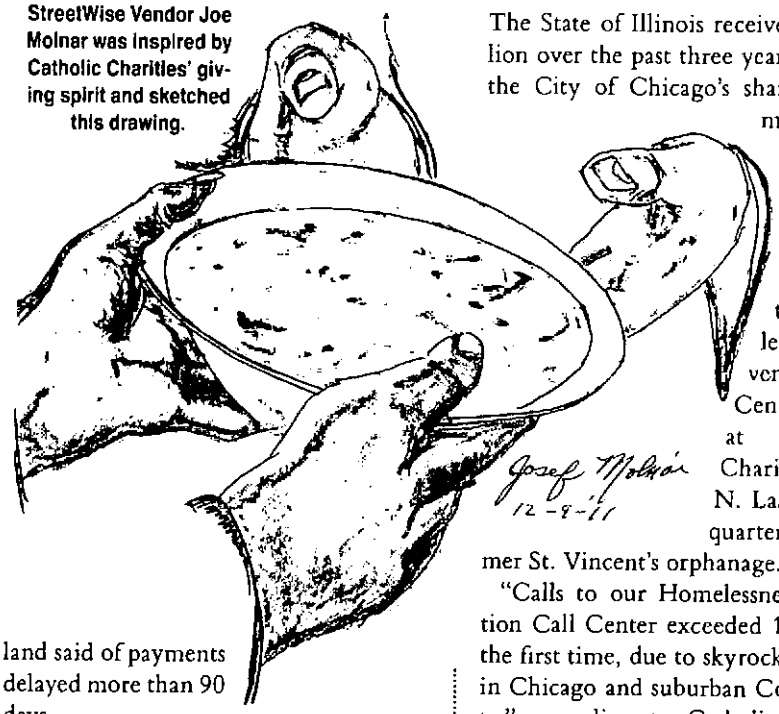


StreetWise Vendor Joe Molnar was inspired by Catholic Charities' giving spirit and sketched this drawing.

land said of payments delayed more than 90 days.

Hunger is the No. 1 issue facing the poor today, meanwhile, with demand up 60 percent at Catholic Charities' food pantries since the recession began, according to prepared material.

"Many of the people coming to us now never came to us for help," Boland said. "Instead, some were even donors."

However, an end to federal stimulus money has already impacted the amount of food available to charities, he said.

Illinois received 30 million pounds of U.S. Department of Agriculture surplus food through last June 30, according to a *Chicago Tribune* story Boland cited. However, rising food costs and an end to stimulus funds will mean only 18.8 million pounds available to food pantries across the state this fiscal year.

"My sense is that in 2012 we will see a drastic increase in people losing their homes and in evictions," Boland said. One reason is the end of federal stimulus funds used for homelessness prevention: one-time emergency grants to pay post-due utilities or rent, Boland noted. The State of Illinois received $78 million over the past three years, of which the City of Chicago's share was $34 million.

A second reason is a record number of calls to the Homelessness Prevention Call Center, housed at Catholic Charities' 721 N. LaSalle headquarters, the former St. Vincent's orphanage.

"Calls to our Homelessness Prevention Call Center exceeded 100,000 for the first time, due to skyrocketing need in Chicago and suburban Cook County," according to Catholic Charities' 2011 annual report.

Even before the recession, the Homelessness Prevention Call Center was a collaboration between Catholic Charities, the City of Chicago, the now-merged Chicago Alliance to End Homelessness and the Emergency Fund, as well as private foundations, homeless prevention advocates and other local social service agencies.

Chicagoans can seek homelessness prevention funds by calling the Chicago City Services 311 number and asking for "short term help." Information and referral specialists can then refer them to an appropriate social service agency to process their application for funding. The call center can then coordinate the number of referrals with agencies based on their funding and the day-to-day caseloads of applicants. If the caller does not qualify for available funds, or if the money is used up, the info and referral specialists offer alternative supportive services: legal counsel, workforce placement, benefit screening, domestic violence counseling, disability services, senior services.

People living in Cook County suburbs can access the center by calling toll-free 877.4-COOK-15 (877.426.6515). The suburban collaboration includes Catholic Charities, Cook County, the Alliance to End Homelessness in Suburban Cook County, the Village of Oak Park, the City of Berwyn, the Town of Cicero, and the Emergency Fund, as well as private foundations, homelessness prevention advocates, and local social service agencies.

