NOTICE OF CORRECTION

FOR

VILLAGE OF BENSENVILLE
DuPage and Cook Counties, Illinois

$6,815,000 Taxable General Obligation Bonds (Alternate Revenue Source - Qualified Energy Conservation Bonds Direct Payment), Series 2014B

$600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C

Date of Sale:
Tuesday, November 18, 2014
The 2014C Bonds: 9:15 - 9:30 A.M., C.S.T.
The 2014B Bonds: 10:15 - 10:30 A.M., C.S.T.
(Open Speer Auction)

Referencing the Final Official Statement dated December 9, 2014 for the above referenced bond issues:

THE MATURITY SCHEDULE FOR THE SERIES 2014C BONDS HAS BEEN REVISED:

AMOUNTS, MATURITIES, INTEREST RATES, YIELDS AND CUSIP NUMBERS

Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)	Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)
$45,000	2015	2.000%	0.500%	082419 ZU9	$ 85,000	2017	2.000%	1.500%	082419 ZW5
50,000	2016	2.000%	1.000%	082419 ZV7	***420,000***	2018	2.000%	1.800%	082419 ZX3

PLEASE SEE REVISED PAGE 3 (ATTACHED)

Revised December 9, 2014

For additional information please contact Speer Financial, Inc., Suite 4100, One North LaSalle Street, Chicago, Illinois 60602; telephone (312) 346-3700; FAX (312) 346-8833.

THE 2014C BONDS

Issue: $600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C.

Interest Due: Each June 30 and December 30, commencing June 30, 2015.

Principal Due: Serially each December 30, commencing December 30, 2015 through 2018, as detailed below.

No Optional Redemption: The 2014C Bonds are **not** subject to optional redemption prior to maturity.

Security: The 2014C Bonds will constitute valid and legally binding obligations of the Village payable from ad valorem taxes levied against all taxable property therein without limitation as to rate, except that the rights of the owners of the 2014C Bonds and the enforceability of the 2014C Bonds may be limited by bankruptcy, insolvency, moratorium, reorganization and other similar laws affecting creditors' rights and by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. The amount of said taxes that may be extended to pay the 2014C Bonds is, however, limited as provided by law. See **"DESCRIPTION OF THE 2014C BONDS"** herein.

Purpose: The 2014C Bond proceeds will be used to fund an escrow to currently refund a portion of the Village's outstanding General Obligation Refunding Bonds (Alternate Revenue Source), Series 2012A (the "2012A Bonds"), and to pay the costs of issuing the 2014C Bonds. See **"PLAN OF FINANCING - THE 2014C BONDS"** herein.

Escrow Agent: The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.

AMOUNTS, MATURITIES, INTEREST RATES, YIELDS AND CUSIP NUMBERS

Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)	Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)
$45,000	2015	2.000%	0.500%	082419 ZU9	$ 85,000	2017	2.000%	1.500%	082419 ZW5
50,000	2016	2.000%	1.000%	082419 ZV7	**420,000**	2018	2.000%	1.800%	082419 ZX3

(1)CUSIP numbers appearing in this Revised Final Official Statement have been provided by the CUSIP Service Bureau, which is managed on behalf of the American Bankers Association by Standard &Poor's, a division of the McGraw-Hill Companies, Inc. The Village is not responsible for the selection of CUSIP numbers and makes no representation as to their correctness on the Bonds or as set forth in this Revised Final Official Statement.

New Issue

Investment Rating:
Standard & Poor's ... AA- (Stable)

Final Official Statement Dated November 18, 2014

In the opinion of Ice Miller LLP, Bond Counsel, interest on the Bonds ***IS*** *subject to federal taxation. See* ***"CERTAIN FEDERAL INCOME TAX CONSIDERATIONS"*** *herein for a more complete discussion.*

VILLAGE OF BENSENVILLE

DuPage and Cook Counties, Illinois

$6,815,000 Taxable General Obligation Bonds (Alternate Revenue Source - Qualified Energy Conservation Bonds Direct Payment), Series 2014B

$600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C

Dated Date of Delivery | **Book-Entry** | **Due Serially as Detailed Herein**

The $6,815,000 Taxable General Obligation Bonds (Alternate Revenue Source - Qualified Energy Conservation Bonds Direct Payment), Series 2014B (the "2014B Bonds") and the $600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C (the "2014C Bonds", and together with the 2014B Bonds, the "Bonds") are being issued by the Village of Bensenville, DuPage and Cook Counties, Illinois (the "Village"). Interest on the 2014B Bonds is payable semiannually on June 15 and December 15, of each year, commencing June 15, 2015. Interest on the 2014C Bonds is payable semiannually on June 30 and December 30, of each year, commencing June 30, 2015. Interest is calculated based on a 360-day year of twelve 30-day months. The Bonds will be issued using a book-entry system. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The ownership of one fully registered Bond for each maturity will be registered in the name of Cede & Co., as nominee for DTC and no physical delivery of Bonds will be made to purchasers. The 2014B Bonds will mature on December 15 and the 2014C Bonds will mature on December 30, as detailed herein.

OPTIONAL REDEMPTION

The 2014B Bonds are subject to optional redemption and to extraordinary mandatory redemption. See **"DESCRIPTION OF THE 2014B BONDS - Optional Redemption and Extraordinary Mandatory Redemption"** herein.

The 2014C Bonds are **not** subject to optional redemption prior to maturity.

PURPOSE, LEGALITY AND SECURITY

The 2014B Bond proceeds will be used to finance a part of the cost of the acquisition, construction and equipping of a new police station, in accordance with one or more Qualified Conservation Purposes (defined herein), and to pay the costs of issuing the 2014B Bonds. See **"THE 2014B PROJECT"** herein.

The 2014B Bonds will constitute valid and legally binding obligations of the Village payable (a) ratably and equally with the Village's outstanding General Obligation Bonds (Alternate Revenue Source), Series 2013E (the "2013E Bonds"), General Obligation Bonds (Alternate Revenue Source), Series 2011A (the "2011A Bonds"), General Obligation Refunding Bonds (Alternate Revenue Source), Series 2011D (the "2011D Bonds", together with the 2013E Bonds and 2011A Bonds, the "Prior Sales Tax Bonds") and with the General Obligation Bonds (Alternate Revenue Source), Series 2014D (the "2014D Bonds") being issued concurrently with the 2014B Bonds, from all collections distributed to the Village from the Retailer's Occupation Taxes, Service Occupation Taxes, Use Taxes and Service Use Taxes (collectively, the "Sales Taxes") and such other funds legally available and appropriated therefore (the "Other Funds", together with the Sales Taxes, the " 2014B Pledged Revenues"); and (b) ad valorem taxes levied against all taxable property in the Village without limitation as to rate or amount (the "2014B Pledged Taxes"), except that the rights of the 2014B Bondholders and enforceability of the 2014B Bonds may be limited by bankruptcy, reorganization, moratorium, insolvency and other similar laws relating to creditors' rights by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. See **"DESCRIPTION OF THE 2014B BONDS"** herein.

The 2014C Bond proceeds will be used to fund an escrow to currently refund a portion of the Village's outstanding General Obligation Refunding Bonds (Alternate Revenue Source), Series 2012A (the "2012A Bonds"), and to pay the costs of issuing the 2014C Bonds. See **"PLAN OF FINANCING -THE 2014C BONDS"** herein.

The 2014C Bonds will constitute valid and legally binding obligations of the Village payable from ad valorem taxes levied against all taxable property therein without limitation as to rate, except that the rights of the owners of the 2014C Bonds and the enforceability of the 2014C Bonds may be limited by bankruptcy, insolvency, moratorium, reorganization and other similar laws affecting creditors' rights and by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. The amount of said taxes that may be extended to pay the 2014C Bonds is, however, limited as provided by law. See **"DESCRIPTION OF THE 2014C BONDS"**.

This Final Official Statement is dated November 18, 2014, and has been prepared under the authority of the Village. An electronic copy of this Final Official Statement is available from the www.speerfinancial.com web site under "Debt Auction Center/Competitive Official Statement Sales Calendar". Additional copies may be obtained from Mr. Timothy Sloth, Finance Director, Village of Bensenville, 12 South Center Street, Bensenville, Illinois 60106, or from the Independent Public Finance Consultants to the Village:

Established 1954

Speer Financial, Inc.

INDEPENDENT PUBLIC FINANCE CONSULTANTS

ONE NORTH LASALLE STREET, SUITE 4100 • CHICAGO, ILLINOIS 60602

Telephone: (312) 346-3700; Facsimile: (312) 346-8833

www.speerfinancial.com

No dealer, broker, salesman or other person has been authorized by the Village to give any information or to make any representations with respect to the Bonds other than as contained in the Official Statement or the Final Official Statement and, if given or made, such other information or representations must not be relied upon as having been authorized by the Village. Certain information contained in the Official Statement and the Final Official Statement may have been obtained from sources other than records of the Village and, while believed to be reliable, is not guaranteed as to completeness. THE INFORMATION AND EXPRESSIONS OF OPINION IN THE OFFICIAL STATEMENT AND THE FINAL OFFICIAL STATEMENT ARE SUBJECT TO CHANGE, AND NEITHER THE DELIVERY OF THE OFFICIAL STATEMENT OR THE FINAL OFFICIAL STATEMENT NOR ANY SALE MADE UNDER EITHER SUCH DOCUMENT SHALL CREATE ANY IMPLICATION THAT THERE HAS BEEN NO CHANGE IN THE AFFAIRS OF THE VILLAGE SINCE THE RESPECTIVE DATES THEREOF.

References herein to laws, rules, regulations, ordinances, resolutions, agreements, reports and other documents do not purport to be comprehensive or definitive. All references to such documents are qualified in their entirety by reference to the particular document, the full text of which may contain qualifications of and exceptions to statements made herein. Where full texts have not been included as appendices to the Official Statement or the Final Official Statement, they will be furnished on request. This Official Statement does not constitute an offer to sell, or solicitation of an offer to buy, any securities to any person in any jurisdiction where such offer or solicitation of such offer would be unlawful.

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BOND ISSUE SUMMARY

This Bond Issue Summary is expressly qualified by the entire Final Official Statement which is provided for the convenience of potential investors and which should be reviewed in its entirety by potential investors. The following descriptions apply equally to the 2014B Bonds and the 2014C Bonds. Other terms specific to each series are provided separately herein.

Issuer:	Village of Bensenville, DuPage and Cook Counties, Illinois.
Dated Date:	Date of delivery, expected to be on or about December 9, 2014.
Authorization:	Proceedings taken by the corporate authorities of the Village, including adoption of the bond ordinances.
Credit Rating:	The Bonds have been rated "AA-" (Stable) by Standard & Poor's, a Division of the McGraw-Hill Companies. See "**INVESTMENT RATING**" herein.
Tax Exemption:	**None.** Interest on the Bonds is includible in gross income for federal income tax purposes. See **"CERTAIN FEDERAL INCOME TAX CONSIDERATIONS"** herein. Interest on the Bonds is not exempt from present State of Illinois income taxes.
Bond Registrar/Paying Agent:	The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.
Delivery:	The Bonds are expected to be delivered on or about December 9, 2014.
Book-Entry Form:	The Bonds will be registered in the name of Cede & Co. as nominee for The Depository Trust Company ("DTC"), New York, New York. DTC will act as securities depository of the Bonds. See **APPENDIX B** herein.
Denomination:	$5,000 or integral multiples thereof.
Financial Advisor:	Speer Financial, Inc., Chicago, Illinois.

THE 2014B BONDS

Issue: $6,815,000 Taxable General Obligation Bonds (Alternate Revenue Source - Qualified Energy Conservation Bonds Direct Payment), Series 2014B.

Interest Due: Each June 15 and December 15, commencing June 15, 2015.

Principal Due: December 15, 2034, as detailed below.

Optional Redemption: The 2014B Bonds are subject to optional redemption. See **"DESCRIPTION OF THE 2014B BONDS - Optional Redemption"** herein.

Mandatory Redemption: The 2014B Bonds are subject to extraordinary mandatory redemption. See **"DESCRIPTION OF THE 2014B BONDS - Extraordinary Mandatory Redemption"** herein.

Security: The 2014B Bonds will constitute valid and legally binding obligations of the Village payable (a) ratably and equally with the Village's outstanding General Obligation Bonds (Alternate Revenue Source), Series 2013E (the "2013E Bonds"), General Obligation Bonds (Alternate Revenue Source), Series 2011A (the "2011A Bonds"), General Obligation Refunding Bonds (Alternate Revenue Source), Series 2011D (the "2011D Bonds", together with the Series 2013E Bonds and 2011A Bonds, the "Prior Sales Tax Bonds") and with the General Obligation Bonds (Alternate Revenue Source), Series 2014D (the "2014D" Bonds") being issued concurrently with the 2014B Bonds, from all collections distributed to the Village from the Retailer's Occupation Taxes, Service Occupation Taxes, Use Taxes and Service Use Taxes (collectively, the "Sales Taxes") and such other funds legally available and appropriated therefore (the "Other Funds", together with the Sales Taxes, the " 2014B Pledged Revenues"); and (b) ad valorem taxes levied against all taxable property in the Village without limitation as to rate or amount (the "2014B Pledged Taxes"), except that the rights of the Bondholders and enforceability of the 2014B Bonds may be limited by bankruptcy, reorganization, moratorium, insolvency and other similar laws relating to creditors' rights by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. See **"DESCRIPTION OF THE 2014B BONDS"** herein.

Purpose: The 2014B Bond proceeds will be used to finance a part of the cost of the acquisition, construction and equipping of a new police station, in accordance with one or more Qualified Conservation Purposes (defined herein), and to pay the costs of issuing the 2014B Bonds. See **"THE 2014B PROJECT"** herein.

Trustee: The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.

AMOUNT, MATURITY, INTEREST RATE, YIELD AND CUSIP NUMBER

Principal Amount	Due Dec. 15	Interest Rate	Yield	CUSIP Number(1)
$6,815,000	2034	4.875%	4.875%	082419 ZT2

(1) CUSIP numbers appearing in this Final Official Statement have been provided by the CUSIP Service Bureau, which is managed on behalf of the American Bankers Association by Standard Poor's, a division of the McGraw-Hill Companies, Inc. The Village is not responsible for the selection of CUSIP numbers and makes no representation as to their correctness on the Bonds or as set forth in this Final Official Statement.

THE 2014C BONDS

Issue: $600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C.

Interest Due: Each June 30 and December 30, commencing June 30, 2015.

Principal Due: Serially each December 30, commencing December 30, 2015 through 2018, as detailed below.

No Optional Redemption: The 2014C Bonds are **not** subject to optional redemption prior to maturity.

Security: The 2014C Bonds will constitute valid and legally binding obligations of the Village payable from ad valorem taxes levied against all taxable property therein without limitation as to rate, except that the rights of the owners of the 2014C Bonds and the enforceability of the 2014C Bonds may be limited by bankruptcy, insolvency, moratorium, reorganization and other similar laws affecting creditors' rights and by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion. The amount of said taxes that may be extended to pay the 2014C Bonds is, however, limited as provided by law. See **"DESCRIPTION OF THE 2014C BONDS"** herein.

Purpose: The 2014C Bond proceeds will be used to fund an escrow to currently refund a portion of the Village's outstanding General Obligation Refunding Bonds (Alternate Revenue Source), Series 2012A (the "2012A Bonds"), and to pay the costs of issuing the 2014C Bonds. See **"PLAN OF FINANCING - THE 2014C BONDS"** herein.

Escrow Agent: The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.

AMOUNTS, MATURITIES, INTEREST RATES, YIELDS AND CUSIP NUMBERS

Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)	Principal Amount	Due Dec. 30	Interest Rate	Yield	CUSIP Number(1)
$45,000	2015	2.000%	0.500%	082419 ZU9	$ 85,000	2017	2.000%	1.500%	082419 ZW5
50,000	2016	2.000%	1.000%	082419 ZV7	425,000	2018	2.000%	1.800%	082419 ZX3

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DESCRIPTION OF THE 2014B BONDS

Security: Alternate Revenue Sources and Tax Levy

The 2014B Bonds will constitute valid and legally binding obligations of the Village payable (a) ratably and equally with the Village's outstanding General Obligation Bonds (Alternate Revenue Source), Series 2013E (the "2013E Bonds"), General Obligation Bonds (Alternate Revenue Source), Series 2011A (the "2011A Bonds"), General Obligation Refunding Bonds (Alternate Revenue Source), Series 2011D (the "2011D Bonds", together with the 2013E Bonds and 2011A Bonds, the "Prior Sales Tax Bonds") and with the General Obligation Bonds (Alternate Revenue Source), Series 2014D (the "2014D Bonds") being issued concurrently with the 2014B Bonds, from all collections distributed to the Village from the Retailer's Occupation Taxes, Service Occupation Taxes, Use Taxes and Service Use Taxes (collectively, the "Sales Taxes") and such other funds legally available and appropriated therefore (the "Other Funds", together with the Sales Taxes, the " 2014B Pledged Revenues"); and (b) ad valorem taxes levied against all taxable property in the Village without limitation as to rate or amount (the "2014B Pledged Taxes"), except that the rights of the 2014B Bondholders and enforceability of the 2014B Bonds may be limited by bankruptcy, reorganization, moratorium, insolvency and other similar laws relating to creditors' rights by equitable principles, whether considered at law or in equity, including the exercise of judicial discretion.

In the ordinance authorizing the issuance of the 2014B Bonds (the "2014B Bond Ordinance") to be adopted by the President of the Board of Trustees of the Village (the "Board") on November 18, 2014, the Village covenants and agrees with the purchasers and the owners of the 2014B Bonds that so long as any of the 2014B Bonds remain outstanding, the Village will take no action or fail to take any action which in any way would adversely affect the ability of the Village to collect the 2014B Pledged Revenues or, except for abatement of tax levies as permitted in the 2014B Bond Ordinance, to levy and collect the 2014B Pledged Taxes. The Village and its officers will comply with all present and future applicable laws in order to assure that the 2014B Pledged Revenues will be available and that the 2014B Pledged Taxes will be levied, extended and collected as provided in the 2014B Bond Ordinance and deposited in the bond fund created under the 2014B Bond Ordinance in connection with the 2014B Bonds (the "2014B Bond Fund").

The 2014B Bond Ordinance provides for the levy of ad valorem taxes, unlimited as to rate or amount, upon all taxable property within the Village in amounts sufficient to pay, as and when due, all principal of and interest on the 2014B Bonds. Such 2014B Bond Ordinance will be filed with the County Clerks of DuPage and Cook Counties, Illinois (the "County Clerks"), and will serve as authorization to the County Clerks to extend and collect the property taxes as set forth in such 2014B Bond Ordinance to pay the 2014B Bonds.

For the purpose of providing funds required to pay the interest on the 2014B Bonds promptly when and as the same falls due, and to pay and discharge the principal thereof at maturity, the Village covenants and agrees with the purchasers and the owners of the 2014B Bonds that the Village will deposit the 2014B Pledged Revenues into the 2014B Bond Fund. The 2014B Pledged Revenues are pledged to the payment of the 2014B Bonds and the Board covenants and agrees to provide for, budget, collect and apply the 2014B Pledged Revenues to the payment of the 2014B Bonds and the provision of not less than an additional .25 times debt service.

Designation of the 2014B Bonds as Qualified Energy Conservation Bonds

DuPage County adopted Resolution FI-R-0248-14 on September 9, 2014 authorizing the transfer and reallocation of $6,818,550 of Qualified Energy Conservation Bonds bonding capacity to the Village.

The Village intends to designate the 2014B Bonds as taxable "Qualified Energy Conservation Bonds" pursuant to Section 54 of the Internal Revenue Code of 1986, as amended (the "Code"). Qualified Energy Conservation Bonds may generally be issued by a governmental entity to finance certain types of energy conservation and renewable energy projects, including capital expenditures incurred for one or more "qualified conservation purposes" as described in Section 54D of the Code ("Qualified Conservation Purposes"), including, but not limited to, reducing energy consumption in publicly owned buildings by at least 20%. The total amount of Qualified Energy Conservation Bonds that may be issued is subject to an overall national limit of $3.2 billion, of which the Village has been allocated the authority to issue up to $6,818,550 of such obligations.

Under Section 6431 of the Code, issuers of Qualified Energy Conservation Bonds may elect to receive cash payments (the "QECB Payments") from the Treasury Department of the United States of America (the "Treasury"). The Village intends to receive QECB Payments from the Treasury in connection with the 2014B Bonds. QECB Payments are treated as overpayments of tax, and accordingly are subject to offset against certain amounts that may be owed by the Village to the federal government or its agencies. In addition, it is possible that the QECB Payments could be reduced or eliminated or the timing of the payment thereof altered as a result of a change in federal law. The amount of QECB Payments is currently subject to sequestration and therefore reduced under the Budget Control Act of 2011, Pub. L. No. 112-25, 125 Stat. 240 and other legislation, and may be sequestered in future years. No tax credit or other tax benefits will be available to holders of the 2014B Bonds.

QECB Payments received by the Village with respect to the 2014B Bonds do not constitute pledged Sales Tax revenues for purposes of the 2014B Bond Ordinance and are not pledged to the payment of the 2014B Bonds. Owners of the 2014B Bonds shall have no rights to the QECB Payments received by the Village with respect to the 2014B Bonds.

In the event unexpended proceeds of the 2014B Bonds remain on deposit in the 2014B Project Account of the Project Fund on the third anniversary of the date of issuance of the 2014B Bonds, the 2014B Bonds will be subject to extraordinary mandatory redemption as described under "Extraordinary Mandatory Redemption".

Escrow Agreement for Sinking Fund

In or to meet the requirements of Section 54A(d)(4)(C) of the Code the Village will enter into an escrow agreement (the "2014B Escrow Agreement") and will make deposits from the 2014B Pledged Revenues for the purpose of paying the principal of the 2014B Bonds when due and upon redemption.

Optional Redemption and Extraordinary Mandatory Redemption

The 2014B Bonds are subject to optional redemption and to extraordinary mandatory redemption.

Optional Redemption

The 2014B Bonds are subject to redemption prior to maturity at the option of the Village in whole or in part, in integral multiples of $5,000 on December 15, 2019 and on any date thereafter at the redemption price of par plus accrued interest to the date fixed for redemption.

Extraordinary Mandatory Redemption

The 2014B Bonds are subject to extraordinary mandatory redemption within 90 days after the Expenditure Termination Date (defined below), in whole or in part and if in part, by lot, in such principal amounts, at a redemption price of par, plus accrued interest in a principal amount equal to the sum (i) the unexpended Available Project Proceeds (defined below), as of the Expenditure Termination Date and (ii) such additional amount so that the aggregate principal amount of the 2014B Bonds to be redeemed is $5,000 or an integral multiple of $5,000. The Village shall select the date of redemption, which date shall be within 90 days after the Expenditure Termination Date. If the Expenditure Termination Date is extended to date later than December 9, 2017, the Village shall file with the Municipal Securities Rulemaking Board for disclosure on its Electronic Municipal Market Access ("EMMA") system, a written notice of the new Expenditure Termination Date.

"Available Project Proceeds" means the excess of the proceeds of the sale of the 2014B Bonds, over the issuance costs financed by the 2014B Bonds (to the extent that such costs do not exceed two percent of such proceeds), and the proceeds from any investment of such excess.

"Expenditure Termination Date" means December 9, 2017, the third anniversary date of the date of issuance of the 2014B Bonds, and the last date of the "expenditure period" as defined in Section 54A(d)(2)(B)(ii) of the Code or, upon the extension of such "expenditure period" pursuant to Section 54(d)(2)(B)(iii) of the Code, the last day of the "expenditure period" as so extended.

Mandatory Sinking Fund Payments

Pursuant to the 2014B Bond Ordinance, the Village has established a sinking fund for the 2014B Bonds and has agreed to make annual sinking fund payments into the sinking fund for the retirement of the 2014B Bonds as shown below. The sinking fund will be held by The Bank of New York Mellon Trust Company, N.A., Chicago, Illinois.

Sinking Fund Payments

Date of Deposit	Annual Amount	Cumulative
12/15/2019	$ 265,000	$ 265,000
12/15/2020	200,000	465,000
12/15/2021	550,000	1,015,000
12/15/2022	550,000	1,565,000
12/15/2023	325,000	1,890,000
12/15/2024	225,000	2,115,000
12/15/2025	225,000	2,340,000
12/15/2026	300,000	2,640,000
12/15/2027	25,000	2,665,000
12/15/2028	25,000	2,690,000
12/15/2029	25,000	2,715,000
12/15/2030	100,000	2,815,000
12/15/2031	1,000,000	3,815,000
12/15/2032	1,000,000	4,815,000
12/15/2033	1,000,000	5,815,000
12/15/2034	1,000,000	6,815,000
	$6,815,000	

Highlights of Alternate Bonds

Section 15 of the Debt Reform Act provides that whenever there exists for a governmental unit (such as the Village) a revenue source, the Village may issue its general obligation bonds payable from any revenue source, and such general obligation bonds may be referred to as "alternate bonds." Such bonds are general obligation debt payable from the pledged revenues with the general obligation of the Village as back-up security. The Debt Reform Act prescribes several conditions that must be met before alternate bonds payable from a revenue source may be issued.

First, alternate bonds must be issued for a lawful corporate purpose. If issued payable from a revenue source, which revenue source is limited in its purposes or applications, then the alternate bonds can only be issued for such limited purposes or applications.

Second, the question of issuance must be submitted to referendum if, within the time provided by law following publication of an authorizing resolution and notice of intent to issue alternate bonds, a petition signed by the requisite number of registered voters in the governmental unit is filed. On August 2, 2013, an authorizing ordinance for an amount not to exceed $16,000,000 and notice of intent to issue alternate bonds were published in the Bensenville Press. The thirty day petition period has expired.

Third, an issuer must demonstrate that the pledged revenues are sufficient in each year to provide an amount not less than 1.25 times debt service on the alternate bonds payable from such revenue source previously issued and outstanding and the alternate bonds proposed to be issued. The sufficiency of the revenue source must be supported by the most recent audit of the governmental unit. The audit must be for a fiscal year ending not earlier than 18 months prior to the issuance of the alternate bonds. If the audit does not adequately show such revenue source or if such source of revenue is shown to be insufficient, then the determination of sufficiency must be supported by the report of an independent accountant or feasibility analyst, the latter having a national reputation for expertise in such matters. Such report must demonstrate the sufficiency of the revenue and explain how the revenues will be greater than those shown in the audit. Whenever such sufficiency is demonstrated by reference to a schedule of higher rates or charges for enterprise revenues or a higher tax imposition for a revenue source, such higher rates, charges or taxes must be imposed by an Ordinance or resolution adopted prior to the delivery of the alternate bonds.

Fourth, the revenue source must be pledged to the payment of the alternate bonds.

Last, the governmental unit must covenant to provide for, collect and apply the revenue source to the payment of the alternate bonds and to provide for an amount equal to not less than an additional .25 times debt service.

The Village will comply with all of the aforementioned conditions prior to the issuance of the 2014B Bonds, including demonstrating that the Pledged Revenues are sufficient in each year to make debt service payments on the 2014B Bonds, the Prior Sales Tax Bonds and the 2014D Bonds by reference to the Village's audit for the fiscal year ending December 31, 2013. See **"THE 2014B PROJECT"** herein.

Abatement of Pledged Taxes

Whenever funds are available to pay any principal of or interest on the 2014B Bonds when due, the Village will direct the deposit of such funds into the 2014B Bond Fund created solely for such purpose and the Board of the officers of the Village acting with proper authority, will direct the abatement of the Pledged Taxes, and proper notification of such abatement will be filed with the County Clerks in a timely manner to effect such abatement. The Village covenants in the 2014B Bond Ordinance to deposit monthly into the 2014B Bond Fund an amount equal to one-sixth (1/6) of the next scheduled interest payment and one-twelfth (1/12) of the next scheduled principal payment. **The Village pledges to abate the levy for the 2014B Bonds only upon full funding of the 2014B Bond Fund in the appropriate levy amount.**

Bond Fund

The Village will deposit the appropriate 2014B Pledged Revenues and the 2014B Pledged Taxes into a separate 2014B Bond Fund, which is a trust fund established for the purpose of carrying out the covenants, terms and conditions imposed upon the Village by the 2014B Bond Ordinance. The 2014B Bonds are secured by a pledge of all of the monies on deposit in the 2014B Bond Fund, and such pledge is irrevocable until the 2014B Bonds have been paid in full or until the obligations of the Village are discharged under the 2014B Bond Ordinance.

Additional Bonds

The Village is authorized to issue from time to time additional bonds payable from the Pledged Revenues as permitted by law and such additional bonds may share ratable and equally in the 2014B Pledged Revenues with the 2014B Bonds, the Prior Sales Tax Bonds and the 2014D Bonds; provided, however, that no such additional bonds shall be issued except in accordance with the provisions of the Debt Reform Act.

Treatment of Bonds as Debt

The 2014B Bonds will be payable from the 2014B Pledged Revenues and will not constitute an indebtedness of the Village within the meaning of any constitutional or statutory limitation, unless the 2014B Pledged Taxes will have been extended pursuant to the general obligation, full faith and credit promise supporting the 2014B Bonds, in which case the amount of the outstanding 2014B Bonds will be included in the computation of indebtedness of the Village for purposes of all statutory provisions or limitations until such time as an audit of the Village shows that the 2014B Bonds have been paid from the 2014B Pledged Revenues for a complete fiscal year, in accordance with the Debt Reform Act.

Certain Risk Factors

The ability of the Village to pay the 2014B Bonds from the 2014B Pledged Revenues may be limited by circumstances beyond the control of the Village. There is no guarantee that the 2014B Pledged Revenues will continue to be available at current levels.

To the extent that 2014B Pledged Revenues may be insufficient to pay the 2014B Bonds, the 2014B Bonds are to be paid from the 2014B Pledged Taxes. If the 2014B Pledged Taxes are ever extended for the payment of the 2014B Bonds, the amount of the 2014B Bonds then outstanding will be included in the computation of indebtedness of the Village for purposes of all statutory provisions or limitations until such time as an audit of the Village shows that the 2014B Bonds have been paid from the 2014B Pledged Revenues for a complete fiscal year.

DESCRIPTION OF THE 2014C BONDS

The 2014C Bonds are limited bonds and are issued pursuant to the Illinois Municipal Code, as supplemented and amended (the "Municipal Code"), and particularly as supplemented by the Local Government Debt Reform Act of the State of Illinois, as amended (the "Debt Reform Act"). Although the obligation of the Village to pay the 2014C Bonds is a general obligation under the Municipal Code and all taxable property of the Village is subject to the levy of taxes to pay the 2014C Bonds without limitation as to rate, the amount of said taxes that will be extended to pay the 2014C Bonds is limited by the Property Tax Extension Limitation Law of the State of Illinois, as amended (the "Tax Extension Limitation Law").

The Debt Reform Act provides that the 2014C Bonds are payable from the debt service extension base of the Village, which is an amount equal to that portion of the extension for the Village for the 1994 levy year constituting an extension for payment of principal and interest on bonds issued by the Village without referendum, but not including alternate bonds issued under Section 15 of the Debt Reform Act or refunding obligations issued to refund or to continue to refund obligations of the Village initially issued pursuant to referendum. The Tax Extension Limitation Law further provides that the annual amount of taxes to be extended to pay the 2014C Bonds and all other limited bonds heretofore and hereafter issued by the Village shall not exceed the debt service extension base (the "Base") of the Village less the amount extended to pay certain other outstanding non-referendum bonds heretofore and hereafter issued by the Village and bonds issued to refund such bonds.

The 2014C Bonds constitute one of two series of limited bonds of the Village that are payable from the Base. Payments on the 2014C Bonds from the Base will be made on a parity with the payments on the Village's outstanding General Obligation Limited Tax Refunding Bonds, Series 2009. The Village is authorized to issue from time to time additional limited bonds payable from the Base and additional Unlimited Tax Bonds, as permitted by law, and to determine the lien priority of payments to be made from the Base to pay the Village's limited bonds. The amount of the Base has been calculated to be not less than $594,041.

Debt Service Extension Base Table

Levy Year	Debt Service Extension Base	CPI Factor	New DSEB	Increase From Prior DSEB
2008	$535,453	Original Base		
2009	535,453	0.10%	$535,988	$ 535
2010	535,988	2.70%	550,460	14,472
2011	550,460	1.50%	558,717	8,257
2012	558,717	3.00%	575,479	16,762
2013	575,479	1.70%	585,262	9,783
2014	585,262	1.50%	594,041	8,779

Available Non-Referendum Debt Service Extension Base Margin*(1)*

Levy Year	Debt Service Extension Base	Series 2009	Series 2014C	Available Debt Service Extension Base Margin
2014	$594,041	$(531,870)	$ (57,700)	$ 4,471
2015	594,041	(532,320)	(61,100)	621
2016	594,041	(496,320)	(95,100)	2,621
2017	594,041	0	(428,400)	165,641
2018	594,041	0	0	594,041
2019	594,041	0	0	594,041
2020	594,041	0	0	594,041

Note: (1) Source: the Village.

THE VILLAGE

The Village is located approximately 17 miles northwest of downtown Chicago bordering the southwest corner of O'Hare International Airport. Based on the Village's 2013 Equalized Assessed Valuation ("EAV"), 94.51% is located in DuPage County and 5.49% is located in Cook County. The Village contains a total area of approximately 5.6 square miles. Population as reported by the 2010 Census is 18,352.

