

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

Name of Redevelopment Project Area: Illinois 158 Corridor TIF District aka "O'Fallon TIF #1"	
Primary Use of Redevelopment Project Area*: Combination/Mixed	
If "Combination/Mixed" List Component Types: Other commercial/retail	
Under which section of the Illinois Municipal Code was Redevelopment Project Area designated? (check one):	
Tax Increment Allocation Redevelopment Act <u> X </u>	Industrial Jobs Recovery Law _____

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

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

SECTION 3.1 - (65 ILCS 5/11-74.4-5 (d) (5) and 65 ILCS 5/11-74.6-22 (d) (5))
Provide an analysis of the special tax allocation fund.

Reporting Year	Cumulative
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Fund Balance at Beginning of Reporting Period

\$ 1,110,161.00

Revenue/Cash Receipts Deposited in Fund During Reporting FY:

			% of Total
Property Tax Increment	\$ 350,384	\$ 2,442,442	99%
State Sales Tax Increment			0%
Local Sales Tax Increment			0%
State Utility Tax Increment			0%
Local Utility Tax Increment			0%
Interest	\$ 143	\$ 16,716	1%
Land/Building Sale Proceeds			0%
Bond Proceeds			0%
Transfers from Municipal Sources			0%
Private Sources			0%
Other (identify source _____; if multiple other sources, attach schedule)			0%

Total Amount Deposited in Special Tax Allocation Fund During Reporting Period

\$ 350,527

Cumulative Total Revenues/Cash Receipts

\$ 2,459,158 100%

Total Expenditures/Cash Disbursements (Carried forward from Section 3.2)

\$ 60,940.00

Distribution of Surplus

Total Expenditures/Disbursements

\$ 60,940

NET INCOME/CASH RECEIPTS OVER/(UNDER) CASH DISBURSEMENTS

\$ 289,587

FUND BALANCE, END OF REPORTING PERIOD

\$ 1,399,748

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

SECTION 3.2 A- (65 ILCS 5/11-74.4-5 (d) (5) and 65 ILCS 5/11-74.6-22 (d) (5))
ITEMIZED LIST OF ALL EXPENDITURES FROM THE SPECIAL TAX ALLOCATION FUND
 (by category of permissible redevelopment cost, amounts expended during reporting period)

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

Category of Permissible Redevelopment Cost [65 ILCS 5/11-74.4-3 (q) and 65 ILCS 5/11-74.6-10 (o)]

	Reporting Fiscal Year	
1. Costs of studies, administration and professional services—Subsections (q)(1) and (o) (1)		
CONSULTING, PLANNING AND ENGINEERING FEES	60,940	
		\$ 60,940
2. Cost of marketing sites—Subsections (q)(1.6) and (o)(1.6)		
		\$ -
3. Property assembly, demolition, site preparation and environmental site improvement costs. Subsection (q)(2), (o)(2) and (o)(3)		
		\$ -
4. Costs of rehabilitation, reconstruction, repair or remodeling and replacement of existing public buildings. Subsection (q)(3) and (o)(4)		
		\$ -
5. Costs of construction of public works and improvements. Subsection (q)(4) and (o)(5)		
		\$ -
6. Costs of removing contaminants required by environmental laws or rules (o)(6) - Industrial Jobs Recovery TIFs ONLY		
		\$ -

**SECTION 3.3 - (65 ILCS 5/11-74.4-5 (d) (5) 65 ILCS 11-74.6-22 (d) (5))
 Breakdown of the Balance in the Special Tax Allocation Fund At the End of the Reporting Period
 (65 ILCS 5/11-74.4-5 (d) (5) (D) and 65 ILCS 5/11-74.6-22 (d) (5) (D))**

FUND BALANCE, END OF REPORTING PERIOD \$ 1,399,748

	Amount of Original Issuance	Amount Designated
1. Description of Debt Obligations		
Flood Reduction Project - Rasp Farm		\$ 1,425,000
Engineering and infrastructure improvements to reduce flooding (Project has been delayed but agreement is in place to proceed)		

Total Amount Designated for Obligations \$ - \$ 1,425,000

2. Description of Project Costs to be Paid		

Total Amount Designated for Project Costs \$ -

TOTAL AMOUNT DESIGNATED \$ 1,425,000

SURPLUS*/(DEFICIT) \$ (25,252)

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

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

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

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

Property Acquired by the Municipality Within the Redevelopment Project Area

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

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

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

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

SECTION 5 - 65 ILCS 5/11-74.4-5 (d) (7) (G) and 65 ILCS 5/11-74.6-22 (d) (7) (G)
 Please include a brief description of each project.

