

ANIZDA Board Meeting Minutes
January 6, 2021
Virtual Public Meeting Held via Videoconference

Attendees: Sy Traub, Esq., Adrian Shanker, David Mickenberg, Pedro Torres, Tiffany Polek, John Stanley, Esq., and Nelson Diaz

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

Presenters: John Morgan, Executive Director, Allentown Parking Authority; Owen O’Neill, Executive Director, LANta; Tom Williams, Deputy Director Community of Economic Development, City of Allentown; JB Reilly, President, City Center Investment Corporation; Jill Wheeler, Vice President of Sales and Marketing, City Center Investment Corporation; Robert DiLorenzo, Project Manager, City Center Investment Corporation; Dan Diaz, Business Development Manager, City of Allentown

Members of the media and public were present.

- 1. The meeting was called to order by Sy Traub, Chairperson, at 5:00 p.m.** A quorum was met. S. Traub asked the Executive Director to make some introductory remarks. S. Bamford stated:

In accordance with Act 15 of 2020, and the declaration of a disaster emergency by the Governor and to protect the public from the spread of COVID-19, the Allentown Neighborhood Improvement Zone Development Authority (ANIZDA) Board of Directors is holding this previously scheduled regular public meeting virtually via Zoom video conferencing.

Instructions and the link to attend this meeting were posted on the ANIZDA website at www.allentownniz.com as were the meeting agenda and draft resolutions. The meeting notice was also published in the Morning Call.

Members of the public who are attending this virtual meeting may provide written comment on matters before the board using the Zoom chat function throughout the meeting. Depending on the device you are using, the chat icon may appear at the top, bottom, or side of your screen. Board Chair Sy Traub will request and pause for public comment before each vote on matters before the board this evening. Comments received will be read aloud by staff. We ask that any member of the public submitting comment also provide their first and last name so that it may be reflected in the meeting minutes.

We are fortunate to have videoconferencing technology available to us during these challenging times and are appreciative of everyone’s flexibility and understanding.

- 2. Approval of December 2, 2020 Meeting Minutes** – A motion to approve the December 2, 2020 meeting minutes was made by A. Shanker, seconded by N. Diaz, and unanimously approved.
- 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.

4. Public Improvement - LANta Redesign & Relocation – Resolution R2021-238

- a. S. Bamford stated that the LANta bus terminal redesign and relocation was originally reviewed by the Project Review Committee and approved by the ANIZDA board in June of 2020. The approved project was to be funded with a loan from ESSA Bank & Trust in an amount not to exceed \$3 million. On December 21, co-sponsors Allentown Parking Authority and City Center Allentown came before the Public Improvement Committee with a request to fund the project through the Public Improvement Investment Program utilizing the recently extended line of credit ANIZDA has established with People’s Security Bank & Trust, rather than the loan from ESSA. The Project Review Committee acted to allow the application to come before the board.
- b. J. Morgan presented the request to change the funding source for the project indicating that, although this is a project that would benefit the community and substantially improve public safety, it does not generate additional revenue for the Allentown Parking Authority. Owen O’Neill and Tom Williams voiced support for the public improvement project on behalf of LANta and the City of Allentown. JB Reilly explained that due to the uncertainty of NIZ revenues and the parking authority’s plans to build additional garages, ESSA has concerns with APA taking on the additional debt. City Center is a Guarantor of the public improvement line of credit.
- c. J. Stanley moved to approve Resolution R2020-238, N. Diaz seconded. Discussion amongst the board ensued. An amendment to the resolution to require funds to be expended by the project sponsors within 24 months or return to the board for an extension was added to the resolution. In addition, the board requested regular progress reports on the approved public improvement projects. The public was given the opportunity to comment. No public comments were received. The resolution was approved.

5. 900 Hamilton Block Master Development Plan/932 Hamilton – Resolution R2021-239

- a. S. Bamford stated that the board originally approved an apartment building at 932 Hamilton Street in 2017. Then in June 2020, City Center Investment Corp. changed plans and presented an office building on the site that the board approved. On December 21, 2020 City Center pivoted once again and came before the Project Review Committee with an updated plan proposing a residential project with street level retail in response to strong market demand for apartments. The Project Review Committee acted to allow the project to come before the board and requested that City Center present its retail strategy to the board. Should the project be approved by the board, qualified capital costs other than construction labor could be funded from the existing, previously approved credit facility City Center has established with M&T Bank.
- b. J. Wheeler presented a retail strategy to support mixed-use development downtown. D. Diaz presented on city efforts to support businesses serving residents and downtown employees.
- c. R. DiLorenzo presented the updated 932 Hamilton St building which is to consist of a six (6) story, approximately 113,324 square foot, 108-unit apartment building with first floor retail of approximately 2,877 square feet fronting on Hamilton Street (in place of the previously approved office building).