The Village is governed by a President and six members Board of Trustees elected at large and by a full-time Village Manager. The Village Manager supervises approximately 108 full-time Village employees.

There are three unions active in the Village. The police officers belong to the Metropolitan Alliance of Police (MAP), Bensenville Police Chapter #165; police sergeants belong to Teamsters Local #714, Law Enforcement Division (Sergeants' Unit); public works and clerical staff belong to the American Federation of State, County and Municipal Employees, Council 31 (AFSCME). All three unions are under contracts which expire April 30, 2015. The Village considers its relations with employees to be good.

The Village receives its fire protection services from the Bensenville Fire Protection District Number 2 which was created May 1, 2007. Two fire stations serve the Village with one north of the SOO Line tracks and one south of the tracks. The department has an I.S.O. Rating of 4.0.

A full-time professional police department with 35 full-time sworn personnel serves the Village. The department has a patrol division, an investigations unit, a community oriented policing unit and a records division. The department's communications center functions are handled by the Addison Communications Dispatch Center which serves the communities of Bensenville, Addison and Bloomingdale.

The department utilizes and is a member of numerous task forces to effectively and efficiently address more specialized law enforcement functions. These task forces include the DuPage Major Crime Task Force, the DuPage Metropolitan Enforcement Group, the Northern Illinois Police Alarm System Mobile Field Force Unit, the DuPage County Arson Task Force and the DuPage County Sherriff's Special Operations Unit.

In addition to the task forces, the department has one patrol officer assigned to enforce truck specific regulations. The department has an arson canine unit that was obtained through a grant awarded by State Farm. Automatic external defibrillators have been purchased for utilization by patrol officers who have been trained on their use in order to provide that lifesaving service to the community.

The department and especially the Community Crime Prevention Unit are active in the schools and neighborhood Watch Program, an Airport Watch Program, and a Green Teen Zone teen center providing after school programs for teenagers. The police department has an Apartment Complex Liaison Program. The objective of this program is to allow the officers to become better acquainted with the higher density neighborhoods and to give residents and management a personal contact should a problem arise within the neighborhood. The business community is served by officers through an established business watch program and teaching BASSET to businesses that have been issued a liquor license.

Through its Emergency Management Agency, the Village has initiated a CERT program. This program will provide the Village with a trained volunteer group that will be able to support the Village not only during a disaster or declared state of emergency but during other responses related to public safety.

Water to Village residents from the municipal system is supplied from Lake Michigan through the DuPage Water Commission. The Village operates its own wastewater treatment plant. The Village is also constructing a new Wastewater treatment plant which is expected to be up and running starting spring of 2016 at the cost of $33.0 million which is funded through an IEPA low interest rate revolving loan.

Economic Development

The Village has continued its aggressive efforts to develop its economic base. In 2013, there were 108 new business licenses issued to companies coming into or relocating within the community including Village Coffee, Wal-Tek, VNA Healthcare, Expeditors International, Powerpro Engineering Inc, Midwest Graphic Industries, Mohawk Global Logistics, Primary Freight Services Inc., Fuller Grafix Inc., Geanto's Trucking Inc.

The Village's economic development activities were enhanced by the completion and the Village Board acceptance of the Federal Aviation Administration's (FAA) Airport Compatibility Grant. The resultant document, "Comprehensive Economic Development Strategy", establishes land use plans for four key subareas - the Northern and Eastern Business Parks, the Downtown, and Midtown/Irving Park Road corridor.

Capital improvements in 2013 included roadway reconstruction, water main replacement, sidewalk installation, facility upgrades, building a new police station, a water meter exchange program and fleet replacement. The first phase of the Northern Business District Reconstruction Project totaling over $11 million invested in water main replacement, storm water conveyance improvements, streetscape and roadway construction was completed in 2012. Foley Street, Henderson Street and a portion of Wood Avenue was reconstructed. New sidewalk was installed along Jefferson Street. Nearly 4,000 linear feet of water main was replaced along Jefferson Street.

Stormwater management has and continues to be a priority for the Village. In 2010, the Village completed construction of a new storm water storage basin in Veteran's Park which is owned by the Bensenville Park District (the "Park Distrtict"). This project will significantly reduce storm water impacts within adjacent residential areas and several properties are to be removed from the designated flood plain. The project also included the resurfacing of the Public Safety Building parking lot.

Other projects included the repainting and refurbishment of the Belmont Water Tower and the construction of 0.72 miles of sidewalk along Grand Avenue from York Road to Church Road.

Fleet upgrades in 2012 include Police Department purchases of two Ford Taurus' and two Ford Explorers, one Ford Fusion for Community Development and completely refurbishing two heavy duty public works vehicles.

Significant upgrades to streets and stormwater systems in the North Industrial Park are proposed. Total construction cost for the proposed projects is estimated at $22 million.

The Village holds a 21 year "TREE CITY USA" distinction from the National Arbor Day Foundation. Sponsored by the National Arbor Day Foundation, in cooperation with the Illinois Department of Natural Resources, the National Association of State Foresters and the U.S. Forest Service, TREE CITY USA promotes the economic, health and aesthetic benefits of trees through proper tree care. The program strengthens community involvement in tree planting, beautification and reforestation efforts.

O'Hare International Airport

The O'Hare Modernization Program ("OMP") continues to move forward, keeping the airport as a prime economic engine for the region and the Village. In addition to the expanded runways, the OMP is providing over 13 acres of landscaped area in the Village to beautify the central area and the York Road and Green Street corridors. When the western access to O'Hare International and the Elgin-O'Hare Expressway are completed, the Village will recognize significant value creation in economic development.

The Elgin–O'Hare Expressway/Western By–Pass, while technically not tied to the OMP, dovetails perfectly with the expanded airport. This $3.6 billion improvement will tie together I–90, I–294, I–290 and the Elgin O'Hare Expressway, with Bensenville at the crossroads. Existing highway access and connectivity are currently almost unparalleled but this new strategic improvement enhances access and location for business. Interchanges are planned for the Elgin–O'Hare and the Western By-Pass at the existing intersection of Thorndale Avenue and North York Road, Irving Park Road (IL Route 19) and York Road, and at County Line Road.

Education

The Village is served principally by School District Number 2 and Fenton High School District Number 100 located in the Village. Small parts of the Village are served by Community Unit School District Number 205 and School District Number 7. School District Number 2 operates and maintains five schools within the Village including four K-6 grade schools and a junior high school building. In addition, several parochial schools are located in the Village.

Opportunities for higher learning are provided for Village residents by the College of DuPage ("COD"), Community College District Number 502, and various colleges and universities throughout the Chicago metropolitan area. With an annual enrollment of over 36,000, COD is the largest community college in the State of Illinois in terms of enrollment. Educational programs in over 80 areas of study include associate degrees, college transfer classes, occupational and vocational programs, continuing education, and special programs such as the older Adult Institute and the Business and Professional Institute. COD employs approximately 2,500 full and part time employees.

Community Life

The Bensenville Community Public Library District, a separate taxing body, has an 18,000 square foot library building on a seven acre wooded park site in the Village that contains shelf space for more than 100,000 volumes. The library is a member of the regional DuPage Library System network.

The Park District, a separate taxing body, owns and operates White Pines Golf Course (a 260 acre, 36 hole facility), a swimming pool, community center, ice skating rink, ball fields, and tennis courts, which are situated in 11 separate park locations. The Park District owns or leases approximately 60 acres of land and shares in the joint use of school district lands for recreational purposes. Forest preserves near the Village provide additional open space for recreation.

Through joint planning with the Park District and the State of Illinois, the Redmond Retention Basin had its natural pond and wetlands qualities restored and provides fishing, boating and athletic activities. The Redmond Recreational Complex is an 88 acre facility containing an aquatic center, indoor ice arenas, walking path, softball fields, climbing wall ropes courses, baseball stadium, fitness center, gazebos, pavilion, basketball courts, 16 acre pond, skate park, soccer field, band shell, playground, party room facilities, concession stands, boat launch and an inline skating rink.

The Village expanded the summer Music in the Park series to a weekly format with live band entertainment, food-tastes and free carriage rides attracting many families to the Town Center. The Village, in cooperation with the Bensenville Arts Council, sponsors the Young Musicians Mentor Program. The program brings together musically talented young people, who are selected through an audition process, with professional musicians who serve as their mentors. They rehearse together and perform two community concerts.

Transportation

The Village is adjacent to the highway transportation hub serving O'Hare International Airport and the entire Chicago metropolitan area. Metra provides commuter transportation to Chicago's Union Station with frequent eastbound trains. Regional bus service is provided by the Regional Transit Authority and local bus service within the Village by Dial-A-Bus. Expressways near the Village include the Kennedy Expressway and the Northwest Tollway to the north (I-90); and Illinois Tri-State Tollway to the east (I-294); and the Lake Street Extension of the Eisenhower Expressway to the south (I-290); all within several miles of the Village. Illinois State Route 83 (Kingery Highway), a divided four lane highway, borders the west end of the Village.

SOCIOECONOMIC INFORMATION

Employment

Substantial employment is available in surrounding communities and throughout the Chicago metropolitan area. Numerous employers are located within the Village and in surrounding communities.

The following employment data shows the trend for employment in DuPage County. This data is ***NOT*** comparable to similar U.S. Census statistics, which would include government employment, and establishments not covered by the Illinois Unemployment Insurance Program, and could classify employment categories differently.

DuPage County Private, Non-Agricultural Employment
Covered by the Illinois Unemployment Insurance Act*(1)*

	(Data as of March for each Year)				
	2009	2010	2011	2012	2013
Farm, Forestry, Fisheries	310	280	243	342	322
Mining and Quarrying	90	84	77	96	253
Construction	23,042	19,192	19,063	18,558	19,459
Manufacturing	53,193	49,208	50,700	52,024	53,073
Transportation, Communications, Utilities	37,913	34,566	34,315	34,992	35,232
Wholesale Trade	47,984	44,552	45,609	47,015	49,281
Retail Trade	61,886	59,906	60,903	61,120	61,834
Finance, Insurance, Real Estate	39,579	37,239	37,365	38,220	40,012
Services(2)	237,881	239,883	251,853	257,521	270,266
Total	501,878	484,910	500,128	509,888	529,732

Notes: (1) Source: Illinois Department of Employment Security.
(2) Includes unclassified establishments.

Following are lists of large employers located in the Village and in the surrounding area.

Major Village Employers*(1)*

Name	Product/Service	Approximate Employment
U.S. Foodservice, Inc	Frozen Foods and Restaurant Supplies Distribution	400
Central States Trucking Co.	Local Trucking	300
Victor Envelope Manufacturing Company	Mailing Envelopes	220
Ewing-Doherty Mechanical, Inc.	Plumbing and Site Utility Contractors	200
Expeditors International of Washington, Inc.	Commercial Importer and Exporter	200
Telesource	Telephone Equipment	200
Allmetal, Inc.	Roll Formed Light Gauge Metal and Nylon Injection Molding	200
UPS Freight Services	International Freight Forwarding	200
Chicago White Metal(2)	Dies and Tools	200
Envelope Express, Inc.	Envelopes	175
Amglo Kemlite Laboratories, Inc	Electric Lamps	150
Fortune Fish Co.	Fish and Seafoods	150
Rubicon Technology, Inc.	Semiconductors and Related Devices	150
Crouch Seranko LLC	Masonry	130
Roesch Volkswagen, Inc.	Automobile Dealer	130

Notes: (1) Source: 2014 Illinois Manufacturers Directory, 2014 Illinois Services Directory and selected telephone survey.
(2) Formerly CNC Technologies, Inc.

Major Area Employers*(1)*

Location	Name	Product/Service	Approximate Employment
Elk Grove Village	Alexian Bros. Medical Center	Regional Medical Center	3,100
Elmhurst	Elmhurst Memorial Hospital	General Hospital	2,173
Elk Grove Village	Automatic Data Processing	Data Processing and Payroll Services	1,500
Addison	United Parcel Service	Parcel Delivery Service	1,400
Elmhurst	Elmhurst Community S.D. 205	Public School District	1,112
Northlake	Dr. Pepper Snapple Group	Carbonated Beverages, Juices & Water	975
Addison	Pampered Chef Ltd	Kitchen Tools Distributor	950
Franklin Park	Hill Mechanical Group	Plumbing, Heating, Air Conditioning	900
Wood Dale	Quest Diagnostics, Inc.	Blood Testing and Clinical Laboratory	900
Addison	McMaster-Carr Supply Co.	Mail Order Sales	850
Franklin Park	Canadian Pacific Railway	Railroad Yard and Repair	800
Elk Grove Village	Symons	Construction Machinery	770
Franklin Park	Nestle Chocolate & Confection	Candy and Confectionery	750
Franklin Park	Sloan Valve Co.	Plumbing Fixtures	723
Elk Grove Village	Little Lady Foods, Inc.	Bakery Products	700
Franklin Park	Fresh Express Corp.	Food Preparations	696
Elk Grove Village	Executive Building Maintenance, Inc.	Building Maintenance Services	632
Elmhurst	Elmhurst College	Education	600
Elk Grove Village	Lawrence Foods, Inc.	Fruit Fillings and Toppings	500
Elk Grove Village	Tredroc Tire Services	Tire Retreading	500

Note: (1) Source: 2014 Illinois Manufacturers Directory, 2014 Illinois Services Directory and selected telephone survey.

The following tables show employment by industry and by occupation for the Village, DuPage and Cook Counties, and the State of Illinois as reported by the U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey ("ACS").

Employment By Industry*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Classification	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Agriculture, Forestry, Fishing and Hunting, and Mining	82	0.9%	4,338	0.2%	1,096	0.2%	63,512	1.1%
Construction	709	7.5%	115,364	4.8%	22,101	4.7%	324,722	5.4%
Manufacturing	2,359	25.0%	262,106	10.8%	60,536	12.8%	767,822	12.7%
Wholesale Trade	239	2.5%	69,217	2.9%	20,184	4.3%	189,003	3.1%
Retail Trade	713	7.6%	240,271	9.9%	50,236	10.7%	658,236	10.9%
Transportation and Warehousing, and Utilities	562	6.0%	151,762	6.3%	24,925	5.3%	352,325	5.8%
Information	130	1.4%	59,488	2.5%	12,464	2.6%	130,769	2.2%
Finance and Insurance, and Real Estate and Rental and Leasing	330	3.5%	204,563	8.4%	45,653	9.7%	457,654	7.6%
Professional, Scientific, and Management, and Administrative and Waste Management Services	1,109	11.8%	326,261	13.5%	63,570	13.5%	668,506	11.1%
Educational Services and Health Care and Social Assistance	1,300	13.8%	542,361	22.4%	96,887	20.6%	1,362,901	22.6%
Arts, Entertainment and Recreation and Accommodation and Food Services	1,187	12.6%	233,937	9.6%	39,634	8.4%	532,147	8.8%
Other Services, Except Public Administration	556	5.9%	123,518	5.1%	22,544	4.8%	292,913	4.9%
Public Administration	142	1.5%	91,731	3.8%	11,357	2.4%	234,916	3.9%
Total	9,418	100.0%	2,424,917	100.0%	471,187	100.0%	6,035,426	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

Employment By Occupation*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Classification	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Management, Business, Science and Arts	2,167	23.0%	908,106	37.4%	207,848	44.1%	2,181,574	36.1%
Service	1,784	18.9%	433,308	17.9%	60,414	12.8%	1,028,655	17.0%
Sales and Office	2,124	22.6%	606,960	25.0%	128,631	27.3%	1,526,612	25.3%
Natural Resources, Construction, and Maintenance	965	10.2%	156,856	6.5%	27,665	5.9%	462,090	7.7%
Production, Transportation, and Material Moving	2,378	25.2%	319,687	13.2%	46,629	9.9%	836,495	13.9%
Total	9,418	100.0%	2,424,917	100.0%	471,187	100.0%	6,035,426	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

Unemployment Rates

The table below shows unemployment trends for the Village, DuPage and Cook Counties, and the State of Illinois.

Annual Average Unemployment Rates*(1)*

Calendar Year	The Village	DuPage County	Cook County	State of Illinois
2004.................	5.6%	4.9%	6.6%	6.2%
2005.................	5.5%	4.7%	6.5%	5.7%
2006.................	4.3%	3.4%	4.7%	4.5%
2007.................	4.9%	3.8%	5.1%	5.0%
2008.................	6.5%	5.0%	6.5%	6.5%
2009.................	10.8%	9.2%	11.0%	10.5%
2010.................	10.7%	8.3%	10.5%	10.3%
2011.................	10.5%	8.0%	10.4%	9.8%
2012.................	9.5%	7.3%	9.3%	8.1%
2013.................	8.4%	7.5%	9.6%	9.2%
2014(2)	N/A	4.9%	6.5%	6.2%

Notes: (1) Source: Illinois Department of Employment Security.
(2) Preliminary rates for September 2014.

Building Permits

Village Building Permits*(1)*
(Excludes the Value of Land)

Calendar Year	Commercial Construction	Residential Construction	Industrial Construction	Other Construction(2)	Total
2005	$ 3,642,000	$13,223,000	$15,444,000	$ 0	$32,309,000
2006	5,808,000	11,225,000	10,133,000	0	27,166,000
2007	3,993,000	9,760,000	19,881,000	0	33,634,000
2008	3,860,000	5,408,000	24,390,000	0	33,658,000
2009	5,131,000	5,726,000	22,654,000	0	33,511,000
2010	11,167,000	7,616,000	38,746,000	0	57,529,000
2011	4,035,089	3,156,623	10,140,560	0	17,332,272
2012	4,142,815	2,522,484	7,322,542	0	13,987,841
2013	0	1,902,443	0	8,286,545	10,188,988

Notes: (1) Source: the Village.
(2) Other Construction includes non-residential and over counter. Reporting format changed in 2013.

Housing

The ACS reported that the median value of the Village's owner-occupied homes was $247,900, which compares with $244,900 for Cook County, $298,500 for DuPage County and $190,800 for the State of Illinois. The market values of specified owner-occupied units for the Village, DuPage and Cook Counties, and the State of Illinois were as follows:

Specified Owner-Occupied Units*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Value	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Under $50,000	86	2.5%	36,548	3.2%	3,326	1.3%	224,361	6.9%
$50,000 to $99,999	114	3.3%	71,355	6.3%	6,785	2.7%	468,659	14.4%
$100,000 to $149,999	385	11.1%	128,827	11.3%	15,815	6.3%	482,500	14.9%
$150,000 to $199,999	545	15.7%	186,900	16.4%	28,637	11.4%	531,538	16.4%
$200,000 to $299,999	1,246	35.8%	300,856	26.4%	72,367	28.8%	712,975	21.9%
$300,000 to $499,999	1,024	29.5%	272,528	23.9%	85,338	33.9%	563,122	17.3%
$500,000 to $999,999	61	1.8%	114,947	10.1%	32,140	12.8%	214,681	6.6%
$1,000,000 or more	16	0.5%	28,174	2.5%	7,177	2.9%	50,685	1.6%
Total	3,477	100.0%	1,140,135	100.0%	251,585	100.0%	3,248,521	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

Mortgage Status*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Value	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Housing Units with a Mortgage	2,612	75.1%	810,192	71.1%	187,113	74.4%	2,238,082	68.9%
Housing Units without a Mortgage	865	24.9%	329,943	28.9%	64,472	25.6%	1,010,439	31.1%
Total	3,477	100.0%	1,140,135	100.0%	251,585	100.0%	3,248,521	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

Income

Per Capita Personal Income
for the Ten Highest Income Counties in the State*(1)*

Rank		2008-2012
1	**DuPage County**	**$38,398**
2	Lake County	38,248
3	McHenry County	32,408
4	Monroe County	32,334
5	Kendall County	31,856
6	Will County	30,407
7	Woodford County	30,401
8	**Cook County**	**30,048**
9	McLean County	29,960
10	Kane County	29,730

Note: (1) Source: U.S. Bureau of the Census. 2008-2012 American Community 5-Year Estimates.

The following shows a ranking of median family income for the Chicago metropolitan area from the 2008-2012 American Community Survey.

Ranking of Median Family Income*(1)*

County	Family Income	Rank
DuPage County	**$95,204**	**1**
Kendall County	93,153	2
Lake County	92,952	3
McHenry County	88,370	4
Will County	86,953	5
Kane County	78,892	9
Cook County	**66,124**	**22**

Note: (1) Source: U.S. Bureau of the Census. 2008-2012 American Community 5-Year Estimates.

According to the ACS, the Village had a median family income of $60,795. This compares to $66,124 for Cook County, $95,204 for DuPage County and $70,144 for the State of Illinois. The following table represents the distribution of family incomes for the Village, DuPage and Cook Counties, and the State of Illinois as reported by ACS.

Median Family Income*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Income	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Under $10,000	222	5.2%	64,046	5.4%	4,188	1.8%	133,818	4.3%
$10,000 to $14,999	114	2.7%	40,067	3.4%	3,138	1.3%	86,974	2.8%
$15,000 to $24,999	342	8.0%	98,689	8.3%	9,199	3.9%	223,395	7.1%
$25,000 to $34,999	523	12.2%	104,896	8.8%	13,464	5.6%	257,777	8.2%
$35,000 to $49,999	567	13.2%	145,383	12.2%	21,031	8.8%	382,988	12.2%
$50,000 to $74,999	786	18.3%	209,624	17.6%	38,241	16.0%	593,133	18.9%
$75,000 to $99,999	807	18.8%	162,429	13.7%	37,068	15.5%	477,963	15.2%
$100,000 to $149,999	640	14.9%	191,314	16.1%	54,609	22.9%	553,559	17.6%
$150,000 to $199,999	250	5.8%	81,238	6.8%	26,812	11.2%	218,124	6.9%
$200,000 or more	47	1.1%	91,635	7.7%	30,935	13.0%	214,616	6.8%
Total	4,298	100.0%	1,189,321	100.0%	238,685	100.0%	3,142,347	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

According to the ACS, the Village had a median household income of $58,043. This compares to $54,648 for Cook County, $78,538 for DuPage County and $56,853 for the State of Illinois. The following table represents the distribution of household incomes for the Village, DuPage and Cook Counties, and the State of Illinois as reported by ACS.

Median Household Income*(1)*

	The Village		Cook County		DuPage County		State of Illinois	
Income	Number	Percent	Number	Percent	Number	Percent	Number	Percent
Under $10,000	376	5.9%	160,478	8.3%	10,795	3.2%	329,319	6.9%
$10,000 to $14,999	333	5.2%	95,450	4.9%	8,162	2.4%	223,692	4.7%
$15,000 to $24,999	548	8.6%	200,336	10.4%	21,354	6.4%	481,833	10.1%
$25,000 to $34,999	721	11.3%	186,866	9.7%	25,073	7.5%	460,909	9.7%
$35,000 to $49,999	846	13.3%	249,606	12.9%	36,336	10.8%	622,840	13.0%
$50,000 to $74,999	1,299	20.4%	339,402	17.6%	58,070	17.3%	870,399	18.2%
$75,000 to $99,999	1,246	19.6%	235,745	12.2%	49,716	14.8%	622,617	13.0%
$100,000 to $149,999	657	10.3%	253,222	13.1%	63,493	18.9%	665,711	13.9%
$150,000 to $199,999	269	4.2%	101,113	5.2%	29,439	8.8%	250,681	5.3%
$200,000 or more	67	1.1%	111,452	5.8%	33,094	9.9%	246,274	5.2%
Total	6,362	100.0%	1,933,670	100.0%	335,532	100.0%	4,774,275	100.0%

Note: (1) Source: U.S. Census Bureau American Fact Finder 2008-2012 American Community Survey.

Sales Tax Trend

The table below shows the distribution of the municipal portion of the Retailers' Occupation, Service Occupation and Use Tax ("Sales Tax") collected by the State Department of Revenue from retailers within the Village. The table indicates the level of retail activity in the Village.

Retailers' Occupation, Service Occupation and Use Tax*(1)*

State Fiscal Ending June 30	State Sales Tax Distribution(2)	Annual Percentage Change + or (-)
2003	$3,880,328	(9.39%)(3)
2004	3,925,181	1.16%
2005	3,995,957	1.80%
2006	4,910,901	22.90%
2007	4,575,858	(6.82%)
2008	4,633,469	1.26%
2009	4,155,103	(10.32%)
2010	3,810,082	(8.30%)
2011	4,174,570	9.57%
2012	4,545,380	8.88%
2013	4,980,685	9.58%
Growth from 2003 to 2013		28.36%

Notes: (1) Source: Illinois Department of Revenue.
(2) Tax distributions are based on records of the Illinois Department of Revenue relating to the 1% municipal portion of the Retailers' Occupation, Service Occupation and Use Tax, collected on behalf of the Village less a State administration fee. The municipal 1% includes tax receipts from the sale of food and drugs which are not taxed by the State.
(3) The 2003 percentage is based on a 2002 Sales Tax of $4,282,250.

THE PROJECT - THE 2014B BONDS

The 2014B Bond proceeds will be used to partially finance the acquisition, construction and equipping of a new police station, in accordance with one or more Qualified Conservation Purposes (defined herein), and to pay the costs of issuing the 2014B Bonds. The 2014B Bonds are the second of three issues to be sold to provide the funds for the Project. The 2014D Bonds are being issued concurrently with the 2014B Bonds to complete financing of the Project.

General Obligation Bonds (Alternate Revenue Source), Series 2014B
Projected Debt Service Coverage from Pledged Sales Taxes

Calendar Year	Net Revenue Available for Debt Service(1)	Series 2011A	Series 2011D	Series 2013E	Total Debt Service	Taxable Series 2014B Interest	Taxable Series 2014B Sinking Fund	Series 2014D(2)	Total	Debt Service Coverage	Mandatory Coverage(3)
2014	$ 7,833,727	$ 875,550	$ 163,131	$ 353,813	$1,392,494	$ 0	$ 0	$ 0	$1,392,494	5.63 x	$1,740,617
2015	7,833,727	975,550	174,681	553,813	1,704,044	337,768	0	24,095	2,065,907	3.79 x	2,582,383
2016	7,833,727	972,550	185,781	647,813	1,806,144	332,231	0	373,700	2,512,075	3.12 x	3,140,093
2017	7,833,727	969,550	186,431	663,813	1,819,794	332,231	0	316,700	2,468,725	3.17 x	3,085,906
2018	7,833,727	966,050	180,431	629,063	1,775,544	332,231	0	460,700	2,568,475	3.05 x	3,210,593
2019	7,833,727	962,300	169,431	817,063	1,948,794	332,231	265,000	86,700	2,632,725	2.98 x	3,290,906
2020	7,833,727	1,083,300	615,081	497,063	2,195,444	332,231	200,000	0	2,727,675	2.87 x	3,409,593
2021	7,833,727	1,099,300	0	789,063	1,888,363	332,231	550,000	0	2,770,594	2.83 x	3,463,242
2022	7,833,727	1,339,300	0	619,063	1,958,363	332,231	550,000	0	2,840,594	2.76 x	3,550,742
2023	7,833,727	1,814,300	0	555,063	2,369,363	332,231	325,000	0	3,026,594	2.59 x	3,783,242
2024	7,833,727	1,964,300	0	543,063	2,507,363	332,231	225,000	0	3,064,594	2.56 x	3,830,742
2025	7,833,727	1,961,500	0	531,063	2,492,563	332,231	225,000	0	3,049,794	2.57 x	3,812,242
2026	7,833,727	2,049,000	0	518,688	2,567,688	332,231	300,000	0	3,199,919	2.45 x	3,999,898
2027	7,833,727	2,532,500	0	230,938	2,763,438	332,231	25,000	0	3,120,669	2.51 x	3,900,836
2028	7,833,727	3,435,000	0	229,750	3,664,750	332,231	25,000	0	4,021,981	1.95 x	5,027,476
2029	7,833,727	3,677,500	0	228,563	3,906,063	332,231	25,000	0	4,263,294	1.84 x	5,329,117
2030	7,833,727	3,580,500	0	252,375	3,832,875	332,231	100,000	0	4,265,106	1.84 x	5,331,383
2031	7,833,727	0	0	2,200,000	2,200,000	332,231	1,000,000	0	3,532,231	2.22 x	4,415,289
2032	7,833,727	0	0	2,100,000	2,100,000	332,231	1,000,000	0	3,432,231	2.28 x	4,290,289
2033	7,833,727	0	0	0	0	332,231	1,000,000	0	1,332,231	5.88 x	1,665,289
2034	7,833,727	0	0	0	0	332,231	1,000,000	0	1,332,231	5.88 x	1,665,289
Total		$30,258,050	$1,674,969	$12,960,063	$44,893,081	$6,650,157	$6,815,000	$1,261,895	$59,620,133		

Notes: (1) Revenue available for debt service is based on the records of the Illinois Department of Revenue relating to the municipal sales tax and non-home rule sales tax.
(2) Selling concurrently with the 2014B Bonds.
(3) Equal to the mandatory 125% rate.

Historical Sales Tax Receipts*(1)*

State Fiscal Ending June 30	Municipal Sales Tax	Non-Home Rule Sales Tax	Total
2006	$4,910,401	$ 0	$4,910,401
2007	4,575,858	3,411,262	7,987,120
2008	4,633,469	3,507,570	8,141,039
2009	4,155,103	3,124,936	7,280,040
2010	3,810,082	2,937,597	6,747,679
2011	4,174,570	3,202,571	7,377,141
2012	4,545,380	3,395,067	7,940,447
2013	4,980,685	3,130,396	8,111,081
2014	4,855,433	2,978,294	7,833,727

Note: (1) Source: Report of Sales Tax Receipts from the Illinois Department of Revenue.

PLAN OF FINANCING

The 2014C Bond proceeds will be used to pay debt service on the 2012A Bonds as listed below and to pay the costs of issuance of the 2014C Bonds.

Principal due 12-30-2014 in the amount of $190,000

Interest due 6-30-2015 in the amount of $19,300

Principal and Interest due 12-30-2015 in the amount of $219,300

Interest due 6-30-2016 in the amount $17,300

A portion of Principal and Interest due 12-30-2016 in the estimated amount of approximately $134,100

2014C Bond proceeds will be used to pay the principal and interest when due on the Refunded Bonds as stated above. The remaining bond proceeds will be used to pay the costs of issuing the 2014C Bonds.

DEBT INFORMATION

After issuance of the 2014B Bonds, 2014C Bonds, 2014D Bonds and 2014E Bonds, the Village will have outstanding $2,535,000 principal amount of general obligation bonds intended to be paid by property taxes levied in the Village. The Village also will have outstanding $9,465,000 principal amount of installment contract certificates; $53,395,000 principal amount of non-water and sewer general obligation alternate revenue source bonds and $6,905,000 principal amount of waterworks and sewerage alternate revenue bonds.

The Village was approved for an Environmental Protection Agency loan (the "Loan") in the amount of $30,000,000 for waste water improvements. The Loan matures November 1, 2035 and carries an interest rate of 1.93% with payments made on a semi-annual basis. The Loan is to be repaid from sewer charges the Village assessed against those who use the Village's sewer facilities. The Loan is junior in lien to the 2014B Bonds and 2014D Bonds.

General Obligation Bonded Bonds*(1)*
(Principal Only)

Calendar Year	Series 2009 Bonds	Outstanding Debt	Series 2014C Limited Tax	Total Debt	Cumulative Principal Retired Amount	Cumulative Principal Retired Percent
2014	$ 470,000	$ 470,000	$ 0	$ 470,000	$ 470,000	18.54%
2015	485,000	485,000	45,000	530,000	1,000,000	39.45%
2016	500,000	500,000	50,000	550,000	1,550,000	61.14%
2017	480,000	480,000	85,000	565,000	2,115,000	83.43%
2018	0	0	420,000	420,000	2,535,000	100.00%
Total	$1,935,000	$1,935,000	$600,000	$2,535,000		

Note: (1) Source: the Village.

Installment Contract Certificate Debt*(1)*
(Principal Only)

Calendar Year	Series 2005 Tax Exempt Debt Cert.	Series 2006A Taxable G.O. Debt Cert.	Series 2006B Tax Exempt Certificates	Series 2012D Taxable Certificates	Series 2013D Taxable Certificates	Total Debt	Cumulative Principal Retired Amount	Cumulative Principal Retired Percent
2014	$ 65,000	$ 0	$ 0	$ 390,000	$ 0	$ 455,000	$ 455,000	4.81%
2015	65,000	80,000	970,000	480,000	1,130,000	2,725,000	3,180,000	33.60%
2016	70,000	0	1,095,000	400,000	1,155,000	2,720,000	5,900,000	62.33%
2017	75,000	0	0	510,000	1,185,000	1,770,000	7,670,000	81.04%
2018	80,000	0	0	0	1,215,000	1,295,000	8,965,000	94.72%
2019	90,000	0	0	0	0	90,000	9,055,000	95.67%
2020	200,000	0	0	0	0	200,000	9,255,000	97.78%
2021	210,000	0	0	0	0	210,000	9,465,000	100.00%
Total	$855,000	$80,000	$2,065,000	$1,780,000	$4,685,000	$9,465,000		

Note: (1) Source: the Village.

