

**ANIZDA Board Meeting
Agenda
September 4, 2019
America on Wheels
Conference Room
5 North Front Street, Allentown PA**

1. Call to Order – Chairperson
2. Approval of August 7, 2019 Meeting Minutes
3. Public Comment on all matters to be acted upon
4. Old Business
5. New Business
 - A. Modification to Five City Center Innovation Campus Project – Resolution R2019-193
6. Executive Director Report

Adjournment

ALLENTOWN NEIGHBORHOOD IMPROVEMENT ZONE
DEVELOPMENT AUTHORITY

RESOLUTION NO. R-2019-193

A Modification of Resolution R-2018-167
which was a Modification of Resolution R-2017-131

WHEREAS, the Allentown Neighborhood Improvement Zone Development Authority (the “Authority”), by Resolution R-2017-131, modified by Resolution R-2018-167, approved the Five City Center Innovation Campus development, a Non Arena Block Project, (the “Project”) to be developed by City Center Investment Corporation (the “Developer”); and

WHEREAS, the Authority, the Developer and Guarantors, have entered into an 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 19th 2018 (together the “Funding Agreement”) (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); and

WHEREAS the Funding Agreement provides for the Authority to approve any projects by the Developer;

WHEREAS, the Developer has requested the Authority approve a modification to the Project; and

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

1. The Authority hereby approves a modification of Resolution R2018-167 by deleting in Section 1(a) the portion of the description of the Project that states “..a residential facility with approximately 230 apartment units with structured parking for approximately 239 vehicles...” and approving in its place the following:

“..a residential facility with approximately 169 apartment units with structured parking for approximately 188 vehicles,...”

2. The Authority hereby authorizes the Executive Director or Chairperson of the Authority to act on behalf of the Authority to fulfill the Authority's obligations and rights hereunder with regard to whatever documentation may be required for inclusion of this Project into applicable loan facilities and amendment or modification required to the Funding Agreement to incorporate the Project into the Funding Agreement.

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

5. All resolutions and orders, or parts thereof, in conflict with the provisions of this Resolution, to the extent of such conflict, are 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-2019-193 of the Board of Directors of the Authority passed at a duly convened meeting of said Board on the 4th day of September, 2019. Authority members present and voting were as follows:

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

IN WITNESS WHEREOF, I hereunto set my hand and seal on this 4th day of September, 2019.

Secretary