- d. The public was given the opportunity to comment. No public comments were received. A motion to approve Resolution R2020-239 was made by P. Torres, seconded by J. Stanley. A. Shanker disclosed that City Center Investment Corporation provides support for his organization. The resolution was approved.

6. **Sacred Heart Funding Agreement Approval of Merger-Resolution R2021-240**

- a. J. Frank reported that ANIZDA received a last-minute request from St. Luke's University Health Network (SLUHN). ANIZDA is a party to a funding agreement for a project at Sacred Heart Hospital. SLUHN has requested ANIZDA's consent to the merger of Sacred Heart Hospital into St. Juke's Hospital of Bethlehem. This resolution approves and authorizes the Executive Director to sign the Consent to Transaction. The public was given the opportunity to comment. No public comments were received. Upon motion made by J. Stanley, seconded by N Diaz, Resolution R2021-240 was approved with S. Traub abstaining from the vote.

- 7. David Mickenberg announced his resignation as a Member of the Authority effective January 7, 2020. He expressed appreciation for his time on the board. Chairperson S. Traub thanked him for his service and commitment.

8. **Executive Directors Report**

- a. S. Bamford reported that work continues to proceed toward closing on the approximately \$60 million bond issue for The Waterfront.
- b. S. Bamford, S. Traub, and J. Frank will be presenting to City Council on January 20th.
- c. S. Bamford reminded everyone that the deadline for businesses located in the NIZ to file state and local NIZ tax reports for calendar year 2020 is January 31, 2021. Businesses who need assistance with reporting can contact Deana Zosky of Four Score at allentowncompliance@four-score.com. Assistance is provided at no cost to the taxpayer.

The meeting was adjourned at 6:20 pm.

Next ANIZDA Board Meeting: Wednesday, February 3, 2021 at 5:00 pm.

Respectfully Submitted,



Secretary

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY**

RESOLUTION NO. R-2021-238

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") is a public instrumentality of the Commonwealth of Pennsylvania and a body politic and corporate, and is authorized and empowered by the provisions of the Economic Development Financing Law of the Commonwealth of Pennsylvania, 73 P.S. 371 *et seq.*, as amended (the "Act") as an industrial development authority to acquire, hold, construct, improve, maintain, own, finance and lease projects and, among other things, to make loans to project applicants or project users and to provide alternative types of financing, including, but not limited to, standby loan commitments, guarantees, letters of credit and grants; and

WHEREAS, Article XIX-B of Pennsylvania's Fiscal Code, 72 P.S. Section 8901-B *et seq.* (the "NIZ Act") authorizes a contracting authority such as the Authority to create a Neighborhood Improvement Zone (defined below); and

WHEREAS, the City of Allentown, Lehigh County, Pennsylvania (the "City") qualifies as a "city" under the NIZ Act; and

WHEREAS, pursuant to a resolution adopted by the Authority on August 30, 2012, the Authority designated a Neighborhood Improvement Zone within the City (the "NIZ"); and

WHEREAS, the Authority has found that the development of the aforesaid NIZ promotes the public purposes of both the Act and the NIZ Act and is in the best interest of the people of the City; and

WHEREAS, the Authority has the power to finance projects for development and improvement within the NIZ in accordance with the Act and the NIZ Act; and

WHEREAS, historically, NIZ Tax Revenues have been generated from within the NIZ in excess of the amount required for debt service on the 2012 Arena Bonds and the amount contractually committed to the Commonwealth of Pennsylvania; and

WHEREAS the Authority desires to utilize a portion of the excess NIZ Tax Revenues for payment of debt service utilized for public improvements within the NIZ; and

WHEREAS the Authority, by Resolution R2017-130, Resolution R2018-175 and Resolution R2020-225, has entered into and extended a Credit Facility with Peoples Security Bank and Trust to finance Authority approved public improvement projects in the NIZ, and

WHEREAS the Authority, by Resolution R2018-160, adopted Process Guidelines for Public Improvement Investments in the City's NIZ (the "Process Guidelines") (replacing the initially approved Project Plan for Public Improvement Investments) to fulfill the purposes of the Act and the NIZ Act, and

WHEREAS, on June 3, 2020, by Resolution R2020-221 the Authority approved the application of the Allentown Parking Authority, a public entity (the "APA") to construct the LANta Redesign and Relocation Development Plan with a Credit Facility from a Bank, and

WHEREAS the APA now desires to move ahead with the project as a public improvement project