 No Projects Were Undertaken by the Municipality Within the Redevelopment Project Area

	11/1/99 to Date	Estimated Investment for Subsequent Fiscal Year	Total Estimated to Complete Project
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TOTAL:			
Private Investment Undertaken (See Instructions)	\$ 5,353,269	\$ -	\$ 5,353,269
Public Investment Undertaken	\$ 1,618,607		\$ 1,618,607
Ratio of Private/Public Investment	3 4/13		3 4/13

Project 1: WILLIAMSBURG CENTER DEVELOPMENT			
Private Investment Undertaken (See Instructions)	\$ 2,265,000	\$ -	\$ 2,265,000
Public Investment Undertaken	\$ 847,114	\$ -	\$ 847,114
Ratio of Private/Public Investment	2 31/46		2 31/46

Project 2: LAKEPOINT CENTRE DEVELOPMENT			
Private Investment Undertaken (See Instructions)	\$ 3,088,269	\$ -	\$ 3,088,269
Public Investment Undertaken	\$ 771,493	\$ -	\$ 771,493
Ratio of Private/Public Investment	4		4

Project 3:			
Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 4:			
Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 5:			
Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

Project 6:			
Private Investment Undertaken (See Instructions)			
Public Investment Undertaken			
Ratio of Private/Public Investment	0		0

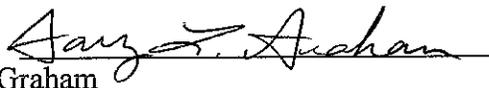


ATTACHMENT B

Certification of the Chief Executive
Officer of the municipality that the municipality
had complied with all of the requirements of this Act
during the preceding fiscal year
[65 ILCS 5/11-74.1-5 (d) (3) and 5/11-74.6-22 (d) (3)]

I, Gary Graham, the duly elected Mayor of the City of O'Fallon, County of St. Clair, Illinois, State of Illinois, and as such, do hereby certify that the City of O'Fallon has complied with all requirements pertaining to the Tax Increment Redevelopment Allocation Act during the fiscal year covered by this report (May 1, 2009 – April 30, 2010).

12/7/10
Date


Gary Graham
Mayor of the City of O'Fallon



“(C) An opinion of legal counsel that the municipality is in compliance with this Act.”
[65 ILCS 5/11-74.4-5 (d) (4) and 5/11-74.6-22 (d) (4)]

I, DALE FUNK, am the Tax Increment Financing Attorney for the City of O’Fallon, Illinois and have been such throughout the fiscal year covered by this report (May 1, 2009- April 30, 2010).

I have reviewed all information provided to me by the City administration and staff, and I find that the City of O’Fallon, Illinois has conformed to all applicable requirements of the Illinois Tax Increment Redevelopment Allocation Act set forth hereunder to the best of my knowledge and belief.

This opinion relates only to the time period set forth, and is based upon all information available to me as of the end of said fiscal year.

12-7-10

Date

A handwritten signature in black ink, appearing to read "Dale Funk", written over a horizontal line.

Signature

City of O'Fallon
St. Clair County, Illinois

STATEMENT OF ACTIVITIES TO FURTHER
OBJECTIVES OF THE REDEVELOPMENT PLAN

Year Ended April 30, 2010

Williamsburg Center

Williamsburg Center is an office development that the City contracted with the developer to design, engineer, manage, and finance construction of drives, sidewalks, sanitary sewer extensions, and other improvements.

