

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2024-324

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

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

WHEREAS, for the calendar year 2023, the Authority adopted Resolution R2024-315 authorizing distribution of the Preliminary Annual Excess NIZ Revenue to the Commonwealth of Pennsylvania; and

WHEREAS, the Authority by this Resolution desires to take further action in accordance with the terms of said Agreement and the Amended and Restated Master Trust Indenture initially dated as of September 15, 2012, amended and restated as of August 21, 2021 (the "A&R Master Trust") between the Authority and Bank of New York-Mellon Trust Company N.A. ("Master Trustee"),

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

1. That the WHEREAS clauses set forth above are hereby incorporated herein.
2. That in the Surplus Fund held by the Master Trustee under the A&R Master Trust there is Excess NIZ Revenue for 2023 remaining for distribution over and above the Preliminary Annual Excess NIZ Revenue distributed to the Commonwealth under the Agreement in accordance with Resolution R2024-315.
3. That the Authority hereby authorizes transfer from the Surplus Fund to the Excess NIZ Revenue Account an amount equal to the balance remaining in the Surplus Fund after payment of the sum paid for debt service for the year 2024 on the A&R Master Trust Obligations and retention in the Surplus Fund of the amount required to maintain the Surplus Fund Reserve Requirement.
4. That, in accordance with the terms of the Agreement, the Authority hereby authorizes payment of the Pro Rata share of the Year End Annual Excess NIZ Revenue Payment to the Commonwealth of Pennsylvania, from the Excess NIZ Revenue Account in accordance with Section 5.5(a) of the A&R Master Trust, and to the local governmental entities that collected local taxes included in the NIZ Revenues, as set forth in the Officer's Certificate and Transfer Payment ("Certificate") attached hereto.
5. The Chairperson or Vice Chairperson of the Authority is hereby authorized to execute the Certificate and to deliver said Certificate to the Master Trustee and DOR.


6. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution, are, to the extent of such conflict, hereby repealed and this Resolution shall be in immediate effect from and after the date of its adoption.

CERTIFICATION

I, Pedro L. Torres, Jr., Secretary of the Neighborhood Improvement Zone Development Authority, do hereby certify that the foregoing is a true and correct copy of the Resolution R-2024-324 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 4th day of December, 2024. Authority members present and voting were as follows:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Eileen Aguilera	Absent		
Dr. Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	Absent		
Vacant	N/A		
Tiffany Polek	✓		
John D. Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of December, 2024.



 Secretary

COPY

**ALLENTOWN NEIGHBORHOOD IMPROVEMENT
ZONE DEVELOPMENT AUTHORITY
OFFICER'S CERTIFICATE AND TRANSFER REQUEST
YEAR END EXCESS NIZ REVENUE**

For calendar year 2023, in accordance with Section 5.5 of the Amended and Restated Master Trust Indenture (the "A&R Master Trust") between Allentown Neighborhood Improvement Zone Development Authority (the "Authority") and the Bank of New York Mellon Trust Company, N.A. as "Master Trustee", initially dated as of September 15, 2012, amended and restated as of August 1, 2021, and the Agreement effective January 31, 2016, between the Authority and the Commonwealth of Pennsylvania acting through its Department of Revenue ("DOR") and through its Office of Budget, Seymour Traub, Esquire, Chairperson of the Authority, as of December 4, 2024, hereby certifies as follows:

1. The requirements of Section 5.5(c) of the A&R Master Trust are satisfied as follows:
 - i. As of the date hereof, no Event of Default exists under the A&R Master Trust.
 - ii. The amount currently held in the Surplus Fund is at least equal to the Surplus Fund Reserve Requirement.
 - iii. The Debt Service Coverage Ratio, taking into account all Outstanding Indentures, secured by and payable from Pledged Revenues, for the completed Fiscal Year preceding the date hereof for which Audited Financial Statements were provided (i.e., 2023 – Audited Financial Statement dated May 30, 2024) is not less than 1.25 for Fiscal Year 2023.
 - iv. Not applicable. (No other proposed Indebtedness is incurred.)
2. In accordance with Section 5.5(f) of the A&R Master Trust, attached is a certified copy of Resolution R-2024-324 approved by the Authority on December 4, 2024.
3. In accordance with Section 5.5(f) of the A&R Master Trust, the funds in the Surplus Fund in the amount of \$9,312,642.10 are excess funds not required to pay debt service on Obligations or other costs permitted by the NIZ Act during the calendar year 2024.

