

## **ANIZDA Board Meeting Minutes**

**May 1, 2019**

**America On Wheels Museum**

**5 N. Front Street, Allentown, PA**

**Attendees:** Seymour Traub, Esq., Pedro Torres, John Stanley Esq., Adrian Shanker, David Mickenberg, John Williams, Esq.

**Board Staff:** Jerome Frank (Solicitor), Steve Bamford (Executive Director), and Michelle Reid (Executive Assistant)

**Presenters:** Denis Aumiller, Managing Director; Scott Byers, Agency Co-owner; Cathy Wagner, Account Director; and Dan Weckerly, Public Relations Director of Lehigh Mining and Navigation

**Members of the media and public were present.**

### **1. Call to Order**

The meeting was called to order by Sy Traub, Chairperson, at 5:00 p.m. A quorum was met and the meeting proceeded accordingly.

### **2. Approval of April 3, 2019 Meeting Minutes**

A motion to approve the April 3rd meeting minutes was made by J. Stanley, seconded by P. Torres and approved unanimously.

### **3. Public Comment on all Matters to be Acted Upon—Members of the public were present but comments were deferred until matters were to be acted upon. Members of the media were present.**

### **4. Authorization of Payment of Initial Annual NIZ Tax Revenues to Commonwealth –Resolution R2019-186**

- a. S. Bamford stated, as previously reported to the board, over \$71.4 million in NIZ Revenue was certified for 2018. Since the last board meeting, the Final Accountants Allocation Report was issued allocating approximately \$36 million in NIZ Revenue to developer dedicated indebtedness and approximately \$35 million in pledged NIZ Revenue available for debt service on the arena bonds. The agreement with the Commonwealth of PA states that excess NIZ funds are to be returned to the Commonwealth. The amount to be transferred is the lesser of the historic baseline tax revenue of \$22 million or the amount available over and above the funds needed for 2012 Arena Bonds debt service payments and reserves. \$20,432,755.34 will be returned to the Commonwealth of PA as stated in the Officer's Certificate.

- b. A motion to approve Resolution R2019-186 was made by J. Stanley and seconded by A. Shanker and was unanimously approved after opportunity for the public to comment.

**5. Communication Plan Presentation by Lehigh Mining & Navigation**

- a. At February's board meeting, S. Bamford reported on efforts to develop a Communications Plan to market the NIZ as a desirable location for businesses as well as real estate development and investment. He had indicated Lehigh Mining and Navigation would assist ANIZDA in the effort to refine a plan and then present recommendations at a future meeting for board consideration. S. Bamford introduced Denis Aumiller, Scott Byers, Cathy Wagner, and Dan Weckerly of Lehigh Mining and Navigation who presented the findings of an input session, reviewed research, clarified and prioritized target markets, identified target audiences and geography, communications objectives and strategy, budget and timeline as part of Phase 1.
- b. Lehigh Mining and Navigation then explained a proposed Phase 2, messaging and identity exploration, and Phase 3, tactical communications. They proposed advancing to Phase 2. There was discussion among board members regarding process, diversity, and expertise marketing other communities. A consensus of the board was not reached.

**6. Executive Director Report**

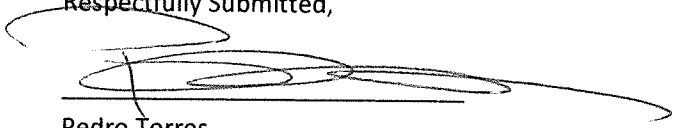
- a. S. Bamford reported on the recent ANIZDA presentation that he and S. Traub did at the Community and Economic Development Committee of Allentown City Council. The PowerPoint presentation slides were included for the board to review. It was noted close to \$6 million in annual real estate taxes are generated for the City, County and School District by completed developments in the NIZ.
- b. S. Bamford indicated that the annual audit is underway and is on track to be presented at the June board meeting.

- 7. Alan Jennings presented a proposal from the Community Action Committee of the Lehigh Valley and Community Action Development Corporation of Allentown to address The Challenge of Housing Allentown.

A motion to adjourn the meeting was made, seconded and approved. Meeting was adjourned at 6:32.

**Next ANIZDA Board Meeting:** Wednesday, June 5, 2019 at 5:00 PM at the America On Wheels Museum at 5 N. Front Street, Allentown PA 18102.

Respectfully Submitted,



Pedro Torres  
Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE  
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2019-186

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") duly adopted Resolution No. R-2016-89 on February 3, 2016 authorizing entry into an "Agreement" with the Commonwealth of Pennsylvania acting through its Department of Revenue ("DOR") and through its Office of the Budget providing for distribution of certain excess funds to DOR, among other things; and

WHEREAS the Agreement was executed by all parties and is effective as of January 31, 2016; and

WHEREAS, the Authority by this Resolution desires to take action in accordance with the terms of said Agreement,

NOW, THEREFORE, BE IT RESOLVED by the Authority as follows:

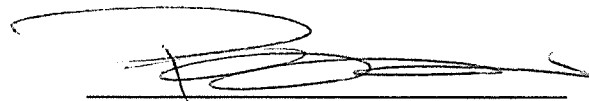
1. That the WHEREAS clauses set forth above are hereby incorporated herein.
2. That the Authority, in accordance with the terms of the Agreement with DOR, has determined that there are excess Pledged NIZ Revenues for 2018 in the Surplus Fund held by the Bank of New York Mellon Trust Company, N.A. ("Master Trustee") under the Master Trust Indenture, dated as of September 15, 2012, between the Authority and Master Trustee, which excess funds are deemed to be Preliminary Annual Excess NIZ Revenue under the Agreement.
3. That, after payment by the Master Trustee of the sum required to pay debt service for the year 2019 on the Master Indenture Obligations and the amount, if any, required to fund the Surplus Fund Reserve Requirement, the Authority hereby authorizes transfer of the remaining balance in the Surplus Fund to the Excess NIZ Revenue Account.
4. That, in accordance with the terms of the Agreement, the Authority hereby authorizes payment of the Initial Annual Excess NIZ Revenue Payment, which is equal to the lesser of the Historic Baseline Tax Revenues or the Preliminary Annual Excess NIZ Revenues, from the Excess NIZ Revenue Account to the Commonwealth of Pennsylvania in accordance with Section 5.5(a) of the Master Trust Indenture.
5. The Chairperson or Vice Chairperson of the Authority is hereby authorized to execute an Officer's Certificate and Transfer Request and to deliver said Certificate to the Master Trustee and DOR.
6. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution, are, to the extent of such conflict, hereby repealed and this Resolution shall be in immediate effect from and after the date of its adoption.

**CERTIFICATION**

I, Pedro L. Torres, Jr., Secretary of the Neighborhood Improvement Zone Development Authority, do hereby certify that the foregoing is a true and correct copy of the Resolution R-2019-186 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 1st day of May, 2019. Authority members present and voting were as follows:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Nelson A. Diaz	<i>absent</i>		
Gregory N. Dudkin	<i>absent</i>		
David Mickenberg	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		
John Williams, Jr., Esq.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 1st day of May, 2019.

  
Secretary