Lakepoint Centre

Lakepoint Centre is a combination/mixed type development including retail, office, and restaurant spaces as part of this development, the City contracted with the developer to design, engineer, and construct drives, sidewalks, storm water control facilities, and other improvements.

Rasp Farm

The Rasp Farm property has been annexed into the City and purchased by a single developer. The developer will develop a drainage system to correct the ongoing flooding issues on this property. After the system is in place, the developer is to donate the drainage area and 15 acres of green space back to the City. The developer will receive the \$1.3 million the TIF has generated over its life in addition to any amounts generated of the remaining TIF life of seven years. The Developer plans to create a new business park.

City of O'Fallon
St. Clair County, Illinois

DESCRIPTION OF AGREEMENTS REGARDING REDEVELOPMENT
OF PROPERTY WITHIN THE PROJECT AREA

Year Ended April 30, 2010

City of O'Fallon - Williamsburg Development Agreement

The *City of O'Fallon - Williamsburg Development Agreement* was made December 4, 1995, between the City and the developer to provide tax increment financing to the developer of Williamsburg Center, an office park. It is recorded in Book 3070 beginning at page 2175 of St. Clair County Records. The project included construction of certain infrastructure: drives, sidewalks, sewer extension, etc., as well as certain professional fees and financing costs.

Terms of the agreement provided the City would pay to the developer funds it was entitled to receive, which were derived from the development project area, over a period of ten years, up to a contractually limited amount. The developer was generally obligated to construct the project. All projects costs have been paid and this agreement is complete.

City of O'Fallon - Lakepoint Development Agreement

The *City of O'Fallon - Lakepoint Centre Development Agreement* was made September 1, 1996, between the City and developer to provide tax increment financing to the developer of Lakepointe Centre, an office park and retail/service center. It is recorded in Book 3127 beginning at page 408 of St. Clair County Records. The project included construction of certain infrastructure: drives, sidewalks, street lighting, storm water control facilities, etc., as well as certain professional fees.

Terms of the agreement provided the City would pay to the developer funds it was entitled to receive, which were derived from the development project area, over a period of ten years, up to a contractually limited amount. The developer was generally obligated to construct the project. All project costs have been paid and this agreement is complete.

City of O'Fallon - Rasp Farm Agreement

The *City of O'Fallon - Rasp Farm Agreement* was entered in to provide tax increment financing to the developer to correct an ongoing flooding problem and to create a business park. The project includes developing a drainage system to contain the run off problems and then donating the drainage area and 15 acres of green space back to the City.

Terms of the agreement provide that the developer receive the \$1.3 million the TIF has accumulated through current plus any additional incremental revenues generated during the final seven years of the life of the TIF.

City of O'Fallon
St. Clair County, Illinois

INFORMATION ON CONTRACTS
O'FALLON'S TIF ADVISORS HAVE WITH RECIPIENTS OF TIF FUNDS

Year Ended April 30, 2010

The City of O'Fallon has retained the services of Peckam Guyton Albers & Viet, Inc. (PGAV) to advise it on the design development and management of the Illinois 158 Corridor TIF District. PGAV states that it has no contracts with either Robert Wolfe, developer of Williamsburg Center or Dunbar Builders, Inc., developer of Lakepoint Centre.

CITY OF O'FALLON

JOINT REVIEW BOARD - 2009/2010 ANNUAL REPORT

<p>To: Members of Joint Review Board Members of the City Council City Administrator, Walter Denton City Attorney, Dale Funk City Planner, Ted Shekell</p>	<p>Date: December 1, 2010</p> <p>From: Dean Rich</p> <p>Re: Annual Report</p> <p>Project Name: O'Fallon TIF Program</p>
<p>CC: File</p>	<p>Project Number: 14922-10</p>

In accordance with the City's established policy initiated at the time of adoption of the TIF program, a report to the Joint Review Board (JRB) will be prepared annually. The purpose is to report the status of development/redevelopment activities and revenue flow related to the City's Tax Increment Financing (TIF) Redevelopment projects approved within the boundaries of the TIF district.

Since the establishment of the district in 1995, there have been two development projects approved within the boundaries of the TIF district.