4. The Master Trustee is hereby directed to transfer forthwith said sum into the Excess NIZ Revenue Account and then promptly to transfer the sum therein free and clear of the A&R Master Trust as allocated below:

A. Commonwealth of Pennsylvania ----- \$8,874,947.92

In accordance with a letter dated May 1, 2020, from the Governor's Office of General Counsel for the Commonwealth of Pennsylvania to and accepted by the Authority's Executive Director on May 4, 2020, affirmed and confirmed by the Economic Development Coordinator on April 21, 2021, the Master Trustee is hereby directed to promptly transfer the sum of \$8,874,947.92 from the Excess NIZ Revenue Account to the Commonwealth of Pennsylvania DOR by wire transfer as follows:

Bank:
ABA routing transit number:
Account Number:
Beneficiary:

This is in lieu of transfer by Automated Clearing House ("ACH").

When payment has been processed, please **notify** DOR by e-mail to mforti@pa.gov and to the Authority at sbamford@allentownniz.com.

If for some reason you are unable to make payment by wire transfer, please contact the Authority Executive Director at 610 467-8810 ext. 1 or at the e-mail address above. As an alternative, upon direction from the Authority Executive Director, then please forward a paper check for \$8,874,947.92 payable to the "Commonwealth of Pennsylvania" as follows:

Pennsylvania Dept. of Revenue
Attn: Office of Economic Development Coordinator
11th Floor Strawberry Square
Harrisburg, PA. 17128

B. City of Allentown-----\$437,694.18

The Master Trustee is hereby directed to promptly transfer the sum of \$437,694.18 from the Excess NIZ Revenue Account to the City of Allentown by wire transfer as follows:

Bank:
ABA routing number:
Account number:
Beneficiary:

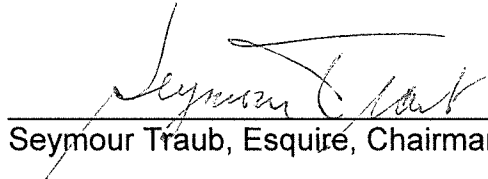
This is in lieu of transfer by Automated Clearing House ("ACH")

When payment has been processed, please notify the City of Allentown by e-mail to Alexis.Anatalio@allentownpa.gov and to the Authority at sbamford@allentownniz.com.

If for some reason you are unable to make payment by wire transfer, please contact the Authority Executive Director at 610-467-8810 Ext. 1 or at the e-mail address above. As an alternative, upon direction from the Authority Executive Director, then please issue a paper check for \$437,694.18 payable to the City of Allentown as follows:

City of Allentown
Attn: City Treasurer
435 Hamilton Street
Allentown, PA 18101

5. All capitalized terms used herein are to be defined as set forth in the A&R Master Trust, unless otherwise referred herein.



Seymour Traub, Esquire, Chairman

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION R-2024-325

BE IT RESOLVED, that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby accepts the recommendation of the Finance Committee and approves the Estimated Operating Budget Projections for 2025 set forth on the attachment hereto.

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-2024-325 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 4th day of December, 2024. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Eileen Aguilera	Absent		
Dr. Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	Absent		
Vacant	N/A		
Tiffany Polek	✓		
John D. Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of December, 2024.


