

ANIZDA Board Meeting Minutes
June 2, 2021
America On Wheels
2nd Floor Meeting Room
5 North Front Street, Allentown, PA

Attendees: Sy Traub, Esq., Adrian Shanker, Pedro Torres, Dr. Ann Bieber, Nelson Diaz, and Stephen Breininger

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

Presenters: John Palumbo, VP Real Estate Development, Manhattan Building Company; Edmund Fosu-Laryea, Partner, Barbacane Thornton & Company

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.**
2. **Approval of May 5, 2021 Meeting Minutes – A motion to approve the May 5, 2021 meeting minutes was made by S. Breininger, seconded by A. Bieber, and 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. **Receipt and Acceptance of the Audit of Financial Statements as presented by Barbacane, Thornton & Company LLP for the year end December 31, 2020 – Resolution R2021-244**
 - a. E. Fosu-Laryea presented the independent auditor’s report and financial statements including an opinion that the financial statements present fairly, in all material respects, the financial position of the Allentown Neighborhood Improvement Zone Development Authority as of December 31, 2020 and 2019, and the changes in its financial position and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.
 - b. A. Shanker moved and P. Torres seconded Resolution R2021-244. The public was given the opportunity to comment. No public comment was received. The resolution was approved.
5. **Riverfront Lofts Phase 1 for Manhattan Building Company - Resolution R2021-245**

- a. S. Bamford indicated that the Project Review Committee held a public meeting on May 25, 2021 at the Bradbury-Sullivan LGBT Community Center to review the application of an affiliate of Manhattan Building Company for Riverfront Lofts Phase I, a mix-use project proposed for 207 N. Front St. consisting of 25 apartment units, +/- 10, 570 square feet of offices, and +/- 6,064 square feet of other commercial space.
- b. The application materials provided to the committee included a term sheet from People's Security Bank and Trust for a \$4.8 million construction/permanent loan. A design review letter from Goody Clancy and a letter from the City's Director of Planning were included. The planning letter indicates that the current plan will require zoning variances, or the plan will need to be adjusted.
- c. The Project Review Committee voted to recommend the project proceed to the full board for consideration. J. Polumbo presented a project overview. He indicated that corporate offices of Manhattan Building Company will relocate to the project. Bike parking would be included.
- d. P Torres moved to approve R2021-245, and A. Shanker seconded. The public was given the opportunity to comment. No public comment was received. The resolution was approved.

6. Credit Facility Modification for City Center Investment Corp. – Resolution R2021-246

- a. CCIC is proposing to modify the previously approved credit facility established with a group of banks led by M&T.
- b. J. Frank summarized the resolution and gave a history of the credit facility modifications. The resolution approves the credit facility modification providing for the extension option of the term for an additional 5 years and \$25 million increase of the loan amount in accordance with the terms of the Construction Loan Agreement.
- c. An error in the resolution numbering was noted and will be revised accordingly.
- d. S. Breininger moved and A. Bieber seconded R2021-246. The public was given the opportunity to comment. No public comment was received. A. Shanker disclosed that his organization receives funds from CCIC. The resolution was approved.

7. First Quarter 2021 Statement of Operational Revenue and Expenses

- a. S. Bamford reviewed the 1st quarter financial statement prepared on a cash basis for unrestricted operating accounts. ANIZDA had budgeted for an operating deficit for the first quarter but ended the quarter with an approximately \$74,000 surplus. In terms of revenue, the Authority had a \$31,790 favorable variance due to the timing of receipt of the closing fee for The Waterfront bond issue. As for expenses, the Authority had a favorable variance primarily due to 4 expenses line items: insurance, project development contingency, marketing, and legal.

8. Authorization of Executive Director performance bonus – Resolution 2021-247

- a. S. Traub summarized the Executive Director's activities and key accomplishments for the last 6 months and recommended payment of a \$7,500 performance-based bonus.
- b. N. Diaz moved and P. Torres seconded resolution R2021-247. The public was given the opportunity to comment. No public comment was received. The resolution was approved.


9. Executive Directors Report

- a. S. Bamford reported the pricing of the bond issue to refinance the arena bonds is still on track for July.
- b. In terms of development projects, S. Bamford reported CCIC has commenced site work for Linden St Commons (The Hive) and the redesigned LANta bus terminal. In addition, work continues to progress on the 615 Waterfront Drive building at The Waterfront. Steel should be going up shortly.

The meeting was adjourned at 5:54 pm.

Next ANIZDA Board Meeting: Wednesday, July 7, 2021 at 5:00 pm.

