

**ANIZDA Board Meeting Minutes**  
**September 1, 2021**  
**America On Wheels**  
**2<sup>nd</sup> Floor Meeting Room**  
**5 North Front Street, Allentown, PA**

**Attendees:** Sy Traub, Esq., Adrian Shanker, Pedro Torres, Nelson Diaz, and Lewis Edwards in person. Stephen Breininger, John Stanley, Esq., and Dr. Ann Bieber by phone

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

**Presenters:** Precious Petty, Public Relations Coordinator, Lehigh Career & Technical Institute; Lin Erickson, Executive Director and CEO, Da Vinci Science Center; Maureen Michael, Chief Administrative Officer & CFO, Da Vinci Science Center; Scott Shearer, Managing Director, PFM Financial Advisors LLC; W. Jeffrey Brown, Managing Member, Charles Street Capital, LLC; Tom Williams, Deputy Director, City of Allentown Community and Economic Development; Daniel Diaz, Business Manager, City of Allentown Community and Economic Development; Dana Yurgosky, Business Development Liaison, City of Allentown Community and Economic Development.

**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 June 2, 2021 Meeting Minutes** – A motion to approve the June 2, 2021 meeting minutes was made by P. Torres, seconded by N. Diaz, 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. **S. Traub announced the resignation of A. Shanker from the ANIZDA board** effective September 10, 2021 as A. Shanker has accepted a position on the Biden-Harris Administration’s Presidential Advisory Council on HIV/Aids.
5. **Request for PPL Center Community Event from Lehigh Career and Technical Institute-Resolution R2021-248**
  - a. A request from LCTI to designate a Community Event for their Senior Recognition Night on May 31, 2022 was presented. Each year, ANIZDA can designate up to 5 community events at PPL Center which are rent free. The event sponsor covers PPL Center expenses. The board has approved LCTI in prior years. P. Petty was available for questions.
  - b. A. Shanker moved and L. Edwards seconded Resolution R2021-248. The public was given the opportunity to comment. No public comment was received. The resolution was approved.

**6. Application to transfer parcels for Da Vinci Science Center (DVSC) project - Resolution R2021-249**

- a. S. Bamford indicated that the Project Review Committee held a public meeting on August 24, 2021 and acted to recommend the DVSC development project and financing thereof proceed to the full board for consideration. The developer is proposing an approximately 67,000 square foot, \$65 million science center and STEAM (Science, Technology, Engineering, Arts and Mathematics) education facility to be located at 18-28 N. 8<sup>th</sup> Street on the site of a surface parking lot with additional frontage on Hamilton St. Included in Da Vinci's application materials is a term sheet from Truist Securities proposing to serve as underwriter for approximately \$20 million of fixed-rate, tax-exempt bonds to be issued by ANIZDA in two series. Neither series would be general obligations of ANIZDA. Series A would be approximately \$6 million secured by NIZ revenues generated by the project and Series B approximately \$14 million secured by Gaming Economic Development and Tourism fund revenues granted to DVSC. DVSC has requested a waiver of ANIZDA's customary 20% authority retention.

A design review letter from Goody Clancy and a letter from the City's Director of Planning were included in the application materials provided to the board.

S. Bamford explained the resolution would approve an application from the City of Allentown for transfer of parcels into the NIZ to support the Da Vinci project. The Project Review Committee also acted on the transfer application recommending it proceed to the board for consideration. The city owns parcels totaling 0.275 acres at 815-819 and 821 Hamilton Street not currently in the NIZ. The city and DVSC intend to improve these parcels to create access and a Hamilton Street entrance for the new science center. In order to transfer 0.275 into the NIZ, the same amount must be transferred out. The city is proposing 0.275 acres be transferred out of Bucky Boyle Park. The application includes the required Affidavits of Consent from the property owner and Certifications from the City that the parcels to be transferred in do not generate any tax or other revenues for the city, school district, county or Commonwealth.

- b. L. Erickson and her team presented the details of the development project including descriptions of exhibits and programming, community and economic impact, project team, status, and schedule as well as forecasted attendance and revenues.
- c. A. Shanker indicated he appreciated the level of detail pertaining to environmental sustainability provided in the DVSC presentation. While he is fully supportive of the DVSC project, he will reluctantly vote for the parcel transfer from Bucky Boyle Park and would like the minutes to reflect his disappointment that the city did not identify parcels to transfer other than a portion of the city park.
- d. N. Diaz indicated that the concerns identified at the Project Review Committee meeting appear to have been addressed.
- e. N. Diaz moved to approve Resolution R2021-249, and P. Torres seconded. The public was given the opportunity to comment. No public comment was received. The resolution was approved with A. Bieber and S. Breininger abstaining.

**7. Da Vinci Science Center project and revenue bond issue. – Resolution R2021-250**

- a. ANIZDA financial advisor S. Shearer provided a bond market update, overview of the proposed DVSC bonds, and estimated timeline. Solicitor J. Frank reviewed the resolution.
- b. A. Shanker moved and L. Edwards seconded Resolution R2021-250. The public was given the opportunity to comment. No public comment was received. The resolution was approved with S. Breininger and A. Bieber abstaining.

**8. Application to transfer parcels for Charles Street Capital project – Resolution R2021-251**

- a. S. Bamford reported that on August 24<sup>th</sup> the Project Review Committee reviewed the application of Charles Street Capital to transfer 3.859 acres into the NIZ and acted to recommend the request proceed to the full board for consideration.

The developer has entered into an agreement of sale with the Allentown Commercial and Industrial Development Authority (ACIDA) for parcels on Front St immediately to the north of America On Wheels Museum and has also been granted an easement by PPL for parcels along Wharf Street adjacent to the ACIDA parcels. In order to transfer the acreage into the NIZ, 3.859 acres must be transferred out. The city is proposing it be transferred out of Bucky Boyle Park. The application includes the required Affidavits of Consent from the property owners and Certifications from the City that the parcels to be transferred in do not generate any tax or other revenues from the city, school district, county or Commonwealth.

Charles Street Capital is an experienced NIZ developer, having successfully developed the Trifecta Building downtown. The developer is planning a 30,000 square foot light industrial/flex building (phase 1) and a 35,000 square foot retail/commercial building (phase 2).

If the transfer is approved by the board, the developer would then have 6 months to apply to ANIZDA for financing of the project and one year to secure permits, enter into a Funding Agreement and execute a construction contract.

- b. J. Brown presented a Power Point with the details of the project including concept plans, site challenges, and a schedule.
- c. P. Torres moved and N. Diaz seconded Resolution R2021-251. The public was given the opportunity to comment. No public comment was received. J. Stanley disclosed a personal relationship to the developer. A. Shanker stepped out of the room and was not present for the vote. The resolution was approved. S. Breininger abstained.