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

- A. Having received non-binding confirmation of interest as a Public Improvement Project proposed under and meeting the Qualification Stage criteria of the Process Guidelines, from the Public Improvement Committee at its public meeting on December 21, 2020, and after a full review of the Application Stage materials;
 - (i) on condition that the construction will be completed within two (2) years from the date of this Resolution,
 - (ii) the Authority hereby approves and agrees to provide financing for the following Public Improvement Project

The APA, in conjunction with and on behalf of LANta, and the City Center Investment Corp.as co-sponsor serving as project manager including design, planning and construction, shall (i) widen Church Street from Linden Street north to Turner Street, construct three (3) new bus stop waiting areas along North Church Street and eight (8)new bus stop waiting areas between the adjacent parking deck to the north and the existing APA transit deck to the south, which will provide a more efficient bus route system with alternative circulation options and additional bus entry and departure (ii) install improved lighting enhancements, new bus waiting seating, modernize the outdoor shelters, digital outdoor screens/panels showing bus arrivals and wayfinding labels for platform location, pedestrian safety barriers and landscaping and trees, thus providing users of public transportation with an enhanced experience and safer environment and downtown connectivity within the NIZ,("the Project"), at a total cost including installation estimated to not

exceed \$3,000,000.00, subject to review, approval and entry into of any Agreement by the Authority, the City, LANta and APA, as required.

- B. The Whereas clauses above are incorporated as part of this Resolution and the Project.
- C. The Chairperson or Vice Chairperson, Executive Director and the Secretary or any Assistant Secretary of the Authority are hereby authorized and directed to execute and attest, where deemed necessary, respectively, any related agreement and documents, and other documents to amend or correct any documents, and to take any and all such actions necessary, in the opinion of the Executive Director with the advice of counsel, to implement fulfillment of the purposes of this Resolution. and to consummate the transactions contemplated herein.
- D. The liability of the Authority under any and all of the documents relating to and executed to implement fulfillment of the purposes of this Resolution shall not constitute the general obligation of the Authority other than through financing from specifically designated funds, and where appropriate, the documents, shall provide for other parties, to indemnify and hold harmless the Authority, and each member, officer, and employee of the Authority, from and against any and all claims, losses, damages or liabilities, joint and several, to which the Authority or any member, officer or employee of the Authority may become subject, insofar as such loss, claim, damage, or liability, or action in respect thereof, arises out of implementation of the purposes of this Resolution, or is based upon any other alleged act or omission in connection with any document related thereto.
- E. All actions previously taken in furtherance of the purposes of this Resolution are hereby ratified. The officers of the Authority are hereby authorized to take such further actions to carry out the purposes of this Resolution.
- F. 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 its adoption.


END OF RESOLUTION

CERTIFICATION

I, Pedro L Torres, Jr., Secretary of the Allentown Neighborhood Improvement Zone Development Authority, do hereby certify that the foregoing is a true and correct copy of the Resolution R-2021-238 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 6th day of January 2021. Authority members present and voting were as follows:

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

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 6th day of January 2021.



Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2021-239
MODIFYING Resolution R2020-219

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the "Authority"), by Resolution R-2012-20 initially approved entry into a credit facility and by multiple Resolutions thereafter approved changes in the credit facility for projects to be developed by City Center Investment Corporation (the "Developer"); and

WHEREAS, the Authority entered into a Construction Loan Agreement credit facility dated February 13, 2013, amended by: the Facility Modification Agreement dated May 3, 2013; the Second Facility Modification Agreement dated January 7, 2014; the Third Facility Modification Agreement dated April 30, 2014; the Fourth Facility Modification Agreement dated October 29, 2014; the Fifth Facility Modification Agreement dated April 18, 2015; the Sixth Facility Modification Agreement dated August 20, 2015; the Seventh Facility Modification Agreement dated June 3, 2016; the Eighth Facility Modification Agreement dated August 12, 2016; the Ninth Facility Modification Agreement dated November 1, 2016; the Tenth Facility Modification Agreement dated December 28, 2016; the Eleventh Facility Modification Agreement dated March 2, 2017; the Twelfth Facility Modification Agreement dated June 7, 2017; the Thirteenth Facility Modification Agreement dated June 28, 2017, effective as of July 6, 2017; the Fourteenth Facility Modification Agreement dated April 19, 2018; the Fifteenth Facility Modification Agreement effective as of December 27, 2018; the Sixteenth Facility Modification Agreement effective as of October 15, 2019; and the Seventeenth Facility Modification Agreement effective as of June 10, 2020 (together referred to as the "Construction Loan Agreement") with M&T Bank successor in interest to Truist Bank successor in interest to Branch Banking and Trust successor in interest to National Penn Bank (the "Bank") and Co-Lenders named therein, defining the terms of the credit facility for the Developer's projects; and