Respectfully Submitted,



Secretary

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY**

RESOLUTION NO. R-2021-244

BE IT RESOLVED, that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby authorizes acceptance of the 2020 Audit as presented to the Authority at the meeting by the Authority's Auditors, Barbacane, Thornton and Company LLP.

CERTIFICATION ON NEXT PAGE

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-2021-244 of the Board of the Authority passed at a duly convened meeting of said Board on the 2nd day of June, 2021. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Dr Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	✓		
Lewis Edwards	<i>absent</i>		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	<i>absent</i>		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 2nd day of June, 2021.


Secretary

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY**

RESOLUTION NO. R-2021-245

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, based upon facts presented, has found that the development of the aforesaid NIZ acting as a master development plan will promote the public purposes of both the Act and the NIZ Act and be in the best interest of the people of the City ; and

WHEREAS, the Authority takes notice that, within the NIZ, the City created development plans known as the Downtown Allentown Development and Urban Design Plan in December 2014, and the Lehigh Riverfront Master Plan in August 2012, and has therefore incorporated conformance within these master development plans as a requirement as applicable for a NIZ Project and its financing; and

WHEREAS, the Authority received an application from Lehigh River Development Corp I, LLC an affiliate of the Manhattan Building Company Inc. (together the "Developer") to provide limited security for a construction and permanent loan to finance the costs of a certain development project within the NIZ as described below; and

WHEREAS, the Authority desires to authorize issuance of a Guaranty of Allocation as an obligation to secure the construction and permanent loan to the

Developer, et al, for an Urban Transition Multi-Family Development transforming an existing low rise building into a vibrant mix of residential and commercial uses including 25 residential dwelling units on the upper 2 floors, several offices of approximately 10,570 square feet and other commercial uses of approximately 6,064 square feet, including interior demolition, construction and fit out, located at 207 North Front Street, Allentown, PA, in the NIZ, and for certain costs incidental thereto, including, without limitation, the reimbursement of the City or the Authority for certain expenditures within the NIZ related to the foregoing described development (referred to as the "Project"); and

WHEREAS, the Project shall consist of property to be improved in accordance with the NIZ Act and the Authority Guidelines; and

WHEREAS, the Authority will enter into a funding agreement with the Developer (the "Funding Agreement") setting forth, among other matters, the requirements and conditions to providing the Guaranty of Allocation of NIZ Tax Revenues to the debt service as security for the Loan Documents to the Developer including, but not limited to, providing certified construction payroll records, the Authority Retention of 20 percent of certified NIZ Tax Revenues and other undertakings of the recipient; and

WHEREAS, the Developer is requesting approval of a Guaranty of Allocation as security for a loan in an amount of up to Four Million Eight Hundred Thousand and 00/100 (\$4,800,000.00) Dollars including Loan Documents issued in accordance with terms and conditions consistent with the Act, the NIZ Act and the terms and conditions in the Term Sheet dated May 5, 2021 from Peoples Security Bank and Trust Company (the "Bank") as a private placement in an aggregate principal amount not to exceed \$4,800,000.00 for a 7 year term from the Closing Date, bearing interest at a rate of 4.0% fixed, with an interest only period of twenty four (24) months followed by an annual debt service of monthly payments of principal plus interest based on a twenty five (25) year amortization schedule; and

WHEREAS, the Guaranty of Allocation is the limited obligation of the Authority to be payable solely from the Tax Revenues as defined below together with monies provided by the Developer under the Funding Agreement or under its guaranty and such other revenue sources identified in the Loan Documents as defined below; and

WHEREAS, without limiting other forms of security permissible under the Act, the NIZ Act and the Authority's financing documents relating to financing previously undertaken by the Authority within the NIZ, certified tax revenues under the NIZ Act ("Tax Revenues") may be assigned or pledged as security for a loan, (including any refinancing thereof); and

WHEREAS, it is anticipated that the Authority will pledge all or a portion of the Tax Revenues consisting of revenues beneficial or attributable and certified to the Project ("Project Tax Revenues"); and

WHEREAS, the Authority has previously pledged, and expects to pledge in the future, Tax Revenues in connection with other loans to the Authority for the development of projects and related facilities in the NIZ and has entered into an Amended and Restated NIZ Escrow Deposit Agreement with the Bank of New York Mellon Trust Company, N.A. as Escrow Agent, dated as of September 15, 2012, as amended from time to time (the "Escrow Agreement") for the purpose of collecting and distributing such Tax Revenues to pay debt service and other related purposes; and

WHEREAS, the Developer or its affiliates shall provide a financial guaranty which guarantees, with certain terms and conditions, payment of debt service on the construction and permanent loan; and