Outstanding Non-Water and Sewer General Obligation (Alternate Revenue Source) Bonded Debt*(1)*

(Principal Only)

Calendar Year	Series 2004D(2)	Series 2011A(3)	Series 2011B(4)	Series 2011C(5)	Series 2011D(3)	Series 2012A(6)	Series 2012B(7)	Series 2012C(6)	Series 2013A(4)	Series 2013E(8)	Total Debt	Cumulative Principal Retired Amount	Cumulative Principal Retired Percent
2014	$ 210,000	$ 0	$ 280,000	$ 155,000	$ 115,000	$ 190,000	$110,000	$ 105,000	$ 130,000	$ 0	$ 1,295,000	$ 1,295,000	2.85%
2015	220,000	100,000	290,000	155,000	130,000	200,000	120,000	110,000	135,000	200,000	1,660,000	2,955,000	6.51%
2016	230,000	100,000	295,000	150,000	145,000	205,000	120,000	105,000	140,000	300,000	1,790,000	4,745,000	10.45%
2017	235,000	100,000	310,000	150,000	150,000	205,000	125,000	105,000	145,000	325,000	1,850,000	6,595,000	14.52%
2018	245,000	100,000	315,000	150,000	150,000	210,000	120,000	110,000	155,000	300,000	1,855,000	8,450,000	18.60%
2019	260,000	100,000	330,000	195,000	145,000	215,000	125,000	115,000	160,000	500,000	2,145,000	10,595,000	23.33%
2020	270,000	225,000	345,000	190,000	595,000	225,000	120,000	115,000	165,000	200,000	2,450,000	13,045,000	28.72%
2021	285,000	250,000	360,000	0	0	230,000	0	125,000	175,000	500,000	1,925,000	14,970,000	32.96%
2022	295,000	500,000	375,000	0	0	0	0	390,000	185,000	350,000	2,095,000	17,065,000	37.57%
2023	310,000	1,000,000	390,000	0	0	0	0	0	195,000	300,000	2,195,000	19,260,000	42.40%
2024	0	1,200,000	415,000	0	0	0	0	0	205,000	300,000	2,120,000	21,380,000	47.07%
2025	0	1,250,000	435,000	0	0	0	0	0	210,000	300,000	2,195,000	23,575,000	51.90%
2026	0	1,400,000	460,000	0	0	0	0	0	220,000	300,000	2,380,000	25,955,000	57.14%
2027	0	1,950,000	490,000	0	0	0	0	0	230,000	25,000	2,695,000	28,650,000	63.08%
2028	0	2,950,000	515,000	0	0	0	0	0	240,000	25,000	3,730,000	32,380,000	71.29%
2029	0	3,340,000	545,000	0	0	0	0	0	255,000	25,000	4,165,000	36,545,000	80.46%
2030	0	3,410,000	575,000	0	0	0	0	0	265,000	50,000	4,300,000	40,845,000	89.93%
2031	0	0	0	0	0	0	0	0	280,000	2,000,000	2,280,000	43,125,000	94.95%
2032	0	0	0	0	0	0	0	0	295,000	2,000,000	2,295,000	45,420,000	100.00%
2033	0	0	0	0	0	0	0	0	0	0	0		
Total	$2,560,000	$17,975,000	$6,725,000	$1,145,000	$1,430,000	$1,680,000	$840,000	$1,280,000	$3,785,000	$8,000,000	$45,420,000		

Notes:
(1) Source: the Village.
(2) Payable from licenses and permits.
(3) Payable from TIF revenues and sales taxes.
(4) Payable from SSA taxes and municipal telecommunications taxes.
(5) Payable from TIF revenues and utility taxes.
(6) Payable from general obligation limited tax bonds or notes.
(7) Payable from utility taxes.
(8) Payable from sales taxes.

Non-Water and Sewer General Obligation (Alternate Revenue Source) Bonded Debt*(1)*

(After the Sale of the 2014B, 2014D and 2014E Bonds)

Calendar Year	Total Outstanding Debt(2)	Series 2014B(3)(4)	Series 2014D(4)	Series 2014E(2)(5)	Less Refunded Series 2004D(5)	Total Debt	Cumulative Principal Retired Amount	Cumulative Principal Retired Percent
2014	$ 1,295,000	$ 0	$ 0	$ 0	$ 0	$ 1,295,000	$ 1,295,000	2.43%
2015	1,660,000	0	0	240,000	(220,000)	1,680,000	2,975,000	5.57%
2016	1,790,000	0	350,000	245,000	(230,000)	2,155,000	5,130,000	9.61%
2017	1,850,000	0	300,000	245,000	(235,000)	2,160,000	7,290,000	13.65%
2018	1,855,000	0	450,000	250,000	(245,000)	2,310,000	9,600,000	17.98%
2019	2,145,000	265,000	85,000	260,000	(260,000)	2,495,000	12,095,000	22.65%
2020	2,450,000	200,000	0	260,000	(270,000)	2,640,000	14,735,000	27.60%
2021	1,925,000	550,000	0	270,000	(285,000)	2,460,000	17,195,000	32.20%
2022	2,095,000	550,000	0	275,000	(295,000)	2,625,000	19,820,000	37.12%
2023	2,195,000	325,000	0	280,000	(310,000)	2,490,000	22,310,000	41.78%
2024	2,120,000	225,000	0	0	0	2,345,000	24,655,000	46.17%
2025	2,195,000	225,000	0	0	0	2,420,000	27,075,000	50.71%
2026	2,380,000	300,000	0	0	0	2,680,000	29,755,000	55.73%
2027	2,695,000	25,000	0	0	0	2,720,000	32,475,000	60.82%
2028	3,730,000	25,000	0	0	0	3,755,000	36,230,000	67.85%
2029	4,165,000	25,000	0	0	0	4,190,000	40,420,000	75.70%
2030	4,300,000	100,000	0	0	0	4,400,000	44,820,000	83.94%
2031	2,280,000	1,000,000	0	0	0	3,280,000	48,100,000	90.08%
2032	2,295,000	1,000,000	0	0	0	3,295,000	51,395,000	96.25%
2033	0	1,000,000	0	0	0	1,000,000	52,395,000	98.13%
2034	0	1,000,000	0	0	0	1,000,000	53,395,000	100.00%
Total	$45,420,000	$6,815,000	$1,185,000	$2,325,000	$(2,350,000)	$53,395,000		

Notes:
(1) Source: the Village.
(2) See **"Outstanding Non-Water and Sewer General Obligation (Alternate Revenue Source) Bonded Debt"** herein.
(3) Defeasance schedule pursuant to sinking fund.
(4) Payable from sales taxes.
(5) Payable from licenses and permits.

Outstanding Waterworks and Sewerage Revenue and Alternate Revenue Bonds*(1)*
(Principal Only)

Calendar Year	Series 2003G Alt. Rev. Bonds	Series 2004E Alt. Rev. Bonds	Series 2012E Alt. Rev. Bonds	Series 2014A Alt. Rev. Bonds	Total Debt	Cumulative Retired Amount	Percent
2015	$150,000	$70,000	$ 450,000	$ 0	$ 670,000	$ 670,000	9.70%
2016	0	0	460,000	240,000	700,000	1,370,000	19.84%
2017	0	0	620,000	90,000	710,000	2,080,000	30.12%
2018	0	0	610,000	115,000	725,000	2,805,000	40.62%
2019	0	0	410,000	365,000	775,000	3,580,000	51.85%
2020	0	0	405,000	395,000	800,000	4,380,000	63.43%
2021	0	0	395,000	420,000	815,000	5,195,000	75.24%
2022	0	0	840,000	0	840,000	6,035,000	87.40%
2023	0	0	870,000	0	870,000	6,905,000	100.00%
Total	$150,000	$70,000	$5,060,000	$1,625,000	$6,905,000		

Note: (1) Source: the Village.

Detailed Overlapping Bonded Debt*(1)*

	Outstanding Debt(2)	Applicable to the Village Percent(3)	Applicable to the Village Amount
Schools:			
Grade School District Number 2	$ 32,165,000	72.20%	$23,223,130
Grade School District Number 7	1,820,000	1.99%	36,218
Grade School Number 83	46,095,000	3.64%	1,677,858
High School District Number 100	2,750,000	41.56%	1,142,900
High School District Number 212	12,935,000	1.30%	168,155
Unit School District Number 205	118,053,882	2.24%	2,644,407
Community College District Number 502	303,465,000	1.53%	4,643,015
Total Schools			$33,535,682
Other:			
DuPage County	$ 192,320,000	1.47%	$ 2,827,104
DuPage County Forest Preserve District	174,658,795	1.47%	2,567,484
Cook County	3,578,905,000	0.02%	715,781
Cook County Forest Preserve District	179,655,000	0.02%	35,931
Chicago Metropolitan Water Reclamation District	2,168,368,889	0.02%	433,674
Bensenville Park District	6,650,905	73.20%	4,868,462
Wood Dale Park District	2,154,963	1.85%	39,867
Total Other			$11,488,303
Total Schools and Other Overlapping Bonded Debt			$45,023,986

Notes: (1) Source: DuPage County Clerk and Cook County Clerk.
(2) As of September 11, 2014.
(3) Overlapping debt percentages are based on the 2013 EAV the most current available.

Statement of Bonded Indebtedness*(1)*

	Amount Applicable	Ratio To Equalized Assessed	Ratio To Estimated Actual	Per Capita (2010 Census 18,352)
Village EAV of Taxable Property(1)	$ 507,142,916	100.00%	33.33%	$27,634.20
Estimated Actual Value	$1,521,428,748	300.00%	100.00%	$82,902.61
Total Direct Debt(2)	$ 72,300,000	14.26%	4.75%	$ 3,939.63
Less: Non-Tax Supported Debt	(60,300,000)	(11.89%)	(3.96%)	(3,285.75)
Net Direct Debt(3)	$ 12,000,000	2.37%	0.79%	$ 653.88
Overlapping Bonded Debt(4):				
Schools	$ 33,535,682	6.61%	2.20%	$ 1,827.36
Other	11,488,303	2.27%	0.76%	626.00
Total Overlapping Bonded Debt	$ 45,023,985	8.88%	2.96%	$ 2,453.36
Total Net Direct and Overlapping Bonded Debt	$ 57,023,985	11.24%	3.75%	$ 3,107.24

Notes: (1) Source: DuPage and Cook Counties Clerks.
(2) Includes the Bonds and excludes securities expected to be refunded.
(3) The Village's tax-supported debt limit is 8.625% of Equalized Assessed Value; remaining debt capacity is $31,741,077.
(4) As of September 11, 2014.

Legal Debt Margin*(1)*

2013 DuPage Portion Equalized Assessed Valuation		$483,551,334
2013 Cook Portion Equalized Assessed Valuation		23,591,582
Equalized Assessed Valuation		$507,142,916
Statutory Debt Limitation (8.625% of EAV)		$ 43,741,077
General Obligation Bonded Debt:		
Series 2003G ARS(2)	$ 150,000	
Series 2004E ARS(2)	70,000	
Series 2012E ARS(2)	5,060,000	
Series 2014A ARS(2)	1,625,000	
Series 2009 Limited Tax	1,935,000	
Series 2014C Limited Tax(3)	600,000	
Series 2004D ARS(2)(4)	210,000	
Series 2011A ARS(2)	17,975,000	
Series 2011B ARS(2)	6,725,000	
Series 2011C ARS(2)	1,145,000	
Series 2011D ARS(2)	1,430,000	
Series 2012A ARS(2)	1,680,000	
Series 2012B ARS(2)	840,000	
Series 2012C ARS(2)	1,280,000	
Series 2013A(2)	3,785,000	
Series 2013E(2)	8,000,000	
Series 2014B ARS(2)(3)	6,815,000	
Series 2014D ARS(2)(3)	1,185,000	
Series 2014E ARS(2)(3)	2,325,000	
Other Debt:		
Debt Certificates, Series 2005	855,000	
Taxable Limited Tax General Obligation Debt Certificates, Series 2006A	80,000	
Limited Tax General Obligation Debt Certificates, Series 2006B	2,065,000	
Taxable Debt Certificates, Series 2012D	1,780,000	
Taxable Refunding Debt Certificates, Series 2013D	4,685,000	
Total	$ 72,300,000	
Less Alternate Revenue Source Bonds:		
Waterworks and Sewerage Alternate Bonds	$ (6,905,000)	
Other Alternate Bonds	(53,395,000)	
Total Deductions	$(60,300,000)	
Total Applicable Debt		$ 12,000,000
Debt Margin		$ 31,741,077

Notes:
(1) Source: the Village.
(2) As general obligation alternate bonds under the Act, the Bonds do not count against the 8.625% of EAV debt limit for general obligation bonded debt, so long as the debt service levy for such bonds is abated annually and not extended.
(3) Issues selling concurrently.
(4) Does not include bonds expected to be refunded.

PROPERTY ASSESSMENT AND TAX INFORMATION

For the 2013 levy year DuPage County only, the Village's EAV was comprised of approximately 44% residential, 44% industrial, 11% commercial, and minor farm and railroad property valuations.

Village Equalized Assessed Valuation*(1)*

	Levy Years				
By Property Class(2)	2009	2010	2011	2012	2013
Residential	$358,088,865	$324,097,808	$263,756,482	$230,975,388	$213,029,214
Farm	161	177	195	607	668
Commercial	76,385,169	68,613,902	67,683,375	60,876,589	56,230,669
Industrial	271,441,810	249,250,510	241,871,280	221,218,100	211,949,464
Railroad	1,141,572	1,636,793	1,880,326	1,837,122	2,341,319
Total	$707,057,577	$643,599,190	$575,191,658	$514,907,806	$483,551,334
By County	2009	2010	2011	2012	2013
DuPage County	$707,057,577	$643,599,190	$575,191,658	$514,907,806	$483,551,334
Cook County	36,893,141	34,613,066	31,307,690	28,081,276	23,591,582
Total	$743,950,718	$678,212,256	$606,499,348	$542,989,082	$507,142,916
Percent Change	1.70%(3)	(8.84%)	(10.57%)	(10.47%)	(6.60%)

Notes: (1) Source: DuPage and Cook Counties.
(2) The EAVs by property class are for DuPage County only.
(3) Percentage change based on 2008 EAV of $731,502,511.

Representative Tax Rates*(1)*
(Per $100 EAV)

	Levy Years				
	2009	2010	2011	2012	2013
Village:					
Corporate	$0.2708	$0.3198	$0.3631	$0.4251	$ 0.4519
IMRF	0.0284	0.0322	0.0364	0.1029	0.0459
Bond and Interest	0.0728	0.0815	0.0907	0.0408	0.1086
Police Protection	0.1389	0.1574	0.1782	0.2085	0.2253
Policemen's Pension	0.0400	0.0449	0.0507	0.0585	0.0640
Tort Judgments	0.0365	0.0410	0.0464	0.0520	0.0587
Social Security	0.0331	0.0375	0.0424	0.0476	0.0538
Workers Compensation	0.0258	0.0292	0.0332	0.0372	0.0417
Total Village Rates(2)	$0.6463	$0.7435	$0.8411	$0.9726	$ 1.0499
DuPage County	0.1554	0.1659	0.1773	0.1929	0.2040
DuPage County Forest Preserve District	0.1217	0.1321	0.1414	0.1542	0.1657
DuPage Airport Authority	0.0148	0.0158	0.0169	0.0168	0.0178
Addison Township	0.0446	0.0509	0.0570	0.0655	0.0713
Addison Township Road District	0.0668	0.0762	0.0853	0.0981	0.1068
Bensenville Park District	0.3117	0.3614	0.4128	0.4718	0.5097
Bensenville Fire District Number 2	0.4844	0.5376	0.6192	0.7198	0.7596
Bensenville Community Library District	0.1566	0.1793	0.2038	0.2360	0.2564
School District Number 2	2.7529	3.1160	3.5405	4.0744	4.4252
High School District Number 100	1.3993	1.6157	1.8069	2.0638	2.2320
Community College District Number 502	0.2127	0.2349	0.2495	0.2681	0.2956
Total Rates(3)	$6.3672	$7.2293	$8.1517	$9.3340	$10.0940

Notes: (1) Source: DuPage County Clerk.
(2) Statutory tax rate limits for the Village are as follows: Corporate ($0.4375) and Police Protection ($0.6000).
(3) Representative tax rates for other government units are for Addison Township tax code 3015, which represents approximately 42% of the Village's EAV.

Village Tax Extensions and Collections*(1)*
(Amounts Expressed in Thousands)

Levy Year	Coll. Year	Taxes Extended(2)	Taxes Collected(2) Amount(3)	Percent
2008	2009	$6,668	$6,605	99.06%
2009	2010(4)	5,421	6,122	112.93%
2010	2011	5,743	5,663	98.61%
2011	2012	4,963	4,920	99.13%
2012	2013	5,110	5,063	99.08%
2013	2014	5,187	----- In Collection -----	

Notes: (1) Sources: DuPage County Clerk's Office, Cook County Clerk's Office, the Comprehensive Annual Financial Report for fiscal year end 12/31/2012 of the Village and the Village.
(2) Adjusted for abatements.
(3) Includes back taxes and penalties.
(4) Twenty month fiscal period.

Principal Village Taxpayers*(1)*

Name	Business/Service	2013 EAV(2)
AMB Prop. RE Tax Co.	Real Estate	$33,196,394
YB Partners	Real Estate	9,558,920
Prologis Tax Coordinator	Real Estate Developers	7,086,510
Crane & Norcross	Legal Firm	4,453,640
Linden Tower Apartments	Apartments	3,231,200
TA Associates Realty	Real Estate Advisors	3,170,810
Grand & Church, Inc.	Real Property	2,888,530
Liberty Property Ltd.	Property Trust	2,843,070
Victor Envelope Co.	Custom Envelopes	2,734,460
Midwest Senior Ministries	Nursing and Custodial Care Centers	2,662,620
Total		$71,826,154
Ten largest as a percent of the Village's EAV ($507,142,916)		14.16%

Notes: (1) Source: DuPage County Clerk.
(2) Every effort has been made to seek out and report the largest taxpayers. However, many of the taxpayers listed contain multiple parcels, and it is possible that some parcels and their valuations have been overlooked. The 2013 EAV is the most current available.

REAL PROPERTY ASSESSMENT, TAX LEVY AND COLLECTION PROCEDURES

DuPage County Tax Levy and Collection Procedures

Local assessment officers determine the assessed valuation of taxable real property and railroad property not held or used for railroad operations. The Illinois Department of Revenue (the "Department") assesses certain other types of taxable property, including railroad property held or used for railroad operations. Local assessment officers' valuation determinations are subject to review at the county level and then, in general, to equalization by the Department. Such equalization is achieved by applying to each county's assessments a multiplier determined by the Department. The purpose of equalization is to provide a common basis of assessments among counties by adjusting assessments toward the statutory standard of 33-1/3% of fair cash value. Farmland is assessed according to a statutory formula which takes into account factors such as productivity and crop mix. Taxes are extended against the assessed values after equalization.

Property tax levies of each taxing body are filed in the office of the county clerk of each county in which territory of that taxing body is located. The county clerk computes the rates and amount of taxes applicable to taxable property subject to the tax levies of each taxing body and determines the dollar amount of taxes attributable to each respective parcel of taxable property. The county clerk then supplies to the appropriate collecting officials within the county the information needed to bill the taxes attributable to the various parcels therein. After the taxes have been collected, the collecting officials distribute to the various taxing bodies their respective shares of the taxes collected. Taxes levied in one calendar year are due and payable in two installments during the next calendar year. Taxes that are not paid when due, or that are not paid by mail and postmarked on or before the due date, are subject to a penalty of 1-1/2% per month until paid. Unpaid property taxes, together with penalties, interest and costs, constitute a lien against the property subject to the tax.

DuPage County Exemptions

An annual General Homestead Exemption provides that the Equalized Assessed Valuation ("EAV") of certain property owned and used for residential purposes ("Residential Property") may be reduced by the amount of any increase over the 1977 EAV, up to a maximum reduction of $3,500 for assessment years prior to assessment year 2004 in counties with less than 3,000,000 inhabitants, and a maximum reduction of $5,000 for assessment year 2004 through 2007 in all counties. The maximum reduction is $5,500 for assessment year 2008, and for assessment years 2009 through 2011, the maximum reduction is $6,000 in all counties. For assessment years 2012 and thereafter, the maximum reduction is $6,000 in counties with less than 3,000,000 inhabitants.

The Homestead Improvement Exemption applies to Residential Properties that have been improved or rebuilt in the 2 years following a catastrophic event. The exemption is limited to $45,000 through December 31, 2003, and $75,000 per year beginning January 1, 2004 and thereafter, to the extent the assessed value is attributable solely to such improvements or rebuilding.

Additional exemptions exist for senior citizens. The Senior Citizens Homestead Exemption operates annually to reduce the EAV on a senior citizen's home for assessment years prior to 2004 by $2,000 in counties with less than 3,000,000 inhabitants. For assessment years 2004 and 2005, the maximum reduction is $3,000 in all counties. For assessment years 2006 and 2007, the maximum reduction is $3,500 in all counties. For assessment years 2008 through 2011, the maximum reduction is $4,000 for all counties. For assessment year 2012, the maximum reduction is $4,000 in counties with less than 3,000,000 inhabitants. For assessment years 2013 and thereafter, the maximum reduction is $5,000 in all counties. Furthermore, beginning with assessment year 2003, for taxes payable in 2004, property that is first occupied as a residence after January 1 of any assessment year by a person who is eligible for the Senior Citizens Homestead Exemption must be granted a pro rata exemption for the assessment year based on the number of days during the assessment year that the property is occupied as a residence by a person eligible for the exemption.

A Senior Citizens Assessment Freeze Homestead Exemption freezes property tax assessments for homeowners, who are 65 and older and receive a household income not in excess of the maximum income limitation. The maximum income limitation is $35,000 for years prior to 1999, $40,000 for assessment years 1999 through 2003, $45,000 for assessment years 2004 and 2005, $50,000 from assessment years 2006 and 2007 and for assessments year 2008 and after, the maximum income limitation is $55,000. In general, the Senior Citizens Assessment Freeze Homestead Exemption limits the annual real property tax bill of such property by granting to qualifying senior citizens an exemption as to a portion of the valuation of their property. In counties with a population of 3,000,000 or more, the exemption for all assessment years is equal to the EAV of the residence in the assessment year for which application is made less the base amount. Furthermore, for those counties with a population of less than 3,000,000, the Senior Citizens Assessment Freeze Homestead Exemption is as follows: through assessment year 2005 and for assessment year 2007 and later, the exempt amount is the difference between (i) the current EAV of their residence and (ii) the base amount, which is the EAV of a senior citizen's residence for the year prior to the year in which he or she first qualifies and applies for the Exemption (plus the EAV of improvements since such year). For assessment year 2006, the amount of the Senior Citizens Assessment Freeze Homestead Exemption phases out as the amount of household income increases. The amount of the Senior Citizens Assessment Freeze Homestead Exemption is calculated by using the same formula as above, and then multiplying the resulting value by a ratio that varies according to household income.

Another exemption available to disabled veterans operates annually to exempt up to $70,000 of the assessed valuation of property owned and used exclusively by such veterans or their spouses for residential purposes. Also, certain property is exempt from taxation on the basis of ownership and/or use, such as public parks, not-for-profit schools and public schools, churches, and not-for-profit hospitals and public hospitals. However, individuals claiming exemption under the Disabled Persons' Homestead Exemption or the Disabled Veterans Standard Homestead Exemption cannot claim the aforementioned exemption.

Furthermore, beginning with assessment year 2007, the Disabled Persons' Homestead Exemption provides an annual homestead exemption in the amount of $2,000 for property that is owned and occupied by certain persons with a disability. However, individuals claiming exemption as a disabled veteran or claiming exemption under the Disabled Veterans Standard Homestead Exemption cannot claim the aforementioned exemption.

In addition, the Disabled Veterans Standard Homestead Exemption provides disabled veterans an annual homestead exemption starting with assessment year 2007 and thereafter. Specifically, (i) those veterans with a service-connected disability of 75% are granted an exemption of $5,000 and (ii) those veterans with a service-connected disability of less than 75%, but at least 50% are granted an exemption of $2,500. Furthermore, the veteran's surviving spouse is entitled to the benefit of the exemption, provided that the spouse has legal or beneficial title of the homestead, resides permanently on the homestead and does not remarry. Moreover, if the property is sold by the surviving spouse, then an exemption amount not to exceed the amount specified by the current property tax roll may be transferred to the spouse's new residence, provided that it is the spouse's primary residence and the spouse does not remarry. However, individuals claiming exemption as a disabled veteran or claiming exemption under the Disabled Persons' Homestead Exemption cannot claim the aforementioned exemption.

Beginning with assessment year 2007, the Returning Veterans' Homestead Exemption is available for property owned and occupied as the principal residence of a veteran in the assessment year the veteran returns from an armed conflict while on active duty in the United States armed forces. This provision grants a homestead exemption of $5,000, which is applicable in all counties. In order to apply for the Returning Veterans' Homestead Exemption, the individual must pay real estate taxes on the property, own the property or have either a legal or an equitable interest in the property, "or a leasehold interest of land on which a single family residence is located, which is occupied as a principle residence of a veteran returning from an armed conflict involving the armed forces of the United States who has an ownership interest therein, legal, equitable or as a lessee, and on which the veteran is liable for the payment of property taxes." Those individuals eligible for the Returning Veterans' Homestead Exemption may claim the Returning Veterans' Homestead Exemption, in addition to other homestead exemptions, unless otherwise noted.

Cook County Real Property Assessment

The County Assessor (the "Assessor") is responsible for the assessment of all taxable real property within Cook County (the "County"), including that in the Village, except for certain railroad property and pollution control facilities, which are assessed directly by the Illinois Department of Revenue (the "Department of Revenue"). For triennial reassessment purposes, Cook County is divided into three districts: west and south suburbs (the "South Tri"), north and northwest suburbs (the "North Tri"), and the City of Chicago (the "City Tri"). The Village is located in the North Tri and was reassessed for the 2013 tax levy year.

Real property in the County is separated into classes for assessment purposes. After the County Assessor establishes the fair market value of a parcel of property, that value is multiplied by the appropriate classification percentage to arrive at the assessed valuation (the "Assessed Valuation") for the parcel. Prior to the 2009 tax levy year, the classification percentages ranged from 16% for certain residential, commercial and industrial property to 36% and 38%, respectively, for other industrial and commercial property. On September 17, 2008, the Cook County Board of Commissioners approved changes to the property classification ordinance. The changes reduced the percentages used to calculate the assessed value of real property in the County for real estate tax purposes. These reductions take effect in the 2009 tax levy year. Such new classification percentages range from 10% for certain residential, commercial and industrial property to 25% for other industrial and commercial property.

Property is classified for assessment into six basic categories, each of which is assessed (beginning with the 2009 tax levy year) at various percentages of fair market value as follows: Class 1) unimproved real estate - 10%; Class 2) residential - 10%; Class 3) rental-residential - 16%, in tax year 2009, 13% in assessment year 2010, and 10% in assessment year 2011 and subsequent years; Class 4) not-for-profit - 25%; Class 5a) commercial - 25%; Class 5b) industrial - 25%. There are also seven additional categories. Newly constructed industrial properties or substantially rehabilitated sections of existing industrial properties within the County may qualify for a Class 6b assessment level, which assessment level is 10% for the first 10 years and for any subsequent 10-year renewal periods. However, if the incentive is not renewed, the 6b assessment level is 15% in year 11 and 20% in year 12, hereafter reverting to Class 5b. Real estate, which is to be used for industrial or commercial purposes where such real estate has undergone environmental testing and remediation, may be eligible for a Class C assessment level. The Class C assessment level for industrial properties is 10% for the first 10 years, 15% in year 11 and 20% in year 12, thereafter reverting to Class 5b. Class C commercial properties are assessed at 10% for the first 10 years, 15% in year 11 and 20% in year 12, thereafter reverting to Class 5a. Commercial properties that are newly constructed or substantially rehabilitated and are within an area determined to be an area in need of commercial development may be classified as Class 7a or 7b property, and will then be assessed at a level of 10% for the first 10 years, 15% in year 11 and 20% in year 12, thereafter reverting to Class 5a. Certain commercial and industrial properties located in zones determined to be in need of substantial revitalization or in an enterprise community could be eligible for Class 8 assessments. The Class 8 assessment level for industrial properties is 10% for the first 10 years and for any subsequent 10-year renewal periods. If the incentive is not renewed, the Class 8 assessment level for industrial properties is 15% in year 11 and 20% in year 12, thereafter reverting to Class 5b. The Class 8 assessment level for commercial properties is 10% for the first 10 years, 15% in year 11 and 20% in year 12, thereafter reverting to Class 5a. Substantially rehabilitated or new construction multi-family residential properties within certain target areas, empowerment or enterprise zones may be eligible for Class 9 categorization. The Class 9 assessment level is 10% for an initial 10-year period, renewable upon application for additional 10-year periods. When the Class 9 assessment level expires, the assessment level reverts to the applicable classification. Rental-residential (Class 3) properties subject to a Section 8 contract that has been renewed under the "Mark Up To Market" option may qualify for a Class S assessment level. The Class S assessment level is 10% for the term of the Section 8 contract renewal under the Mark Up To Market option, and for any additional terms of renewal of the Section 8 contract under the Mark Up To Market option. When the Class S assessment level expires, the assessment level reverts to Class 3. Substantially rehabilitated properties which are designated as Class 3, Class 4, Class 5a or Class 5b and which qualify as Landmark or Contributing buildings may qualify for a Class L assessment level. The Class L assessment level for Class 3, 4 or 5b properties is 10% for the first 10 years and for any subsequent 10-year renewal periods. If the incentive is not renewed, the Class L assessment level is 15% in year 11 and 20% in year 12, thereafter reverting to Class 3, 4 or 5b. Class L commercial properties are assessed at 10% for the first 10 years, 15% in year 11 and 20% in year 12, thereafter reverting to Class 5a.

The Assessor has established procedures enabling taxpayers to contest their proposed Assessed Valuations. Once the Assessor certifies its final Assessed Valuations, a taxpayer can seek review of its assessment by appealing to the Cook County Board of Review, which consists of three commissioners elected by the voters of the County. The Board of Review has the power to adjust the Assessed Valuations set by the Assessor.

Owners of both residential property having six or fewer units and owners of real estate other than residential property with six or fewer units are able to appeal decisions of the Board of Review to the Illinois Property Tax Appeal Board (the "PTAB"), a statewide administrative body. The PTAB has the power to determine the Assessed Valuation of real property based on equity and the weight of the evidence. Taxpayers may appeal the decision of PTAB to either the Circuit Court of Cook County or the Illinois Appellate Court under the Illinois Administrative Review Law.

As an alternative to seeking review of Assessed Valuations by PTAB, taxpayers who have first exhausted their remedies before the Board of Review may file an objection in the Circuit Court of Cook County similar to the previous judicial review procedure but with a different standard of proof than that previously required. In addition, in cases where the Assessor agrees that an assessment error has been made after tax bills have been issued, the Assessor can correct any factual error, and thus reduce the amount of taxes due, by issuing a Certificate of Error. Certificates of Error are not issued in cases where the only issue is the opinion of the valuation of the property.

Cook County Equalization

After the County Assessor has established the Assessed Valuation for each parcel for a given year, and following any revisions by the Board of Review or PTAB, the Illinois Department of Revenue is required by statute to review the Assessed Valuations. The Illinois Department of Revenue establishes an equalization factor (the "Equalization Factor"), commonly called the "multiplier," for each county to make all valuations uniform among the 102 counties in the State. Under State law, the aggregate of the assessments within each county is to be equalized at 33-1/3% of the estimated fair cash value of real property located within the county prior to any applicable exemptions. One multiplier is applied to all property in Cook County, regardless of its assessment category, except for some farmland property which is not subject to equalization.

Once the Equalization Factor is established, the Assessed Valuation, as revised by the Board of Review or PTAB, is multiplied by the Equalization Factor to determine the equalized assessed valuation (the "EAV") of that parcel. The EAV for each parcel is the final property valuation used for determination of tax liability. The aggregate EAV for all parcels in any taxing body's jurisdiction, plus the valuation of property assessed directly by the State, constitutes the total real estate tax base for the taxing body and is the figure used to calculate tax rates (the "Assessment Base"). The following table sets forth the Equalization Factor for Cook County for the last 10 tax levy years.

TAX LEVY YEAR	EQUALIZATION FACTOR
2004	2.5757
2005	2.7320
2006	2.7076
2007	2.8439
2008	2.9786
2009	3.3701
2010	3.3000
2011	2.9706
2012	2.8056
2013	2.6621

Cook County Exemptions

Public Act 95-644, effective October 17, 2007, made changes to and added a number of property tax exemptions taken by residential property owners. Public Act 98-0007, effective April 23, 2013, (together with Public Act 95-644, (the "Acts")) increased certain exemptions. The changes made by the Acts are discussed below.

An annual General Homestead Exemption provides that the EAV of certain property owned and used for residential purposes ("Residential Property") may be reduced up to a maximum reduction of $5,000 for assessment years 2004 through assessment year 2007. The maximum reduction is $5,500 for assessment year 2008, and $6,000 for assessment years 2009 through 2011. For assessment years 2012 and thereafter, the maximum reduction is $7,000.