**9. Branding Presentation – City of Allentown**

- a. T. Williams, D. Diaz, and D. Yurgosky presented the new Allentown All Inspiring brand. A promotional video, power point presentation and promotional materials showing the colors, themes and nature of the campaign were presented. T. Williams indicated an interest in working with ANIZDA to further market the City of Allentown.

## 10. Executive Directors Report

- a. S. Bamford provided an update on the refinancing of the arena bonds. The pricing of the Series 2021 and Series 2022 Tax Revenue Refunding bonds occurred August 10<sup>th</sup>. Rates have been locked in that will result in an annual debt service savings of \$2.6 million. The result will be a reduction of annual debt service from \$15.1 to \$12.5 million per year. Settlement on the Series 2021 (federally taxable) in the amount of \$14,695,000 occurred on August 17<sup>th</sup>. Settlement of the Series 2022 (forward delivery/tax exempt) in the amount of \$151,000,000 is to occur on February 1, 2022. The combined true interest cost is 2.76%.
- b. Yesterday, Representative Pete Schweyer hosted the Democratic Policy Committee of the PA House of Representative. At the invitation of Representative Schweyer, S. Bamford addressed the group over lunch and joined them for a walking tour of the NIZ including PPL Center and a number of other NIZ developments. The group included at least a dozen state reps from all over the Commonwealth.

The meeting was adjourned at 6:26 pm.

**Next ANIZDA Board Meeting:** Wednesday, October 6, 2021 at 5:00 pm.

Respectfully Submitted,



Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE  
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2021-248

WHEREAS, the Arena Lease between BDH Development (BDH) and the Allentown Neighborhood Improvement Zone Development Authority ( the "Authority"), provides for up to five (5) rent free Community Events to be held in the Arena each Lease Year, and

WHEREAS the Authority has received a request for utilization of a Community Event in addition to what has been previously granted for the Lease Year ending August 31, 2022;

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

1. For the Lease Year commencing September 1, 2021 ending August 31, 2022, the Authority hereby approves as a Community Event the request of Lehigh Career & Technical Institute ("LCTI") to hold the LCTI Senior Recognition Night on May 31, 2022, for its senior completion of career and technical education certificate and awards ceremony.
2. This approval as a Community Event shall be in accordance with and subject to the terms of the Arena Lease, Section 5.4.

**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-2021-248 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 1st day of September, 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	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 1st day of September, 2021.

  
Secretary

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE  
DEVELOPMENT AUTHORITY**

**RESOLUTION NO. R-2021-249**

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, pursuant to the NIZ Act, 72 P.S. Section 8904-3-B, parcels in a zone may be transferred out of the zone and replaced with parcels not exceeding the acreage transferred out, 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 a joint application from the City and Da Vinci Science Center, LLC (together the "Applicant") to transfer 0.275 acres out of the NIZ and simultaneously transfer 0.275 acres into the NIZ; and

WHEREAS, the Board desires to authorize all action by the Authority necessary to affect the issuance, execution and delivery of the transfer and replacement.

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. Subject to the conditions set forth below, the Authority hereby approves the Neighborhood Improvement Zone Transfer and Replacement of Parcels Application presented by the Applicant, previously reviewed and recommended by the Project Review Committee, as follows:

- A. Transfer out of the NIZ the 0.275-acre parcel owned by the City identified as such and rounded to 0.28 as shown on Exhibit A attached hereto and made a part hereof; and
- B. Transfer into the NIZ the 0.275-acre parcels owned by the City and identified as such and shown on Exhibit B attached hereto and made a part hereof;

3. The conditions of the approval set forth above are as follows:

- A. Receipt of a current Certificate from the City indicating that no activity is taking place on the parcel to be transferred into the NIZ that generates tax receipts or other revenue to the City, except real estate taxes to the City, the Allentown School District or Lehigh County, and
- B. Receipt from the Commonwealth of Pennsylvania, Department of Revenue, of approval of NIZ parcel decertification and NIZ parcel designation, and
- C. Within six (6) months of the approval of this Resolution, secure the Authority Resolution approval of the Da Vinci Science Center Project, and approval of DCED and a waiver from Moody's Services, Inc. as applicable to the Da Vinci Science Center Project, and
- D. Within one (1) year of the approval of this Resolution, secure the necessary permits and complete the loan documentation, enter into a Funding Agreement with the Authority, provide an executed construction contract with a set date for start for commencement of the improvements and development of the Parcels transferred into the NIZ in accordance with the Da Vinci Science Center Project to be approved under the Authority Resolution referred to above.

4. Upon compliance by the Developers of the conditions set forth above, the Authority hereby authorizes the Executive Director of the Authority to act on behalf of the Authority to amend the NIZ map to reflect the transfer out and the transfer in



approved herein, forward notice thereof to the Commonwealth of Pennsylvania and the City and replace existing maps with the revised map wherever the Authority has such.

5. The Authority hereby authorizes the Executive Director 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.

6. 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.

7. 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.

8. 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.

9. 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-2021-249 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 1st day of September, 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	<i>abstained</i>		✓
Stephen Breininger	<i>abstained</i>		✓
Nelson A. Diaz	✓		
Lewis Edwards	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 1st day of September, 2021.