WHEREAS, the loan shall be issued pursuant to loan documents, indentures or other agreements relating to the terms of the Loan Documents and custody and disbursement of the proceeds, between the Developer and the Bank or other bank or trust company setting forth provisions outlined in the Commitment, subsequent commitment letters and/or other customary lending provisions acceptable to the Authority (together the "Credit Facility"); and

WHEREAS, in connection with the Project and the Credit Facility, the Authority is directed to file for approval thereof with the Commonwealth of Pennsylvania's Department of Community and Economic Development (the "DCED Filing") and to secure a waiver from Moody's Services, Inc.; and

WHEREAS, the Authority has adopted Amended and Restated Guidelines for Obtaining Financing for Projects in the City of Allentown's NIZ, approved March 4, 2015, as amended from time to time (the "Financing Guidelines"); and

WHEREAS, to the Authority's satisfaction, the Developer has complied with the application portion of the Financing Guidelines, and

WHEREAS, the Developer has agreed to comply with the Financing Guidelines; and

WHEREAS, the Board desires to authorize all action by the Authority necessary to effect the issuance, execution and delivery of the Guaranty of Allocation for the Project.

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

1. The Whereas clauses set forth above are all incorporated herein as part of this Resolution. and

2. The Authority hereby approves the Project and the Credit Facility for the Project, and hereby authorizes the acceptance of: (i) a Commitment Letter from the Bank consistent with the Term Sheet and documents provided by Developer with the

application and reviewed at the meeting; (ii) issuance of the Credit Facility subject to the recital paragraphs of this Resolution, all related loan documents and issuance of the Guaranty of Allocation and (iii) a Funding Agreement with the Developer incorporating payment of prevailing wages for the construction.

3. The Authority shall retain as ANIZDA Retention twenty percent (20%) of Project Tax Revenues.

4. The Authority hereby authorizes the Executive Director of the Authority to act on behalf of the Authority with regard to fulfilling the Authority's obligations and rights hereunder, to execute the application to DCED, to secure a waiver from Moody's Investor Services, Inc. and to take any and all such actions necessary in the opinion of the Executive Director, with advice of counsel, to implement fulfillment of this Resolution and consummate the transactions contemplated herein, including negotiating and signing documents.

5. 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.

6. Subject to the approval of the Chairperson, Vice Chairperson, or Executive Director of the Authority, the following documents may be entered into by the Authority or shall be acceptable to the Authority in connection with the Credit Facility.

- i. Borrower entering into an Amended and Restated Loan and Security Agreement and Promissory Note
- ii. Guaranty of Allocation.
- iii. Funding Agreement with Developer.
- iii. Any intercreditor agreements or amendments or supplements to existing documents related to other financing previously undertaken by the Authority within the NIZ.
- iv. Any agreements between the Authority and the City related to the development of the Project or the administration of the NIZ, including, without limitation, agreements related to the tracking of properties and Tax Revenues related to the Project or the Credit Facility.

- v. Any agreement, if required, among the Authority, City, and/or departments or agencies of the Commonwealth of Pennsylvania relating to the transfer, custody, deposit and application of Tax Revenues; and
- vi. Such other documents, agreements, security agreements, financing statements, instruments and certifications, as the executing officers determine to be reasonable and appropriate to provide and to complete the financing for the Project as authorized by this Resolution.

Copies of the foregoing documents, together with the other documents relating to the transactions authorized hereby, in final form as executed and delivered by the parties thereto, shall be filed in the official records of the Authority.

7. Without limiting the Authority's ability to seek other sources of financing consistent with this Resolution, the officers and Executive Director of the Authority are hereby authorized to negotiate final terms and provisions of the Commitment, the Credit Facility and the above-described documents with the Bank.

8. 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, 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.

9. 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.

10. 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.

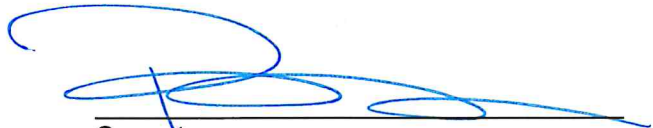
END OF RESOLUTION

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-2021-245 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 2nd day of June, 2021. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Dr Ann Bieber	✓		
Stephen Breininger	✓		
Lewis Edwards	<i>absent</i>		
Nelson A. Diaz	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	<i>absent</i>		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 2nd day of June, 2021.


Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2021-246

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the "Authority"), by Resolution R-2012-20 initially approved entry into a credit facility and by Resolution R-2014-44, Resolution R2015-78, Resolution R2017-122, Resolution R2017-138, Resolution 2017-139, Resolution R2018-162, Resolution R2019-197 and Resolution R2020-216 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 dated February 13, 2013, amended by that certain Facility Modification Agreement dated May 3, 2013, and further amended by that certain Second Facility Modification Agreement dated January 7, 2014, by that certain Third Facility Modification Agreement dated April 30, 2014, by that certain Fourth Facility Modification Agreement dated October 29, 2014, by that certain Fifth Facility Modification Agreement dated April 18, 2015, by that certain Sixth Facility Modification Agreement dated August 20, 2015, by that certain Seventh Facility Modification Agreement dated June 3, 2016, by that certain Eighth Facility Modification Agreement dated August 12, 2016, by that Ninth Facility Modification Agreement dated November 1, 2016, by that Tenth Facility Modification Agreement dated December 28, 2016, by that Eleventh Facility Modification Agreement dated March 2, 2017, by that Twelfth Facility Modification Agreement dated June 7, 2107, by that Thirteenth Facility Modification Agreement dated June 28, 2017, effective as of July 6, 2017, amended by that Fourteenth Facility Modification Agreement dated April 19, 2018, amended by that Fifteenth Facility Modification Agreement dated December 9, 2018 effective as of December 27, 2018, amended by that Sixteenth Facility Modification Agreement effective as of October 15, 2019 and amended by that 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 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 Developer has requested an increase in the loan amount and exercise of the extension term in accordance with the terms of the credit facility; and

WHEREAS, the Developer has further requested that the Authority approve an Eighteenth Facility Modification Agreement to the Construction Loan Agreement to provide a further extension option beyond the maturity date of February 13, 2027 to extend the credit facility an additional five (5) years; and

WHEREAS, the Authority, the Developer and Guarantors, entered into a Second Amended and Restated Funding Agreement dated June 10, 2020 (the "Funding Agreement"), replacing the Amended and Restated Funding Agreement dated October 24, 2014, amended by that First Amendment to Amended and Restated Funding Agreement dated June 3, 2016, amended by that Second Amendment to Amended and Restated Funding Agreement dated August 12, 2016, amended by that Third Amendment to Amended and Restated Funding Agreement dated December 19, 2016, amended by that Fourth Amendment to Amended and Restated Funding Agreement dated June 28, 2017 and amended by that Fifth Amendment to Amended and Restated Funding Agreement 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 under the Construction Loan Agreement to the Developer to finance the development projects located within the Neighborhood Improvement Zone (the "NIZ"); and

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

NOW, THEREFORE, BE IT RESOLVED by the Authority, as follows that, subject to documentation satisfactory to the Authority with the advice of counsel,

1. (a) The Authority hereby approves the Eighteenth Facility Modification Agreement which provides for the Extension Option of the term of the credit facility for an additional five (5) years beyond the February 13, 2027 maturity date and increase of the amount of loan by \$25,000,000.00 in accordance with the terms of the Construction Loan Agreement: and

(b) The Authority hereby approves appropriate modification to the Funding Agreement to clarify fees due and other necessary revisions resulting from the above.

2. The Authority hereby authorizes the Executive Director or Chairperson of the Authority to act on behalf of the Authority to negotiate the terms of the Eighteenth Facility Modification and the Funding Agreement as deemed necessary to fulfill the Authority's obligations and rights hereunder.

3. 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.

4. 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.

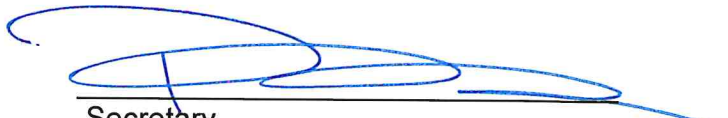
END OF RESOLUTION

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-2021-246 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 2nd day of June, 2021. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Dr Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	✓		
Lewis Edwards	absent		
Tiffany Polek	absent		
Adrian Shanker	✓		
John Stanley, Esq.	absent		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 2nd day of June 2021.


Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2021-247

WHEREAS, Steven Bamford has dutifully performed as the Executive Director of the Authority in response to the tasks and challenges incumbent on the position, meeting the goals and needs as they arose for the period to date,

NOW THEREFORE, BE IT RESOLVED, that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby approves a performance based bonus in the sum of \$7,500.00 payable forthwith.

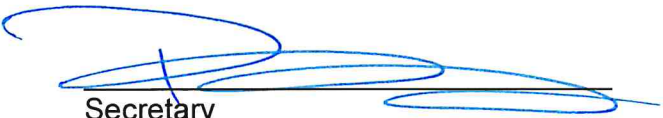
END OF RESOLUTION

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-2021-247 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 2nd day of June 2021. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Dr Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	✓		
Lewis Edwards	absent		
Tiffany Polek	absent		
Adrian Shanker	✓		
John Stanley, Esq.	absent		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 2nd day of June, 2021.


Secretary