STATE OF NEW JERSEY 1 2 DEPARTMENT OF COMMUNITY AFFAIRS 3 -----x 4 IN RE: : 5 Local Finance Board : 6 ----x 7 8 9 10 Location: Department of Community Affairs 11 101 South Broad Street 12 Trenton, New Jersey 08625 13 Thursday, September 9, 2021 Date: 14 Commencing At: 10:48 a.m. 15 (Taken Remotely Via Teams.) 16 17 18 19 20 RENZI LEGAL RESOURCES 21 Court Reporting, Videography & Legal Services 22 2277 STATE HIGHWAY #33, SUITE 410 23 HAMILTON SQUARE, NEW JERSEY 08690 TEL: (609) 989-9199 TOLL FREE: (800) 368-7652 24 25 www.RLResources.com No. 335695

1 HELD BEFORE: (ALL MEMBERS APPEARING VIA VTC) 2 3 JACQUELYN SUAREZ, Chairwoman 4 FRANCIS BLEE 5 ADRIAN MAPP 6 WILLIAM CLOSE 7 DOMINICK DIROCCO 8 IDIDA RODRIGUEZ 9 TED LIGHT 10 ALAN AVERY 11 12 ALSO PRESENT: 13 14 NICK BENNETT, Executive Secretary 15 16 17 18 19 20 21 22 23 24 25

2ITEMPAGE3Roll Call44Atlantic City45Camden County Improvement Authority156Howell Township Fire District #3167Old Bridge Township Fire District #1208Ocean Township Fire District #1269Trenton City3110Elizabeth City Parking Authority3611Asbury Park City5012Adjournment7013141516111711811920212122232324251	1	INDEX		
4Atlantic City45Camden County Improvement Authority156Howell Township Fire District #3167Old Bridge Township Fire District #1208Ocean Township Fire District #1269Trenton City3110Elizabeth City Parking Authority3611Asbury Park City5012Adjournment70131415161718192021212324	2	ITEM	PAGE	
5Camden County Improvement Authority156Howell Township Fire District #3167Old Bridge Township Fire District #1208Ocean Township Fire District #1269Trenton City3110Elizabeth City Parking Authority3611Asbury Park City5012Adjournment70131415161718192021212324	3	Roll Call	4	
6 Howell Township Fire District #3 16 7 Old Bridge Township Fire District #1 20 8 Ocean Township Fire District #1 26 9 Trenton City 31 10 Elizabeth City Parking Authority 36 11 Asbury Park City 50 12 Adjournment 70 13 14 15 16 17 18 19 20 21 21 22 23 22 23 24	4	Atlantic City		
7 Old Bridge Township Fire District #1 20 8 Ocean Township Fire District #1 26 9 Trenton City 31 10 Elizabeth City Parking Authority 36 11 Asbury Park City 50 12 Adjournment 70 13 . . 14 . . 15 . . 16 . . 17 . . 18 . . 19 . . 20 . . 21 . . 22 . . 23 . . 24 . .	5	Camden County Improvement Authority	15	
8 Ocean Township Fire District #1 26 9 Trenton City 31 10 Elizabeth City Parking Authority 36 11 Asbury Park City 50 12 Adjournment 70 13 14 15 16 17 18 19 20 21 21 22 23 22 23 24	6	Howell Township Fire District #3	16	
9 Trenton City 31 10 Elizabeth City Parking Authority 36 11 Asbury Park City 50 12 Adjournment 70 13 14 15 16 1 1 17 1 1 18 1 1 19 20 1 21 22 1 23 24 1	7	Old Bridge Township Fire District #1	20	
10 Elizabeth City Parking Authority 36 11 Asbury Park City 50 12 Adjournment 70 13 - - 14 - - 15 - - 16 - - 17 - - 18 - - 19 - - 20 - - 21 - - 22 - - 23 - - 24 - -	8	Ocean Township Fire District #1	26	
11 Asbury Park City 50 12 Adjournment 70 13	9	Trenton City	31	
12 Adjournment 70 13 70 14 70 15 70 16 70 17 70 18 70 19 70 20 70 21 70 22 70 23 70 24 70	10	Elizabeth City Parking Authority	36	
13 14 15 16 17 18 19 20 21 22 23 24	11	Asbury Park City	50	
14 15 16 17 18 19 20 21 22 23 24	12	Adjournment	70	
15 16 17 18 19 20 21 22 23 24	13			
16 17 18 19 20 21 22 23 24	14			
17 18 19 20 21 22 23 24	15			
18 19 20 21 22 23 24	16			
19 20 21 22 23 24	17			
20 21 22 23 24	18			
21 22 23 24	19			
22 23 24	20			
23 24	21			
24	22			
	23			
25	24			
	25			