Secretary

Allentown Neighborhood Improvement Zone Development Authority
Operating Budget (Cash Basis)
Fiscal Year Ending December 31, 2025

	Year 2025
ESTIMATED REVENUE (CASH RECEIVED)	
Arena Rent	150,000
Developer Fees	956,859
TOTAL ESTIMATED REVENUE	1,106,859
ESTIMATED CASH EXPENDITURES	
Staff Salary and Benefits	353,889
Rent and Utilities	27,068
Office Set up and Fit-out	4,000
ANIZDA Legal Fees	110,000
Compliance Officer/Allocation Agent	232,480
Trustee/Rating Agency/ FA Fees	12,000
Insurance	23,905
Project Development Contingency	50,000
Annual Audit	46,000
Marketing	75,000
Planning	20,000
Accounting	12,711
Miscellaneous	51,394
TOTAL ESTIMATED CASH EXPENDITURES	1,018,446
CASH RECEIVED LESS CASH EXPENDITURES	88,413

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION R-2024-326

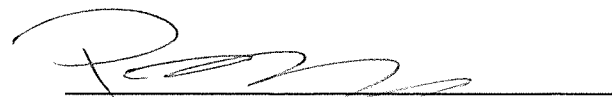
BE IT RESOLVED that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby approves the Capital Additions Budget for 2025 set forth on the attachment hereto and authorizes the Chairperson to forward the Budget to the Bank of New York Trust Company, N.A., Master Trustee.

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-2024-326 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 4th day of December, 2024. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Eileen Aguilera	Absent		
Dr. Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	Absent		
Vacant	N/A		
Tiffany Polek	✓		
John D. Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of December, 2024.


Secretary

**Preliminary Capital Additions Budget
2025**

Sources of Revenue:

On Deposit with PLGIT \$ 709,198

Estimated Expenses to be determined as costs are identified specifically:

Improvements to the Parking Facilities connected to the Arena \$709,198

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2024-327

WHEREAS, since 2017, Steven Bamford has skillfully performed the duties of the Executive Director of the Authority in response to the multiple tasks and challenges incumbent on the position, meeting the goals and needs as they arose,

NOW THEREFORE, BE IT RESOLVED, that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby approves:

- 1) continuing engagement of Steven Bamford as Executive Director for the year 2025 in accordance with the terms of his employment letter dated December 6, 2016, as modified in Resolution R2023-309 with further modification to:
 - (a) increase the base annualized salary to \$190,699.00 effective January 1, 2025

and retain in effect all other terms remaining as set forth in the employment letter as modified.

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-2024-327 of the Board of the Authority passed at a duly convened meeting of said Board on the 4th day of December, 2024. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Seymour Traub, Esq.	✓		
Eileen Aguilera	Absent		
Dr. Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	Absent		
Vacant	N/A		
Tiffany Polek	✓		
John D. Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of December, 2024.



Secretary

ALLENTOWN NEIGHBORHOOD IMPROVEMENT
ZONE DEVELOPMENT AUTHORITY

RESOLUTION R-2024-328

BE IT RESOLVED, that the Allentown Neighborhood Improvement Zone Development Authority (the "Authority") hereby approves holding the Authority monthly public meeting at 5:00 pm in the America on Wheels Museum at 5 N Front Street, Allentown, Pennsylvania for the calendar year 2025 on the dates set forth on the attachment hereto.

BE IT FURTHER RESOLVED that the dates shall be publicly advertised as required by law.

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-2024-328 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 4th day of December, 2024. Authority members present and voting were as follows:

<u>Vote</u>	<u>Yes</u>	No	Abstain
Seymour Traub, Esq.	✓		
Eileen Aguilera	Absent		
Dr. Ann Bieber	✓		
Stephen Breininger	✓		
Nelson A. Diaz	Absent		
Vacant	N/A		
Tiffany Polek	✓		
John D. Stanley, Esq.	✓		
Pedro L. Torres, Jr.	✓		

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of December, 2024.


 Secretary

PUBLIC NOTICE

Allentown Neighborhood Improvement Zone Development Authority (ANIZDA) 2025 Board Meeting Schedule

The regular public meetings of the Allentown Neighborhood Improvement Zone Development Authority (ANIZDA) for the calendar year 2025, will be held in the America on Wheels Museum located at 5 N. Front Street, Allentown, Pennsylvania, at 5:00 P.M.

Dates are: January 8, February 5, March 5, April 2, May 7, June 4, July 2, August 6, September 3, October 8, November 5, December 3.