WHEREAS, the Authority, the Developer and Guarantors, entered into a Second Amended and Restated Funding Agreement dated June 10, 2020 (now referred to as the "Funding Agreement") replacing the Amended and Restated Funding Agreement dated October 24, 2014, amended by: the First Amendment to Amended and Restated Funding Agreement dated June 3, 2016; the Second Amendment to Amended and Restated Funding Agreement dated August 12, 2016; the Third Amendment to Amended and Restated Funding Agreement dated December 19, 2016; the Fourth Amendment to Amended and Restated Funding Agreement dated June 28, 2017; and the Fifth Amendment dated April 19, 2018 (replacing in its entirety a Funding Agreement dated February 13, 2013, amended by the First Amendment to Funding Agreement dated May 3, 2013 and further amended by the Second Amendment to Funding Agreement dated January 7, 2014 and further amended by the Third

Amendment to Funding Agreement dated April 30, 2014) defining how funds are provided to the Authority under the Construction Loan Agreement and then provided to the Developer to finance the development projects located within the Neighborhood Improvement Zone (the "NIZ"); and

WHEREAS the Funding Agreement provides for inclusion of any future projects by the Developer to be developed under the Construction Loan Agreement credit facility; and

WHEREAS, the Developer has requested the Authority approve a modification to the updated 900 Hamilton Block Master Development Plan approved by Authority Resolution R2020-219 on June 3, 2020, modifying previously approved New Projects; and

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

1. The WHEREAS clauses set forth above are incorporated herein as part of this Resolution.

2. Subject to the conditions set forth below, the Authority hereby approves modification of the Developer's project located at 932 Hamilton Street in the City of Allentown to become a six (6) story approximately 113,324 square foot 108-unit apartment building with first floor retail of approximately 2,877 square foot retail fronting on Hamilton Street (in place of the previously approved office building); and

3. The Authority hereby approves the 932 Hamilton project on condition that:

(a) NIZ tax revenues generated from the 932 Hamilton apartment building remain as Pledged NIZ Revenues and will not be allocated as Developer Dedicated NIZ Revenues and will not be used to pay debt service on the Construction Loan Agreement credit facility with the Bank;

(b) Qualified capital costs comprising construction labor for the 932 Hamilton project will not be funded or paid for from the credit facility with the Bank but will be paid by Developer from other sources;

(c) Qualified capital costs other than construction labor for the 932 Hamilton project may be funded from the credit facility with the Bank;

(d) Any Pledged NIZ Revenues previously generated annually from the parcels incorporated in the 900 Hamilton Block Development Plan shall be calculated and established as a Baseline allocated to Pledged NIZ Revenues and not as Developer Dedicated NIZ Revenues.

4. The Chairperson, Vice Chairperson, or Executive Director and the Secretary or any Assistant Secretary of the Authority are hereby authorized and directed to execute and attest, where deemed necessary, respectively, any related agreement and documents and other documents to amend or correct any documents, and to take any

and all such actions necessary, in the opinion of the Executive Director or Chairperson, with the advice of counsel, to implement fulfillment of the purposes of this Resolution and to consummate the transactions contemplated hereby.

5. All actions previously taken in furtherance of the purposes of this Resolution are hereby ratified. The Officers of the Authority are hereby authorized to take such further action as to carry out the purposes of this Resolution.

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 its adoption.


END OF RESOLUTION

CERTIFICATION

I, Pedro Torres, Secretary of the Allentown Neighborhood Improvement Zone Development Authority, do hereby certify that the foregoing is a true and correct copy of the Resolution R-2021-239 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 6th day of January, 2021. Authority members present and voting were as follows:

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

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 6th day of June 2021.



Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2021-240

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") by Resolution R2018-151 approved a request from the Sacred Heart HealthCare System ("SHHS"), Sacred Heart Hospital ("SHH") and SH Realty Corporation ("SHRC") (together the "Sacred Heart Group"), all parties to that certain Funding Agreement, Sacred Heart, dated July 29, 2014, and ratified its consent to the change in their ownership and control through an affiliation with St Luke's Health Network, d/b/a St. Luke's University Health Network ("SLUNHN") to occur on March 1, 2018, and

WHEREAS the SLUHN became the sole corporate member of SHH and SHH became the sole corporate member of SHRC, and

WHEREAS the Authority by Resolution R 2018-151 consented to the merger of SHRC into SHH and the dissolution of SHRC, and

WHEREAS SLUHN now requests that the Authority consent to the merger of SHH into St Luke's Hospital of Bethlehem, Pennsylvania leaving SHHS as the sole Guarantor,

NOW, THEREFORE, by motion as set forth in this Resolution, the Authority hereby consents, authorizes and approves action by the Executive Director on behalf of the Authority to sign the Consent to Transaction as set forth in the request letter, a copy of which is attached hereto as Exhibit "A".