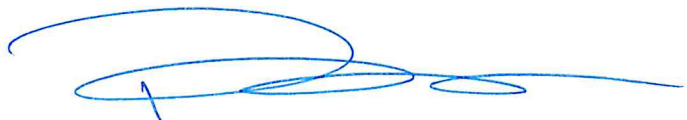
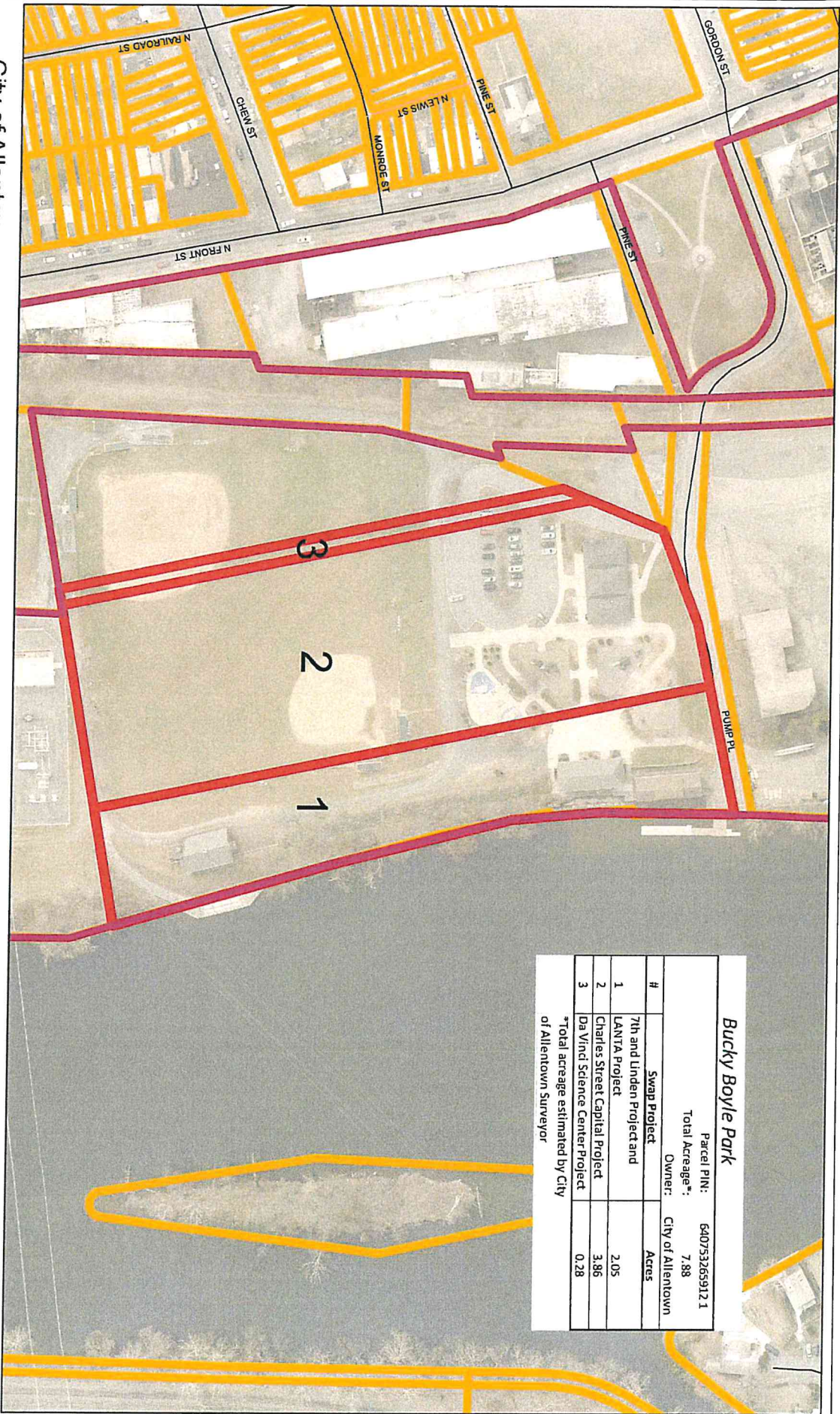
  
\_\_\_\_\_  
Secretary

Exhibit A

City of Allentown



Bucky Boyle Park		
Parcel PIN:	640753265912.1	
Total Acreage*:	7.88	
Owner:	City of Allentown	
#	Swap Project	Acres
1	7th and Linden Project and LANTA Project	2.05
2	Charles Street Capital Project	3.86
3	Da Vinci Science Center Project	0.28
*Total acreage estimated by City of Allentown Surveyor		

1 inch = 100 feet

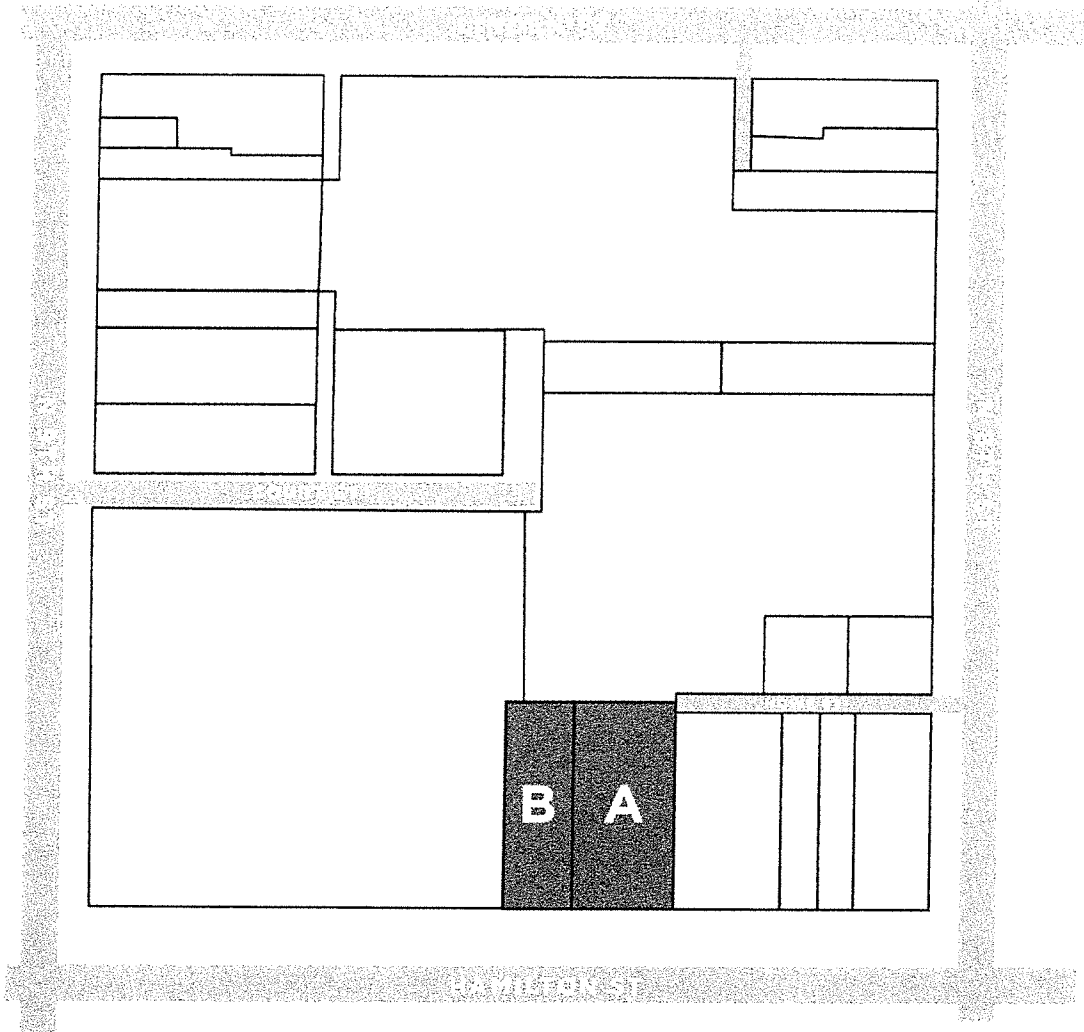




## Exhibit B

### B. Parcel(s) Information

Parcels to be swapped *into* the NIZ



Site	Parcel Street Address	Identification Number	Owner	Square Feet	Acres
A	815-819 Hamilton Street	640700228694 001	City of Allentown	7200	0.165
B	821 Hamilton & Lumber St (Vacated)	640700215957 001	City of Allentown	4800	0.110
			<b>TOTAL</b>	<b>12000</b>	<b>0.275</b>