MR. BENNETT: Director, would you 1 2 like me to call roll? 3 MS. SUAREZ: Yes, please. 4 MR. BENNETT: Miss Suarez? 5 MS. SUAREZ: Present. MR. BENNETT: 6 Mr. Mapp? 7 MR. MAPP: Here. 8 MR. BENNETT: Mr. DiRocco? 9 MR. DIROCCO: Here. MR. BENNETT: Mr. Close? 10 11 MR. CLOSE: Here. 12 MR. BENNETT: Mr. Avery? 13 MR. AVERY: Here. 14 MR. BENNETT: Miss Rodriguez? Mr. Blee? 15 16 MR. BLEE: Here. 17 MR. BENNETT: We will bring Miss 18 Rodriguez back into this meeting. But at this 19 point we do have a quorum. 20 MS. SUAREZ: Okay, great. I just 21 need to wait for Miss Rodriguez to pop over here. 22 We're going to have Atlantic City go first so 23 that way we can make sure we have a quorum 24 necessary to get through that application. 25 MR. BLEE: Madam Chair, for the

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record, I'll be recusing on Atlantic City. 1 2 MS. SUAREZ: Thank you. 3 MS. RODRIGUEZ: Hello? 4 MS. SUAREZ: Hi, Idida. Can you 5 hear us? 6 MS. RODRIGUEZ: I can hear you, yes, 7 I can. 8 MS. SUAREZ: Okay, great. So then 9 Idida, we're going to get started then. 10 MS. RODRIGUEZ: Okay. Sounds good. 11 MS. SUAREZ: So the first 12 application we will hear today is the 13 continuation of the Supervision Act in the City 14 of Atlantic City. Since I will represent as the 15 applicant rather than serve as chair, Miss 16 Rodriguez, will be chairing the meeting for this 17 application. So Miss Rodriguez, whenever you are 18 ready, I will begin. 19 MS. RODRIGUEZ: I'm ready. MS. SUAREZ: So I don't think this 20 is any surprise to the board. We've been here a 21 22 few years now. Under the Local Government and 23 Supervision Act, municipalities that are 24 experiencing certain levels of distress can either, by consent, or by order, enter into a 25

cooperation with the State of New Jersey for 1 2 specific forms of oversight. 3 In 2010, Atlantic City, by consent, entered into the Supervision Act controls and 4 5 assistance provided through the state and has remained under supervision since that time. 6 As 7 you are all aware, the Municipal Stabilization and Recovery Act was signed into law in 2015 and 8 9 amended this year. 10 This law, commonly referred to MSRA, 11 empowered the state to move to move into Atlantic 12 City in other capacities. Each year, the 13 question arises as to whether we should continue 14 to run a Supervision Act in addition to the 15 Municipal Stabilization and Recovery Act within 16 the City of Atlantic City. 17 Now, I think it's important to kind 18 of note the discontinuations in the powers 19 granted under these two separate statutes. The 20 Supervision Act lays out particular financial 21 controls and gives us the ability to spread 22 debts, address certain aspects of minutes and to 23 determine certain debt service conditions that 24 are not expressly available under the MSRA. 25 There's no doubt that Atlantic City

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1 has made great strides in improving its fiscal 2 health, and the partnership the state has had 3 with the City of Atlantic City has contributed 4 greatly to the development of stronger 5 institutional protections or forms and financial 6 controls.

7 The impact of this has resulted in a 8 much more stable and economic development 9 friendly city for residents, tourists and 10 entrepreneurs alike. This year's budget for the 11 city has continued to advance stabilization 12 efforts that have been in place since, really the 13 state, not just the statutes began working with 14 the city in 2010 under the Supervision Act, and 15 then under the Stabilization Recovery Act in 16 2016.