END OF RESOLUTION



January 5, 2021

VIA EMAIL

Allentown Neighborhood Improvement Zone Development Authority
5 N. Front Street
Allentown, PA 18102
Attn: Steve Bamford, Executive Director

Re: Consent for the Pending Dissolution of Sacred Heart Hospital of Allentown

Dear Mr. Bamford:

Sacred Heart HealthCare System ("SHHS"), Sacred Heart Hospital of Allentown ("SHH") and SH Realty Corporation ("SHRC") were parties to that certain Funding Agreement, with the Allentown Neighborhood Improvement Zone Development Authority ("ANIZDA"), dated July 23, 2014 (the "Funding Agreement"). The Funding Agreement was entered into by the parties in connection with that certain Loan Agreement, dated July 29, 2014, among the Allentown Neighborhood Improvement Zone Development Authority, as Borrower, SHHS, SHH, and SHRC, as Guarantors, and National Penn Bank, as Lender (the "Loan Agreement"), relating to a loan of even date in the original principal amount of \$4,800,000.00. On December 26, 2017, Branch Banking and Trust Company, successor-in-interest to National Penn Bank under the Loan Agreement, assigned all of its right, title and interest as Lender under the Loan Agreement to Saint Luke's Hospital of Bethlehem, Pennsylvania ("St. Luke's").

ANIZDA, by its Consent dated February 22, 2018 and confirmed by its full Board on April 4, 2018, previously acknowledged the change in direct ownership and control through an affiliation with St. Luke's Health Network, Inc. d/b/a St. Luke's University Health Network ("SLUHN"), whereby SLUHN became the sole corporate member of SHHS and SHH, and SHH became the sole corporate member of SHRC (collectively, the "Transaction").

ANIZDA, by its Consent dated December 12, 2018 as authorized by its full Board on December 5, 2018, previously acknowledged the Merger of SHRC into SHH and the dissolution of SHRC.

This letter serves as notice to the ANIZDA, in its capacity as Grantor under the Funding Agreement, that SHH intends to merge into St. Luke's to achieve operational efficiencies and SHH will be dissolved upon winding down its business, leaving SHHS as the sole remaining Guarantor.

Pursuant to Article VII of the Funding Agreement, none of the SH Entities may dissolve or otherwise discontinue its existence or operations without the prior written approval of the ANIZDA, which approval may not be unreasonably withheld. St. Luke's, in its capacity as Lender under the Loan Agreement, has consented to the merger and dissolution of SHH in accordance with Section 8(f) of the Loan Agreement. In light of the above, the SH Entities hereby respectfully request that the ANIZDA consent to the merger of SHH into St. Luke's and the dissolution of SHH for purposes of the Funding Agreement. If the same is

Allentown Neighborhood Improvement Zone Development Authority
RE: Consent to Dissolution SHH
January 5, 2021
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agreeable to the ANIZDA, please have an authorized party sign where provided below and kindly return this letter to my attention at the address set forth above.

If you have any questions or require additional information, please contact me at (484) 526-7216 or stephen.lanshe@sluhn.org.

Sincerely yours,

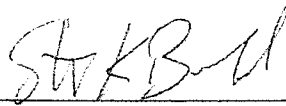
Stephen A. Lanshe, Esquire

Stephen A. Lanshe, Esquire
Vice President Legal Affairs
Sacred Heart HealthCare System
Sacred Heart Hospital of Allentown

cc: Jerome B. Frank, Esquire via email

CONSENT TO TRANSACTION

The Allentown Neighborhood Improvement Zone Development Authority hereby consents to the consummation of the transaction, as described in this letter.

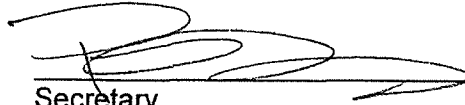
By: 
Name: Steven K. Bamford
Title: Executive Director
Date: 1/12/21

CERTIFICATION

I, Pedro L Torres, Jr., Secretary of the Allentown Neighborhood Improvement Zone Development Authority, do hereby certify that the foregoing is a true and correct copy of the Resolution R-2021-240 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 6th day of January 2021. Authority members present and voting were as follows:

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

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 6th day of January 2021.


Secretary