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT  
ZONE DEVELOPMENT AUTHORITY**

RESOLUTION R-2021-250

A RESOLUTION AUTHORIZING THE ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE DEVELOPMENT AUTHORITY (“ANIZDA”) TO ISSUE ITS REVENUE BONDS IN ONE OR MORE SERIES AND ITS GAMING REVENUE BONDS IN ONE OR MORE SERIES TO FINANCE A CAPITAL PROJECT, AS FURTHER DESCRIBED HEREIN; AUTHORIZING THE EXECUTION AND DELIVERY OF ONE OR MORE TRUST INDENTURES AND OTHER FINANCING DOCUMENTS; AUTHORIZING AMENDMENTS TO CERTAIN EXISTING FINANCING DOCUMENTS AND THE EXECUTION AND DELIVERY OF ADDITIONAL FINANCING DOCUMENTS IN CONNECTION THEREWITH; AUTHORIZING THE DELIVERY OF THE BONDS AND THE DISBURSEMENT OF THE PROCEEDS THEREOF; DELEGATING TO CERTAIN OFFICERS OF ANIZDA THE POWER TO ENTER INTO NECESSARY DOCUMENTS, INCLUDING ONE OR MORE BOND PURCHASE AGREEMENTS WITH THE UNDERWRITER AND AUTHORIZING THE AWARD OF THE BONDS PURSUANT TO SAID AGREEMENTS; AUTHORIZING THE DISTRIBUTION OF ONE OR MORE PRELIMINARY OFFICIAL STATEMENTS OR PRELIMINARY LIMITED OFFERING MEMORANDA AND OFFICIAL STATEMENTS, LIMITED OFFERING MEMORANDA OR OTHER FORMS OF OFFERING DOCUMENTS IN CONNECTION WITH THE UNDERWRITING OF THE BONDS; AND AUTHORIZING FURTHER ACTION CONSISTENT WITH THE INTENT AND PURPOSE OF THIS RESOLUTION.

**WHEREAS**, the Allentown Neighborhood Improvement Zone Development Authority (“ANIZDA”) is a public instrumentality of the Commonwealth of Pennsylvania (the “Commonwealth”) authorized and empowered by the provisions of the Pennsylvania Economic Development Financing Law, 73 P.S. § 371 *et seq.*, as amended (the “Act”); and

**WHEREAS**, pursuant to the provisions of Act 50 of 2009 of the Pennsylvania General Assembly, as amended and supplemented including those amendments to the Tax Reform Code effected by Act 52 of 2013, as amended, and cited as 72 P.S. 8901-B *et seq.* (collectively, the “NIZ Act”), has the authority to, and has issued certain indebtedness to fund improvements within the neighborhood improvement zone (the “NIZ”) for qualifying businesses which benefit, *inter alia*; nonprofit organizations formed pursuant to the Pennsylvania Nonprofit Laws; and

**WHEREAS**, ANIZDA additionally has the authority to issue certain indebtedness to fund projects within the NIZ pursuant to the Act; and

**WHEREAS**, The DaVinci Discovery Center of Science and Technology, Inc. has requested ANIZDA to undertake financing development of a new science center and STEAM education facility on its behalf or on behalf of one of its affiliates of approximately 67,300 square

feet with 30,000 square feet exhibition space and 12,000 STEAM Learning Center located in the NIZ at 18-28 N. 8<sup>th</sup> Street, Allentown, PA (“Science Center”); and

**WHEREAS**, the Da Vinci Discovery Center of Science and Technology, Inc and/or its affiliates are hereinafter referred to as DVSC; and

**WHEREAS**, at the request of DVSC, ANIZDA has determined to undertake a project consisting of the: (i) financing of certain costs associated with the building of the Science Center within the NIZ; (ii) funding of capitalized interest during construction; (iii) funding of a debt service reserve fund(s), if necessary, and (iv) the funding of the costs of issuance of the financings (collectively, the “DVSC Project”); and

**WHEREAS**, if authorized, the DVSC Project will be financed with the proceeds of Allentown Neighborhood Improvement Zone Development Authority, Revenue Bonds, Series 2022A (the “2022A DaVinci Bonds”) and Allentown Neighborhood Improvement Zone Development Authority, Gaming Revenue Bonds, Series 2022B (the “2022B Da Vinci Bonds,” together with the 2022A Da Vinci Bonds, the “2022 Da Vinci Bonds”) to be issued at the same or different times, on a taxable or tax-exempt basis; and

**WHEREAS**, the 2022A Da Vinci Bonds shall be secured by Developer Dedicated NIZ Revenues derived from a Qualified Business(es) (as defined in the NIZ Act) located in the NIZ and pledged to secure the 2022A Da Vinci Bonds (as further described herein, the “DVSC Developer Dedicated NIZ Revenues”) and possibly a revenue pledge of DVSC; and

**WHEREAS**, the 2022B Da Vinci Bonds shall be secured by funds transferred from the Pennsylvania Gaming Economic Development and Tourism Fund within the Pennsylvania State Treasury (“Gaming Fund”), established by Act No. 71 of July 5, 2004, P.L. 572, 4 Pa.C.S.A Part II, as amended (the “Gaming Act”); and

**WHEREAS**, DVSC has informed ANIZDA that it meets the qualifications under Act No. 113 of November 27, 2019, P.L. 768, known as The Pennsylvania Gaming Economic Development and Tourism Fund Capital Budget Itemization Act of 2019 (“Itemization Act”) as the recipient of a grant from the Gaming Fund, pursuant to the Gaming Act which is to be paid \$2,000,000 annually (each an “Annual Designated Disbursement”) over ten (10) years aggregating \$20,000,000 in proceeds subject to the restrictions in its use as set forth in the Itemization Act; and