The Alternative General Homestead Exemption caps EAV increases for homeowners (who also reside on the property as their principal place of residence) at 7% a year, up to a certain maximum each year as defined by the statute. Any amount of increase that exceeds the maximum exemption as defined is added to the 7% increase and is part of that property's taxable EAV. Homes that do not increase by at least 7% a year are entitled, in the alternative, to the General Homestead Exemption as discussed above.

The Base Year for purposes of calculation of the Alternative General Homestead Exemption is 2002 for properties located in the City Tri, 2003 for properties located in the North Tri and 2004 for properties located in the South Tri. The Base Homestead Value is the EAV of the homestead property minus the General Homestead Exemption for that year: $4,500 for years prior to 2004; $5,000 for 2004 through 2007; $5,500 for 2008 and $6,000 for the year 2009 and thereafter.

For properties in the City Tri, the Alternative General Homestead Exemption cannot exceed $33,000 for assessment year 2006 (except as noted below), $26,000 for assessment year 2007, $20,000 for assessment year 2008 and $6,000 thereafter. For properties in the North Tri, the Alternative General Homestead Exemption cannot exceed $20,000 for assessment year 2006, $33,000 for assessment year 2007, $26,000 for assessment year 2008, $20,000 for assessment year 2009 and $6,000 thereafter. For properties in the South Tri, the Alternative General Homestead Exemption cannot exceed $20,000 for assessment years 2006 and 2007, $33,000 for assessment year 2008, $26,000 for assessment year 2009, $20,000 for assessment year 2010 and $6,000 thereafter.

Furthermore, only in the City Tri and only for assessment year 2006, the maximum exemption amount may be increased to: (i) $40,000, provided that the EAV of the property for assessment year 2006 exceeds the EAV of that property for assessment year 2002 by an amount equal to or greater than 100%, or (ii) $35,000 provided that the EAV of the property for assessment year 2006 exceeds the EAV of that property for assessment year 2002 by an amount greater than 80% but not more than 100%.

Finally, the Long-Time Occupant Homestead Exemption applies to those counties subject to the Alternative General Homestead Exemption, including Cook County. Beginning with assessment year 2007 and thereafter, the EAV of homestead property of a taxpayer who has owned the property for at least 10 years (or 5 years if purchased with certain government assistance) and who has a household income of $100,000 or less ("Qualified Homestead Property") may increase by no more than 10% per year. If the taxpayer's annual income is $75,000 or less, the EAV of the Qualified Homestead Property may increase by no more than 7% per year. There is no exemption limit for Qualified Homestead Properties. Individuals applying for this exemption must comply with the following guidelines: (i) continuously occupy their property for 10 years, as of January 1st of the assessment year, and occupy such property as their principal residence or, (ii) continuously occupy their property as their principal place of residence for 5 years, as of January 1st of the assessment year, provided that the property was purchased with certain government assistance.

In addition, the Homestead Improvement Exemption applies to residential properties that have been improved and to properties that have been rebuilt in the two years following a catastrophic event. The exemption is limited to $45,000 through December 31, 2003, and $75,000 per year beginning January 1, 2004, and thereafter, to the extent the assessed value is attributable solely to such improvements or rebuilding.

Additional exemptions exist for senior citizens. The Senior Citizens Homestead Exemption operates annually to reduce the EAV on a senior citizen's home for assessment years prior to 2004 by $2,500 in counties with 3,000,000 inhabitants or more. For assessment years 2004 through 2005, the maximum reduction is $3,000 in all counties. For assessment years 2006 and 2007, the maximum reduction is $3,500 in all counties. For assessment years 2008 through 2011, the maximum reduction is $4,000 for all counties. For assessment year 2012, the maximum reduction is $5,000 in counties with 3,000,000 or more inhabitants. For the assessment years 2013 and thereafter, the maximum reduction is $5,000 in all counties. Furthermore, property that is first occupied as a residence after January 1 of any assessment year by a person who is eligible for the Senior Citizens Homestead Exemption must be granted a pro rata exemption for the assessment year based on the number of days during the assessment year that the property is occupied as a residence by a person eligible for the exemption.

A Senior Citizens Assessment Freeze Homestead Exemption freezes property tax assessments for homeowners who are 65 and older, reside in their property as their principal place of residence and receive a household income not in excess of the maximum income limitation. The maximum income limitation is $50,000 for assessment years 2006 and 2007; for assessment years 2008 and after, the maximum income limitation is $55,000. In general, the exemption grants qualifying senior citizens an exemption based upon a "freeze" of their home's assessed valuation.

Another exemption, available to disabled veterans, may be applied annually to exempt up to $70,000 of the Assessed Valuation of property owned and used exclusively by such veterans or their spouses for residential purposes. However, individuals claiming exemption under the Disabled Persons' Homestead Exemption or the hereinafter defined Disabled Veterans Standard Homestead Exemption cannot claim the aforementioned exemption.

Also, certain property is exempt from taxation on the basis of ownership and/or use, such as public parks, not-for-profit schools and public schools, churches, and not-for-profit hospitals and public hospitals.

Furthermore, beginning with assessment year 2007, the Disabled Persons' Homestead Exemption provides an annual homestead exemption in the amount of $2,000 for property that is owned and occupied by certain persons with a disability. However, individuals claiming exemption as a disabled veteran or claiming exemption under the Disabled Veterans Standard Homestead Exemption cannot claim the Disabled Persons' Homestead Exemption.

In addition, the Disabled Veterans Standard Homestead Exemption provides disabled veterans an annual homestead exemption starting with assessment year 2007 and thereafter. Specifically, (i) those veterans with a service-connected disability of 75% are granted an exemption of $5,000 and (ii) those veterans with a service-connected disability of less than 75%, but at least 50%, are granted an exemption of $2,500. Furthermore, the veteran's surviving spouse is entitled to the benefit of the exemption, provided that the spouse has legal or beneficial title of the homestead, resides permanently on the homestead and does not remarry. Moreover, if the property is sold by the surviving spouse, then an exemption amount not to exceed the amount specified by the current property tax roll may be transferred to the spouse's new residence, provided that it is the spouse's primary residence and the spouse does not remarry. However, individuals claiming exemption as a disabled veteran or claiming an exemption under the Disabled Persons' Homestead Exemption cannot claim the aforementioned exemption.

Also, beginning with assessment year 2007, the Returning Veterans' Homestead Exemption is available for property owned and occupied as the principal residence of a veteran in the assessment year the veteran returns from an armed conflict while on active duty in the United States armed forces. This provision grants a homestead exemption of $5,000, which is applicable in all counties. In order to apply for this exemption, the individual must pay real estate taxes on the property, own the property or have either a legal or an equitable interest in the property, subject to some limitations. Those individuals eligible for this exemption may claim the exemption in addition to other homestead exemptions, unless otherwise noted.

Cook County Tax Levy

As part of the annual budgetary process of governmental units (the "Units") with power to levy taxes in the County, proceedings are adopted by the designated body for each Unit each year in which it determines to levy real estate taxes. The administration and collection of real estate taxes is statutorily assigned to the County Clerk and the County Treasurer. After the Units file their annual tax levies, the County Clerk computes the annual tax rate for each Unit. The Cook County Clerk uses the prior year's EAV to compute the taxing district's maximum allowable levy. The maximum levy that can be raised for a Unit is the maximum tax rate for that Unit multiplied by the prior year, EAV for all property currently in the district. The prior year's EAV includes the prior year's EAV plus the EAV of any new property, the current year value of any annexed property, and any recovered tax increment value, minus any disconnected property for the current year under the Property Tax Extension Limitation Law ("Limitation Law"). The tax rate for a Unit is computed by dividing the lesser of the maximum allowable levy or the actual levy by the current year's EAV.

Cook County Extensions

The County Clerk then computes the total tax rate applicable to each parcel of real property by aggregating the tax rates of all of the Units having jurisdiction over the particular parcel. The County Clerk extends the tax by entering the tax (determined by multiplying the total tax rate by the EAV of that parcel for the current assessment year) in the books prepared for the County Collector (the "Warrant Books") along with the tax rates, the Assessed Valuation and the EAV. The Warrant Books are the County Collector's authority for the collection of taxes and are used by the County Collector as the basis for issuing tax bills to all property owners.

Cook County Collections

Property taxes are collected by the County Collector, who is also the County Treasurer, who remits to each Unit its share of the collections. Taxes levied in one year become payable during the following year in two installments, the first due on March 1 and the second on the later of August 1 or 30 days after the mailing of the tax bills. A payment due is deemed to be paid on time if the payment is postmarked on the due date. The first installment is equal to one-half of the prior year's tax bill; beginning in collection year 2010, this estimated amount was raised to 55% of the prior year's tax bill. However, if a Certificate of Error is approved by a court or certified on or before November 30 of the preceding year and before the estimated tax bills are prepared, then the first installment is instead equal to one-half of the corrected prior year's tax bill. The second installment is for the balance of the current year's tax bill, and is based on the then current tax year levy, assessed value and Equalization Factor, and reflects any changes from the prior year in those factors. The following table sets forth the second installment penalty date for the last 10 tax levy years in Cook County; the first installment penalty date has been March 1 for all such years.

Tax Levy Year	Second Installment Penalty Date
2004	November 2, 2005
2005	September 1, 2006
2006	December 3, 2007
2007	November 3, 2008
2008	December 1, 2009
2009	December 13, 2010
2010	November 1, 2011
2011	August 1, 2012
2012	August 1, 2013
2013	August 1, 2014

It is possible that the changes to the assessment appeals process described above will cause delays similar to those experienced in past years in preparation and mailing of the second installment in future years. The County may provide for tax bills to be payable in four installments instead of two. However, the County has not required payment of tax bills in four installments. During the periods of peak collections, tax receipts are forwarded to each Unit on a weekly basis. Upon receipt of taxes from the County Collector, the Village promptly credits the taxes received to the funds for which they were levied.

At the end of each collection year, the County Collector presents the Warrant Books to the Circuit Court and applies for a judgment for all unpaid taxes. The court orders resulting from the application for judgment provides for an Annual Tax Sale (the "Annual Tax Sale") of unpaid taxes shown on that year's Warrant Books. A public sale is held, at which time successful tax buyers pay the unpaid taxes plus penalties. In each such public sale, the collector can use any "automated means." Unpaid taxes accrue penalties at the rate of 1.5% per month from their due date until the date of sale. Taxpayers can redeem their property by paying the amount paid at the sale, plus a maximum of 12% for each six-month period after the sale. If no redemption is made within the applicable redemption period (ranging from six months to two and one-half years depending on the type and occupancy of the property) and the tax buyer files a petition in the Circuit Court, notifying the necessary parties in accordance with the applicable law, the tax buyer receives a deed to the property. In addition, there are miscellaneous statutory provisions for foreclosure of tax liens.

If there is no sale of the tax lien on a parcel of property at the Annual Tax Sale, the taxes are forfeited and the property becomes eligible to be purchased at any time thereafter at an amount equal to all delinquent taxes and interest accrued to the date of purchase. Redemption periods and procedures are the same as applicable to the Annual Tax Sale.

The Scavenger Sale (the "Scavenger Sale"), like the Annual Tax Sale, is a sale of unpaid taxes. The Scavenger Sale is held every two years on all property on which two or more years' taxes are delinquent. The sale price of the unpaid taxes is the amount bid at such sale, which may be less than the amount of delinquent taxes. Redemption periods vary from six months to two and a half years depending upon the type and occupancy of the property.

Truth in Taxation Law

Legislation known as the Truth in Taxation Law (the "Law") limits the aggregate amount of certain taxes which can be levied by, and extended for, a taxing district to 105% of the amount of taxes extended in the preceding year unless specified notice, hearing and certification requirements are met by the taxing body. The express purpose of the Law is to require published disclosure of, and hearing upon, an intention to adopt a levy in excess of the specified levels.

DuPage County and Cook County Property Tax Extension Limitation Law

The Property Tax Extension Limitation Law, as amended (the "Limitation Law"), limits the annual growth in the amount of property taxes to be extended for certain Illinois non-home-rule units, including the Village. In general, the annual growth permitted under the Limitation Law is the lesser of 5% or the percentage increase in the Consumer Price Index during the calendar year preceding the levy year. Taxes can also be increased due to new construction, referendum approval of tax rate increases, mergers and consolidations.

The effect of the Limitation Law is to limit the amount of property taxes that can be extended for a taxing body. In addition, general obligation bonds, notes and installment contracts payable from ad valorem taxes unlimited as to rate and amount cannot be issued by the affected taxing bodies unless they are approved by referendum, are alternate bonds or are for certain refunding purposes.

The Village has the authority to levy taxes for many different purposes. See the table entitled **Representative Tax Rates** under **"PROPERTY ASSESSMENT AND TAX INFORMATION"** herein. The ceiling at any particular time on the rate at which these taxes may be extended for the Village is either (i) unlimited (as provided by statute), (ii) initially set by statute but permitted to be increased by referendum, (iii) capped by statute, or (iv) limited to the rate approved by referendum. Public Act 94-0976, effective June 30, 2006, provides that the only ceiling on a particular tax rate is the ceiling set by statute above, at which the rate is not permitted to be further increased by referendum or otherwise. Therefore, taxing districts (such as the Village) will have increased flexibility to levy taxes for the purposes for which they most need the money. The total aggregate tax rate for the various purposes subject to the Limitation Law, however, will not be allowed to exceed the Village's limiting rate computed in accordance with the provisions of the Limitation Law.

Local governments, including the Village, can issue limited tax bonds in lieu of general obligation bonds that have otherwise been authorized by applicable law. Alternate bonds, such as the Bonds, are exempted for the terms of the Limitation Law. See **"DESCRIPTION OF THE BONDS"** herein.

FINANCIAL INFORMATION

Financial Reports

The Village's financial statements are audited annually by certified public accountants. The Village's financial statements are completed on a modified accrual basis of accounting consistent with generally accepted accounting principles applicable to governmental entities. See **APPENDIX A** for more detail.

No Consent or Updated Information Requested of the Auditor

The tables and excerpts (collectively, the "Excerpted Financial Information") contained in this **"FINANCIAL INFORMATION"** section and in **APPENDIX A** are from the audited financial statements of the Village, including the audited financial statements for the fiscal year ended December 31, 2013 (the "2013 Audit"), which was approved by formal action of the Village Board. The Village has not requested the Auditor to update information contained in the Excerpted Financial Information; nor has the Village requested that the Auditor consent to the use of the Excerpted Financial Information in this Final Official Statement. Other than as expressly set forth in this Final Official Statement, the financial information contained in the Excerpted Financial Information has not been updated since the date of the 2013 Audit. The inclusion of the Excerpted Financial Information in this Final Official Statement in and of itself is not intended to demonstrate the fiscal condition of the Village since the date of the 2013 Audit. Questions or inquiries relating to financial information of the Village since the date of the 2013 Audit should be directed to the Village.

Summary Financial Information

The following tables are summaries and do not purport to be the complete audits, copies of which are available upon request. See **APPENDIX A** for excerpts of the Village's 2012 fiscal year audit. The Village operated under a balanced budget for its 2013 fiscal year and is operating under a balanced budget for its 2014 fiscal year. To date, all revenues and expenditures are generally within the budget.

In 2010, the Village changed its fiscal year end from April 30 to December 31. Fiscal year 2010 covered a 20 month period from May 1, 2009 through December 31, 2010.

Statement of Net Assets*(1)*
Governmental Activities

	Audited as of April 30		Audited as of December 31	
	2008	2009	2010(2)	2011
ASSETS:				
Cash and Cash Equivalents	$ 2,821,707	$ 1,564,791	$ 7,958,099	$ 29,519,259
Property Tax Receivable	7,037,528	7,152,063	5,150,761	5,227,414
Accounts Receivable	3,730,120	530,668	458,600	554,597
Other Receivable	0	0	46,397	12,228
Notes Receivable	0	10,000	0	0
Prepaid Expenses	419,492	483,196	1,199,476	995,908
Due from Other Governments	20,000	2,714,333	3,354,946	3,975,906
Due from Fiduciary Fund	78,577	0	0	0
Internal Balances	(2,016,964)	(3,660,403)	(443,727)	(443,727)
Deferred Items	334,486	298,855	302,213	855,667
Assets Held for Resale	1,100,963	846,715	796,298	608,998
Inventories	61,012	33,199	42,625	17,793
Capital Assets Not Being Depreciated	9,117,034	9,173,222	11,080,060	18,398,125
Capital Assets Being Depreciated, Net	57,909,159	58,065,380	53,533,395	53,929,181
Total Assets	$80,613,114	$77,212,019	$83,479,143	$113,651,349
LIABILITIES AND NET ASSETS:				
Liabilities:				
Accounts Payable	$ 1,702,688	$ 869,968	$ 1,802,680	$ 3,651,985
Payroll Liabilities	314,962	346,870	374,742	349,917
Other Liabilities	279,272	421,024	371,908	118,644
Due to Other Governments	173,299	173,299	173,299	0
Accrued Interest Payable	1,880,089	2,097,785	1,378,989	1,647,095
Due to Fiduciary Funds	806,816	800,514	0	489,857
Deferred Revenue	4,012,950	4,043,710	5,076,548	5,613,167
Long-term Obligations, Due Within One Year:				
Compensated Absences Payable	400,343	514,991	408,685	424,764
General Obligation Bonds Payable	275,000	385,000	435,000	445,000
Revenue Bonds Payable	1,225,000	900,000	900,000	810,000
Special Service Area Bonds Payable	75,000	80,000	0	0
Debt Certificates Payable	2,150,006	3,275,000	2,290,000	2,435,000
Installment Notes Payable	1,025,000	68,092	103,388	108,933
Capital Leases Payable	46,022	0	0	0
Notes Payable	0	237,710	0	0
Long-term Obligations, Due in More Than One Year:				
Compensated Absences Payable	282,749	219,220	303,247	332,814
General Obligation Bonds Payable	239,800	130,000	2,332,623	1,961,874
Revenue Bonds Payable	22,070,533	21,216,695	10,007,947	34,300,408
Special Service Area Bonds Payable	160,000	80,000	0	0
Debt Certificates Payable	21,990,852	18,908,543	15,839,004	13,424,979
Installment Notes Payable	0	291,731	305,898	196,952
Notes Payable	3,300,000	3,000,000	3,000,000	3,000,000
Net OPEB	0	157,978	460,364	656,621
Net Pension Obligation	2,702,912	2,303,570	3,506,535	3,771,110
Capital Leases Payable	218,151	0	0	0
Total Liabilities	$65,331,444	$60,521,700	$49,070,857	$ 73,739,120
Net Assets:				
Invested in Capital Assets, Net of Related Debt	$17,657,270	$19,512,546	$30,195,893	$ 33,751,620
Restricted Net Assets	4,083,329	3,715,587	5,439,725	3,645,165
Unrestricted Net Assets	(6,458,929)	(6,537,814)	(1,227,332)	2,515,444
Total Net Assets	15,281,670	16,690,319	34,408,286	39,912,229
Total Liabilities and Net Assets	$80,613,114	$77,212,019	$83,479,143	$113,651,349

Notes: (1) See Statement of Net Position on following page.
(2) Includes the period May 1, 2009 through December 31, 2010.

Statement of Net Position*(1)*
Governmental Activities

	December 31 2012	December 31 2013
ASSETS:		
Current Assets:		
Cash and Investments	$ 27,838,516	$ 32,717,947
Receivables - Net	5,976,935	6,018,949
Due from Other Governments	2,861,853	3,303,897
Interfund Balances	(443,727)	(443,727)
Inventory/Prepaids	427,152	528,868
Total Current Assets	$ 36,660,729	$ 42,125,934
Noncurrent Assets:		
Capital Assets:		
Nondepreciable Capital Assets	$ 22,799,681	$ 29,897,197
Depreciable Capital Assets	81,056,128	85,382,426
Accumulated Depreciation	(28,479,212)	(30,521,112)
Total Capital Assets	$ 75,376,597	$ 84,758,511
Other Assets:		
Assets Held for Resale	$ 213,914	$ 213,914
Total Noncurrent Assets	$ 75,590,511	$ 84,972,425
Total Assets	$112,251,240	$127,098,359
DEFERRED OUTFLOWS OF RESOURCES:		
Loss on Refunding	$ 579,387	$ 479,338
Total Assets and Deferred Outflows of Resources	$112,830,627	$127,577,697
LIABILITIES:		
Current Liabilities:		
Accounts Payable	$ 1,865,902	$ 4,158,160
Accrued Payroll	308,181	383,728
Accrued Interest Payable	1,708,390	1,931,198
Other Payables	591,570	173,530
Current Portion of Long-Term Debt	4,137,314	4,548,173
Total Current Liabilities	$ 8,611,357	$ 11,194,789
Noncurrent Liabilities:		
Compensated Absences Payable	$ 564,831	$ 622,896
Net Pension Obligation Payable	3,904,814	3,944,245
Net Other Post-Employment Benefit Payable	847,578	1,176,157
Notes Payable	3,000,000	2,922,097
General/Obligation/Alternate Revenue Bonds - Net	35,490,535	45,506,183
Debt Certificates - Net	11,142,107	8,953,265
Capital Leases Payable	90,845	23,396
Total Noncurrent Liabilities	$ 55,040,710	$ 63,148,239
Total Liabilities	$ 63,652,067	$ 74,343,028
DEFERRED INFLOWS OF RESOURCES:		
Property Taxes	$ 5,283,687	$ 5,657,340
Total Liabilities and Deferred Inflows of Resources	$ 68,935,754	$ 80,000,368
NET POSITION:		
Net Investment in Capital Assets	$ 35,130,929	$ 30,500,228
Restricted:		
Insurance	500,193	500,345
Streets	2,148,435	2,687,314
Public Safety	65,672	51,926
Public Works	0	7,488,171
Community Development	0	2,182,908
Debt Service	192,904	0
Unrestricted	5,856,740	4,166,437
Total Net Position	$ 43,894,873	$ 47,577,329

Note: (1) Statement of Net Assets changed to Statement of Net Position effective fiscal year 2013.

Statement of Activities
Governmental Activities
Statement of Net (Expenses) Revenue and Changes in Net Assets/Net Position*(1)*

	Audited as of April 30	Audited as of December 31			
	2009	2010(4)	2011	2012	2013(1)
GOVERNMENTAL ACTIVITIES(2):					
General Government	$ (6,405,224)	$ (5,743,604)	$ (3,127,102)	$ (3,225,415)	$ (3,819,496)
Public Safety	(3,135,151)	(8,390,869)	(5,225,802)	(4,977,888)	(5,061,177)
Community Development	(701,496)	(2,695,208)	(867,576)	(575,355)	(1,113,236)
Public Works	(3,752,256)	(4,711,207)	(3,333,285)	(3,506,500)	(3,767,667)
Culture and Recreation	(1,640,202)	(512,248)	(422,231)	(866,639)	(903,748)
Interest on Long-Term Debt	(2,742,206)	(3,614,769)	(3,127,824)	(3,004,588)	(3,295,978)
Total Governmental Activities	$(18,376,535)	$(25,667,905)	$(16,103,820)	$(16,156,385)	$(17,961,302)
GENERAL REVENUES:					
Taxes:					
Property Taxes	$ 6,689,674	$ 9,424,984	$ 5,693,411	$ 6,680,488	$ 6,768,859
Income Taxes	1,858,552	2,468,898	1,513,159	1,384,417	2,012,347
Sales Taxes	7,192,046	12,041,271	7,820,571	8,520,103	8,313,096
Utility Tax	1,699,946	2,443,227	1,568,554	1,493,693	1,511,846
Telecommunications Tax	1,510,611	2,271,431	1,399,094	1,393,563	1,230,510
Other Taxes	660,732	1,016,202	592,241	559,233	593,688
Investment Earnings	147,976	629,387	83,385	91,431	92,739
Other General Revenues	179,417	1,267,326	1,806,422	28,768	397,773
Sale of Assets	0	0	154,907	0	0
Transfers	66,923	881,087	976,019	843,000	722,900
Total General Revenues and Transfers	$ 20,005,877	$ 32,443,813	$ 21,607,763	$ 20,994,696	$ 21,643,758
Special Items:					
Reduction of Firefighters' Net Pension Obligation	$ 0	$ 0	$ 0	$ 0	$ 0
Contribution of Firefighters' Capital Assets	(467,055)	0	0	0	0
Special Items	0	10,942,059(5)	0	0	0
Change in Net Assets/Net Position(1)	$ 1,162,287	$ 17,717,967	$ 5,503,943	$ 4,838,311	$ 3,682,456
Net Assets/Net Position, Beginning of Year(1)	15,528,032(3)	16,690,319	34,408,286	39,056,562(3)	43,894,873
Net Assets/Net Position, End of Year(1)	$ 16,690,319	$ 34,408,286	$ 39,912,229	$ 43,894,873	$ 47,577,329

Notes:
(1) Reporting format changed from Net Assets to Net Position in 2013.
(2) Expenses less program revenues of Charges for Services, Operating Grants and Capital Grants.
(3) Restated.
(4) Includes the period May 1, 2009 through December 31, 2010.
(5) Part of the $16,000,000 O'Hare settlement with the City of Chicago.

General Fund
Balance Sheet

	Audited as of April 30	Audited as of December 31			
	2009	2010(1)	2011	2012	2013
ASSETS:					
Cash and Investments	$ 578,233	$ 2,108,763	$ 7,438,449	$10,276,156	$12,574,750
Receivables:					
Property Taxes	4,130,705	4,592,022	4,634,511	4,693,524	4,800,350
Intergovernmental	0	0	0	0	0
Other Taxes	0	0	0	2,995	2,995
Accounts	506,379	427,740	474,223	502,469	498,481
Inventory	33,199	42,625	17,793	5,626	11,904
Prepaid Items	483,196	1,199,476	995,908	371,526	516,964
Due from Other Funds	0	0	0	0	0
Due from Other Governments	2,012,502	2,474,477	2,333,699	2,130,107	2,504,010
Advances to Other Funds	4,780,367	4,153,043	2,908,351	2,859,023	2,859,629
Total Assets	$12,524,581	$14,998,146	$18,802,934	$20,841,426	$23,769,083
LIABILITIES:					
Liabilities:					
Accounts Payable	$ 666,697	$ 1,091,012	$ 995,734	$ 1,213,769	$ 1,578,118
Other Liabilities	279,416	352,026	98,762	1,174,467	957,725
Deposits	0	0	0	0	0
Accrued Payroll	346,870	374,742	349,917	308,181	383,728
Due to Other Funds/Other	6,807,597	0	0	0	0
Due to Fiduciary Fund	800,514	0	489,875	0	0
Deferred Revenues	2,651,588	5,079,461	5,588,344	0	0
Advances from Other Funds	0	0	0	0	582,348
Total Liabilities	$11,552,682	$ 6,897,241	$ 7,522,632	$ 2,696,417	$ 3,501,919
DEFERRED INFLOWS OF RESOURCES(2):					
Property Taxes	$ 0	$ 0	$ 0	$ 4,687,086	$ 5,053,035
Total Liabilities and Deferred Inflows of Resources	$ 0	$ 0	$ 0	$ 7,383,503	$ 8,554,954
Fund Balances:					
Fund Balance - Reserved	$ 6,126,717	$ 7,351,126	$ 0	$ 0	$ 0
Fund Balance - Unreserved	(5,154,818)	749,779	0	0	0
Fund Balance – Nonspendable	0	0	3,922,052	3,236,175	3,388,497
Fund Balance – Restricted	0	0	2,364,691	2,714,300	3,239,585
Fund Balance – Assigned	0	0	1,179,280	0	1,300,000
Fund Balance – Unassigned	0	0	3,814,297	7,507,448	7,286,047
Total Liabilities & Fund Equity	$12,524,581	$14,998,146	$18,802,952		
Total Fund Balances(2)				$13,457,923	$15,214,129
Total Liabilities, Deferred Inflows of Resources and Fund Balances(2)				$20,841,426	$23,769,083

Notes: (1) Includes the period May 1, 2009 through December 31, 2010.
(2) Change in report format.

General Fund
Revenues and Expenditures

	Fiscal Year Ending April 30	Fiscal Years Ending December 31			
	2009	2010(3)	2011	2012	2013
REVENUES:					
Taxes:					
Property	$ 3,554,057	$ 0	$ 0	$ 0	$ 0
Utility	1,699,946	0	0	0	0
Other	6,762,687	0	0	0	0
Taxes(1)(2)	0	18,823,180	12,431,064	14,343,615	7,717,895
Licenses and Permits	1,238,157	1,326,467	513,642	613,266	594,002
Intergovernmental	2,116,010	4,002,946	2,375,343	747,147	7,901,348
Charges for Services	3,901,447	5,895,625	3,146,344	3,203,185	3,381,320
Fines and Forfeitures	604,266	1,356,623	998,843	789,590	758,631
Investment Income	61,338	609,514	29,841	34,947	19,330
Miscellaneous	242,619	1,070,717	826,868	21,726	397,773
Total Revenues	$20,180,527	$33,085,072	$20,321,945	$19,753,476	$20,770,299
EXPENDITURES:					
General Government	$ 7,742,379	$ 7,614,811	$ 4,294,219	$ 4,476,338	$ 4,904,402
Public Safety	4,160,766	8,468,617	5,506,442	5,703,284	5,880,735
Community Development	1,336,467	2,017,052	971,631	1,107,261	993,743
Public Works	2,296,694	3,498,502	2,461,847	2,416,766	2,718,941
Culture and Recreation	4,026,493	5,046,925	2,846,631	2,620,289	2,679,138
Miscellaneous	63,746	0	0	0	0
Debt Service-Principal Retired	0	128,943	103,401	70,466	74,356
Debt Service-Interest and Charges	0	30,749	18,896	10,684	6,794
Total Expenditures	$19,626,545	$26,805,599	$16,203,067	$16,405,088	$17,258,109
Excess (Deficiency) of Revenues Over (Under) Expenditures Before Other Financing Sources (Uses)	$ 553,982	$ 6,279,473	$ 4,118,878	$ 3,348,388	$ 3,512,190
Other Financing Sources (Uses)	(2,155,682)	(4,752,145)	(939,463)	(1,170,785)	(1,755,984)
Special Items	0	$ 6,464,832(4)	0	0	0
Excess (Deficiency) of Revenues & Other Financing Sources Over (Under) Expenditures & Other Uses	$ (1,601,700)	$ 7,992,160	$ 3,179,415	$ 2,177,603	$ 1,756,206
Fund Balance Beginning of Year	2,573,599	108,745	8,100,905	11,280,320	13,457,923
Fund Balance End of Year	$ 971,899	$ 8,100,905	$11,280,320	$13,457,923	$15,214,129

Notes:
(1) Reporting format change.
(2) Includes sales tax and income tax.
(3) Includes the period May 1, 2009 through December 31, 2010.
(4) Part of the $16,000,000 O'Hare settlement with the City of Chicago.

General Fund
Budget Financial Information *(1)*

	Budget Twelve Months Ending 12/31/2014	Projected Twelve Months Ending 12/31/2014
REVENUES:		
Taxes:		
Property	$ 4,713,375	$ 4,713,375
Utility	1,675,000	1,613,000
Other	1,834,000	1,852,000
Licenses and Permits	604,700	681,500
Intergovernmental	7,432,760	7,711,525
Fines and Forfeits	830,000	615,730
Charges for Services	3,445,650	3,001,259
Investment Income	31,000	31,000
Interfund Transfers In	570,000	570,000
Interfund Transfers Out	(2,915,569)	(2,915,569)
Miscellaneous	46,000	125,316
Total Revenues	$18,266,916	$17,999,136
EXPENDITURES:		
Governance	$ 352,680	$ 329,250
Office of the Village Manager	3,801,255	3,329,390
Finance Department	1,098,950	997,300
Police Department	6,192,316	6,264,329
Community and Economic Development	1,128,960	3,151,885
Public Works Department	3,117,030	1,093,300
Recreation and Community Programming	2,800,725	2,569,360
Total Expenditures	$18,491,916	$17,734,814

Note: (1) Source: the Village.

EMPLOYER RETIREMENT SYSTEMS

Illinois Municipal Retirement Fund[1]

Plan Description

The employer's defined benefit pension plan for Regular employees provides retirement, and disability benefits, post retirement increases and death benefits to plan members and beneficiaries. The Village's plan is affiliated with the Illinois Municipal Retirement Fund ("IMRF"), an agent multiple-employer plan. Benefit provisions are established by statute and may only be changed by the General Assembly of the State of Illinois. IMRF issues a publicly available report that includes financial statements and required supplementary information. That report may be obtained on-line at www.imrf.org.

Funding Policy

As set by statute, the Regular plan members are required to contribute 4.50% of their annual covered salary. The statute requires employers to contribute the amount necessary, in addition to member contributions, to finance the retirement coverage of its own employees. The employer contribution rate for calendar year 2013 was 13.43% of annual covered payroll. The Village also contributes for disability benefits, death benefits and supplemental retirement benefits, all of which are pooled at the IMRF level. Contribution rates for disability and death benefits are set by the IMRF Board of Trustees, while the supplemental retirement benefits rate is set by statute.

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

Annual Pension Cost

For calendar year 2013, the Village's contributions to the regular plan were $39,282 less than the annual pension cost of $701,176.