These efforts have really begun to show some long term progress in terms of substantial increases in the past few years with both S&P and Moody's credit rating increases and improvements in the city's fiscal health overall, but the city does still face significant financial difficulties that qualify it for continued supervision under the Municipal Supervision Act. 1 One of the key distinctions between 2 the Municipal Stabilization Recovery Act and the 3 Supervision Act is that the Supervision Act is 4 more of a long term plan. It's a way of guiding 5 a municipality that has structural and underlying 6 operational concerns to a more successful future. 7 The Stabilization and Recovery Act

8 dealt with short term substantial increase in 9 rateables and all the other issues that created 10 truly a historically unprecedented situation in 11 the City of Atlantic City. The Stabilization Act 12 provides unusually broad powers, but it doesn't 13 have a lot of the specificity that the 14 Supervision Act itself has.

15 And a lot of the things providing, 16 such as comptroller, budget adoption through the 17 state, addressing the need for the spread of a 18 cash deficit over a period of time, which we did 19 utilize, are all provisions that we wouldn't 20 clearly have otherwise. So maintaining 21 supervision is imperative to making sure these 22 fundamental controls remains in place, and it 23 gives us a good framework as we exercise 24 Stabilization and Recovery Act powers to make 25 sure that the City of Atlantic City is

1 positioning itself, not just to get through the 2 crisis period, but to have a stable and long term 3 recovery.

The city and state know there is still much work to do and that requires the discreet powers and opportunities available to a municipality under the Stabilization and Recovery Act in conjunction with the Supervision Act. Therefore, it is my recommendation to this board that we continue to exercise authority under the Supervision Act in addition to the MSRA.

12 Should the board approve this 13 application, it would still need to go to the 14 State Treasurer and to the Attorney General for 15 their signatures before continuation would occur. 16 I also want to take a moment to recognize those 17 from the city who are here with us today. Mayor 18 Marty Small is with us, Business Administrator, 19 Anthony Swan and CFO, Toro Aboderin.

We have the mayor to thank for the excellent partnership that we currently have with the city, and he and his excellent team with him today for much of the city's success thus far, so I think it is only fitting that they are for this conversation today.

So through the chair, I would like 1 2 to give them the opportunity to make any comments 3 before answering any questions that the board may have about this application. So Mayor, Anthony 4 5 and Toro, if you have anything you'd like to add at this juncture, I turn it over to you. 6 7 (At which time those wishing to testify were sworn in.) 8 9 MS. SUAREZ: Mayor, the floor is 10 yours. 11 MR. SMALL: Yes. I wanted to go 12 first. Normally, I would let ladies go first, 13 but I'm in the airport in Atlanta, but it was 14 important for me to be on here. We've come a 15 long way, and it was in the city myself, but 16 looking back at it, as we enter into a new 17 chapter, you know, a lot of the elements have 18 worked. 19 We have a great partnership. We had 20 a meeting the other day to continue to 21 communicate on any issues. We knew from the 22 onset that we would not always agree with certain 23 things that the state does and vice versa, but we 24 can say that the state is vested in Atlantic 25 City.

It's put resources here. It shows 1 2 that it cares about Atlantic City, and I'm just 3 excited at this time to continue the partnership as we move forward to a brighter future. 4 5 MS. SUAREZ: Thank you, Mayor. Toro, and Anthony, I don't want to put you on the 6 7 spot, but if there is anything you guys want to 8 add, I give you that platform. 9 MR. SWAN: Good morning. This is 10 Anthony Swan. I just wanted to say that I echo 11 the mayor's sentiments. And it is important to 12 note that as we look at the changes in MSRA, it 13 is more critical than ever to watch over what's 14 going on fiscally with the city with regards to 15 the contracts and so forth. 16 We have some huge contracts coming 17 up that could affect, depending on how it shakes 18 out, the future fiscal of the city for three or 19 four years, depending on the term of the 20 contract. So having those tools at our disposal 21 is critical to maintain fiscal stability, so 22 thank you, Jacquelyn, I look forward to working 23 with you and your team on that. 24 MS. SUAREZ: Thank you, Anthony. 25 Same here.

MS. ABODERIN: And like Anthony and the mayor have just said, I've enjoyed working with the state. It's a great partnership and I echo everything that they've said. I don't have anything else to add. MS. SUAREZ: Thank you, Toro. Do

7 any members of the board have any questions for 8 us?

9 MR. MAPP: One question for you. 10 Based on all the work that it's done so far and 11 the progress that has been made, is there any 12 idea as to how long the state believes it will be 13 necessary for continued state involvement?