**WHEREAS**, ANIZDA has previously entered into an Amended and Restated NIZ Escrow Deposit Agreement dated as of September 15, 2012, as amended (as amended, the “Escrow Agreement”) with The Bank of New York Mellon Trust Company, N.A., as escrow agent (the “Escrow Agent”) pursuant to which there have been established funds and accounts for the allocation of NIZ Revenues, Pledged NIZ Revenues and Developer Dedicated NIZ Revenues (as each of such terms is defined in the Escrow Agreement) received from the State Treasurer of the Commonwealth; and

**WHEREAS**, one or more accounts shall be established for the 2022A Da Vinci Bonds within the Developer Dedicated NIZ Revenues Fund held under the Escrow Agreement; and

**WHEREAS**, ANIZDA desires to authorize the execution of one or more Bond Purchase Agreements, by and between ANIZDA and Truist Securities, Inc. (or an underwriting affiliate thereof) (the “Underwriter”), pursuant to which ANIZDA shall agree to issue and sell the 2022 Da Vinci Bonds and the Underwriter shall agree to pay the purchase price of and accept delivery of the 2022 Da Vinci Bonds, subject to the terms and conditions to be specified therein (the “Bond Purchase Agreements”); and

**WHEREAS**, the 2022 Da Vinci Bonds will be issued pursuant to and secured by one or more Trust Indenture(s) (the “Trust Indenture”) between ANIZDA and a bank or financial institution in the role as bond trustee (the “Bond Trustee”), to be determined by an Authorized Officer (as defined herein) of ANIZDA; and

**WHEREAS**, ANIZDA desires to authorize the distribution of one or more Preliminary Official Statements or Preliminary Limited Offering Memoranda and final Official Statements, final Limited Offering Memoranda or other offering documents in connection with the underwriting of the 2022 Da Vinci Bonds; and

**WHEREAS**, DVSC will enter into a grant or funding agreement or similar agreement with ANIZDA (the “Funding Agreement”) setting forth, among other matters, the requirements and conditions to the DVSC Project, including, but not limited to, reporting requirements and other undertakings of the grant recipient; and

**WHEREAS**, ANIZDA desires to authorize certain officers of ANIZDA to take such actions as are necessary or appropriate to accomplish the purposes of this Resolution.

**NOW, THEREFORE, BE IT RESOLVED** by the Members of the **ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE DEVELOPMENT AUTHORITY** as follows:

Section 1. Incorporation of Recitals. The Recitals set forth above are hereby incorporated as part of this Resolution.

Section 2. Authorization of DVSC Project. ANIZDA hereby authorizes the undertaking of the DVSC Project. The Chairperson, Vice Chairperson and Executive Director of ANIZDA (each, an “Authorized Officer”) are each authorized, individually or collectively, to take any and all actions necessary or appropriate in connection with the DVSC Project, including, without limitation, the preparation and submission of one or more applications to the Commonwealth’s Department of Community and Economic Development (“DCED”) and the submission of an application to Moody’s Investors Service, Inc. (“Moody’s”) (or any other nationally recognized rating agency) for confirmation that the rating on the 2012A Arena Bonds, the 2021 Arena Bonds and the 2022 Arena Bonds, as applicable, will not be reduced or withdrawn as a result of the issuance of the 2022 Da Vinci Bonds.

Section 3. Authorization of the 2022 Da Vinci Bonds; Terms of the 2022 Da Vinci Bonds. ANIZDA hereby authorizes the issuance of the 2022 Da Vinci Bonds in an aggregate principal amount not to exceed \$20,000,000. The proceeds of the 2022 Da Vinci Bonds shall be applied to finance the DVSC Project. The 2022 Da Vinci Bonds may be issued on the same or different dates, and may bear interest at tax-exempt or taxable rates, fixed or floating rates, as determined by any Authorized Officer, in consultation with counsel.

The 2022 Da Vinci Bonds shall mature as set forth in the Trust Indenture(s) but the final maturity of the 2022 Da Vinci Bonds shall be no later than the expiration date of the NIZ. The 2022 Da Vinci Bonds shall bear interest at the rates of interest provided for in the Trust Indenture(s). The 2022 Da Vinci Bonds shall be designated in denominations of \$100,000 and any integral multiple of \$5,000 in excess thereof, in registered form carrying the exchangeability privileges, payable in the medium of payment and at such places and be subject to redemption prior to maturity, all as provided in the Trust Indenture(s).

Section 4. Execution and Delivery of the 2022 Da Vinci Bonds. Any Authorized Officer is hereby authorized to execute the 2022 Da Vinci Bonds by manually signing or by causing his or her facsimile signature and the ANIZDA seal or a facsimile thereof to be impressed or printed thereon, both of which the Secretary or Assistant Secretary of ANIZDA is hereby authorized and directed to attest by manually signing or by causing his or her facsimile signature to be printed on the 2022 Da Vinci Bonds, and to deliver the 2022 Da Vinci Bonds, or to cause the 2022 Da Vinci Bonds to be delivered, to the Bond Trustee for authentication.

Section 5. Authorization of Trust Indenture(s). The 2022 Da Vinci Bonds shall be issued and secured under one or more Trust Indenture(s). The Trust Indenture(s) shall be in such form as shall be approved by any Authorized Officer upon the recommendation of counsel, such approval to be conclusively evidenced by his or her execution thereof. Any Authorized Officer is hereby authorized to execute the Trust Indenture(s) and each of the Secretary and Assistant Secretary of ANIZDA is hereby authorized to affix ANIZDA's seal thereto, where necessary, and attest the same on behalf of ANIZDA, where necessary, and to deliver the Trust Indenture(s) to the Bond Trustee for execution and acceptance thereunder. Any Authorized Officer is hereby authorized to give any order or direction or make any determination under the Trust Indenture.

Section 6. Authorization of Additional Accounts under Escrow Agreement and Escrow Agreement Supplement. ANIZDA hereby authorizes the establishment of one or more additional accounts under the Escrow Agreement for allocation of the DVSC Developer Dedicated NIZ Revenues to the 2022A Da Vinci Bonds or, if necessary the entry into a Supplement to the Escrow Agreement (the "Escrow Agreement Supplement") to make any and all such amendments deemed necessary or desirable by an Authorized Officer. The Escrow Agreement Supplement shall be in such form as shall be approved by any Authorized Officer upon the recommendation of counsel, such approval to be conclusively evidenced by his or her execution thereof. Any Authorized Officer is hereby authorized to execute the Escrow Agreement Supplement and each of the Secretary and Assistant Secretary of ANIZDA is hereby authorized to affix ANIZDA's seal thereto, where necessary, and attest the same on behalf of ANIZDA, where necessary, and to deliver the Escrow Agreement Supplement to the Escrow Agent for execution thereof. Any Authorized Officer is also hereby authorized to give any order or direction or make any determination under the Escrow Agreement or the Escrow Agreement Supplement.