The required contribution was determined as part of the December 31, 2013, actuarial valuation using the early age normal actuarial cost method. The actuarial assumptions at December 31, 2013, included (a) 7.5% investment rate of return (net of administrative and direct investment expenses), (b) projected salary increases of 4.00% a year, attributable to inflation, (c) additional projected salary increases ranging from 0.4% to 10% per year depending on age and service, attributable to seniority/merit, and (d) post retirement benefit increases of 3% annually. The actuarial value of the Village's Regular plan assets was determined using techniques that spread the effect of short-term volatility in the market value of investments over a five-year period. The Village's Regular plan's unfunded actuarial accrued liability ("UAAL") at December 31, 2013 is being amortized as a level percentage of projected payroll on an open basis.

Funded Status and Funding Progress

As of December 31, 2013, the most recent actuarial valuation date, the Regular plan was 84.18% funded. The actuarial accrued liability for benefits was $20,244,216 and the actuarial value of assets was $17,041,553, resulting in a UAAL of $3,202,663. The covered payroll (annual payroll of active employees covered by the plan) was $5,179,139 and the ratio of the UAAL to the covered payroll was 61%.

Below is a schedule of funding progress for the IMRF.

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability – Entry Age (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a) / c)
12/31/2008	12,946,353	15,630,657	2,684,304	82.83%	4,861,157	55.22%
12/31/2009	12,869,611	16,147,042	3,277,431	79.70%	4,800,382	68.27%
12/31/2010	13,656,502	17,284,950	3,628,448	79.01%	4,305,189	84.28%
12/31/2011	14,438,868	18,542,610	4,103,742	77.87%	4,819,872	85.14%
12/31/2012	15,362,460	19,332,092	3,969,632	79.47%	4,852,228	81.81%
12/31/2013	17,041,553	20,244,216	3,202,663	84.18%	5,179,139	61.84%

Police Pension Plan(1)

Plan Description

The Police Pension Plan is a single-employer defined benefit pension plan that covers all sworn police personnel of the Village. The Police Pension Plan provides retirement, disability, and death benefits, as well as automatic annual cost of living adjustments, to plan members and their beneficiaries. Plan members are required to contribute 9.91% of their annual covered payroll. The Village is required to contribute at an actuarially determined rate. Although this is a single employer pension plan, the defined benefits and contribution requirements of the plan members and the Village are governed by Illinois Compiled Statutes and may be amended only by the Illinois legislature. The Village accounts for the plan as a pension trust fund. The Police Pension Plan issues separate financial statements and has a December 31 year end. The Police Pension Plan financial statements can be obtained by contacting the Village at 12 South Center Street, Bensenville, Illinois 60106.

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

As of December 31, 2013, the date of the latest actuarial valuation, the Police Pension Plan membership consisted of the following:

Retirees and beneficiaries currently receiving benefits and terminated employees entitled to benefits but not yet receiving them	33
Current Employees:	
Vested	19
Non-vested	13
	65

The following is a summary of the Police Pension Plan as provided for in Illinois Compiled Statutes.

The Police Pension Plan provides retirement benefits as well as death and disability benefits. Participants attaining the age of 50 or more with 20 or more years of creditable service are entitled to receive an annual retirement benefit of one half of the salary attached to the rank held on the last day of service, or for one year prior to the last day, whichever is greater. The pension shall be increased by 2.5% of such salary for each additional year of service over 20 years up to 30 years to a maximum of 75% of such salary. Covered employees hired on or after January 1, 2011, attaining the age of 55 with at least 10 years creditable service are entitled to receive a retirement benefit of 2.5% of final average salary for each year of service, with a maximum salary cap of $106,800 as of January 1, 2011. The maximum salary cap increases each year thereafter. The monthly benefit of a police officer hired before January 1, 2011, who retired with 20 or more years of service after January 1, 1977 shall be increased annually, following the first anniversary date of retirement and be paid upon reaching the age of at least 55 years, by 3% of the original pension and 3% compounded annually thereafter. The monthly pension of a police officer hired on or after January 1, 2011 shall be increased annually, following the later of the first anniversary date of retirement or the month following the attainment of age 60, but the lesser of 3% or ½ of the consumer price index. Employees with at least 10 years but less than 20 years of creditable service may retire at or after age 60 and receive a reduced benefit.

Funding Policy

Covered employees are required to contribute 9.91% of their base salary to the Police Pension Plan. If an employee leaves covered employment with less than 20 years of service, accumulated employee contributions may be refunded without accumulated interest. The Village is required to contribute the remaining amounts necessary to finance the plans as actuarially determined by an enrolled actuary. Effective January 1, 2011, the Village has until the year 2040 to fund 90% of the past service cost for the Police Pension Plan. For the year ended December 30, 2012, the Village's contribution was 32.20% of covered payroll.

Basis of Accounting

The financial statements of the pension fund are prepared using the accrual basis of accounting. Plan member contributions are recognized in the period in which contributions are due. The Village's contributions are recognized when due and a formal commitment to provide the contributions are made. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

Method Used to Value Investments

Plan investments are reported at fair value. Short-term investments are reported at cost, which approximates fair value. Investments that do not have any established market are reported at estimated fair values.

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

Annual Pension Cost

For the fiscal period ending December 31, 2013, the Village's contributions to the Police Pension Plan were $67,474 more than the annual pension cost of $819,367.

Funded Status and Funding Progress

As of December 31, 2012, the most recent actuarial valuation date, the Police Pension Plan was 53.73% funded. The actuarial accrued liability for benefits was $25,424,780 and the actuarial value of assets was $13,661,446, resulting in a UAAL of $11,763,334. The covered payroll was $2,550,031 and the ratio of the UAAL to the covered payroll was 461.30%.

Below is a schedule of funding progress for the Police Pension Plan.

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability – Entry Age (b)	Unfunded AAL (UAAL) (b)-(a)	Funded Ratio (a)/(b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a) / c)
4/30/2008	13,065,169	20,643,852	7,578,683	63.29%	2,166,492	349.81%
4/30/2009	10,448,151	20,887,297	10,439,146	50.02%	2,352,581	443.73%
4/30/2010	11,550,751	21,604,610	10,053,859	53.46%	2,406,640	417.76%
12/31/2010*	12,539,774	22,868,030	10,328,256	54.84%	2,444,783	422.46%
12/31/2011	12,593,974	23,970,987	11,377,013	52.54%	2,530,466	449.60%
12/31/2012	13,661,446	25,424,780	11,763,334	53.73%	2,550,031	461.30%

*Fiscal year end was changed from April 30 to December 31 in 2010.

Net Pension Obligation(1)

The following is the net pension obligation for IMRF and the Police Pension Plan:

Net Pension Obligation:	IMRF	Police Pension Plan
Annual required contribution	$695,558	$ 819,367
Interest on net pension obligation	19,705	270,655
Adjustment to annual required contribution	(14,087)	(203,032)
Annual pension cost	701,176	886,990
Contributions made	661,894	886,841
Change in net pension obligation	39,282	149
Net pension obligation, beginning of period	262,740	3,642,074
Net pension obligation, end of period	$302,022	$3,642,223

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

The Village annual required contribution for the current period and related information for each plan is as follows:

	IMRF	Police Pension Plan
Actuarial valuation date	December 31, 2013	December 31, 2012
Contribution rates		
Employer	12.78%	32.20%
Employee	4.50%	9.91%
Annual pension cost	$701,176	$886,900
Contributions made	$661,894	$886,841
Actuarial cost method	Entry age normal	Entry age normal
Asset valuation method	5-Year smoothed market	Market
Amortization method	Level percentage of payroll	Level percentage of payroll
Amortization period	30 Years, open	28 Years, closed
Actuarial assumptions		
Investment rate of return	7.50%	7.50%
Projected salary increases	0.4% to 10.0%	5.00%
Inflation rate included	4.00%	3.00%
Cost-of-living adjustments	3.00%	3.00%

Trend Information[(1)]

Trend information gives an indication of the progress made in accumulating sufficient assets to pay benefits when due.

	Fiscal Year	IMRF	Police Pension Plan
Annual pension cost (APC)	2011	619,258	943,526
	2012	630,614	887,986
	2013	701,176	886,900
Contributions made	2011	508,978	789,231
	2012	563,829	821,067
	2013	661,894	886,841
Percentage of APC contributed	2011	82.19%	83.65%
	2012	89.41%	92.46%
	2013	94.40%	99.98%
Net pension obligation	2011	195,955	3,575,155
	2012	262,740	3,642,074
	2013	302,022	3,642,223

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

OTHER POST-EMPLOYMENT BENEFITS

Plan Description(1)

The Village provides the continuation of health care benefits and life insurance to Police and Municipal employees who retire from the Village in accordance with Illinois Compiled Statutes. Employees who terminate after reaching retirement eligibility in the plan are eligible to elect to continue their health care coverage by paying the monthly premium rate. Retirement eligibility for Police employees is age 50 and 20 years of service, and for Municipal employees is age 55 and 25 years of service; or age 60 and 8 years of service; or combined age and service of 85. Because the actuarial cost of health benefits exceeds the average amount paid by retirees, the additional cost is paid by the Village and is the basis for the other post-employment benefits ("OPEB") obligation accounted for under GASB Statement 45. The Village Board of Trustees has the authority of establishing and amending benefits offered by this plan. The OPEB plan is a single-employer plan. There is no separate, audited GAAP-basis postemployment benefit plan report available.

Funding Policy(1)

Funding is provided by the Village on a pay-as-you-go basis. Retirees and their dependants may continue coverage under the Village's group health program by contributing a monthly premium. They may participate in any of the plans available to active employees. For Municipal employees, retirees prior to age 65 contribute the blended average employee group cost. After age 65, retirees pay the full Medicare eligible cost of coverage. The Village pays the difference between the actuarial cost of the health coverage for retirees and the blended average employee group cost. For Police employees, the Village pays the difference between the actuarial cost of the health coverage for retirees and the blended average employee group cost.

Annual OPEB Cost and Net OPEB Obligation(1)

The Village's annual other post employee benefit cost is calculated based on the annual required contribution ("ARC"). The ARC represents the normal cost each year and an amount to amortize the unfunded actuarial liability over thirty years. The following table shows the components of the Village's annual OPEB costs, the amount actually contributed to the plan, and changes in the Village's net OPEB obligation for the period ending December 31, 2013.

Annual required contribution	$257,779
Interest on net OPEB obligation	50,855
Adjustment to the ARC	(63,013)
Annual OPEB Cost	371,647
Contributions made	(43,068)
Increase in the net OPEB obligation	328,579
Net OPEB obligation beginning of period	847,578
Net OPEB obligation end of period	$1,176,157

(1) *Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.*

Funded Status and Funding Progress[(1)]

As of December 31, 2012, the OPEB Plan was unfunded. The actuarial accrued liability for benefits was $2,217,824 and the actuarial value of assets was $0, resulting in a UAAL of $2,217,824. The covered payroll was $6,648,900 and the ratio of the UAAL to the covered payroll was 33.36%.

Below is a schedule of funding progress for the OPEB Plan.

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability – Entry Age (b)	Unfunded AAL (UAAL) (b)-(a)	Funded Ratio (a)/(b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b) (a) / (c)
4/30/2010	-	1,583,408	1,583,408	0.00%	6,419,918	24.66%
12/31/2010*	-	1,799,457	1,799,457	0.00%	6,206,819	28.99%
12/31/2011	-	2,022,991	2,022,991	0.00%	6,424,058	31.49%
12/31/2012	-	2,217,824	2,217,824	0.00%	6,648,900	33.36%
12/31/2013	NA	NA	NA	NA	NA	NA

*Fiscal year end was changed from April 30 to December 31 in 2010.

The Village's annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for calendar year 2013 and the preceding fiscal periods were as follows:

Fiscal Year	Annual OPEB Cost	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
2011	233,181	15.83%	656,621
2012	230,835	17.28%	847,578
2013	371,647	11.59%	1,176,157

Actuarial Assumptions[(1)]

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan understood by the employer and plan members) and include the benefits provided at the time each valuation and the historical pattern of sharing of benefit costs between the employer and plan members. In the December 31, 2012 actuarial valuation, the entry age actuarial cost method was used. The actuarial assumptions included an annual healthcare cost trend rate of 6% initially, reduced to an ultimate rate of 5%. Rates include a 3.5% general inflation assumption. The UAAL is being amortized as a level percentage of projected payroll on an open basis.

(1) Source: The Village's Audited Financial Statements for the fiscal year ended December 31, 2013.

REGISTRATION, TRANSFER AND EXCHANGE

See also **APPENDIX B** for information on registration, transfer and exchange of book-entry bonds. The Bonds will be initially issued as book-entry bonds.

The Village shall cause books (the "Bond Register") for the registration and for the transfer of the Bonds to be kept at the principal office maintained for the purpose by the Bond Registrar in Chicago, Illinois. The Village will authorize to be prepared, and the Bond Registrar shall keep custody of, multiple bond blanks executed by the Village for use in the transfer and exchange of Bonds.

Any Bond may be transferred or exchanged, but only in the manner, subject to the limitations, and upon payment of the charges as set forth in the Bond Ordinances. Upon surrender for transfer or exchange of any Bond at the principal office maintained for the purpose by the Bond Registrar, duly endorsed by, or accompanied by a written instrument or instruments of transfer in form satisfactory to the Bond Registrar and duly executed by the registered owner or such owner's attorney duly authorized in writing, the Village shall execute and the Bond Registrar shall authenticate, date and deliver in the name of the registered owner, transferee or transferees (as the case may be) a new fully registered Bond or Bonds of the same maturity and interest rate of authorized denominations, for a like aggregate principal amount.

The execution by the Village of any fully registered Bond shall constitute full and due authorization of such Bond, and the Bond Registrar shall thereby be authorized to authenticate, date and deliver such Bond, provided, however, the principal amount of outstanding Bonds of each maturity authenticated by the Bond Registrar shall not exceed the authorized principal amount of Bonds for such maturity less Bonds previously paid.

The Bond Registrar shall not be required to transfer or exchange any Bond following the close of business on the fifteenth day of the month next preceding an interest payment date on such Bond (known as the record date).

The person in whose name any Bond shall be registered shall be deemed and regarded as the absolute owner thereof for all purposes, and payment of the principal of or interest on any Bonds shall be made only to or upon the order of the registered owner thereof or such owner's legal representative. All such payments shall be valid and effectual to satisfy and discharge the liability upon such Bond to the extent of the sum or sums so paid.

No service charge shall be made for any transfer or exchange of Bonds, but the Village or the Bond Registrar may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any transfer or exchange of Bonds.

CERTAIN FEDERAL INCOME TAX CONSIDERATIONS

THE BONDS WILL BE TREATED AS OBLIGATIONS NOT DESCRIBED IN SECTION 103(A) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED, EXCLUDING FROM FEDERAL GROSS INCOME THE INTEREST ON AN OBLIGATION OF A POLITICAL SUBDIVISION OF A STATE. THE HOLDERS OF THE BONDS SHOULD TREAT THE INTEREST ON THE BONDS AS SUBJECT TO FEDERAL INCOME TAXATION.

LEGAL OPINIONS AND ENFORCEABILITY OF REMEDIES

The various legal opinions to be delivered concurrently with the delivery of the Bonds express the professional judgment of the attorneys rendering the opinion as to the legal issues explicitly addressed therein. By rendering a legal opinion, the opinion giver does not become an insurer or guarantor of that expression of professional judgment, of the transaction opined upon, or of the future performance of parties to such transaction. Nor does the rendering of an opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

The remedies available to the Bondholder upon a default under the 2014B Bond Ordinance and 2014C Bond Ordinance (the "Bond Ordinances") are in many respects dependent upon judicial actions which are often subject to discretion and delay. Under existing constitutional and statutory law and judicial decisions, including specifically Title 11 of the United States Code (the federal bankruptcy code), the remedies provided in the Bond Ordinance may not be readily available or may be limited. Under Federal and State environmental laws, certain liens may be imposed on property of the Village from time to time, but the Village does not have reason to believe, under existing law, that any such lien would have priority over the lien on the ad valorem property tax which is pledged to the owners of the Bonds under the Bond Ordinance.

The various legal opinions to be delivered concurrently with the delivery of the Bonds will be qualified as to the enforceability of the various legal instruments by limitations imposed by the valid exercise of the constitutional powers of the Village, the State of Illinois and the United States of America and bankruptcy, reorganization, insolvency or other similar laws affecting the rights of creditors generally, and by general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law.)

These exceptions would encompass any exercise of Federal, State or local police powers (including the police powers of the Village), in a manner consistent with the public health and welfare. Enforceability of the Bond Ordinance in a situation where such enforcement may adversely affect public health and welfare may be subject to these police powers.

CONTINUING DISCLOSURE

The Village will enter into a Continuing Disclosure Undertaking (the "Undertaking") for the benefit of the beneficial owners of the Bonds to send certain information annually and to provide notice of certain events to the Municipal Securities Rulemaking Board (the "MSRB") pursuant to the requirements of Section (b)(5) of Rule 15c2-12 (the "Rule") adopted by the Securities and Exchange Commission (the "Commission") under the Securities Exchange Act of 1934. No person, other than the Village, has undertaken, or is otherwise expected, to provide continuing disclosure with respect to the Bonds. The information to be provided on an annual basis, the events which will be noticed on an occurrence basis and a summary of other terms of the Undertaking, including termination, amendment and remedies, are set forth below under **"THE UNDERTAKING."**

Late Filing of Annual Reports and Corrective Action

The Village failed to file its audited financial statements for the 2009 and 2010 fiscal years within the time periods specified in prior continuing disclosure undertakings. The Village has established procedures to ensure that such audited financial statements will be filed in a timely manner in the future. The Village filed the 2011, 2012 and 2013 Comprehensive Annual Financial Reports as required. Also a certain material event disclosure pertaining to bond insurance rating changes required in prior undertakings was not submitted within the timeframe required in the prior undertakings. In the past five years there have been numerous rating actions reported by Moody's Investors Service, Standard & Poor's Rating Corporation and Fitch Ratings affecting the municipal bond insurance companies, some of which had insured bonds previously issued by the Village. Due to widespread knowledge of these rating actions, only one material event notice was filed dated September 18, 2012. The Village did not file its audited financial statements specified in the continuing disclosure undertaking for its waterworks and sewerage revenue bonds (matured May 1, 2014) under the CUSIP number assigned to the revenue bonds; such filings were made under the Village's general obligation bond CUSIP number. On June 27, 2014, this disclosure was filed with the MSRB through EMMA. A failure by the Village to comply with the Undertaking will not constitute a default under the Bond Ordinance and beneficial owners of the Bonds are limited to the remedies described in the Undertaking. See **"THE UNDERTAKING - Consequences of Failure of the Village to Provide Information."** The Village must report any failure to comply with the Undertaking in accordance with the Rule. Any broker, dealer or municipal securities dealer must consider such report before recommending the purchase or sale of the Bonds in the secondary market. Consequently, such a failure may adversely affect the transferability and liquidity of the Bonds and their market price.

Bond Counsel expresses no opinion as to whether the Undertaking complies with the requirements of Section (b)(5) of the Rule.

THE UNDERTAKING

The following is a brief summary of certain provisions of the Undertaking of the Village and does not purport to be complete. The statements made under this caption are subject to the detailed provisions of the Undertaking, a copy of which is available upon request from the Village.

Annual Financial Information Disclosure

The Village covenants that it will disseminate its Annual Financial Information and its Audited Financial Statements, if any (as described below) to the MSRB in such manner and format and accompanied by identifying information as is prescribed by the MSRB or the Commission at the time of delivery of such information within 210 days after the last day of the Village's fiscal year (currently December 31). If Audited Financial Statements are not available when the Annual Financial Information is filed, the Village will file unaudited financial statements. The Village will submit Audited Financial Statements to the MSRB's Electronic Municipal Market Access ("EMMA") system within 30 days after availability to the Village. MSRB Rule G-32 requires all EMMA filings to be in word-searchable PDF format. This requirement extends to all documents to be filed with EMMA, including financial statements and other externally prepared reports.

"Annual Financial Information" means:

1. The table under the heading of "**Retailers' Occupation, Service Occupation and Use Tax"** within this Final Official Statement;
2. All of the tables under the heading "**PROPERTY ASSESSMENT AND TAX INFORMATION"** within this Final Official Statement;
3. All of the tables under the heading "**DEBT INFORMATION"** within this Final Official Statement; and
4. All of the tables under the heading "**FINANCIAL INFORMATION" (Excluding Budget and Interim Financial Information)** within this Final Official Statement.

"Audited Financial Statements" means financial statements of the Village as audited annually by independent certified public accountants. Audited Financial Statements are expected to continue to be prepared according to Generally Accepted Accounting Principles as applicable to governmental units (i.e., as subject to the pronouncements of the Governmental Accounting Standards Board and subject to any express requirements of State law).

Reportable Events Disclosure

The Village covenants that it will disseminate in a timely manner (not in excess of ten business days after the occurrence of the Reportable Event) Reportable Events Disclosure to the MSRB in such manner and format and accompanied by identifying information as is prescribed by the MSRB or the Commission at the time of delivery of such information. MSRB Rule G-32 requires all EMMA filings to be in word-searchable PDF format. This requirement extends to all documents to be filed with EMMA, including financial statements and other externally prepared reports. The "Events" are:

1. Principal and interest payment delinquencies
2. Non-payment related defaults, if material
3. Unscheduled draws on debt service reserves reflecting financial difficulties
4. Unscheduled draws on credit enhancements reflecting financial difficulties
5. Substitution of credit or liquidity providers, or their failure to perform
6. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the security, or other material events affecting the tax status of the security
7. Modifications to the rights of security holders, if material
8. Bond calls, if material, and tender offers
9. Defeasances
10. Release, substitution or sale of property securing repayment of the securities, if material
11. Rating changes
12. Bankruptcy, insolvency, receivership or similar event of the Village*
13. The consummation of a merger, consolidation, or acquisition involving the Village or the sale of all or substantially all of the assets of the Village, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the termination of a definitive agreement relating to any such actions, other than pursuant to its terms, if material
14. Appointment of a successor or additional trustee or the change of name of a trustee, if material.

**This event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the Village in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the Village, or if such jurisdiction has been assumed by leaving the existing governing body and officials or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the Village.*

Consequences of Failure of the Village to Provide Information

The Village shall give notice in a timely manner to the MSRB of any failure to provide disclosure of Annual Financial Information and Audited Financial Statements when the same are due under the Undertaking.

In the event of a failure of the Village to comply with any provision of the Undertaking, the beneficial owner of any Bond may seek mandamus or specific performance by court order, to cause the Village to comply with its obligations under the Undertaking. A default under the Undertaking shall not be deemed a default under the Bond Ordinance, and the sole remedy under the Undertaking in the event of any failure of the Village to comply with the Undertaking shall be an action to compel performance.

Amendment; Waiver

Notwithstanding any other provision of the Undertaking, the Village by resolution or ordinance authorizing such amendment or waiver, may amend the Undertaking, and any provision of the Undertaking may be waived, if:

(a) (i) The amendment or the waiver is made in connection with a change in circumstances that arises from a change in legal requirements, including, without limitation, pursuant to a “no-action” letter issued by the Commission, a change in law, or a change in the identity, nature, or status of the Village, or type of business conducted; or

(ii) The Undertaking, as amended, or the provision, as waived, would have complied with the requirements of the Rule at the time of the primary offering, after taking into account any amendments or interpretations of the Rule, as well as any change in circumstances; and

(b) The amendment or waiver does not materially impair the interests of the beneficial owners of the Bonds, as determined by parties unaffiliated with the Village (such as Bond Counsel).

In the event that the Commission or the MSRB or other regulatory authority approves or requires Annual Financial Information or notices of a Reportable Event to be filed with a central post office, governmental agency or similar entity other than the MSRB or in lieu of the MSRB, the Village shall, if required, make such dissemination to such central post office, governmental agency or similar entity without the necessity of amending the Undertaking.

Termination of Undertaking

The Undertaking shall be terminated if the Village shall no longer have any legal liability for any obligation on or relating to repayment of the Bonds under the Bond Ordinance. The Village shall give notice to the MSRB in a timely manner if this paragraph is applicable.

Additional Information

Nothing in the Undertaking shall be deemed to prevent the Village from disseminating any other information, using the means of dissemination set forth in the Undertaking or any other means of communication, or including any other information in any Annual Financial Information or Audited Financial Statements or notice of occurrence of a Reportable Event, in addition to that which is required by the Undertaking. If the Village chooses to include any information from any document or notice of occurrence of a Reportable Event in addition to that which is specifically required by the Undertaking, the Village shall have no obligation under the Undertaking to update such information or include it in any future disclosure or notice of occurrence of a Reportable Event.

Dissemination of Information; Dissemination Agent

When filings are required to be made with the MSRB in accordance with the Undertaking, such filings are required to be made through its EMMA system for municipal securities disclosure or through any other electronic format or system prescribed by the MSRB for purposes of the Rule.

The Village may, from time to time, appoint or engage a Dissemination Agent to assist it in carrying out its obligations under the Undertaking, and may discharge any such Agent, with or without appointing a successor Dissemination Agent.

LITIGATION

There is no litigation of any nature now pending or threatened restraining or enjoining the issuance, sale, execution or delivery of the Bonds, or in any way contesting or affecting the validity of the Bonds or any proceedings of the Village taken with respect to the issuance or sale thereof. There is no litigation now pending, or to the knowledge of the Village, threatened against the Village that is expected to materially impact the financial condition of the Village.

CERTAIN LEGAL MATTERS

Certain legal matters incident to the authorization, issuance and sale of the Bonds are subject to the approving legal opinion of Ice Miller LLP, Chicago, Illinois, as Bond Counsel (the "Bond Counsel"), who has been retained by, and acts as, Bond Counsel to the Village. Bond Counsel has not been retained or consulted on disclosure matters and has not undertaken to review or verify the accuracy, completeness or sufficiency of this Final Official Statement or other offering material relating to the Bonds and assumes no responsibility for the statements or information contained in or incorporated by reference in this Final Official Statement, except that in its capacity as Bond Counsel, Ice Miller LLP has, at the request of the Village, reviewed only those portions of this Final Official Statement involving the description of the Bonds, the security for the Bonds (excluding forecasts, projections, estimates or any other financial or economic information in connection therewith), the description of the federal tax exemption of the interest on the Bonds and the "bank-qualified" status of the Bonds. This review was undertaken solely at the request and for the benefit of the Village and did not include any obligation to establish or confirm factual matters set forth herein.

FINAL OFFICIAL STATEMENT AUTHORIZATION

This Final Official Statement has been authorized for distribution to prospective purchasers of the Bonds. All statements, information, and statistics herein are believed to be correct but are not guaranteed by the consultants or by the Village, and all expressions of opinion, whether or not so stated, are intended only as such.

INVESTMENT RATING

The Bonds have been rated "AA-" (Stable) by Standard & Poor's, a Division of the McGraw-Hill Companies. The Village has supplied certain information and material concerning the Bonds and the Village to the rating service shown on the cover page, including certain information and materials which may not have been included in this Final Official Statement, as part of its application for an investment rating on the Bonds. A rating reflects only the views of the rating agency assigning such rating and an explanation of the significance of such rating may be obtained from such rating agency. Generally, such rating service bases its rating on such information and material, and also on such investigations, studies and assumptions that it may undertake independently. There is no assurance that such rating will continue for any given period of time or that it may not be lowered or withdrawn entirely by such rating service if, in its judgment, circumstances so warrant. Any such downward change in or withdrawal of such rating may have an adverse effect on the secondary market price of the Bonds. An explanation of the significance of the investment rating may be obtained from the rating agency: Standard & Poor's Corporation, 55 Water Street, New York, New York 10041, telephone 212-438-2000. The Village will provide appropriate periodic credit information to the rating service to maintain a rating on the Bonds.

DEFEASANCE

The Bonds are subject to legal defeasance by the irrevocable deposit of full faith and credit obligations of the United States of America, obligations the timely payment of which are guaranteed by the United States Treasury, or certificates of participation in a trust comprised solely of full faith and credit obligations of the United States of America (collectively, the "Government Obligations") with a bank or trust company acting as escrow agent. Any such deposit must be of sufficient amount that the receipts from the Government Obligations plus any cash on deposit will be sufficient to pay debt service on the Bonds when due or as called for redemption.

UNDERWRITING

The 2014B Bonds were offered for sale by the Village at a public, competitive sale on November 18, 2014. The best bid submitted at the sale was submitted by BOSC, Inc., a subsidiary of BOK Financial Corp., Menomonee Falls, Wisconsin (the "2014B Underwriter"). The Village awarded the contract for sale of the 2014B Bonds to the 2014B Underwriter at a price of $6,726,405.00 (reflecting the par amount of $6,815,000 and less an Underwriter's discount of $88,595.00). The 2014B Underwriter has represented to the Village that the 2014B Bonds have been subsequently re-offered to the public initially at the yields or prices set forth in this Final Official Statement.

The 2014C Bonds were offered for sale by the Village at a public, competitive sale on November 18, 2014. The best bid submitted at the sale was submitted by Bernardi Securities, Inc., Chicago, Illinois (the "2014C Underwriter"). The Village awarded the contract for sale of the 2014C Bonds to the 2014C Underwriter at a price of $600,259.85 (reflecting the par amount of $600,000, plus a reoffering premium of $6,259.85, and less an Underwriter's discount of $6,000.00). The 2014C Underwriter has represented to the Village that the 2014C Bonds have been subsequently re-offered to the public initially at the yields or prices set forth in this Final Official Statement.

FINANCIAL ADVISOR

The Village has engaged Speer Financial, Inc. as financial advisor (the "Financial Advisor") in connection with the issuance and sale of the Bonds. The Financial Advisor is an Independent Registered Municipal Advisor in accordance with the rules of the Municipal Securities Rulemaking Board (the "MSRB"). The Financial Advisor will not participate in the underwriting of the Bonds. The financial information included in the Final Official Statement has been compiled by the Financial Advisor. Such information does not purport to be a review, audit or certified forecast of future events and may not conform with accounting principles applicable to compilations of financial information. The Financial Advisor is not a firm of certified public accountants and does not serve in that capacity or provide accounting services in connection with the Bonds. The Financial Advisor is not obligated to undertake any independent verification of or to assume any responsibility for the accuracy, completeness or fairness of the information contained in this Final Official Statement, nor is the Financial Advisor obligated by the Village's continuing disclosure undertaking.