APPROVED TIF PROJECTS

Since the 2009 Annual Report, one new project was approved within the TIF Redevelopment Area. A summary of the approved projects is outlined below.

Williamsburg Center

As you will recall, the first TIF Redevelopment Project that was approved is called Williamsburg Center. This project consists of an office development to comprise a total of 55,000 square feet in multiple buildings at full build-out. The site is situated on 5 acres on Eastgate Drive in the southwest quadrant of I-64 and Illinois Route 158/US Route 50. The office space was developed on a build to suit basis. The first building that was constructed is approximately 14,600 square feet and houses a military contractor (Loran) with sophisticated computer operations employing approximately 40 persons. Two additional buildings have been constructed. Each of these buildings has a gross floor area of approximately 11,200 square feet. This brings the total building area to approximately 37,000 square feet. The developer received a total of \$462,000 in TIF real estate tax revenues to fund the infrastructure improvements. This funding is structured without interest and is capped at a 10-year period. In

addition, the total amount is capped at the figure specified above. If the project generates cumulative property tax revenue over time that reaches the funding ceiling in a time period shorter than 10 years, then the funding is ended. The full amount has been paid and this account is closed.

Lakepoint Centre

The second Redevelopment Project approved within the TIF district was Lakepoint Centre. This development has three components: 108,000 square feet of build-to-suit office space, 14,000 square feet of new retail development, and the renovation of the historic mansion located on the tract for a restaurant. The total project site is comprised of 39 acres; however, only 22 acres are located within the boundaries of the TIF. The remaining acreage located along the northern portion of the tract is dedicated to single-family residential development and was excluded from the boundaries of the TIF district at the time of adoption. This development is underway as well.

Within the TIF district boundaries, four office buildings have been constructed. Each of these four buildings has a gross floor area of approximately 6,300 square feet for a total of 25,200 square feet. The mansion renovation is complete. Full build-out is expected to occur over a period of 2 years.

Like the Williamsburg project discussed above, the Lakepoint Centre development will receive assistance on the same basis. A total of \$376,289.00 in TIF funding was approved for this project with costs eligible for TIF assistance limited to supporting infrastructure. The term of financing is not to exceed 10 years and no interest will accrue on the outstanding amount. The full amount of \$376,289.00 has been paid and this account is closed.

Westmore Group

This development involves a number of tracts that have been assembled by the Westmore Group at the northwest quadrant of the intersection of Illinois 158 and Scott-Troy Road. This property is composed of several parts, not all of which are within the TIF Redevelopment Area. Westmore owns in fee title approximately 35 acres abutting the intersection of the two roads. An additional 22 acres to the north (the so-called Schmitt tract) is under contract to Westmore. There is no movement on this property at this time.

Rasp Farm Addition

Since the 2009 report, plans were finalized and approved to expand the TIF to include the Rasp Farm at the intersection of I-64 and Lincoln Ave. This property has always been in Shiloh and was detached when I-64 was constructed. Shiloh had not been willing to de-annex the property and O'Fallon would not provide utilities without a joint approved development. When I-64 was constructed it caused a huge amount of rain water to drain across the property and flood

numerous properties along Dartmouth and surrounding areas. It was not caused by Shiloh and it did not damage their property and O'Fallon did not own the property to fix the drainage.

Through several years of working with Shiloh, an arrangement was made to swap the Rasp property with some property that O'Fallon controlled south of I-64 in a parcel purchased by Barnes-Jewish Hospital contingent upon the swap. With the property now de-annexed from Shiloh, O'Fallon was able to annex Rasp into O'Fallon and connect it to the original TIF by taking in agricultural acreage along Hwy 50 just west of the original TIF and coming behind homes on Butternut Lane and Edgewood Drive, adjacent to I-64. A single developer who purchased the entire Rasp property will develop a drainage system to contain the run-off that has plagued Southview for over 20 years, donate the drainage area and 15 acres of green space back to the City. For this, the developer will receive the \$1.3 million the TIF has accumulated over its life plus any it generates during its remaining 7 years. The life of the TIF will not be extended, O'Fallon will have a historic drainage problem solved and the taxing bodies will be the recipient of the tax on a new business park in only 7 years versus the 23 years a new TIF would normally require. Without this agreement and TIF, this farm could have remained in limbo for another 20 years earning minimal agricultural return.