The theory is that individuals benefit from a centralized location for social service agencies instead of having to make a series of calls.

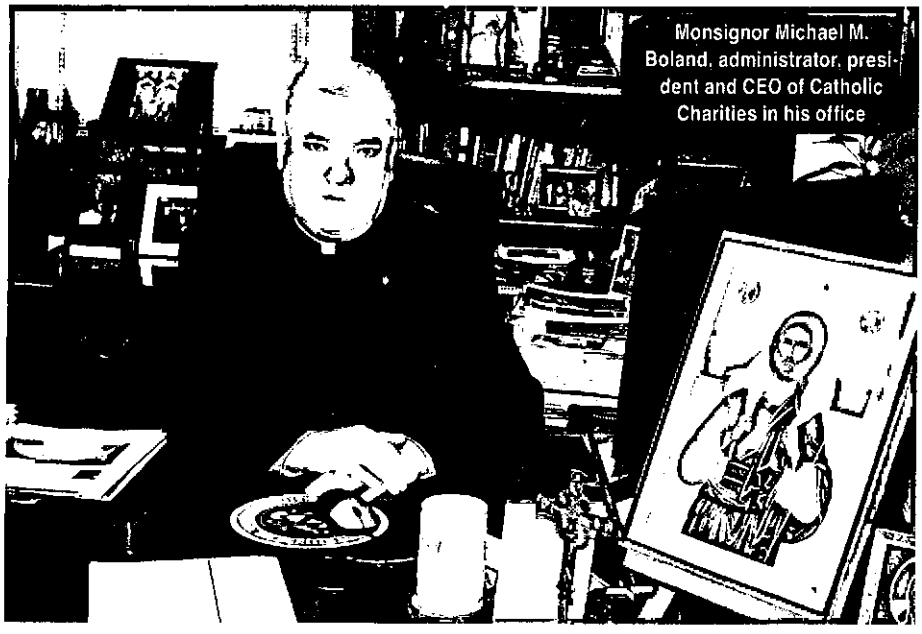
Catholic Charities is not new to helping people deal with prolonged unemployment. Founded in 1917, the agency survived the Depression of the 1930s.

"The history of Catholic Charities is always responding to the needs of the times," Boland said. Near the end of World War I, a group of Chicago businessmen that included Marshall Field approached then-Cardinal George Mundelein and asked for a centralized charity. They sought to relieve the burden on local parishes, which were struggling to meet the needs of immigrants and the poor, he added. Chicago's is now the largest Catholic Charities of any diocese in the U.S.

Unaccompanied children were the first area of concern, whether orphans or runaways, Boland said. There were also unwed mothers and those whose husbands had moved elsewhere in search of work, along with isolated elderly.

During the 1960s and the War on Poverty, Catholic Charities began to offer Head Start services to children, and in the 1980s it became one of the largest providers of foster care and other child welfare services. In the 1990s and end of the 20th century, there was

The history of Catholic Charities is always responding to the needs of the times.



Monsignor Michael M. Boland, administrator, president and CEO of Catholic Charities in his office

more growth in programs for senior citizens and construction of nearly 20 affordable residences for them: 1,200 apartments. Next year, the 42-unit, $8.5 million All Saints residence will open in Roseland, built with green construction methods.

Simultaneously, Catholic Charities worked with state and federal governments on a new model for distributing food and social services through the Women Infants and Children (WIC) program. Its 16 WIC nutrition centers distribute food to just over 120,000 people annually. Clients also receive food demonstrations, nutrition classes, health screenings, community employment opportunities, job training and access to other health and social services.

"As the social services arm of the Catholic Church, we are compelled by the struggles we witness and the needs we encounter," Boland wrote in *Feeding a Family*, a pamphlet that describes the 29 million meals the agency provided in 2011 to 500,000 people, along with its 26 nutrition programs and 10 food pantries open to anyone in need.

Lunch-n-More, for example, offers 860 meals daily to homebound seniors or those who take meals at senior centers where they socialize. Another program delivers 7,000 meals daily in summer for Chicago Public School children. Cooks for this latter program are veterans, at-risk youth, women in recovery who are using it as job training.