CERTIFICATION

We have examined this Final Official Statement dated November 18, 2014, for the $6,815,000 Taxable General Obligation Bonds (Alternate Revenue Source) - Qualified Energy Conservation Bonds Direct Payment), Series 2014B and the $600,000 Taxable General Obligation Limited Tax Bonds, Series 2014C, believe it to be true and correct and will provide to the purchasers of the Bonds at the time of delivery certificates confirming to the purchasers that to the best of our knowledge and belief information in the Official Statement was at the time of acceptance of the bid for the Bonds and, including any addenda thereto, was at the time of delivery of the Bonds true and correct in all material respects and does not include any untrue statement of a material fact, nor does it omit the statement of any material fact required to be stated therein, or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

/s/ MICHAEL CASSADY
Village Manager
VILLAGE OF BENSENVILLE
DuPage and Cook Counties, Illinois

/s/ FRANK SOTO
Village President
VILLAGE OF BENSENVILLE
DuPage and Cook Counties, Illinois

APPENDIX A

VILLAGE OF BENSENVILLE
DUPAGE AND COOK COUNTIES, ILLINOIS

EXCERPTS OF FISCAL YEAR 2013 AUDITED FINANCIAL STATEMENTS

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Net Position
December 31, 2013

	Governmental Activities	Business-Type Activities	Totals
ASSETS			
Current Assets			
Cash and Investments	$ 32,717,947	7,473,342	40,191,289
Receivables - Net	6,018,949	789,590	6,808,539
Due from Other Governments	3,303,897	-	3,303,897
Internal Balances	(443,727)	443,727	-
Inventory/Prepaids	528,868	-	528,868
Total Current Assets	42,125,934	8,706,659	50,832,593
Noncurrent Assets			
Capital Assets			
Nondepreciable Capital Assets	29,897,197	6,504,028	36,401,225
Depreciable Capital Assets	85,382,426	105,221,423	190,603,849
Accumulated Depreciation	(30,521,112)	(47,175,878)	(77,696,990)
Total Capital Assets	84,758,511	64,549,573	149,308,084
Other Assets			
Assets Held for Resale	213,914	-	213,914
Total Noncurrent Assets	84,972,425	64,549,573	149,521,998
Total Assets	127,098,359	73,256,232	200,354,591
DEFERRED OUTFLOWS OF RESOURCES			
Loss on Refunding	479,338	238,520	717,858
Total Assets and Deferred Outflows of Resources	127,577,697	73,494,752	201,072,449

	Governmental Activities	Business-Type Activities	Totals
LIABILITIES			
Current Liabilities			
Accounts Payable	4,158,160	1,280,550	5,438,710
Deposits Payable	-	104,404	104,404
Accrued Payroll	383,728	61,805	445,533
Accrued Interest Payable	1,931,198	40,426	1,971,624
Other Payables	173,530	-	173,530
Current Portion of Long-Term Debt	4,548,173	800,949	5,349,122
Total Current Liabilities	11,194,789	2,288,134	13,482,923
Noncurrent Liabilities			
Compensated Absences Payable	622,896	120,830	743,726
Net Pension Obligation Payable	3,944,245	-	3,944,245
Net Other Post-Employment Benefit Payable	1,176,157	-	1,176,157
Notes Payable	2,922,097	-	2,922,097
General Obligation/Alternate Revenue Bonds - Net	45,506,183	7,031,086	52,537,269
Debt Certificates - Net	8,953,265	-	8,953,265
Capital Leases Payable	23,396	50,549	73,945
Total Noncurrent Liabilities	63,148,239	7,202,465	70,350,704
Total Liabilities	74,343,028	9,490,599	83,833,627
DEFERRED INFLOWS OF RESOURCES			
Property Taxes	5,657,340	-	5,657,340
Total Liabilities and Deferred Inflows of Resources	80,000,368	9,490,599	89,490,967
NET POSITION			
Net Investment in Capital Assets	30,500,228	56,935,717	87,435,945
Restricted			
Insurance	500,345	-	500,345
Streets	2,687,314	-	2,687,314
Public Safety	51,926	-	51,926
Public Works	7,488,171	-	7,488,171
Community Development	2,182,908	-	2,182,908
Unrestricted	4,166,437	7,068,436	11,234,873
Total Net Position	47,577,329	64,004,153	111,581,482

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Activities
For the Fiscal Year Ended December 31, 2013

		Program Revenues			Net Expense/Revenue Primary Government		
	Expenses	Charges for Services	Operating Grants/ Contributions	Capital Grants/ Contributions	Governmental Activities	Business Type Activities	Totals
Governmental Activities							
General Government	$ 5,703,303	1,592,283	95,365	196,159	(3,819,496)	-	(3,819,496)
Public Safety	6,019,777	958,600	-	-	(5,061,177)	-	(5,061,177)
Public Works	4,385,718	79,113	538,938	-	(3,767,667)	-	(3,767,667)
Culture and Recreation	3,532,313	2,628,565	-	-	(903,748)	-	(903,748)
Community Development	1,158,852	-	-	45,616	(1,113,236)	-	(1,113,236)
Interest on Long-Term Debt	3,295,978	-	-	-	(3,295,978)	-	(3,295,978)
Total Governmental Activities	24,095,941	5,258,561	634,303	241,775	(17,961,302)	-	(17,961,302)
Business-Type Activities							
Utility	8,968,444	9,601,672	-	-	-	633,228	633,228
Recycling and Refuse	1,519,405	1,365,550	-	-	-	(153,855)	(153,855)
Commuter Parking Lot	13,739	33,436	-	-	-	19,697	19,697
Total Business-Type Activities	10,501,588	11,000,658	-	-	-	499,070	499,070
Total Primary Government	34,597,529	16,259,219	634,303	241,775	(17,961,302)	499,070	(17,462,232)
General Revenues							
Taxes							
Property Taxes					6,768,859	-	6,768,859
Income Taxes					2,012,347	-	2,012,347
Sales Taxes					8,313,096	-	8,313,096
Utility Taxes					1,511,846	-	1,511,846
Telecommunication Taxes					1,230,510	-	1,230,510
Other Taxes					593,688	-	593,688
Interest Income					92,739	8,305	101,044
Miscellaneous Income					397,773	-	397,773
Transfers - Internal Activity					722,900	(722,900)	-
					21,643,758	(714,595)	20,929,163
Change in Net Position					3,682,456	(215,525)	3,466,931
Net Position - Beginning					43,894,873	64,219,678	108,114,551
Net Position - Ending					47,577,329	64,004,153	111,581,482

VILLAGE OF BENSENVILLE, ILLINOIS

Balance Sheet - Governmental Funds
December 31, 2013

	General	Debt Service	Capital Projects: Capital Improvement	Capital Projects: TIF VII Irving Park/ Church Road	Capital Projects: North Industrial TIF District	Capital Projects: Special Service Area #9	Nonmajor	Totals
ASSETS								
Cash and Investments	$ 12,574,750	1,747,426	5,051,165	-	7,783,681	748,022	4,812,903	32,717,947
Receivables - Net of Allowances								
Property Taxes	4,800,350	312,563	-	-	9,907	-	297,064	5,419,884
Accounts	498,481	4,577	1,555	-	-	(40)	79,657	584,230
Other	2,995	763	189	-	10,888	-	-	14,835
Due from Other Governments	2,504,010	-	799,887	-	-	-	-	3,303,897
Due from Other Funds	-		11,354					11,354
Advances to Other Funds	2,859,629	-	2,149,618	-	-	-	-	5,009,247
Inventory	11,904	-	-	-	-	-	-	11,904
Prepaids	516,964	-	-	-	-	-	-	516,964
Assets Held for Resale	-	-	213,914	-	-	-	-	213,914
Total Assets	23,769,083	2,065,329	8,227,682	-	7,804,476	747,982	5,189,624	47,804,176
LIABILITIES								
Accounts Payable	1,578,118	-	822,722	-	314,254	750,276	110,442	3,575,812
Accrued Payroll	383,728	-	-	-	-	-	-	383,728
Accrued Interest	-	-	-	-	-	-	8,624	8,624
Due to Other Funds	-	-	-	-	-	-	11,354	11,354
Advances from Other Funds	582,348	-	-	3,216,629	-	747,363	1,488,982	6,035,322
Other Payables	957,725	-	271,211	-	-	-	89,881	1,318,817
Total Liabilities	3,501,919	-	1,093,933	3,216,629	314,254	1,497,639	1,709,283	11,333,657
DEFERRED INFLOWS OF RESOURCES								
Property Taxes	5,053,035	312,481	-	-	2,051	-	289,773	5,657,340
Total Liabilities and Deferred Inflows of Resources	8,554,954	312,481	1,093,933	3,216,629	316,305	1,497,639	1,999,056	16,990,997
FUND BALANCES								
Nonspendable	3,388,497	-	2,363,532	-	-	-	-	5,752,029
Restricted	3,239,585	1,752,848	-	-	7,488,171	-	2,182,908	14,663,512
Committed	-	-	-	-	-	-	976,347	976,347
Assigned	1,300,000	-	4,770,217	-	-	-	772,844	6,843,061
Unassigned	7,286,047	-	-	(3,216,629)	-	(749,657)	(741,531)	2,578,230
Total Fund Balances	15,214,129	1,752,848	7,133,749	(3,216,629)	7,488,171	(749,657)	3,190,568	30,813,179
Total Liabilities, Deferred Inflows of Resources and Fund Balances	23,769,083	2,065,329	8,227,682	-	7,804,476	747,982	5,189,624	47,804,176

VILLAGE OF BENSENVILLE, ILLINOIS

Reconciliation of Total Governmental Fund Balance to Net Position of Governmental Activities

December 31, 2013

Total Governmental Fund Balances	$ 30,813,179
Amounts reported for governmental activities in the Statement of Net Position are different because:	
Capital assets used in governmental activities are not financial resources and therefore, are not reported in the funds.	84,758,511
Other assets are not available to pay for current year expenditures and are therefore deferred in the funds:	1,145,287
Long-term liabilities are not due and payable in the current period and, therefore, are not reported in the funds.	
Accrued Interest Payable	(1,922,574)
Compensated Absences Payable	(778,620)
Net Pension Obligation Payable	(3,944,245)
Net Other Post-Employment Benefit Obligation Payable	(1,176,157)
Notes Payable	(2,922,097)
General Obligation/Alternate Revenue Source Bonds Payable - Net	(46,900,338)
Debt Certificates Payable - Net	(11,404,772)
Capital Leases Payable	(90,845)
Net Position of Governmental Activities	47,577,329

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VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Revenues, Expenditures and Changes in Fund Balances - Governmental Funds
For the Fiscal Year Ended December 31, 2013

			Capital Projects					
	General	Debt Service	Capital Improvement	TIF VII Irving Park/ Church Road	North Industrial TIF District	Special Service Area #9	Nonmajor	Totals
Revenues								
Taxes	$ 7,717,895	297,243	-	57,016	450,397	-	1,403,436	9,925,987
Intergovernmental	7,901,348	-	3,266,838	-	-	-	-	11,168,186
Licenses, Permits and Fees	594,002	-	445,495	-	-	-	-	1,039,497
Charges for Services	3,381,320	-	-	-	-	-	79,113	3,460,433
Fines and Forfeits	758,631	-	-	-	-	-	-	758,631
Interest	19,330	6,800	9,443	8	40,666	5,425	11,067	92,739
Miscellaneous	397,773	-	-	-	-	-	27,969	425,742
Total Revenues	20,770,299	304,043	3,721,776	57,024	491,063	5,425	1,521,585	26,871,215
Expenditures								
Current								
General Government	4,904,402	-	-	-	-	-	-	4,904,402
Public Safety	5,880,735	-	-	-	-	-	-	5,880,735
Public Works	2,718,941	-	6,041,114	-	-	-	7,628	8,767,683
Culture and Recreation	2,679,138	-	-	-	-	-	-	2,679,138
Community Development	993,743	-	-	-	2,641,751	3,716,599	165,109	7,517,202
Debt Service								
Principal Retirement	74,356	2,853,460	31,749	280,000	-	-	834,444	4,074,009
Interest and Fiscal Charges	6,794	790,320	223,743	46,940	875,978	76,741	627,061	2,647,577
Total Expenditures	17,258,109	3,643,780	6,296,606	326,940	3,517,729	3,793,340	1,634,242	36,470,746
Excess (Deficiency) of Revenues Over (Under) Expenditures	3,512,190	(3,339,737)	(2,574,830)	(269,916)	(3,026,666)	(3,787,915)	(112,657)	(9,599,531)
Other Financing Sources (Uses)								
Disposal of Capital Assets	7,874	-	-	-	-	-	-	7,874
Debt Issuance	-	4,835,000	8,000,000	-	-	3,785,000	-	16,620,000
Premium on Debt Issuance	-	-	-	-	-	33,962	-	33,962
Discount on Debt Issuance	-	(41,097)	-	-	-	-	-	(41,097)
Payment to Escrow Agent	-	(4,793,829)	-	-	-	-	-	(4,793,829)
Transfers In	722,900	3,192,615	-	269,510	-	-	777,320	4,962,345
Transfers Out	(2,486,758)	-	(1,752,687)	-	-	-	-	(4,239,445)
	(1,755,984)	3,192,689	6,247,313	269,510	-	3,818,962	777,320	12,549,810
Net Change in Fund Balances	1,756,206	(147,048)	3,672,483	(406)	(3,026,666)	31,047	664,663	2,950,279
Fund Balances - Beginning	13,457,923	1,899,896	3,461,266	(3,216,223)	10,514,837	(780,704)	2,525,905	27,862,900
Fund Balances - Ending	15,214,129	1,752,848	7,133,749	(3,216,629)	7,488,171	(749,657)	3,190,568	30,813,179

VILLAGE OF BENSENVILLE, ILLINOIS

Reconciliation of the Statement of Revenues, Expenditures and Changes in Fund Balances of Governmental Funds to the Statement of Activities

For the Fiscal Year Ended December 31, 2013

Net Change in Fund Balances - Total Governmental Funds	$ 2,950,279
Amounts reported for governmental activities in the Statement of Activities are different because:	
Governmental funds report capital outlays as expenditures. However, in the Statement of Activities the cost of those assets is allocated over their estimated useful lives and reported as depreciation expense.	
Capital Outlays	11,423,814
Depreciation Expense	(2,041,900)
Some revenues were not collected for several months after the close of the fiscal year and therefore, were not considered available and are not reported as revenue in the governmental funds.	184,282
The issuance of long-term debt provides current financial resources to governmental funds, while the repayment of the principal on long-term debt consumes the current financial resources of the governmental funds.	
Addition to Unamortized Bond Premium/Discount	7,135
Amortization of Bond Discount/Premium and Gain/Loss on Refunding	(113,990)
Additions to Compensated Absences Payable	(72,581)
Additions to Net Pension Obligation Payable	(39,431)
Additions to Net Other Post-Employment Benefit Obligation Payable	(328,579)
Issuance of Debt	(16,620,000)
Retirement of Debt	8,549,009
Changes to accrued interest on long-term debt in the Statement of Activities does not require the use of current financial resources and, therefore, are not reported as expenditures in the governmental funds.	(215,582)
Changes in Net Position of Governmental Activities	3,682,456

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VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Net Position - Proprietary Funds
December 31, 2013

	Business-Type Activities - Enterprise		
	Utility	Nonmajor	Totals
ASSETS			
Current Assets			
Cash and Investments	$ 7,185,089	288,253	7,473,342
Receivables - Net of Allowances			
Accounts	670,013	118,653	788,666
Other	924	-	924
Total Current Assets	7,856,026	406,906	8,262,932
Noncurrent Assets			
Capital Assets			
Nondepreciable	6,447,306	56,722	6,504,028
Depreciable	104,602,959	618,464	105,221,423
Accumulated Depreciation	(46,927,396)	(248,482)	(47,175,878)
	64,122,869	426,704	64,549,573
Other Assets			
Advances to Other Funds	486,727	-	486,727
Total Noncurrent Assets	64,609,596	426,704	65,036,300
Total Assets	72,465,622	833,610	73,299,232
DEFERRED OUTFLOWS OF RESOURCES			
Unamortized Loss on Refunding	238,520	-	238,520
Total Assets and Deferred Outflows of Resources	72,704,142	833,610	73,537,752

	Business-Type Activities - Enterprise		
	Utility	Nonmajor	Totals
LIABILITIES			
Current Liabilities			
Accounts Payable	1,116,644	163,906	1,280,550
Deposits Payable	104,404	-	104,404
Accrued Payroll	61,805	-	61,805
Accrued Interest Payable	40,426	-	40,426
Current Portion of Long-Term Debt	800,949	-	800,949
Total Current Liabilities	2,124,228	163,906	2,288,134
Noncurrent Liabilities			
Advances from Other Funds	43,000	-	43,000
Compensated Absences Payable	120,830	-	120,830
General Obligation/Alternate Revenue Source Bonds - Net	7,031,086	-	7,031,086
Capital Leases Payable	50,549	-	50,549
Total Noncurrent Liabilities	7,245,465	-	7,245,465
Total Liabilities	9,369,693	163,906	9,533,599
NET POSITION			
Net Investment in Capital Assets	56,509,013	426,704	56,935,717
Unrestricted	6,825,436	243,000	7,068,436
Total Net Position	63,334,449	669,704	64,004,153

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Revenues, Expenses and Changes in Net Position - Proprietary Funds
For the Fiscal Year Ended December 31, 2013

	Business-Type Activities - Enterprise		
	Utility	Nonmajor	Totals
Operating Revenues			
Charges for Services	$ 9,601,672	1,398,986	11,000,658
Operating Expenses			
Operations	7,118,081	1,520,542	8,638,623
Depreciation and Amortization	1,580,777	12,602	1,593,379
Total Operating Expenses	8,698,858	1,533,144	10,232,002
Operating Income (Loss)	902,814	(134,158)	768,656
Nonoperating Revenues (Expenses)			
Disposal of Capital Assets	(15,356)	-	(15,356)
Interest Income	8,305	-	8,305
Interest Expense	(254,230)	-	(254,230)
	(261,281)	-	(261,281)
Income (Loss) Before Transfers	641,533	(134,158)	507,375
Transfers Out	(692,900)	(30,000)	(722,900)
Change in Net Position	(51,367)	(164,158)	(215,525)
Net Position - Beginning	63,385,816	833,862	64,219,678
Net Position - Ending	63,334,449	669,704	64,004,153

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Cash Flows - Proprietary Funds
For the Fiscal Year Ended December 31, 2013

	Business-Type Activities - Enterprise		
	Utility	Nonmajor	Totals
Cash Flows from Operating Activities			
Receipts from Customers and Users	$ 9,852,317	1,449,701	11,302,018
Payments to Employees	(1,274,303)	-	(1,274,303)
Payments to Suppliers	(5,543,276)	(1,498,678)	(7,041,954)
	3,034,738	(48,977)	2,985,761
Cash Flows from Noncapital Financing Activities			
Transfers (Out)	(692,900)	(30,000)	(722,900)
Cash Flows from Capital and Related Financing Activities			
Purchase of Capital Assets	(4,125,934)	-	(4,125,934)
Disposal of Capital Assets	362,811	-	362,811
Debt Repayment	(723,801)	-	(723,801)
Interest Payments	(254,230)	-	(254,230)
	(4,741,154)	-	(4,741,154)
Cash Flows from Investing Activities			
Interest Received	8,305	-	8,305
Net Change in Cash and Cash Equivalents	(2,391,011)	(78,977)	(2,469,988)
Cash and Cash Equivalents - Beginning	9,576,100	367,230	9,943,330
Cash and Cash Equivalents - Ending	7,185,089	288,253	7,473,342
Reconciliation of Operating Income to Net Cash Provided (Used) by Operating Activities			
Operating Income (Loss)	902,814	(134,158)	768,656
Adjustments to Reconcile Operating Income to Net Income to Net Cash Provided by (Used in) Operating Activities:			
Depreciation and Amortization Expense	1,580,777	12,602	1,593,379
(Increase) Decrease in Current Assets	250,645	50,715	301,360
Increase (Decrease) in Current Liabilities	300,502	21,864	322,366
Net Cash Provided by Operating Activities	3,034,738	(48,977)	2,985,761

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Net Position - Fiduciary Funds
December 31, 2013

	Police Pension Trust	Agency
ASSETS		
Cash and Cash Equivalents	$ 494,599	734,071
Investments		
U.S. Government and Agency Securities	2,055,199	-
Insurance Company Contracts	1,775,030	-
Equity Mutual Funds	9,261,774	-
Money Market Mutual Funds	1,799,231	-
Accrued Interest	3,826	-
Advances to Other Funds	582,348	-
Prepaids	2,425	-
Total Assets	15,974,432	734,071
LIABILITIES		
Accounts Payable	2,421	1,690
Deposits Payable	-	693,539
Other Liabilities	-	38,842
Total Liabilities	2,421	734,071
NET POSITION		
Held in Trust for Pension Benefits	15,972,011	-

VILLAGE OF BENSENVILLE, ILLINOIS

Statement of Changes in Net Position - Fiduciary Fund
For the Fiscal Year Ended December 31, 2013

	Police Pension Trust
Additions	
Contributions - Employer	$ 886,841
Contributions - Plan Members	261,581
Total Contributions	1,148,422
Investment Income	
Interest Earned	450,461
Net Change in Fair Value	1,961,750
	2,412,211
Less Investment Expenses	(25,730)
Net Investment Income	2,386,481
Total Additions	3,534,903
Deductions	
Administration	45,232
Benefits and Refunds	1,179,106
Total Deductions	1,224,338
Change in Net Position	2,310,565
Net Position Held in Trust for Pension Benefits	
Net Position - Beginning	13,661,446
Net Position - Ending	15,972,011

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Village of Bensenville (Village) was incorporated on June 25, 1884. The Village is a non-home rule municipality, under the 1970 Illinois Constitution, located in Cook County, Illinois. The Village operates under a Board-Manager form of government and provides the following services as authorized by its charter: public safety (police and emergency management), highway and street, sanitation (water and sewer), health and social services, culture-recreation, public improvements, planning and zoning and general administrative services.

The government-wide financial statements are prepared in accordance with generally accepted accounting principles (GAAP). The Governmental Accounting Standards Board (GASB) is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). The more significant of the Village's accounting policies established in GAAP and used by the Village are described below.

REPORTING ENTITY

The Village's financial reporting entity comprises the following:

Primary Government:	Village of Bensenville

In determining the financial reporting entity, the Village complies with the provisions of GASB Statement No. 61, "The Financial Reporting Omnibus – an Amendment of GASB Statements No. 14 and No. 34," and includes all component units that have a significant operational or financial relationship with the Village. Based upon the criteria set forth in the GASB Statement No. 61, there are no component units included in the reporting entity.

Police Pension Employees Retirement System

The Village's police employees participate in the Police Pension Employees Retirement System (PPERS). PPERS functions for the benefit of these employees and is governed by a five-member pension board. Two members appointed by the Village's Mayor, one elected pension beneficiary and two elected police employees constitute the pension board. The participants are required to contribute a percentage of salary as established by state statute and the Village is obligated to fund all remaining PPERS costs based upon actuarial valuations. The State of Illinois is authorized to establish benefit levels and the Village is authorized to approve the actuarial assumptions used in the determination of contribution levels. Although it is legally separate from the Village, the PPERS is reported as if it were part of the primary Village because its sole purpose is to provide retirement benefits for the Village's police employees. The PPERS is reported as a pension trust fund.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

BASIS OF PRESENTATION

Government-Wide Statements

The Village's basic financial statements include both government-wide (reporting the Village as a whole) and fund financial statements (reporting the Village's major funds). Both the government–wide and fund financial statements categorize primary activities as either governmental or business-type. The Village's police safety, highway and street maintenance and reconstruction, building code enforcement, public improvements, economic development, planning and zoning, and general administrative services are classified as governmental activities. The Village's utility, recycling/refuse and commuter parking lot services are classified as business-type activities.

In the government-wide Statement of Net Position, both the governmental and business-type activities columns are: (a) presented on a consolidated basis by column, and (b) reported on a full accrual, economic resource basis, which recognizes all long-term assets/deferred outflows and receivables as well as long-term debt/deferred inflows and obligations.

The Village's net position is reported in three parts: net investment in capital assets; restricted and unrestricted. The Village first utilizes restricted resources to finance qualifying activities.

The government-wide Statement of Activities reports both the gross and net cost of each of the Village's functions and business-type activities (general government, public safety, public works, etc.). The functions are supported by general government revenues (property, sales and use taxes, certain intergovernmental revenues, fines, permits and charges for services, etc.). The Statement of Activities reduces gross expenses (including depreciation) by related program revenues, which include 1) changes to customers or applicants who purchase, use or directly benefit from goods, services or privileges provided by a given function or segment and 2) grants and contributions that are restricted to meeting the operational or capital requirements of a particular function or segment.

The net costs (by function or business-type activity) are normally covered by general revenue (property, sales and use taxes, certain intergovernmental revenues, permits and charges for services, etc.).

The Village does not allocate indirect costs. An administrative service fee is charged by the General Fund to the other operating funds that is eliminated like a reimbursement (reducing the revenue and expense in the General Fund) to recover the direct costs of General Fund services provided (finance, personnel, purchasing, legal, technology management, etc.).

This government-wide focus is more on the sustainability of the Village as an entity and the change in the Village's net position resulting from the current year's activities.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

BASIS OF PRESENTATION – Continued

Fund Financial Statements

The financial transactions of the Village are reported in individual funds in the fund financial statements. Each fund is accounted for by providing a separate set of self-balancing accounts that comprise its assets/deferred outflows, liabilities/deferred inflows, reserves, fund equity, revenues and expenditures/expenses. Funds are organized into three major categories: governmental, proprietary, and fiduciary. The emphasis in fund financial statements is on the major funds in either the governmental or business-type activities categories.

Nonmajor funds by category are summarized into a single column. GASB Statement No. 34 sets forth minimum criteria (percentage of the assets, liabilities, revenues or expenditures/expenses of either fund category or the governmental and enterprise combined) for the determination of major funds. The Village electively added funds, as major funds, which either have debt outstanding or a specific community focus. The nonmajor funds are combined in a column in the fund financial statements. A fund is considered major if it is the primary operating fund of the Village or meets the following criteria:

> Total assets/deferred outflows, liabilities/deferred inflows, revenues, or expenditures/expenses of that individual governmental or enterprise fund are at least 10 percent of the corresponding total for all funds of that category or type; and
>
> Total assets/deferred outflows, liabilities/deferred inflows, revenues, or expenditures/expenses of the individual governmental fund or enterprise fund are at least 5 percent of the corresponding total for all governmental and enterprise funds combined.

The various funds are reported by generic classification within the financial statements. The following fund types are used by the Village:

Governmental Funds

The focus of the governmental funds' measurement (in the fund statements) is upon determination of financial position and changes in financial position (sources, uses, and balances of financial resources) rather than upon net income. The following is a description of the governmental funds of the Village:

General fund is the general operating fund of the Village. It is used to account for all financial resources except those required to be accounted for in another fund. The General Fund is a major fund.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

BASIS OF PRESENTATION – Continued

Fund Financial Statements – Continued

Governmental Funds – Continued

Special revenue funds are used to account for the proceeds of specific revenue sources that are legally restricted to expenditures for specified purposes. The Village maintains one special revenue fund.

Debt service funds are used to account for the accumulation of funds for the periodic payment of principal and interest on general long-term debt. The Debt Service Fund is treated as a major fund.

Capital projects funds are used to account for financial resources to be used for the acquisition or construction of major capital facilities (other than those financed by business-type/proprietary funds). The Village maintains seventeen capital projects funds. The Capital Improvement Fund, a major fund, is used to account for financial resources to be used for the acquisition or construction of major capital facilities other than those financed through TIF capital projects funds or proprietary funds. The TIF VII Irving Park/Church Road Fund, also a major fund, is used to account for monies generated for and by the Village's tax incremental finance district and the related restricted capital project usages within the TIF VII district. The North Industrial TIF District Fund, also a major fund, is used to account for monies generated for and by the Village's tax incremental finance district and the related restricted capital project usages within the North Industrial TIF district. The Special Service Area 9 Fund, also treated as a major fund, is used to account for bond monies received fund various Village approved capital projects for the North Industrial Project Special Service Area 9.

Proprietary Funds

The focus of proprietary fund measurement is upon determination of operating income, changes in net position, financial position, and cash flows. The generally accepted accounting principles applicable are those similar to businesses in the private sector. The following is a description of the proprietary funds of the Village:

Enterprise funds are required to account for operations for which a fee is charged to external users for goods or services and the activity is (a) financed with debt that is solely secured by a pledge of the net revenues, (b) has third party requirements that the cost of providing services, including capital costs, be recovered with fees and charges, or (c) establishes fees and charges based on a pricing policy designed to recover similar costs. The Village maintains three enterprise funds. The Utility Fund, a major fund, is used to account for all resources needed to produce and distribute water to Bensenville residents and businesses. In addition this fund accounts for the resources needed to collect and treat wastewater as well as maintenance of the Village's stormwater drainage system. Revenues are generated through charges to users based upon water consumption.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

BASIS OF PRESENTATION – Continued

Fund Financial Statements – Continued

Fiduciary Funds

Fiduciary funds are used to report assets held in a trustee or agency capacity by the Village for others and therefore are not available to support Village programs. The reporting focus is on net position and changes in net position and is reported using accounting principles similar to proprietary funds.

Pension trust funds are used to account for assets held in a trustee capacity by the Village for pension benefit payments. The Police Pension Fund accounts for the accumulation of resources to pay pension costs. Resources are contributed by police force members at rates fixed by state statutes and by the government through an annual property tax levy.

Agency funds are used to account for assets held by the Village in a purely custodial capacity. The Escrow and Deposits Fund is used to account for monies received from individuals or private organizations and held by the Village in a refundable deposit nature. The money is refunded when the improvements have been completed and approved.

The Village's fiduciary funds are presented in the fiduciary fund financial statements by type (pension trust and agency). Since by definition these assets are being held for the benefit of a third party (other local governments, private parties, pension participants, etc.) and cannot be used to address activities or obligations of the Village, these funds are not incorporated into the government-wide statements.

MEASUREMENT FOCUS AND BASIS OF ACCOUNTING

Measurement focus is a term used to describe "which" transactions are recorded within the various financial statements. Basis of accounting refers to "when" transactions are recorded regardless of the measurement focus applied.

Measurement Focus

On the government-wide Statement of Net Position and the Statement of Activities, both governmental and business-like activities are presented using the economic resources measurement focus as defined below.

In the fund financial statements, the "current financial resources" measurement focus or the "economic resources" measurement focus is used as appropriate.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

MEASUREMENT FOCUS AND BASIS OF ACCOUNTING – Continued

Measurement Focus – Continued

All governmental funds utilize a "current financial resources" measurement focus. Only current financial assets/deferred outflows and liabilities/deferred inflows are generally included on their balance sheets. Their operating statements present sources and uses of available spendable financial resources during a given period. These funds use fund balance as their measure of available spendable financial resources at the end of the period.

All proprietary and pension trust funds utilize an "economic resources" measurement focus. The accounting objectives of this measurement focus are the determination of operating income, changes in net position (or cost recovery), financial position, and cash flows. All assets/deferred outflows and liabilities/deferred inflows (whether current or noncurrent) associated with their activities are reported. Proprietary and pension trust fund equity is classified as net position.

Agency funds are not involved in the measurement of results of operations; therefore, measurement focus is not applicable to them.

Basis of Accounting

In the government-wide Statement of Net Position and Statement of Activities, both governmental and business-like activities are presented using the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability/deferred inflows is incurred or economic asset used. Revenues, expenses, gains, losses, assets/deferred outflows, and liabilities/deferred inflows resulting from exchange and exchange-like transactions are recognized when the exchange takes place.

In the fund financial statements, governmental funds are presented on the modified accrual basis of accounting. Under this modified accrual basis of accounting, revenues are recognized when "measurable and available." Measurable means knowing or being able to reasonably estimate the amount. Available means collectible within the current period or within sixty days after year-end. The Village recognizes property taxes when they become both measurable and available in accordance with GASB Codification Section P70.

A sixty day availability period is used for revenue recognition for all other governmental fund revenues. Income tax will exceed the sixty day recognition period due to the State of Illinois and the long delay with releasing these funds. Expenditures (including capital outlay) are recorded when the related fund liability is incurred, except for general obligation bond principal and interest which are recognized when due.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

MEASUREMENT FOCUS AND BASIS OF ACCOUNTING – Continued

Basis of Accounting – Continued

In applying the susceptible to accrual concept under the modified accrual basis, those revenues susceptible to accrual are property taxes, sales and use taxes, franchise taxes, licenses, interest revenue, and charges for services. All other revenues are not susceptible to accrual because generally they are not measurable until received in cash.

All proprietary, pension trust and agency funds utilize the accrual basis of accounting. Under the accrual basis of accounting, revenues are recognized when earned and expenses are recorded when the liability is incurred or economic asset used.

Proprietary funds distinguish operating revenues and expenses from nonoperating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with a proprietary fund's principal ongoing operations. The principal operating revenues of the Village's enterprise funds are charges to customers for sales and services. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as nonoperating revenues and expenses.

ASSETS/DEFERRED OUTLFOWS, LIABILITIES/DEFERRED INFLOWS, AND NET POSITION OR EQUITY

Cash and Investments

Cash and cash equivalents on the Statement of Net Position are considered to be cash on hand, demand deposits, and cash with fiscal agent. For the purpose of the proprietary funds "Statement of Cash Flows," cash and cash equivalents are considered to be cash on hand, demand deposits, cash with fiscal agent, and all highly liquid investments with an original maturity of three months or less.

Investments are reported at fair value. Short-term investments are reported at cost, which approximates fair value. Securities traded on national exchanges are valued at the last reported sales price. Investments that do not have any established market, if any, are reported at estimated fair value.

Interfund Receivables, Payables and Activity

Interfund activity is reported as loans, services provided, reimbursements or transfers. Loans are reported as interfund receivables and payables as appropriate and are subject to elimination upon consolidation. Services provided, deemed to be at market or near market rates, are treated as revenues and expenditures/expenses. Reimbursements are when one fund incurs a cost, charges the appropriate benefiting fund and reduces its related cost as a reimbursement. All other interfund transactions are treated as transfers. Any residual balances outstanding between the governmental activities and business-type activities are reported in the government-wide financial statements as "internal balances."

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

ASSETS/DEFERRED OUTLFOWS, LIABILITIES/DEFERRED INFLOWS, AND NET POSITION OR EQUITY – Continued

Receivables

In the government-wide financial statements, receivables consist of all revenues earned at year-end and not yet received. Allowances for uncollectible accounts receivable are based upon historical trends and the periodic aging of accounts receivable. Major receivables balances for governmental activities include property taxes, sales and use taxes, franchise taxes, and grants. Business-type activities report charges for services as their major receivables.

Prepaids/Inventories – Land Held for Resale

Certain payments to vendors reflect costs applicable to future accounting periods and are recorded as prepaids in both the government-wide and fund financial statements. Prepaids/inventories are valued at cost, which approximates market, using the first-in/first-out (FIFO) method. The costs of governmental fund-type prepaids/inventories are recorded as expenditures when consumed rather than when purchased.

Capital Assets

Capital assets purchased or acquired with an original cost of $5,000 to $50,000 (see following chart) or more are reported at historical cost or estimated historical cost. Contributed assets are reported at fair market value as of the date received. Additions, improvements and other capital outlays that significantly extend the useful life of an asset are capitalized. Other costs incurred for repairs and maintenance are expensed as incurred.

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. General capital assets are long-lived assets of the Village as a whole. Infrastructure such as streets, traffic signals and signs are capitalized. In the case of the initial capitalization of general infrastructure assets (i.e., those reported by the governmental activities) the government chose to include all such items regardless of their acquisition date. The valuation basis for general capital assets are historical cost, or where historical cost is not available, estimated historical cost based on replacement costs.

Capital assets in the proprietary funds are capitalized in the fund in which they are utilized. The valuation bases for proprietary fund capital assets are the same as those used for the general capital assets. Donated capital assets are capitalized at estimated fair market value on the date donated.