Section 7. Authorization of Revised Allocation Instructions. To the extent necessary, ANIZDA hereby authorizes the preparation and delivery of revised Allocation Instructions (as such term is defined in the Escrow Agreement) in connection with the issuance of the 2022A Da Vinci Bonds, in such form as shall be approved by any Authorized Officer upon the recommendation of counsel, such approval to be conclusively evidenced by his or her execution thereof.



Section 8. Authorization of Bond Purchase Agreements. Any Authorized Officer is hereby authorized and directed to execute and deliver the Bond Purchase Agreement(s) between ANIZDA and the Underwriter pursuant to which the 2022 Da Vinci Bonds shall be underwritten, at a private negotiated sale, for the purchase price and subject to the terms and conditions specified in the Bond Purchase Agreement(s). The Bond Purchase Agreement(s) shall be in such form as shall be approved by any Authorized Officer upon the recommendation of counsel, such approval to be conclusively evidenced by his or her execution thereof. If determined to be in the best interest of ANIZDA, the 2022 Da Vinci Bonds may be sold via a direct private placement with a lender as shall be approved by an Authorized Officer. Any Authorized Officer is hereby authorized and directed to enter into a term sheet or similar commitment letter between the lender and ANIZDA, such approval to be conclusively evidenced by his or her execution thereof.

Section 9. Authorization of Funding Agreement. Any Authorized Officer is hereby authorized and directed to execute and deliver the Funding Agreement between ANIZDA and DVSC, in such form as shall be approved by any Authorized Officer upon the recommendation of counsel, such approval to be conclusively evidenced by his or her execution thereof. Said Funding Agreement shall include a onetime fee of 20 basis points and an annual fee of 10 basis points of the initial amount of the 2022 Da Vinci Bonds but will waive the annual Authority Retention, among other terms.

Section 10. Delivery of the 2022 Da Vinci Bonds. The 2022 Da Vinci Bonds shall be delivered to the Bond Trustee with a request signed by an Authorized Officer that they be authenticated by the Bond Trustee, and with instructions to deliver them to or upon the order of the Underwriter upon receipt of the purchase price.

Section 11. Security for the 2022A Da Vinci Bonds. The 2022A Da Vinci Bonds shall be revenue bonds secured by DVSC Developer Dedicated NIZ Revenues certified by the Commonwealth of Pennsylvania Department of Revenue and possibly with a revenue pledge of DVSC and by a bond insurance policy (for all or a portion of the 2022A Da Vinci Bonds), if an Authorized Officer deems it advisable to obtain such a policy (the "Bond Insurance Policy"), *provided, however,* that certified DVSC Developer Dedicated NIZ Revenues do not include DVSC Developer Dedicated NIZ Revenues in any annual period in excess of the debt service requirements during such annual period on the DVSC Developer Dedicated NIZ Revenues have been pledged. The 2022A Da Vinci Bonds shall not be general obligations of ANIZDA. Any Authorized Officer is hereby authorized to accept, sign and return a commitment to issue the Bond Insurance Policy issued by any bond insurer and to comply with all the provisions thereof necessary to cause the Bond Insurance Policy to be issued by the bond insurer.

The certified DVSC Developer Dedicated NIZ Revenues shall be pledged to secure the 2022A Da Vinci Bonds as described in the Trust Indenture and shall generally include the NIZ Revenues derived from Qualified Business(es) located at the project being financed by DVSC with the proceeds of Developer Dedicated Indebtedness, less any portions of such NIZ Revenues allocated by ANIZDA to another use. The certified DVSC Developer Dedicated NIZ Revenues shall be made available for allocation to the accounts established under the Escrow Agreement for the 2022A Da Vinci Bonds to satisfy debt service requirements or to replenish any debt service reserves relating to the 2022A Da Vinci Bonds. An Authorized Officer of ANIZDA, at the request of DVSC and in consultation

with counsel, may determine to pledge additional security for the 2022A Da Vinci Bonds as may be necessary in order to market the 2022A Da Vinci Bonds.

No recourse shall be had for any claim based on the Trust Indenture or the 2022A Da Vinci Bonds against any member, officer or employee, past, present or future, of ANIZDA or of any successor body, either directly or through ANIZDA or any such successor body, under any constitutional provision, statute or rule of law or by the enforcement of any assessment or penalty or otherwise.

For the avoidance of doubt, no action is intended to be authorized by this Resolution that would impair the security for the holders of the 2012A Arena Bonds, 2021 Arena Bonds and the 2022 Arena Bonds.

Section 12. Security for the 2022B Da Vinci Bonds. The 2022B Da Vinci Bonds shall be revenue bonds secured by the Annual Designated Disbursement as described in the Trust Indenture. The 2022B Da Vinci Bonds shall not be general obligations of ANIZDA. Any Authorized Officer is hereby authorized and directed to execute any documents in connection with the transfer, receipt and assignment of the Annual Designated Disbursement, such approval to be evidenced by their execution thereof.

Section 13. Preliminary Official Statements. Preliminary Limited Offering Memoranda. Official Statements and Limited Offering Memoranda. ANIZDA hereby approves the distribution of one or more Preliminary Official Statements or Preliminary Limited Offering Memoranda and final Official Statements, Limited Offering Memoranda or other offering documents (with such terms to be broadly construed to provide authorization for other forms of offering documents, such as private placement agreements) to be circulated in connection with the sale and delivery of the 2022 Da Vinci Bonds, to be in the forms as shall be approved by any Authorized Officer upon the recommendation of counsel, with the execution of the final Official Statements, Limited Offering Memoranda or other offering documents to constitute conclusive evidence of the approval thereof. Any Authorized Officer of ANIZDA is hereby authorized, empowered and directed to execute and deliver the final Official Statements, Limited Offering Memoranda or other offering documents in the name and on behalf of ANIZDA. From and after the execution and delivery of the final Official Statements, Limited Offering Memoranda or other offering documents, each Authorized Officer and any other appropriate officials, agents and employees of ANIZDA are hereby authorized, empowered and directed to do all such acts and things necessary to consummate the transactions contemplated by the final Official Statements, Limited Offering Memoranda or other offering documents as executed.