REVENUE ACCRUALS AND PAYMENTS

The only revenue that has accrued to the TIF fund is that which represents the "natural growth" of the assessed values of the properties in the Redevelopment Area.

As of April 30, 2010, the fund balance in the TIF account is shown in the table below. Note that the City has not taken any reimbursement for its costs of implementing the TIF program.

Beginning Balance (Carried over from the previous fiscal year)	\$ 1,110,161
Receipts:	
Incremental Property Taxes	350,384
Interest	<u>143</u>
Sub-Total	350,527
Less Expenses:	
Professional Services	27,517
Development Projects	33,423
Debt Service Payment	<u>0</u>
Ending Balance	\$ 1,399,748

The City has researched the Assessor data for each parcel involved in the Redevelopment Area. The City can now track the EAV of the TIF district more carefully and assure itself that the Assessor is accurately attributing the TIF revenues.

OTHER ACTIVITIES

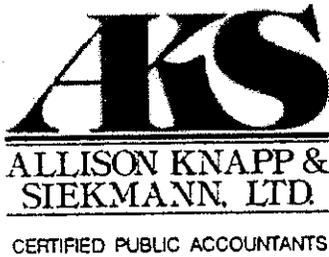
As noted in last year's report, the growth and development of the TIF district will be impacted by the initiation of commercial activity at Mid-America Airport. The future growth and development of the TIF district, while not entirely dependent on this facility for its generation will be slowed if the commercial use of the new airport languishes.

City of O'Fallon
St. Clair County, Illinois

STATEMENT OF REVENUES, EXPENDITURES
AND CHANGES IN FUND BALANCE -
BUDGET (GAAP BASIS) AND ACTUAL
NONMAJOR SPECIAL REVENUE FUND - TAX INCREMENT FINANCING

Year Ended April 30, 2010

	Final Budget	Actual
REVENUES		
Property taxes	\$ 350,000	\$ 350,384
Interest income	1,000	143
	<u>351,000</u>	<u>350,527</u>
EXPENDITURES		
Current		
Administration	-	-
Attorney and other professional fees	42,000	27,517
Materials and supplies	-	-
Development projects	309,000	33,423
Capital outlay	-	-
Debt Service		
Principal	-	-
Interest	-	-
	<u>351,000</u>	<u>60,940</u>
Excess of revenues over expenditures	<u>\$ -</u>	289,587
Fund balance, beginning of year		<u>1,110,161</u>
FUND BALANCE, END OF YEAR		<u>\$ 1,399,748</u>



November 23, 2010

Honorable Mayor and City Council
City of O'Fallon, Illinois

**INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH
TAX INCREMENT FINANCING ACT**

We have audited the basic financial statements of the City of O'Fallon, Illinois, for the year ended April 30, 2010, and have issued our report thereon dated November 23, 2010, which was qualified for not determining whether the annual pension costs for the Policeman's Pension are over or under funded, an omission of a portion of the Policeman's Pension Fund disclosures, not determining a cost or liability for other post-employment benefit costs and the omission of the other post-employment benefits disclosures. The financial statements are the responsibility of management for the City of O'Fallon. Our responsibility is to express opinions on the financial statements based on our audit.

Our audit was made in accordance with U. S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinions.

The management of the City of O'Fallon, Illinois is responsible for the government's compliance with laws and regulations. In connection with our audit, nothing came to our attention that caused us to believe that the City

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failed to comply with the accounting provisions in Subsection (q) of Section 11-74.4-3 of Public Act 85-1142 insofar as they relate to accounting matters. However, our audit was not directed primarily toward obtaining knowledge of such noncompliance.

This report is intended solely for the information and use of the Aldermen and management of the City of O'Fallon, Illinois and the State of Illinois, and is not intended to be and should not be used by anyone other than these specified parties.

Allison Knapp + Siekmann, Ltd.