Depreciation on all assets is computed and recorded using the straight-line method of depreciation over the following estimated useful lives:

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

ASSETS/DEFERRED OUTLFOWS, LIABILITIES/DEFERRED INFLOWS, AND NET POSITION OR EQUITY – Continued

Capital Assets – Continued

Capital Asset	Capitalized Threshold	Estimated Useful Life
Land	$ 25,000	N/A
Building and Improvements	15,000	3 - 50 Years
Furniture, Machinery and Equipment	5,000	3 - 10 Years
Vehicles	5,000	3 - 10 Years
Infrastructure - Street Network	50,000	30 - 100 Years
Infrastructure - Water Network	50,000	30 - 100 Years
Infrastructure - Sanitary Sewer	25,000	30 - 100 Years
Infrastructure - Storm Sewer	25,000	30 - 100 Years

Compensated Absences

The Village accrues accumulated unpaid vacation and associated employee-related costs when earned (or estimated to be earned) by the employee. In accordance with GASB Statement No. 16, no liability is recorded for nonvesting accumulation rights to receive sick pay benefits. However, a liability is recognized for that portion of accumulated sick leave that is estimated to be taken as "terminal leave" prior to retirement. All vacation pay is accrued when incurred in the government-wide and proprietary fund financial statements. A liability for these amounts is reported in the governmental funds only if they have matured, for example, as a result of employee resignations and retirements.

Long-Term Obligations

In the government-wide financial statements, and proprietary fund types in the fund financial statements, long-term debt and other long-term obligations are reported as liabilities in the applicable governmental activities, business-type activities, or proprietary fund type Statement of Net Position. Bond premiums and discounts, are deferred and amortized over the life of the bonds using the effective interest method. Bonds payable are reported net of the applicable bond premium or discount. Bond issuance costs are reported as expenses at the time of issuance.

In the fund financial statements, governmental fund types recognize bond premiums and discounts, as well as bond issuance costs, during the current period. The face amount of debt issued is reported as other financing sources. Premiums received on debt issuances are reported as other financing sources while discounts on debt issuances are reported as other financing uses. Issuance costs, whether or not withheld from the actual debt proceeds received, are reported as debt service expenditures.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

ASSETS/DEFERRED OUTLFOWS, LIABILITIES/DEFERRED INFLOWS, AND NET POSITION OR EQUITY – Continued

Net Position

In the government-wide financial statements, equity is classified as net position and displayed in three components:

Net investment in capital assets—Consists of capital assets including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.

Restricted—Consists of net position with constraints placed on the use either by (1) external groups such as creditors, grantors, contributors, or laws or regulations of other governments; or (2) law through constitutional provisions or enabling legislations.

Unrestricted—All other net position balances that do not meet the definition of "restricted" or "net investment in capital assets."

NOTE 2 – STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY

BUDGETARY INFORMATION

Annual budgets are adopted. The budget is amended by the Board of Trustees. All annual appropriations lapse at fiscal year-end.

Annually, the Village Manager submits to the Village Board a proposed operating budget for the fiscal year. The operating budget includes proposed expenditures and the means of financing them. Public hearings are conducted to obtain taxpayer comments. Prior to the fist day of the fiscal year, the budget is legally enacted through passage of an ordinance. Formal budgetary integration is employed as a management control device for the majority of Village funds.

The Village is authorized to change budgeted amounts with any fund. Revisions that impact the total amount appropriated within a fund must be approved by two-thirds of the members of the Village Board. No revisions can be made increasing the budget unless funding is available for the purpose of the revisions. The legal level of budgetary control (i.e., the level at which expenditures may not legally exceed appropriations) is the fund level. The appropriated budget is prepared by fund, function, and department. The Village Manager is authorized to transfer budget amounts between departments within any fund; however, the Village Board must approve revisions that alter the total expenditures of any fund.

NOTE 2 – STEWARDSHIP, COMPLIANCE, AND ACCOUNTABILITY – Continued

BUDGETARY INFORMATION – Continued

The budget was approved on November 13, 2012, and no supplementary appropriations were necessary.

Budgets are legally adopted for all funds except for the Special Service Area 1, Special Service Area 2, Police Pension and the Escrow and Deposits Funds.

EXCESS OF ACTUAL EXPENDITURES/EXPENSES OVER BUDGET IN INDIVIDUAL FUNDS

The following funds had an excess of actual expenditures/expenses, exclusive of depreciation, over budget as of the date of this report:

Fund	Excess
Special Service Area #9	$ 199,322
Special Service Area #3	599
Special Service Area #4	5,006
Special Service Area #5	17,011
Special Service Area #6	1,385
Special Service Area #7	1,393
TIF IV Grand Ave/Sexton	2,614
TIF VI Route 83/Thorndale	58,641

DEFICIT FUND EQUITY

The following funds had deficit fund equity as of the date of this report:

Fund	Deficit
TIF VII Irving Park/Church Road	$ 3,216,629
Special Service Area #9	749,657
TIF IV Grand Ave/Sexton	129,050
TIF XI Grand Ave/York Road	612,481

NOTE 3 – DETAIL NOTES ON ALL FUNDS

DEPOSITS AND INVESTMENTS

The Village maintains a cash and investment pool that is available for use by all funds except the pension trust fund. Each fund type's portion of this pool is displayed on the financial statements as "cash and investments." In addition, investments are separately held by several of the Village's funds. The deposits and investments of the pension trust fund are held separately from those of other funds.

Permitted Deposits and Investments – Statutes authorize the Village to make deposits/invest in commercial banks, savings and loan institutions, obligations of the U.S. Treasury and U.S. Agencies, obligations of States and their political subdivisions, credit union shares, repurchase agreements, commercial paper rated within the three highest classifications by at least two standard rating services and Illinois Funds.

The deposits and investments of the Pension Fund are held separately from those of other Village funds. Statutes authorize the Pension Fund to make deposits/invest in interest bearing direct obligations of the United States of America; obligations that are fully guaranteed or insured as to the payment of principal and interest by the United States of America; bonds, notes, debentures, or similar obligations of agencies of the United States of America; savings accounts or certificates of deposit issued by banks or savings and loan associations chartered by the United States of America or by the State of Illinois, to the extent that the deposits are insured by the agencies or instrumentalities of the federal government; State of Illinois Bonds; pooled accounts managed by the Illinois Public Treasurer, or by banks, their subsidiaries or holding companies, in accordance with the laws of the State of Illinois; bonds or tax anticipation warrants of any county, township, or municipal corporation of the State of Illinois direct obligations of the State of Israel; money market mutual funds managed by investment companies that are registered under the federal Investment Company Act of 1940 and the Illinois Securities Law of 1953 and are diversified, open-ended management investment companies, provided the portfolio is limited to specified restrictions; general accounts of life insurance companies and separate accounts of life insurance companies provided the investment in separate accounts does not exceed ten percent of the pension fund's net position. Pension funds of at least 5 million that have appointed an investment advisor may, through that investment advisor, invest up to thirty-five percent of the plan's net position in common and preferred stocks that meet specific restrictions.

Illinois Funds is an investment pool managed by the Illinois public Treasurer's Office which allows governments within the State to pool their funds for investment purposes. Although not registered with the SEC, Illinois Funds operate in a manner consistent with Rule 2a7 of the Investment Company Act of 1940. Investments in Illinois Funds are valued at the share price, the price for which the investment could be sold.

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

DEPOSITS AND INVESTMENTS – Continued

Village Interest Rate Risk, Credit Risk, Custodial Credit Risk and Concentration Risk

Deposits. At year-end, the carrying amount of the Village's deposits for governmental and business-type activities totaled $39,064,729 and the bank balances totaled $39,129,278. In addition, the Village has $1,126,560 invested in the Illinois Funds at year-end.

Interest Rate Risk. Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Village's investment policy limits interest rate risk by limiting the life of the investment to under one year unless there is a specific cash flow need. Then it will allow for an investment greater than one year. At year-end, the Village's investment in the Illinois Funds has an average maturity of less than one year.

Credit Risk. Credit risk is the risk that an issuer or other counterparty to an investment will not fulfill its obligations. State Statures limit the investments in commercial paper on the top three ratings of two nationally recognized statistical rating organizations (NRSRO's). At year-end, the Village's investment in the Illinois Funds is rated AAAm by Standard & Poor's.

Custodial Credit Risk. In the case of deposits, this is the risk that in the event of a bank failure, the Village's deposits may not be returned to it. The Village's investment policy limits the exposure to deposit custodial credit risk by requiring all deposits in excess of FDIC insurable limits to be secured with collateralization pledged by the applicable financial institution. At year end, all deposits are collateralized.

For an investment, this is the risk that in the event of the failure of the counterparty, the Village will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Village's investment policy requires all securities to be held by a third party custodian designated by the Treasurer and evidenced by safekeeping receipts. At year-end, the Village's investment in the Illinois Fund is not subject to custodial credit risk.

Concentration Risk. This is the risk of loss attributed to the magnitude of the Village's investment in a single issuer. The Village's investment policy does not address concentration risk. At year-end, the Village's has no investments that represent more than 5 percent of the total cash and investment portfolio.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

DEPOSITS AND INVESTMENTS – Continued

Police Pension Fund Interest Rate Risk, Credit Risk, Custodial Credit Risk and Concentration Risk

Deposits. At year-end, the carrying amount of the Fund's deposits totaled $2,293,830 and the bank balances totaled $2,295,135.

Investments. The Fund assumes any callable securities will not be called. At year-end, the Fund has the following investments and maturities:

		Investment Maturities (in Years)			
Investment Type	Fair Value	Less Than 1	1 to 5	6 to 10	More Than 10
U.S. Agency Obligations	$ 2,055,199	-	1,677	2,948	2,050,574

Interest Rate Risk. In accordance with the Fund's investment policy, the Fund limits its exposure to interest rate risk by "structuring the investment portfolio so that securities mature to meet cash requirements for ongoing operations, thereby avoiding the need to sell securities on the open market prior to maturity."

Credit Risk. The Fund helps limit its exposure to credit risk by primarily investing in securities issued by the United States Government and/or its agencies that are implicitly guaranteed by the United States Government. The Fund's investment policy establishes criteria for allowable investments; those criteria follow the requirements of the Illinois Pension Code. Credit rating for investments in the securities of the U.S. Government Agencies were not available; however, they have an implied triple A credit rating. In August 2011, U.S. Treasury and government agency security ratings were downgraded by Standard & Poor's rating agency to AA+. Unrated investments are listed below:

Investment Type	Par Value	Interest Rate	Maturity Date
Federal Home Loan Mortgage Corp.	$ 282,942	3.00%	March 15, 2042

The Fund's investment policy also prescribes to the "prudent person" rule, which states, "investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion, and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the primary objective of safety as well as the secondary objective of the attainment of market rates of return."

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

DEPOSITS AND INVESTMENTS – Continued

Police Pension Fund Interest Rate Risk, Credit Risk, Custodial Credit Risk and Concentration Risk – Continued

Custodial Credit Risk. At December 31, 2013, the entire amount of the bank balance of deposits was covered by federal depository or equivalent insurance. The Fund's investment policy does not require pledging of collateral for all bank balances in excess of federal depository insurance, since flow-through FDIC insurance is available for the Fund's deposits with financial institutions. Money marked mutual funds and equity mutual funds are not subject to custodial credit risk. Although the Fund's investment policy does not require a third-party custodian, the Fund limits its exposure by requiring the investment broker/custodian to acquire an excess SIPC policy to provide sufficient account protection equal to the amount of total net equity of securities held in custody.

Concentration Risk. The Fund's investment policy specifies an investment with, or in, any one institution shall be limited to the sum of 10% of the Fund's portfolio. At December 31, 2013 the Fund has over 5% of plan net position invested in the following:

TD Ameritrade	$ 1,799,231

The Fund has diversified its insurance contract and equity mutual fund holdings as follows:

ING Insurance	$ 1,057,013
Jackson National Life Insurance	718,017
American Amcap	4,828,837
Vanguard	4,432,937

PROPERTY TAXES

Property taxes for 2013 attach as an enforceable lien on January 1, 2013, on property values assessed as of the same date. Taxes are levied by December of the subsequent fiscal year (by passage of a Tax Levy Ordinance). Tax bills are prepared by the County and are payable in two installments, on or about March 1, 2013, and October 1, 2013. The County collects such taxes and remits them periodically.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

CAPITAL ASSETS

Governmental Activities

Governmental capital asset activity for the year was as follows:

	Beginning Balances	Increases	Decreases	Ending Balances
Nondepreciable Capital Assets				
Land	$ 8,113,672	-	-	8,113,672
Construction in Progress	14,686,009	8,085,600	988,084	21,783,525
	22,799,681	8,085,600	988,084	29,897,197
Depreciable Capital Assets				
Infrastructure	39,693,621	1,225,000	-	40,918,621
Building and Improvements	34,469,931	2,499,429	-	36,969,360
Machinery and Equipment	5,469,293	456,103	-	5,925,396
Furniture	178,045	-	-	178,045
Vehicles	1,245,238	145,766	-	1,391,004
	81,056,128	4,326,298	-	85,382,426
Less Accumulated Depreciation				
Infrastructure	8,208,416	528,848	-	8,737,264
Building and Improvements	14,352,330	1,107,728	-	15,460,058
Machinery and Equipment	4,889,486	273,324	-	5,162,810
Furniture	168,759	4,854	-	173,613
Vehicles	860,221	127,146	-	987,367
	28,479,212	2,041,900	-	30,521,112
Total Net Depreciable Capital Assets	52,576,916	2,284,398	-	54,861,314
Total Net Capital Assets	75,376,597	10,369,998	988,084	84,758,511

Depreciation expense was charged to governmental activities as follows:

General Government	$ 358,459
Public Safety	146,767
Public Works	683,499
Culture and Recreation	853,175
	2,041,900

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

CAPITAL ASSETS – Continued

Business-Type Activities

Business-type capital asset activity for the year was as follows:

	Beginning Balances	Increases	Decreases	Ending Balances
Nondepreciable Capital Assets				
Land	$ 1,504,651	-	-	1,504,651
Construction in Progress	2,442,601	2,919,587	362,811	4,999,377
	3,947,252	2,919,587	362,811	6,504,028
Depreciable Capital Assets				
Infrastructure	54,056,304	305,156	24,841	54,336,619
Building and Improvements	8,488,325	-	-	8,488,325
Furniture	7,759	-	-	7,759
Machinery and Equipment	7,857,061	881,929	-	8,738,990
Vehicles	1,184,907	19,262	-	1,204,169
Wells and Reservoirs	1,830,245	-	-	1,830,245
Trans. and Distribution Lines	30,615,316	-	-	30,615,316
	104,039,917	1,206,347	24,841	105,221,423
Less Accumulated Depreciation				
Infrastructure	17,995,769	574,049	9,485	18,560,333
Building and Improvements	5,949,980	201,240	-	6,151,220
Furniture	7,759	-	-	7,759
Machinery and Equipment	6,229,369	213,604	-	6,442,973
Vehicles	985,454	31,108	-	1,016,562
Wells and Reservoirs	816,605	21,893	-	838,498
Trans. and Distribution Lines	13,629,681	528,852	-	14,158,533
	45,614,617	1,570,746	9,485	47,175,878
Total Net Depreciable Capital Assets	58,425,300	(364,399)	15,356	58,045,545
Total Net Capital Assets	62,372,552	2,555,188	378,167	64,549,573

Depreciation expense was charged to business-type activities as follows:

Utility	$ 1,558,144
Commuter Parking Lot	12,602
	1,570,746

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS

Interfund Balances

The composition of interfund balances as of the date of this report, is as follows:

Receivable Fund	Payable Fund	Amount
Capital Improvement	Nonmajor Governmental	$ 11,354

Interfund balances are advances in anticipation of receipts.

Interfund Advances

Interfund advances as of the date of this report are as follows:

Receivable Fund	Payable Fund	Amount
General	TIF VII Irving Park/Church Road	$ 2,859,629
Capital Improvement	TIF VII Irving Park/Church Road	357,000
Capital Improvement	Special Service Area #9	747,363
Capital Improvement	Nonmajor Governmental	1,002,255
Capital Improvement	Utility	43,000
Utility	Nonmajor Governmental	486,727
Police Pension	General	582,348
		6,078,322

Interfund advances exist due to deficit cash positions in the comingled checking account in many funds. These amounts will be paid over several years.

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

INTERFUND RECEIVABLES, PAYABLES AND TRANSFERS – Continued

Interfund Transfers

Interfund transfers for the year consisted of the following:

Transfers In	Transfers Out	Amount
General	Utility	$ 692,900
General	Nonmajor Business-Type	30,000
Debt Service	General	2,323,018
Debt Service	Capital Improvement	869,597
TIF VII Irving Park/Church Road	Capital Improvement	269,510
Nonmajor Governmental	General	163,740
Nonmajor Governmental	Capital Improvement	613,580
		4,962,345

Transfers are used to (1) move revenues from the fund that statute or budget requires to collect them to the fund that statute or budget requires to expend them, (2) move receipts restricted to debt service from the funds collecting the receipts to the debt service fund as debt service payments become due, and (3) use unrestricted revenues collected in the general fund to finance various programs accounted for in other funds in accordance with budgetary authorizations.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT

Notes Payable

The Village enters into notes payable to provide funds for TIF redevelopment costs. The notes are to be paid solely from TIF funds. Notes payable currently outstanding are as follows:

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
Real Estate Opportunity Corporation Note Payable of 2001, due in one installment of $1,000,000 plus interest at 8.00% on February 20, 2024.	TIF VI Route 83/ Thorndale	$ 1,000,000	-	-	1,000,000
U.S. Cellular Note Payable of 2001, due in one installment of $2,000,000 plus interest at 8.00% on February 20, 2024.	TIF VI Route 83/ Thorndale	2,000,000	-	77,903	1,922,097
		3,000,000	-	77,903	2,922,097

General Obligation/Alternate Revenue Sources Bonds

The Village issues general obligation/alternate revenue source bonds to provide funds for the acquisition and construction of major capital facilities, to pay principal and interest on other outstanding bonds, and to finance corporate purpose projects of the Village. General obligation/alternate revenue source bonds have been issued for governmental activities and business-type activities. General obligation/alternate revenue source bonds are direct obligations and pledge the full faith and credit of the Village. General obligation/alternate revenue source bonds currently outstanding are as follows:

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Bonds of 1998, due in annual installments of $150,000 plus interest at 4.25% through May 1, 2014.	Utility	$ 300,000	-	150,000	150,000

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

General Obligation/Alternate Revenue Source Bonds – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Bonds of 1998A, due in one payment of $240,000 plus interest at 4.40% on May 1, 2013.	Utility	$ 240,000	-	240,000	-
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Bonds of 2001A, due in annual installments of $30,000 to $35,000 plus interest at 5.10% to 5.15% through May 1, 2014.	Utility	65,000	-	30,000	35,000
Waterworks and Sewerage Revenue Refunding Bonds of 2003, due in annual installments of $110,000 to $290,000 plus interest at 2.10% to 5.00% through November 1, 2014.	Utility	275,000	-	165,000	110,000
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Bonds of 2003G, due in annual installments of $75,000 to $150,000 plus interest at 4.00% to 4.55% through May 1, 2016.	Utility	500,000	-	75,000	425,000
General Obligation (Alternate Revenue Source) Bonds of 2004D, due in annual installments of $165,000 to $310,000 plus interest at 2.50% to 5.25% through December 1, 2023.	Debt Service	2,760,000	-	200,000	2,560,000

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

General Obligation/Alternate Revenue Source Bonds – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Bonds of 2004E, due in annual installments of $25,000 to $445,000 plus interest at 4.25% to 5.00% through May 1, 2021.	Utility	$ 1,625,000	-	25,000	1,600,000
General Obligation Limited Tax Refunding Bonds of 2009, due in annual installments of $175,000 to $500,000 plus interest at 2.50% to 3.40% through December 30, 2017.	Debt Service TIF IV	1,319,645		253,460	1,066,185
	Grand Ave/ Sexton	1,075,355	-	206,540	868,815
General Obligation (Alternate Revenue Source) Bonds of 2011A, due in annual installments of $100,000 to $3,410,000 plus interest at 3.00% to 5.00% through December 15, 2030.	North Industrial TIF District	17,975,000	-	-	17,975,000
General Obligation (Alternate Revenue Source) Bonds of 2011B, due in annual installments of $205,000 to $575,000 plus interest at 2.00% to 5.00% through December 30, 2030.	Special Service Areas #3 - #8	7,000,000	-	275,000	6,725,000
General Obligation (Alternate Revenue Source) Refunding Revenue Bonds of 2011C, due in annual installments of $75,000 to $195,000 plus interest at 2.00% to 4.00% through December 30, 2020.	TIF VII Irving Park/ Church Road	1,305,000	-	160,000	1,145,000

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

General Obligation/Alternate Revenue Source Bonds – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation (Alternate Revenue Source) Refunding Revenue Bonds of 2011D, due in annual installments of $90,000 to $595,000 plus interest at 2.00% to 4.00% through December 30, 2020.	TIF IV Grand Ave/ Sexton	$ 1,540,000	-	110,000	1,430,000
General Obligation Refunding Bonds of 2012A, due in annual installments of $50,000 to $230,000 plus interest at 2.00% to 3.00% through December 30, 2021.	Debt Service	1,730,000	-	50,000	1,680,000
General Obligation (Alternate Revenue Source) Refunding Bonds of 2012B, due in annual installments of $105,000 to $125,000 plus interest at 2.00% to 3.00% through December 30, 2020.	TIF IV Grand Ave/ Sexton	945,000	-	105,000	840,000
General Obligation (Alternate Revenue Source) Refunding Bonds of 2012C, due in annual installments of $120,000 to $390,000 plus interest at 2.00% to 4.00% through December 30, 2022.	Debt Service	1,400,000	-	120,000	1,280,000
General Obligation (Waterworks and Sewerage Alternate Revenue Source) Refunding Bonds of 2012E, due in annual installments of $285,000 to $870,000 plus interest at 2.00% to 3.00% through May 1, 2023.	Utility	5,345,000	-	-	5,345,000

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

General Obligation/Alternate Revenue Source Bonds – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation (Alternate Revenue Source) Refunding Bonds of 2013A, due in annual installments of $130,000 to $295,000 plus interest at 4.30% to 5.00% through December 15, 2032.	Special Service Area #9	$ -	3,785,000	-	3,785,000
General Obligation (Alternate Revenue Source) Refunding Bonds of 2013E, due in annual installments of $25,000 to $2,000,000 plus interest at 3.00% to 5.00% through December 15, 2032.	Capital Projects	-	8,000,000	-	8,000,000
		45,400,000	11,785,000	2,165,000	55,020,000

Debt Certificates

The Village issues debt certificates to provide funds for the acquisition and construction of major capital facilities. Debt certificates have been issued for governmental activities. Debt certificates currently outstanding are as follows:

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation Debt Certificates of 2003C, due in annual installments of $85,000 to $120,000 plus interest at 1.60% to 4.40% through December 1, 2013.	TIF VII Irving Park/ Church Road	$ 120,000	-	120,000	-

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

Debt Certificates – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation Taxable Debt Refunding Certificates of 2004B, due in annual installments of $220,000 to $1,220,000 plus interest at 3.20% to 6.08% through June 1, 2014.	Debt Service	$ 6,355,000	-	4,475,000 * 915,000	965,000
General Obligation Debt Certificates of 2005, due in annual installments of $35,000 to $210,000 plus interest at 2.50% to 4.60% through December 15, 2021.	TIF V Heritage Square	915,000	-	60,000	855,000
Taxable General Obligation Limited Tax Debt Certificates of 2006A, due in annual installments of $80,000 to $990,000 plus interest at 5.55% to 5.80% through April 1, 2015.	Debt Service	2,000,000	-	930,000	1,070,000
General Obligation Limited Tax Debt Certificates of 2006B, due in annual installments of $970,000 to $1,095,000 plus interest at 5.00% through April 1, 2016.	Debt Service	2,065,000	-	-	2,065,000
General Obligation Refunding Debt Certificates of 2012D, due in annual installments of $35,000 to $510,000 plus interest at 2.50% to 3.10% through December 1, 2017.	Debt Service	2,165,000	-	385,000	1,780,000

*Refunded

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

Debt Certificates – Continued

Issue	Fund Debt Retired by	Beginning Balances	Issuances	Retirements	Ending Balances
General Obligation Taxable Refunding Debt Certificates of 2013D, due in annual installments of $150,000 to $1,215,000 plus interest at 1.25% to 2.82% through June 1, 2018.	Debt Service	$ -	4,835,000	-	4,835,000
		13,620,000	4,835,000	6,885,000	11,570,000

Capital Leases

The Village has entered into lease agreements as lessee for financing the acquisition of equipment. Capital assets of $874,474 have been added to machinery and equipment as a result of these capital leases. These lease agreements qualify as capital leases for accounting purposes and; therefore, have been recorded at the present value of the future minimum lease payments as of the inception date. The capital leases have been recorded as liabilities of the Governmental Activities and the Utility Fund.

The future minimum lease payments and the net present value of these minimum lease payments are as follows:

Fiscal Year	Governmental Activities	Business-Type Activities	Total Lease Payments
2014	$ 70,279	44,336	114,615
2015	14,504	29,769	44,273
2016	9,924	23,161	33,084
	94,707	97,265	191,972
Interest Portion	(3,862)	(5,976)	(9,837)
Principal Balance	90,845	91,290	182,135

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

Long-Term Liability Activity

Changes in long-term liabilities during the fiscal year were as follows:

Type of Debt	Beginning Balances	Additions	Deductions	Ending Balances	Amounts Due within One Year
Governmental Activities					
Compensated Absences	$ 706,039	145,162	72,581	778,620	155,724
Net Pension Obligation	3,904,814	39,431	-	3,944,245	-
Net Other Post-Employment Benefit Obligation	847,578	328,579	-	1,176,157	-
Notes Payable	3,000,000	-	77,903	2,922,097	-
General Obligation/Alternate Revenue Source Bonds	37,050,000	11,785,000	1,480,000	47,355,000	1,765,000
Less: Discount/Premium	(79,465)	(7,135)	(2,783)	(83,817)	-
Debt Certificates	13,620,000	4,835,000	6,885,000	11,570,000	2,560,000
Less: Discount/Premium	(67,893)	-	(11,158)	(56,735)	-
Capital Leases Payable	196,951	-	106,106	90,845	67,449
	59,178,024	17,126,037	8,607,649	67,696,412	4,548,173
Business-Type Activities					
Compensated Absences	121,676	58,724	29,362	151,038	30,208
General Obligation/Alternate Revenue Source Bonds	8,350,000	-	685,000	7,665,000	730,000
Less: Discount/Premium	105,714	-	9,628	96,086	-
Capital Leases Payable	130,091	-	38,801	91,290	40,741
	8,707,481	58,724	762,791	8,003,414	800,949

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

Long-Term Liability Activity – Continued

For the governmental activities, the compensated absences, the net pension obligation, and the net other post-employment benefit obligation are generally liquidated by the General Fund. The TIF VI Route 83/Thorndale Fund makes payment on the notes payable. General obligation/alternate revenue source bonds are being liquidated by the Debt Service, the TIF VII Irving Park/Church Road, the North Industrial TIF District, the Special Service Areas #3, #4, #5, #6, #7, #8, #9, and the TIF IV Grand Ave/Sexton Funds. Payments on the Debt Certificates are being made by the Debt Service, the TIF VII Irving Park/Church Road, and the TIF V Heritage Square Funds.

For the business-type activities, the Utility Fund liquidates compensated absences, general obligation/alternate revenue source bonds, and capital leases.

Debt Service Requirements to Maturity

The annual debt service requirements to maturity, including principal and interest, are as follows:

	Governmental Activities						Business-Type Activities	
Fiscal	Notes Payable		General Obligation Bonds		Debt Certificates		General Obligation Bonds	
Year	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest
2014	$ -	-	1,765,000	2,078,393	2,560,000	367,160	730,000	227,825
2015	-	-	2,145,000	2,025,441	2,725,000	262,330	670,000	205,784
2016	-	-	2,290,000	1,960,837	2,720,000	170,811	690,000	186,538
2017	-	-	2,330,000	1,890,462	1,770,000	99,594	710,000	168,646
2018	-	-	1,855,000	1,810,927	1,295,000	45,018	725,000	150,256
2019	-	-	2,145,000	1,737,538	90,000	22,666	780,000	126,316
2020	-	-	2,450,000	1,652,338	200,000	18,660	810,000	98,160
2021	-	-	1,925,000	1,557,881	210,000	9,660	840,000	67,516
2022	-	-	2,095,000	1,477,300	-	-	840,000	38,700
2023	-	-	2,195,000	1,380,688	-	-	870,000	13,050
2024	2,922,097	7,039,707	2,120,000	1,274,712	-	-	-	-
2025	-	-	2,195,000	1,180,348	-	-	-	-
2026	-	-	2,380,000	1,074,694	-	-	-	-
2027	-	-	2,695,000	964,050	-	-	-	-
2028	-	-	3,730,000	832,118	-	-	-	-
2029	-	-	4,165,000	647,612	-	-	-	-
2030	-	-	4,300,000	441,470	-	-	-	-
2031	-	-	2,280,000	228,750	-	-	-	-
2032	-	-	2,295,000	114,750	-	-	-	-
Total	2,922,097	7,039,707	47,355,000	24,330,309	11,570,000	995,899	7,665,000	1,282,791

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

LONG-TERM DEBT – Continued

Defeased Debt

In the current year, the Village issued $4,835,000 par value General Obligation Taxable Refunding Debt Certificates of 2013D to refund $4,475,000 of the General Obligation Taxable Debt Refunding Certificates of 2004B. The Village defeased bonds by placing the proceeds of the new bonds in an irrevocable trust to provide for all future debt service payment of the old bonds. Since the requirements that normally satisfy defeasance have been met, the financial statements reflect satisfaction of the original liability through the irrevocable transfer to an escrow agent of an amount computed to be adequate to meet the future debt service requirements of the issue. Accordingly, the trust account assets and the liability for the defeased bonds are not included in the government's basic financial statements. Through these refundings, the Village reduced its total debt service by $186,014 and obtained an economic gain of $172,729.

In prior years, the Village defeased general obligation and revenue bonds by placing the proceeds of new bonds in an irrevocable trust to provide for all future debt service payment on the old bonds. Since the requirements which normally satisfy defeasance, have been met, the financial statements reflect satisfaction of the original liability through the irrevocable transfer to an escrow agent of an amount computed to be adequate to meet the future debt service requirements of the issue. Accordingly, the trust account assets and the liability for the defeased bonds are not included in the Village's basic financial statements. Defeased bonds of $1,700,000 remain outstanding as of the date of this report.

Legal Debt Margin

Chapter 65, Section 5/8-5-1 of the Illinois Compiled Statutes provides, "…no municipality having a population of less than 500,000 shall become indebted in any manner or for any purpose, to an amount, including existing indebtedness in the aggregate exceeding 8.625% on the value of the taxable property therein, to be ascertained by the last assessment for state and county purposes, previous to the incurring of the indebtedness or, until January 1, 1983, if greater, the sum that is produced by multiplying the municipality's 1978 equalized assessed valuation by the debt limitation percentage in effect on January 1, 1979."

Assessed Valuation - 2011	$ 542,989,082
Legal Debt Limit - 8.625% of Assessed Value	46,832,808
Amount of Debt Applicable to Limit	
General Obligation Limited Tax Refunding Bonds 2009	(1,935,000)
Debt Certificates	(11,570,000)
Legal Debt Margin	33,327,808

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

NET POSITION CLASSIFICATIONS

Investment in capital assets was comprised of the following as of December 31, 3013:

Governmental Activities	
Capital Assets - Net of Accumulated Depreciation	$ 84,758,511
Assets Held for Resale	213,914
Unspent Bond Proceeds	6,845,855
Less Capital Related Debt:	
Notes Payable	(2,922,097)
General Obligation/Alternate Revenue Source Bonds Payable	(47,355,000)
Unamortized Discount/Premium	83,817
Unamortized Gain/Loss on Refunding	370,845
Debt Certificates Payable	(11,570,000)
Unamortized Discount/Premium	56,735
Unamortized Gain/Loss on Refunding	108,493
Capital Leases Payable	(90,845)
Net Investment in Capital Assets	30,500,228
Business-Type Activities	
Capital Assets - Net of Accumulated Depreciation	64,549,573
Less Capital Related Debt:	
General Obligation/Alternate Revenue Sources Bonds Payable	(7,665,000)
Unamortized Discount/Premium	(96,086)
Unamortized Gain/Loss on Refunding	238,520
Capital Leases Payable	(91,290)
Net Investment in Capital Assets	56,935,717

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NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

FUND BALANCE CLASSIFICATIONS

In the governmental funds financial statements, the Village considers restricted amounts to have been spent when an expenditure is incurred for purposes for which both restricted and unrestricted fund balance is available. The Village first utilizes committed, then assigned and then unassigned fund balance when an expenditure is incurred for purposes for which all three unrestricted fund balances are available.

Assigned Fund Balance. Assigned fund balance has limitations resulting from intended use consisting of amounts where the intended use is established by the Board of Trustees designated for that purpose. The intended use is established by an official designated for that purpose. When it is appropriate for fund balance to be assigned in any fund, the Village delegates such authority to the Director of Finance, as outlined in the Village's fund balance policy.

Committed Fund Balance. Committed fund balance has self-imposed limitations set in place prior to the end of the period. The limitations are imposed at the highest level of decision making that requires formal action at the same level to remove. Fund balance of the Village may be committed for a specific purpose by the passing of a Board Resolution by the Village's Board of Trustees. Amendments/modifications of the committed fund balance must also be approved by the Board.