Section 14. Authorization of Continuing Disclosure Agreement. To the extent required by Securities and Exchange Commission Rule 15c2-12, one or more Continuing Disclosure Agreements (the "Continuing Disclosure Agreement") shall be entered into by ANIZDA for the benefit of the Underwriter and the holders of the 2022 Da Vinci Bonds, and any Authorized Officer is hereby authorized and directed to execute and deliver such Continuing Disclosure Agreement relating to the 2022 Da Vinci Bonds, on such terms as such officer, with advice of counsel, may approve, his or her approval to be evidenced by his or her execution thereof. Any Authorized Officer is hereby authorized to appoint a Dissemination Agent to act on behalf of ANIZDA to fulfill ANIZDA's obligations under the Continuing Disclosure Agreement.

Section 15. Federal Tax Covenants. To the extent that certain 2022 Da Vinci Bonds are issued as bonds the interest on which is exempt from gross income for federal income tax purposes (the “Tax-Exempt Bonds”), ANIZDA hereby covenants not to take or omit to take any action so as to cause interest on the Tax-Exempt Bonds to be no longer excluded from gross income for purposes of federal income taxation and to otherwise comply with the requirements of Sections 103 and 141 through 150 of the Internal Revenue Code of 1986, as amended (the “Code”), and all applicable regulations promulgated with respect thereto, throughout the term of the Tax-Exempt Bonds. ANIZDA further covenants that it will make no investments or other use of the proceeds of the Tax-Exempt Bonds which would cause the Tax-Exempt Bonds to be “arbitrage bonds” as defined in Section 148 of the Code. ANIZDA further covenants to comply with the rebate requirements contained in Section 148(f) of the Code and any regulations promulgated thereunder, to the extent applicable, and to pay any interest or penalty imposed by the United States for failure to comply with said rebate requirements, to the extent applicable

Section 16. Reimbursement. To the extent that one or more series of 2022 Da Vinci Bonds are Tax-Exempt Bonds, ANIZDA hereby declares its official intent to reimburse itself or DVSC, from proceeds of the 2022 Da Vinci Bonds, up to the maximum amount of 2022 Da Vinci Bonds authorized to be issued hereunder, for expenditures paid by ANIZDA or DVSC towards the costs of the DVSC Project prior to the respective date of issuance of the 2022 Da Vinci Bonds, subject to and in accordance with the requirements under Treasury Regulation § 1.150-2. All original expenditures to be reimbursed will be either: (i) capital expenditures (as defined in Treasury Regulation §1.150-1(b)) paid no earlier than the sixtieth (60th) day preceding the date hereof, (ii) “preliminary expenditures” (as defined in Treasury Regulation § 1.150-2(f) (2), *provided that*, such preliminary expenditures do not exceed twenty percent (20%) of the aggregate issue price of the financing), or (iii) not in excess of \$100,000 .

Section 17. Amendments. ANIZDA hereby authorizes the execution and delivery of any amendments, supplements or modifications to existing financing documents, to the extent any such amendments are deemed necessary or desirable by ANIZDA, with such determination to be made by any Authorized Officer on behalf of ANIZDA, with advice of counsel, and to be evidenced by his or her execution thereof.

Section 18. Appointment of Financing Team. In connection with the financing of the DVSC Project and the issuance of the 2022 Da Vinci Bonds, ANIZDA hereby appoints: (i) PFM Financial Advisors LLC, as financial advisor, (ii) Saul Ewing Arnstein & Lehr LLP as bond counsel, and (iii) Truist Securities, Inc. as Underwriter. Additional appointments for professional services in connection with the financing of the DVSC Project may be made by any Authorized Officer. To the extent that the 2022 Da Vinci Bonds, or any portion thereof, are sold in some manner other than a public offering, the Authorized Officers, or any one thereof, shall have the authority to identify any financial institution, commercial bank or other bond purchaser and negotiate with such entity the terms upon which such entity shall purchase all or any portion of the 2022 Da Vinci Bonds.

Section 19. New Markets Tax Credits. To the extent the DVSC Project is utilizing the federal New Markets Tax Credit, ANIZDA hereby authorizes the financing structure of the DVSC Project and the issuance of the 2022 Da Vinci Bonds to be revised to accommodate such funding. The Authorized Officers, in consultation with its financial advisor and bond counsel, are hereby

authorized to make such determination and are authorized to take such action and execute and deliver such documents as may be necessary in connection therewith.

Section 20. Financing Documents. The Authorized Officers are hereby authorized and directed to execute and delivery such other documents, agreements, security agreements, financing statements, instruments and certifications, as may be determined to be reasonable and appropriate to provide for the issuance of the 2022 Da Vinci Bonds and to complete the transaction as authorized by this Resolution.

Section 21. Further Action. Each Authorized Officer, individually or collectively, is authorized to give such approvals and take such other action on behalf of ANIZDA as may be necessary or expedient to complete the DVSC Project, to issue the 2022 Da Vinci Bonds and to further the intent and purpose of this Resolution. The Secretary or Assistant Secretary of ANIZDA and any other proper officers of ANIZDA are hereby authorized and directed to execute and deliver such further documents and do such further things as may be necessary or expedient in order to carry out the intent and purpose of this Resolution.

Section 22. Other Resolutions All resolutions and parts of resolutions consistent herewith are hereby ratified, approved and confirmed in all respects and all resolutions and parts of resolutions inconsistent herewith are hereby rescinded.

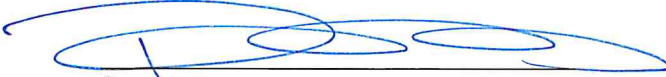
END OF RESOLUTION

**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-2021-250 of the Board of the Authority passed at a duly convened meeting of said Board on the 1st day of September, 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	<i>abstained</i>		✓
Stephen Breininger	<i>abstained</i>		✓
Nelson A. Diaz	✓		
Lewis Edwards	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

**IN WITNESS WHEREOF**, I hereunto set my hand and seal on this 1st day of September, 2021.

  
Secretary

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE  
DEVELOPMENT AUTHORITY**

**RESOLUTION NO. R-2021-251**

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 alterative 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, pursuant to the NIZ Act, 72 P.S. Section 8904-3-B, parcels in a zone may be transferred out of the zone and replaced with parcels not exceeding the acreage transferred out, 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 Charles Street Capital, LLC (the "Applicant") to transfer 3.859 acres out of the NIZ and simultaneously transfer 3.859 acres into the NIZ; and

WHEREAS, the Board desires to authorize all action by the Authority necessary to affect the issuance, execution and delivery of the transfer and replacement.