The agency also screened 800 clients for food stamps between October 2010 and the end of June. The 659 successful applicants have received $114,366 in benefits.

Hunger means lost potential "in a society that should be capable of sustaining the basic needs of its population," Francis Cardinal George wrote in the same *Feeding a Family* pamphlet. Toward that end, Catholic Charities had food recommendations for various units of government.

Among those for the federal government, it sought full funding for WIC, food stamps, school breakfasts and lunch, and summer meals. It urged state governments to simplify eligibility guidelines for food stamps. City governments and those of Cook and Lake counties could increase their use of federal nutrition programs, work with school districts to offer school lunches and breakfasts, and conduct food stamp outreach to Latinos.

Downstairs from Boland's office on LaSalle Street, Catholic Charities opens its doors for dinner to 150 people five nights a week. While it donates and staffs the dinners on Tuesdays, it receives help from other partners – Fourth Presbyterian Church, Holy Name Cathedral and HELP – on the other four days. Another 75 people – a growing number who don't fit into the hall – receive sack lunches.

Churches in Hazel Crest, Midlothian and DesPlaines each serve roughly another 100 people. Many of them are employed but put the money they would have otherwise spent on food toward rent or medicine.

Once a month the City sends a healthcare van to the Chicago meal site while Catholic Charities volunteers provide legal assistance so that clients can move on with their lives.

Volunteers help Catholic Charities make efficient use of its finances but they also give the dinners a human dimension, Boland said. Perhaps 20 volunteers walk about the tables and pour coffee. The aim is to systemati-

Monsignor Boland at an event on the Holy Name Cathedral campus.

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After school programming at Catholic Charities' child development centers keeps kids safe in the afternoons and provides homework help and recreation.

cally reduce poverty, and Boland is emphatic about operations.

"We want people to visit and talk as much as they can," he said. "We want [the volunteers] to be welcoming, talking to them, not just throwing a plate in front of them."

Similarly, people in shelters know they are most vulnerable when they close their eyes, so they appreciate a safe, well-run operation where they are not treated like cattle, Boland said. "We always work to the highest levels of accreditation. There's a lot of things we really go into before we do something. Some of our senior residences have won awards architecturally. We make sure it's a beautiful place."

Mike and Barbara Klasa, for example, moved into Frances Manor in Des Plaines after Mike, a former real estate broker, developed serious health problems that affected his ability to work and consequently pay the mortgage for the house the couple had owned for 20 years.

"We had a nice house, a nice car," Mike says, in accented English. He and Barbara immigrated together to Chicago from Poland decades ago.

Mike, 70, had open heart surgery in 2003, and also a vascular condition that made it hard for him to walk. He also is also battling cancer. "When I got to 65 I could already see that I would probably never pay off my house," he explains. Five years ago, Barbara saw an advertisement for affordable senior housing in a newspaper. They applied at Frances Manor, one of Catholic Charities' affordable apartment buildings for seniors, not knowing if it would really be a fit for them. They were on a wait list for over four years. Then things began to happen quickly.

By April 2010, the Klasas could no longer pay the mortgage on their home. "We were really afraid that we would be on the street," Mike recalls. But two months later, they got a notice from Frances Manor. There was an opening: were they still interested?

The couple has their own car, which they take to Mike's doctor's appointments and to go shopping. But if they choose not to drive, Frances Manor has a van that makes regular trips ro local stores.

Boland points with similar pride to St. Leo's Home for veterans. Built in a former church complex on the South Side, it was a pilot project of the Veterans Administration, the result of federal legislation on homeless vets.

"I said it has to be a nice place to live and it has to include health care nearby," Boland said. Catholic Charities built the clinic, which the VA staffs in addition to providing job training; 250 vets have found employment in the last two years.

"We're very proud of how it worked," Boland said. "We're in for the long haul. Going back 94 years, Catholic Charities doesn't close up shop."

HOLY FAMILY VILLA
CON APPLICATION
CHARITY CARE INFORMATION

CHARITY CARE			
	2008	**2009**	**2010**
Net Patient Revenue	$68,000	$71,848	$69,226
Amount of Charity Care (charges)			
Cost of Charity Care	$68,000	$71,848	$69,226