Minimum Fund Balance Policy. The Village will maintain a minimum unassigned fund balance that is sufficient to provide financial resources for the Village in the event of an emergency or loss of a major revenue source. Therefore, the Village has set the minimum unassigned fund balance for the General Fund at an amount equal to three months of General Fund operating expenditures. The minimum fund balance for the unassigned/assigned fund balance in the Capita Improvement Fund has been established at one half (50%) of the operating revenues allocated to this fund (this does not include capital grants or other one-time revenue sources).

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 3 – DETAIL NOTES ON ALL FUNDS – Continued

FUND BALANCE CLASSIFICATIONS – Continued

The following is a schedule of fund balance classifications for the governmental funds as of the date of this report:

			Capital Projects					
	General	Debt Service	Capital Improvement	TIF VII Irving Park/ Church Road	North Industrial TIF District	Special Service Area #9	Nonmajor	Totals
Fund Balances								
Nonspendable								
Advances	$ 2,859,629	-	2,149,618	-	-	-	-	5,009,247
Inventory	11,904	-	-	-	-	-	-	11,904
Prepaids	516,964	-	-	-	-	-	-	516,964
Assets Held for Resale	-	-	213,914	-	-	-	-	213,914
	3,388,497	-	2,363,532	-	-	-	-	5,752,029
Restricted								
Insurance	500,345	-	-	-	-	-	-	500,345
Streets	2,687,314	-	-	-	-	-	-	2,687,314
Public Safety	51,926	-	-	-	-	-	-	51,926
Debt Service	-	1,752,848	-	-	-	-	-	1,752,848
Public Works	-	-	-	-	7,488,171	-	-	7,488,171
Community Development	-	-	-	-	-	-	2,182,908	2,182,908
	3,239,585	1,752,848	-	-	7,488,171	-	2,182,908	14,663,512
Committed								
Sewer Improvements	-	-	-	-	-	-	976,347	976,347
Assigned								
Contingency	1,300,000	-	-	-	-	-	-	1,300,000
Street Improvements	-	-	4,770,217	-	-	-	-	4,770,217
Fleet Capital	-	-		-	-	-	772,844	772,844
	1,300,000	-	4,770,217	-	-	-	772,844	6,843,061
Unassigned	7,286,047	-	-	(3,216,629)	-	(749,657)	(741,531)	2,578,230
Total Fund Balances	15,214,129	1,752,848	7,133,749	(3,216,629)	7,488,171	(749,657)	3,190,568	30,813,179

NOTE 4 – OTHER INFORMATION

RISK MANAGEMENT

The Village is exposed to various risks of loss related to torts; theft of, damage to and destruction of assets; errors and omissions; natural disasters; and injuries to the Village's employees. The Village has purchased insurance from private insurance companies for auto, general liabilities, employee bonds, boiler and machinery, property and health risks. The policies call for various levels of deductibles or self-insured retentions. The Village is self-insured for workers compensation. Commercial insurance is carried for amounts in excess of the self-insured amounts. There have been no significant reductions in insurance coverage during the current year. For all insured programs, settlement amounts have not exceeded insurance coverage for the current or three prior years.

The Village reports self-insurance activities within the General Fund. The Village's policy is to finance currently, all claims paid, estimated future payments with respect to claims made, and estimated claims incurred but not reported. Such payments are displayed on the financial statements as revenues and expenditures/expenses.

Liabilities are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. Liabilities include an amount of claims that have been incurred but not reported (IBNR). Claims liabilities are calculated considering the effects of inflation, recent claim settlement trends including frequency and amount of payouts, and other economic and social factors. Changes in the balances of claims liabilities are as follows:

	Fiscal Year Ended December 31, 2013	2012
Claims Payable - Beginning	$ 153,792	103,835
Incurred Claims	1,703,018	1,229,997
Claims Paid	(1,398,556)	(1,180,040)
Claims Payable - Ending	458,254	153,792

CONTINGENT LIABILITIES

Litigation

The Village is a defendant in various lawsuits. Although the outcome of these lawsuits is not presently determinable, in the opinion of the Village's attorney, the resolution of these matters will not have a material adverse effect on the financial condition of the Village.

NOTE 4 – OTHER INFORMATION – Continued

CONTINGENT LIABILITIES – Continued

Grants

Amounts received or receivable from grantor agencies are subject to audit and adjustment by grantor agencies, principally the federal government. Any disallowed claims, including amounts already collected, may constitute a liability of the applicable funds. The amount, if any, of expenditures which may be disallowed by the grantor cannot be determined at this time although the Village expects such amounts, if any, to be immaterial.

DuPage Water Commission

The Village is a customer of the DuPage Water Commission, and has executed a Water Supply Contract with the Commission for a term ending in 2017. The Contract provides that the Village pay its proportionate share of "fixed costs" (debt service and capital costs) to the Commission, such obligation being unconditional and irrevocable whether or not water is ever delivered. These costs are expenses along with the other "operation and maintenance" charges from the Commission.

Fiscal Year	Amount
2014	$ 176,309
2015	352,612
2016	352,612
2017	352,612
2018	352,612
	1,586,757

These amounts have been calculated using the Village's current allocation percentage of 2.4676%. In future years, this allocation percentage will be subject to change. Estimates for the remaining years of the contract are not currently available. However, the Village does not expect the minimum amounts for the remaining years of the contract to materially vary from the amounts presented above.

The Village's agreement with the DuPage Water Commission provides that each member is liable for its proportionate share of any costs arising from defaults in payment obligations by other members.

NOTE 4 – OTHER INFORMATION – Continued

COMMITTMENTS

Sales Tax Rebates

On February 17, 2009, the Village amended their existing agreement with Larry Roesch Volkswagen (Roesch) whereas the Village now agrees to rebate 50% of the Village's hare of sales tax revenue generated by Roesch's sales of vehicles, parts and service. This incentive agreement is effective until the total rebate amount reaches $1,000,000. Through December 31, 2013, the Village has remitted a total of $1,000,000 including $50,012 remitted in the current fiscal period.

On June 11, 2011, the Village entered into an agreement with Roesch Ford (Roesch) whereas the Village now agrees to rebate 75% of the Village's hare of sales tax revenue generated by Roesch's sales of vehicles, parts and service during the 12 month periods ending March 31, 2011, 2012 and 2013. For the 12 month periods ending March 31, 2014 through 2025, the Village shall rebate 50% of the Village's share of sales tax revenue.. This incentive agreement is effective until the total rebate amount reaches $2,230,000. Through December 31, 2013, the Village has remitted a total of $697,966 including $306,256 remitted in the current fiscal period.

Construction Contracts

The Village has entered into various contracts for construction within the Village. Below is a schedule outlining the various projects that are currently under contract:

Project Description	Expended to Date	Remaining Commitment
A Lamp Neri Bensenville Joint Venture	$ 3,310,697	5,174,665
HD Supply Waterworks	823,546	1,480,106
Design and Engineering WWTP	1,284,567	1,292,432
Comosy Incorporated - Police Building	1,711,986	12,198,014
White Pines Water Main	67,378	59,750
County Line Road Water Main	-	69,458
Waste Water Treatment Plant	1,177,000	1,292,432
SCADA System	319,204	32,340
	8,694,378	21,599,197

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS

The Village contributes to two defined benefit pension plans, the Illinois Municipal Retirement Fund (IMRF), a defined benefit agent multiple-employer public employee retirement system and the Police Pension Plan which is a single-employer pension plan. A separate report is issued for the Police Pension Plan and may be obtained by writing to the Village at 12 South Center Street, Bensenville, Illinois 60106. IMRF does issue a publicly available financial report that includes financial statements and required supplementary information for the plan as a whole, but not by individual employer. That report may be obtained on-line at www.imrf.org. The benefit, benefit levels, employee contributions, and employer contributions are governed by Illinois Compiled Statutes and can only be amended by the Illinois General Assembly.

Plan Descriptions, Provisions and Funding Policies

Illinois Municipal Retirement System (IMRF)

All employees (other than those covered by the Police Pension plan) hired in positions that meet or exceed the prescribed annual hourly standard must be enrolled in IMRF as participating members.

Participating members hired before January 1, 2011 who retire at or after age 60 with 8 years of service are entitled to an annual retirement benefit, payable monthly for life, in an amount equal to 1-2/3 percent of their final rate (average of the highest 48 consecutive months' earnings during the last 10 years) of earnings, for each year of credited service up to 15 years, and 2 percent for each year thereafter. The monthly pension of a member hired before January 1, 2011, shall be increased annually by 3% of the original pension. Employees with at least 8 years of credited service may retire at or after age 55 and receive a reduced benefit.

For participating members hired on or after January 1, 2011 who retire at or after age 67 with 10 years of service are entitled to an annual retirement benefit, payable monthly for life in an amount equal to 1-2/3 percent of their final rate (average of the highest 96 consecutive months' earnings during the last 10 years) of earnings, for each year of credited service, with a maximum salary cap of $106,800 at January 1, 2011. The maximum salary cap increases each year thereafter. The monthly pension of a member hired on or after January 1, 2011, shall be increased annually, following the later of the first anniversary date of retirement or the month following the attainment of age 62, by the lesser of 3% or ½ of the consumer price index. Employees with at least 10 years of credited service may retire at or after age 62 and receive a reduced benefit.

IMRF also provides death and disability benefits. These benefit provisions and all other requirements are established by state statute. Employees participating in the plan are required to contribute 4.50 percent of their annual covered salary to IMRF. The employees' contribution rate is established by state statute. The Village is required to contribute the remaining amount necessary to fund the IMRF plan as specified by statute. For the calendar year 2013 the employer annual required contribution rate was 13.43 percent and the employer contribution rate used by the employer was 12.78 percent.

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Plan Descriptions, Provisions and Funding Policies – Continued

Police Pension Plan

The Police Pension Plan is a single-employer defined benefit pension plan that covers all sworn police personnel. Although this is a single-employer pension plan, the defined benefits and employee and employer contribution levels are governed by Illinois State Statutes and may be amended only by the Illinois legislature. The Village accounts for the plan as a pension trust fund.

At December 31, 2013 the Police Pension Plan membership consisted of:

Retirees and Beneficiaries Currently Receiving Benefits and Terminated Employees Entitled to Benefits but not yet Receiving Them	33
Current Employees	
Vested	19
Nonvested	13
	65

The following is a summary of the Police Pension Plan as provided for in Illinois State Statutes.

The Police Pension Plan provides retirement benefits as well as death and disability benefits. Covered employees hired before January 1, 2011, attaining the age of 50 or more with 20 or more years of creditable service are entitled to receive an annual retirement benefit of ½ of the salary attached to the rank held on the last day of service, or for one year prior to the last day, whichever is greater. The pension shall be increased by 2.5% of such salary for each additional year of service over 20 years up to 30 years, to a maximum of 75% of such salary. Covered employees hired on or after January 1, 2011, attaining the age of 55 with at least 10 years creditable service are entitled to receive an annual retirement benefit of 2.5% of final average salary for each year of service, with a maximum salary cap of $106,800 as of January 1, 2011. The maximum salary cap increases each year thereafter. The monthly benefit of a police officer hired before January 1, 2011, who retired with 20 or more years of service after January 1, 1977 shall be increased annually, following the first anniversary date of retirement and be paid upon reaching the age of at least 55 years, by 3% of the original pension and 3% compounded annually thereafter. The monthly pension of a police officer hired on or after January 1, 2011, shall be increased annually, following the later of the first anniversary date of retirement or the month following the attainment of age 60, but the lesser of 3% or ½ of the consumer price index. Employees with at least 10 years but less than 20 years of creditable service may retire at or after age 60 and receive a reduced benefit.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Plan Descriptions, Provisions and Funding Policies – Continued

Police Pension Plan – Continued

Covered employees are required to contribute 9.91% of their base salary to the Police Pension Plan. If an employee leaves covered employment with less than 20 years of service, accumulated employee contributions may be refunded without accumulated interest. The Village is required to contribute the remaining amounts necessary to finance the plan, including administrative costs, as actuarially determined by an enrolled actuary. By the year 2040 the Village's contributions must accumulate to the point where the past service cost for the Police Pension Plan is 90% funded.

Summary of Significant Accounting Policies and Plan Asset Matters

Basis of Accounting

The financial statements are prepared using the accrual basis of accounting. Employee and employer contributions are recognized as revenues when due, pursuant to formal commitments, as well as statutory or contractual requirements. Benefits and refunds are recognized when due and payable in accordance with the terms of the plan.

Method Used to Value Investments

Investments are reported at fair value. Short-term investments are reported at cost, which approximates fair value. Securities traded on national exchanges are valued at the last reported sales price. Investments that do not have any established market, if any, are reported at estimated fair value.

Significant Investments

At year-end, the Police Pension Fund has over 5 percent of net plan position available for retirement benefits (other than U.S. Government guaranteed obligations) invested in the following:

TD Ameritrade	$ 1,799,231

Information for IMRF is not available.

Related Party Transactions

There are no securities of the employer or any other related parties included in plan assets.

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Annual Pension Cost and Net Pension Obligation

The pension liability for each plan is as follows:

	IMRF	Police Pension	Totals
Annual Required Contribution	$ 695,558	819,367	1,514,925
Interest on Net Pension Obligation	19,705	270,655	290,360
Adjustment to Annual Required Contribution	(14,087)	(203,032)	(217,119)
Annual Pension Cost	701,176	886,990	1,588,166
Actual Contribution	661,894	886,841	1,548,735
Change in NPO	39,282	149	39,431
NPO - Beginning	262,740	3,642,074	3,904,814
NPO - Ending	302,022	3,642,223	3,944,245

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Annual Pension Cost and Net Pension Obligation – Continued

The Village's actuarial assumptions and related information for each plan is as follows:

	IMRF	Police Pension
Contribution Rates		
Employer	12.78%	32.20%
Employee	4.50%	9.91%
Actuarial Valuation Date	12/31/2013	12/31/2012
Actuarial Cost Method	Entry Age Normal	Entry Age Normal
Amortization Method	Level % of Projected Payroll Open Basis	Level % of Projected Payroll Closed Basis
Remaining Amortization Period	30 Years	28 Years
Asset Valuation Method	5-Year Smoothed Market	Market
Actuarial Assumptions		
Investment Rate of Return	7.50% Compounded Annually	7.50% Compounded Annually
Projected Salary Increases	.4 to 10.0%	5.00%
Inflation Rate Included	4.00%	3.00%
Cost-of-Living Adjustments	3.00%	3.00%

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Trend Information

Employer annual pension cost (APC), actual contributions and the net pension obligation (NPO) are as follows. The NPO is the cumulative difference between the APC and the contributions actually made.

	Fiscal Year	IMRF	Police Pension
Annual Pension Cost (APC)	2011	$ 619,258	$ 943,526
	2012	630,614	887,986
	2013	701,176	886,990
Actual Contributions	2011	508,978	789,231
	2012	563,829	821,067
	2013	661,894	886,841
Percentage of APC Contributed	2011	82.19%	83.65%
	2012	89.41%	92.46%
	2013	94.40%	99.98%
Net Pension Obligation	2011	195,955	3,575,155
	2012	262,740	3,642,074
	2013	302,022	3,642,223

NOTE 4 – OTHER INFORMATION – Continued

EMPLOYEE RETIREMENT SYSTEM – DEFINED BENEFIT PENSION PLANS – Continued

Funded Status and Funding Progress

The Village's funded status for the current year and related information for each plan is as follows:

	IMRF	Police Pension
Actuarial Valuation Date	12/31/2013	12/31/2012
Percent Funded	84.18%	53.73%
Accuarial Accrued Liability for Benefits	$20,244,216	$25,424,780
Actuarial Value of Assets	$17,041,553	$13,661,446
Over (Under) Funded Actuarial Accrued Liability (UAAL)	($3,202,663)	($11,763,334)
Covered Payroll (Annual Payroll of Active Employees Covered by the Plan)	$5,179,139	$2,550,031
Ratio of UAAL to Covered Payroll	61.84%	461.30%

The schedule of funding progress, presented as Required Supplementary Information (RSI) following the notes to the financial statements, presents multiyear trend information about whether the actuarial value of plan assets are increasing or decreasing over time relative to the actuarial accrued liability for benefits.

NOTE 4 – OTHER INFORMATION – Continued

OTHER POST-EMPLOYMENT BENEFITS

Plan Descriptions, Provisions, and Funding Policies

In addition to providing the pension benefits described, the Village offers post-employment health care insurance benefits (OPEB) for its eligible retired employees through a single employer defined benefit plan. The benefits, benefit levels, employee contributions and employer contributions are governed by the Village and can be amended by the Village through its personnel manual and union contracts. The plan is not accounted for as a trust fund, as an irrevocable trust has not been established to account for the plan. The plan does not issue a separate report. The activity of the plan is reported in the Village's General Fund.

The Village offers post-employment health care benefits to its retirees. To be eligible for benefits, an employee must qualify for retirement under one of the Village's retirement plans. Elected officials are not eligible for benefits.

All health care benefits are provided through the Village's health insurance plan. The benefit levels are the same as those afforded to active employees. Benefits include general inpatient and outpatient medical services; mental, nervous, and substance abuse care; vision care; dental care; and prescriptions. Upon a retiree reaching 65 years of age, Medicare becomes the primary insurer and the Village's plan becomes secondary.

All retirees contribute 100% of the actuarially determined premium to the plan, with the exception of three previous employees for which the Village has agreed to pay portions of their post-employment health, dental and vision insurance. For the fiscal year ending December 31, 2013, retirees contributed $35,475 to the plan. Active employees do not contribute to the post-employment health care plan until retirement.

At December 31, 2013, membership consisted of:

Retirees and beneficiaries currently receiving benefits and terminated employees entitled to benefits but not yet receiving them.	10
Active Employees	113
Total	123
Participating Employers	1

The Village does not currently have a funding policy.

VILLAGE OF BENSENVILLE, ILLINOIS

Notes to the Financial Statements
December 31, 2013

NOTE 4 – OTHER INFORMATION – Continued

OTHER POST-EMPLOYMENT BENEFITS – Continued

Annual OPEB Costs and Net OPEB Obligation

The net OPEB obligation (NOPEBO) as of December 31, 2013, was calculated as follows:

Annual Required Contribution	$ 257,779
Interest on the Net OPEB Obligation	50,855
Adjustment to the ARC	63,013
Annual OPEB Cost	371,647
Actual Contribution	43,068
Increase in the net OPEB Obligation	328,579
Net OPEB Obligation - Beginning	847,578
Net OPEB Obligation - Ending	1,176,157

Trend Information

The Village's annual OPEB cost, actual contributions, the percentage of annual OPEB cost contributed and the net OPEB obligation are as follows:

Fiscal Year	Annual OPEB Cost	Actual Contributions	Percentage of OPEB Cost Contributed	Net OPEB Obligation
2011	$ 233,181	$ 36,924	15.83%	$ 656,621
2012	230,835	39,878	17.28%	847,578
2013	371,647	43,068	11.59%	1,176,157

Funded Status and Funding Progress

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and the healthcare cost contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress, presented as required supplementary information following the notes to the financial statements, presents multiyear trend information that shows whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liabilities for benefits.

NOTE 4 – OTHER INFORMATION – Continued

OTHER POST-EMPLOYMENT BENEFITS – Continued

Funded Status and Funding Progress – Continued

The funded status of the plan as of December 31, 2012, the date of the latest actuarial valuation, was as follows:

Actuarial Accrued Liability (AAL)	$ 2,217,824
Actuarial Value of Plan Assets	-
Unfunded Actuarial Accrued Liability (UAAL)	2,217,824
Funded Ratio (Actuarial Value of Plan Assets/AAL)	0.00%
Covered Payroll (Active Plan Members)	6,648,900
UAAL as a Percentage of Covered Payroll	33.36%

Actuarial Methods and Assumptions

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing of benefit costs between the employer and plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

In the December 31, 2012 actuarial valuation the entry age actuarial cost method was used. The actuarial assumptions included a 5.0% investment rate of return (net of administrative expenses) and an annual healthcare cost trend rate of 6.0%, with an ultimate rate of 5.0%. Both rates include a 3.5% inflation assumption. The actuarial value of assets was not determined as the Village has not advance funded its obligation. The plan's unfunded actuarial accrued liability is being amortized as a level percentage of projected payroll on an open basis. The remaining amortization period at December 31, 2013, was 30 years.

VILLAGE OF BENSENVILLE, ILLINOIS

Illinois Municipal Retirement Fund

Required Supplementary Information
Schedule of Funding Progress and Employer Contributions

December 31, 2013

Funding Progress

Actuarial Valuation Date Dec. 31,	(1) Actuarial Value of Plan Assets	(2) Actuarial Accrued Liability (AAL) - Entry Age	(3) Funded Ratio (1) ÷ (2)	(4) Unfunded (Overfunded) Actuarial Accrued Liability (2) - (1)	(5) Annual Covered Payroll	(6) Unfunded (Overfunded) Actuarial Accrued Liability as a Percentage of Covered Payroll (4) ÷ (5)
2008	$ 12,946,353	15,630,659	82.83%	$ 2,684,306	$ 4,861,157	55.22%
2009	12,869,611	16,147,042	79.70%	3,277,431	4,800,382	68.27%
2010	13,656,502	17,284,950	79.01%	3,628,448	4,305,189	84.28%
2011	14,438,868	18,542,610	77.87%	4,103,742	4,819,872	85.14%
2012	15,362,460	19,332,092	79.47%	3,969,632	4,852,228	81.81%
2013	17,041,553	20,244,216	84.18%	3,202,663	5,179,139	61.84%

Employer Contributions

Fiscal Year	Employer Contributions	Annual Required Contribution	Percent Contributed
2008	$ 433,129	$ 433,129	100.00%
2009	419,073	419,073	100.00%
2010	413,308	498,983	82.83%
2011	508,978	617,426	82.44%
2012	563,829	626,423	90.01%
2013	661,894	695,558	95.16%

VILLAGE OF BENSENVILLE, ILLINOIS

Police Pension Fund

Required Supplementary Information
Schedule of Funding Progress and Employer Contributions

December 31, 2013

Funding Progress

Actuarial Valuation Date	(1) Actuarial Value of Plan Assets	(2) Actuarial Accrued Liability (AAL) - Entry Age	(3) Funded Ratio (1) ÷ (2)	(4) Unfunded (Overfunded) Actuarial Accrued Liability (2) - (1)	(5) Annual Covered Payroll	(6) Unfunded (Overfunded) Actuarial Accrued Liability as a Percentage of Covered Payroll (4) ÷ (5)
4/30/08	$ 13,065,169	$ 20,643,852	63.29%	$ 7,578,683	$ 2,166,492	349.81%
4/30/09	10,448,151	20,887,297	50.02%	10,439,146	2,352,581	443.73%
4/30/10	11,550,751	21,604,610	53.46%	10,053,859	2,406,640	417.76%
12/31/10	12,539,774	22,868,030	54.84%	10,328,256	2,444,783	422.46%
12/31/11	12,593,974	23,970,987	52.54%	11,377,013	2,530,466	449.60%
12/31/12	13,661,446	25,424,780	53.73%	11,763,334	2,550,031	461.30%

Employer Contributions

Fiscal Year	Employer Contributions	Annual Required Contribution	Percent Contributed
4/30/09	$ 116,814	$ 690,236	16.92%
4/30/10	N/A	N/A	N/A
12/31/10	1,086,741	1,479,218	73.47%
12/31/11	789,231	879,721	89.71%
12/31/12	821,067	787,962	104.20%
12/31/13	886,841	819,367	108.23%

N/A - Not Available

VILLAGE OF BENSENVILLE, ILLINOIS

Other Post-Employment Benefit Plan

Required Supplementary Information
Schedule of Funding Progress and Employer Contributions

December 31, 2013

Funding Progress

Actuarial Valuation Date	(1) Actuarial Value of Plan Assets	(2) Actuarial Accrued Liability (AAL) - Entry Age	(3) Funded Ratio (1) ÷ (2)	(4) Unfunded (Overfunded) Actuarial Accrued Liability (2) - (1)	(5) Annual Covered Payroll	(6) Unfunded (Overfunded) Actuarial Accrued Liability as a Percentage of Covered Payroll (4) ÷ (5)
4/30/09	$ -	$ 1,441,086	0.00%	$ 1,441,086	$ 6,206,819	23.22%
4/30/10	-	1,583,408	0.00%	1,583,408	6,419,918	24.66%
12/31/10	-	1,799,457	0.00%	1,799,457	6,206,819	28.99%
12/31/11	-	2,022,991	0.00%	2,022,991	6,424,058	31.49%
12/31/12	-	2,217,824	0.00%	2,217,824	6,648,900	33.36%
12/31/13	N/A	N/A	N/A	N/A	N/A	N/A

Employer Contributions

Fiscal Year	Employer Contributions	Annual Required Contribution	Percent Contributed
4/30/09	$ 46,612	$ 204,590	22.78%
4/30/10	N/A	N/A	N/A
12/31/10	76,214	383,603	19.87%
12/31/11	36,924	238,684	15.47%
12/31/12	39,878	238,684	16.71%
12/31/13	43,068	257,779	16.71%

N/A - Not Available

The Village implemented GASB Statement No. 45 for the fiscal year ended April 30, 2009.
The Village is required to have an actuarial valuation performed triennially.
Information for prior years is not available.

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APPENDIX B

DESCRIBING BOOK-ENTRY-ONLY ISSUANCE

1. The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds (the "Securities"). The Securities will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered Security certificate will be issued for each issue of the Securities, each in the aggregate principal amount of such issue, and will be deposited with DTC.

2. DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants"). DTC has a Standard & Poor's rating of AA+. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

3. Purchases of Securities under the DTC system must be made by or through Direct Participants, which will receive a credit for the Securities on DTC's records. The ownership interest of each actual purchaser of each Security ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Securities are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Securities, except in the event that use of the book-entry system for the Securities is discontinued.

4. To facilitate subsequent transfers, all Securities deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Securities with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not effect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Securities; DTC's records reflect only the identity of the Direct Participants to whose accounts such Securities are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

5. Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Securities may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Securities, such as redemptions, tenders, defaults, and proposed amendments to the Security documents. For example, Beneficial Owners of Securities may wish to ascertain that the nominee holding the Securities for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the registrar and request that copies of notices be provided directly to them.

6. Redemption notices shall be sent to DTC. If less than all of the Securities within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

7. Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Securities unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the Village as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Securities are credited on the record date (identified in a listing attached to the Omnibus Proxy).

8. Redemption proceeds, distributions, and dividend payments on the Securities will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the Village or the Paying Agent, on payable date in accordance with their respective holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent, or the Village, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of redemption proceeds, distributions, and dividend payments to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the Village or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

9. A Beneficial Owner shall give notice to elect to have its Securities purchased or tendered, through its Participant, to any Tender/Remarketing Agent, and shall effect delivery of such Securities by causing the Direct Participant to transfer the Participant's interest in the Securities, on DTC's records, to any Tender/Remarketing Agent. The requirement for physical delivery of Securities in connection with an optional tender or a mandatory purchase will be deemed satisfied when the ownership rights in the Securities are transferred by Direct Participants on DTC's records and followed by a book-entry credit of tendered Securities to any Tender/Remarketing Agent's DTC account.

10. DTC may discontinue providing its services as depository with respect to the Securities at any time by giving reasonable notice to the Village or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, Security certificates are required to be printed and delivered.

11. The Village may decide to discontinue use of the system of book-entry-only transfers through DTC (or a successor securities depository). In that event, Security certificates will be printed and delivered to DTC.

12. The information in this section concerning DTC and DTC's book-entry system has been obtained from sources that the Village believes to be reliable, but the Village takes no responsibility for the accuracy thereof.

APPENDIX C

PROPOSED FORMS OF LEGAL OPINION OF BOND COUNSEL

[Issue Date], 2014

Village of Bensenville,
DuPage and Cook Counties, Illinois

Re: Village of Bensenville, DuPage and Cook Counties, Illinois
General Obligation Bonds (Alternate Revenue Source – Qualified Energy Conservation Bonds Direct Payment), Series 2014B
Total Issue: $6,815,000
Original Date: [Issue Date], 2014

Ladies and Gentlemen:

We have acted as bond counsel in connection with the issuance by the Village of Bensenville, DuPage and Cook Counties, Illinois ("Village") of $6,815,000 of its General Obligation Bonds (Alternate Revenue Source – Qualified Energy Conservation Bonds Direct Payment), Series 2014B, dated [Issue Date], 2014 (the "Bonds"). We have examined the law and the certified transcript of proceedings of the Village relative to the authorization, issuance and sale of the Bonds and such other papers as we deem necessary to render this opinion. We have relied upon the certified transcript of proceedings and other certificates of public officials, including the Village's tax covenants and representations ("Tax Representations"), and we have not undertaken to verify any facts by independent investigation.

Based upon our examination, we are of the opinion, as of the date hereof, as follows:

1. The Bonds are valid and binding general obligations of the Village.

2. The Bonds are payable as to principal and interest from (a) all collections distributed to the Village from the Retailer's Occupation Taxes, Service Occupation Taxes, Use Taxes and Service Use Taxes and such other funds legally available and appropriated therefore and (b) ad valorem taxes levied against all taxable property in the Village without limitation as to rate or amount.

3. Under current law, the Bonds are “qualified energy conservation bonds” under Sections 54A and 54D of the Internal Revenue Code of 1986, as amended (the "Code") and interest on the Bonds will be included in the gross income of the owners thereof for Federal income tax purposes. The opinion set forth in the preceding sentence is both based on the assumptions and reliance set forth above and subject to the condition that there is compliance subsequent to the date hereof with all requirements of the Code that must be satisfied in order that the Bonds continue to be “qualified energy conservation bonds.” Failure by the Village to comply with such requirements could cause the Bonds to cease to qualify as “qualified energy conservation bonds” retroactively to its date of issue. We express no opinion regarding other federal tax consequences of the ownership or receipt or accrual of interest or credits on the Bonds. In rendering this opinion, we have relied upon certifications of the Village and certain other parties with respect to certain material facts solely within their knowledge relating to the projects to be financed or refinanced with the Bonds, the application of the proceeds of the Bonds and certain other matters pertinent to the qualification of the Bonds as “qualified energy conservation bonds.” Interest on the Bonds is not exempt from income taxes imposed by the State of Illinois.

The opinions set forth herein express the professional judgment of the attorneys participating in the transactions as to the legal issues addressed herein. By rendering such opinions, the undersigned does not become an insurer or guarantor of that expression of professional judgment or of the transaction opined upon. Nor does the rendering of that opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

It is to be understood that the rights of the owners of the Bonds and the enforceability thereof may be subject to (i) bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors’ rights heretofore or hereafter enacted and that their enforcement may be subject to the exercise of judicial discretion in accordance with general principles of equity; and (ii) the valid exercise of the constitutional powers of the State of Illinois and the United States of America.

Very truly yours,

[Issue Date], 2014

Village of Bensenville
DuPage and Cook Counties, Illinois

Re: Village of Bensenville, DuPage and Cook Counties, Illinois
Taxable General Obligation Limited Tax Bonds, Series 2014C
Total Issue: $600,000
Original Date: [Issue Date], 2014

Ladies and Gentlemen:

We have acted as bond counsel in connection with the issuance by the Village of Bensenville, DuPage and Cook Counties, Illinois (the "Village") of $600,000 of its Taxable General Obligation Limited Tax Bonds, Series 2014C, dated [Issue Date], 2014 (the "Bonds"). We have examined the law and the certified transcript of proceedings of the Village relative to the authorization, issuance and sale of the Bonds and such other papers as we deem necessary to render this opinion. We have relied upon the certified transcript of proceedings and other certificates of public officials, including the Village's tax covenants and representations ("Tax Representations"), and we have not undertaken to verify any facts by independent investigation.

Based upon our examination, we are of the opinion, as of the date hereof, as follows:

1. The Bonds are valid and binding general obligations of the Village.

2. The Bonds are payable ad valorem taxes levied against all of the taxable property in the Village without limitation as to rate, but limited as to amount as "limited bonds" under the Property Tax Extension Limitation Law.

3. Under federal statutes, decisions, regulations and rulings existing on this date, the interest on the Bonds are (i) not excluded from gross income for federal income tax purposes and (ii) are not exempt from income taxation by the State of Illinois.

The opinions set forth herein express the professional judgment of the attorneys participating in the transactions as to the legal issues addressed herein. By rendering such opinions, the undersigned does not become an insurer or guarantor of that expression of professional judgment or of the transaction opined upon. Nor does the rendering of that opinion guarantee the outcome of any legal dispute that may arise out of the transaction.

We express no opinion as to (a) the ability or the likelihood of the Village to make such payments when due or (b) the validity or feasibility of any future financings that the Village may undertake in order to provide funds to make such payments.

It is to be understood that the rights of the owners of the Bonds and the enforceability thereof may be subject to bankruptcy, insolvency, reorganization, moratorium and other similar laws affecting creditors' rights heretofore or hereafter enacted and that their enforcement maybe subject to the exercise of judicial discretion in accordance with general principles of equity. It is to be understood that the rights of the owners of the Bonds and the enforceability thereof may be subject to the valid exercise of the constitutional powers of the Village, the State and the United States of America.

Very truly yours,