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. Subject to the conditions set forth below, the Authority hereby approves the Neighborhood Improvement Zone Transfer and Replacement of Parcels Application presented by the Applicant, previously reviewed and recommended by the Project Review Committee, as follows:

- A. Transfer out of the NIZ the 3.859-acre parcel owned by the City identified as such rounded to 3.86 and as shown on Exhibit A attached hereto and made a part hereof; and
- B. Transfer into the NIZ the following:
  - i) 3.4-acre parcels owned by the Allentown Commercial and Industrial Development Authority, and
  - ii) the 0.459-acre parcels owned by Pennsylvania Power and Light Companyeach identified as such and shown on Exhibit B attached hereto and made a part hereof.

3. The conditions of the approval set forth above are as follows:

- A. Receipt of a current Certification by the City indicating that no activity is taking place on the parcels to be transferred into the NIZ that generates tax receipts or other revenue to the City, except real estate taxes to the City, the Allentown School District or Lehigh County, and
- B. Receipt of approval from the Commonwealth of Pennsylvania, Department of Revenue, of NIZ parcel decertification and NIZ parcel designation, and
- C. Within six (6) months of the approval of this Resolution, the Applicant shall apply to the Authority for financing a Project defined therein pursuant to the Authority's Guidelines for Financing for Projects and upon approval by Authority Resolution subsequently secure the approval of DCED and a waiver from Moody's Services, Inc. and
- D. Within one (1) year of the approval of this Resolution, the Applicant shall secure the necessary permits and complete the loan documentation, enter into a Funding Agreement with the Authority and provide an executed construction contract together with a stated start date for commencement of improvements and development of the Parcels transferred into the NIZ in accordance with the Charles Street Project approved under the Authority Resolution required above.

4. Upon compliance by the Developers of the conditions set forth above, the Authority hereby authorizes the Executive Director of the Authority to act on behalf of the Authority to amend the NIZ map to reflect the transfer out and the transfer in approved herein, forward notice thereof to the Commonwealth of Pennsylvania and the City and replace existing maps with the revised map wherever the Authority has such.

5. The Authority hereby authorizes the Executive Director 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.

6. 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.

7. 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.

8. 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.

9. 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-2021-251 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 1st day of September, 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	<i>abstained</i>		✓
Nelson A. Diaz	✓		
Lewis Edwards	✓		
Tiffany Polek	<i>absent</i>		
Adrian Shanker	✓		
John Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 1st day of September, 2021.


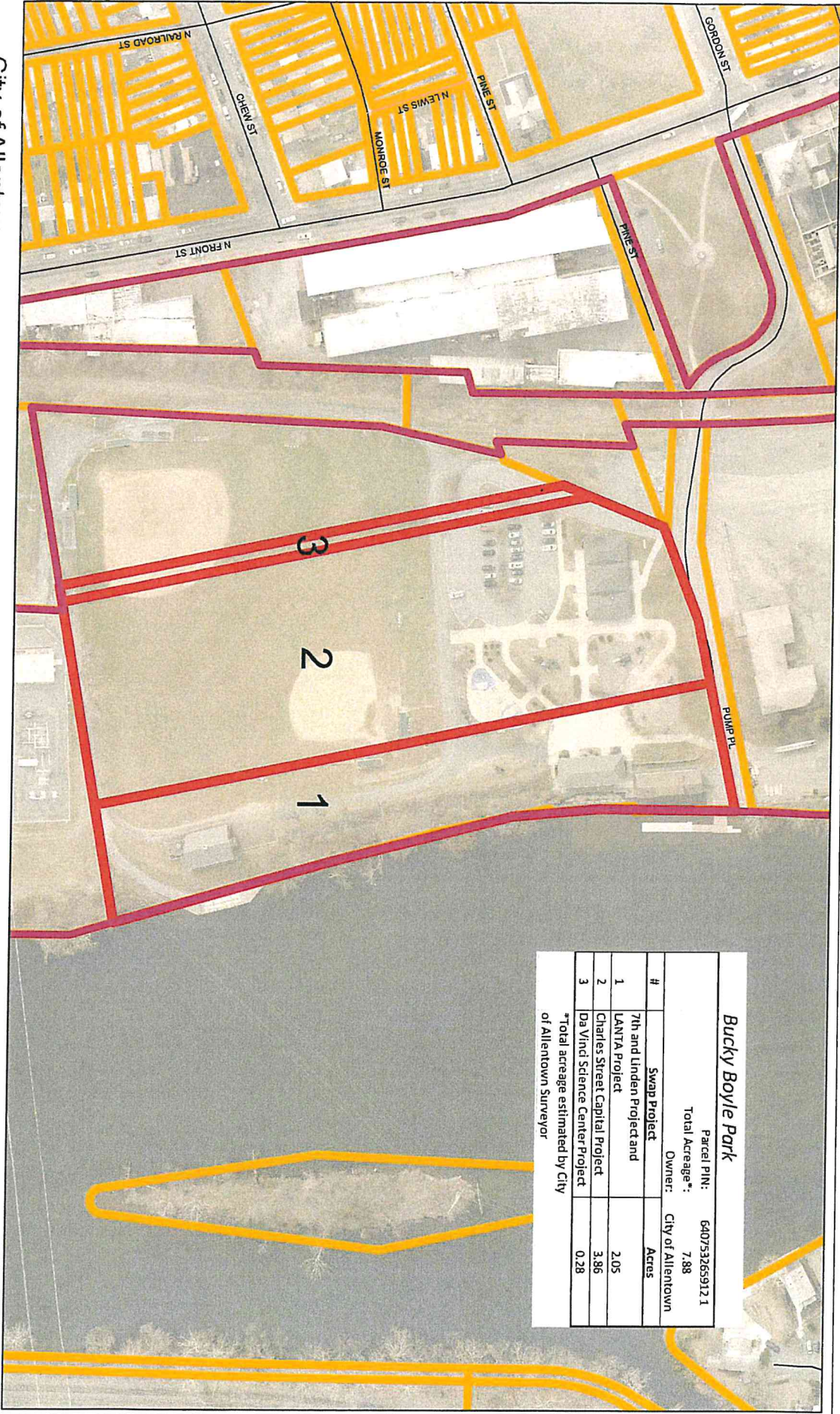
  
\_\_\_\_\_  
Secretary

Exhibit A

City of Allentown



Bucky Boyle Park		
Parcel PIN:		640753265912.1
Total Acreage*:		7.88
Owner: City of Allentown		
#	Swap Project	Acreage
1	7th and Linden Project and LANIA Project	2.05
2	Charles Street Capital Project	3.86
3	Da Vinci Science Center Project	0.28
*Total acreage estimated by City of Allentown Surveyor		

1 inch = 100 feet