14 MS. SUAREZ: So I think that subject to a lot of details, rateables, some things that 15 16 are completely outside of both the state and 17 state's control. I do believe that we had 18 hopeful that we could can start stepping away at 19 the end of MSRA's continuation extension, so this 20 year, it was extended another, about four years, and we're hopeful that that's kind of the time 21 frame we're looking at. 22

I think we all agree that we'll need to evaluate that and continue to revaluate that during each budget cycle. What I can say is that

the city's budget has looked really good for the 1 2 last several years and I think the city and the 3 mayor have certainly surrounded themselves and made sure they brought on the professionals who 4 can continue the hard work effectively that has 5 been done over the last five, six, almost 6 7 sometimes up to 10 years and I this can they're poised to be there. 8

9 With what just happened with some of 10 the ARP funds and the COVID pandemic, I think 11 everybody is kind of reeling a little bit there 12 and seeing how it all shakes out with the 13 finances for all municipalities and Atlantic City 14 is not immune to that.

15 So to answer your question, we're 16 hopeful that there is an end in sight and it's in 17 a few years time and we will need to continually 18 evaluate that as we progress, but I will say the city is doing its darnedest to kind of look for 19 20 tax and rateable avenues that are not related 21 directly to casino and hotel industries and I 22 think therein lies the success for the city to 23 completely remove itself from state control. 24 Once we can stabilize those finances and find 25 other outlets, they will be well on their way,

and that foundation has already been laid. 1 2 MR. MAPP: Thank you. 3 MS. SUAREZ: Miss Rodriguez, did you have any other questions for us? 4 5 MR. MAPP: Are you looking for a 6 motion, Idida? 7 MS. RODRIGUEZ: I'm looking for a 8 motion. 9 MR. CLOSE: So moved. 10 MR. AVERY: Second. 11 MR. BENNETT: Miss Suarez is 12 recused. Mr. Mapp? 13 MR. MAPP: Yes. 14 MR. BENNETT: Mr. DiRocco? 15 MR. DIROCCO: Yes. 16 MR. BENNETT: Mr. Close? 17 MR. CLOSE: Yes. 18 MR. BENNETT: Mr. Avery? 19 MR. AVERY: Yes. 20 MR. BENNETT: Miss Rodriguez? 21 MS. RODRIGUEZ: Yes. 22 MR. BENNETT: Mr. Blee is recused. 23 And Mr. Light? 24 MR. LIGHT: Yes. 25 MR. BENNETT: Motion adopted.

Thank you. And thank 1 MS. SUAREZ: 2 you everybody from the city who was here, greatly 3 appreciate it. 4 MS. ABODERIN: Thank you. 5 MS. SUAREZ: So I think we'll go back to the beginning. I think the first 6 7 application that we had was Camden County Improvement Authority which is being heard on 8 consent for 44 million dollars in county 9 10 guaranteed revenue refunding bonds. 11 The refunding will realize 12 approximately 11 percent in savings before 13 factoring in the cost of issuance, which is well 14 above the three percent statutory threshold. But 15 for the county guarantee, this would have not 16 needed to come before the board at all, so 17 therefore, appearance has been waived and the 18 matter is being heard on consent. Do I have a 19 motion to approve? 20 MR. DIROCCO: Make that motion. 21 MR. BLEE: Second. 22 MR. BENNETT: Miss Suarez? 23 MS. SUAREZ: Yes. 24 MR. BENNETT: Mr. Mapp? 25 MR. MAPP: Yes.

MR. BENNETT: Mr. DiRocco? 1 2 MR. DIROCCO: Yes. 3 MR. BENNETT: Mr. Close? 4 MR. CLOSE: Yes. 5 MR. BENNETT: Mr. Avery? 6 MR. AVERY: Yes. 7 MR. BENNETT: Miss Rodriguez? Ι believe she is absent. Mr. Blee? 8 9 MR. BLEE: Yes. 10 MR. BENNETT: Mr. Light? MR. LIGHT: Yes. 11 12 MR. BENNETT: Motion adopted. 13 MS. SUAREZ: So the next applicant 14 appearing before the board today is Howell 15 Township Fire District Number 3. I believe we 16 have Miss Sendzik with us. 17 MS. SENDZIK: Good morning. How are 18 you? 19 MS. SUAREZ: Good. How are you? 20 You'll be presenting on behalf of the fire 21 district? 22 MS. SENDZIK: Yes. 23 MS. SUAREZ: Do we have everybody 24 here? Let's get anybody sworn in that needs to 25 be, and then I turn it over to you.

1 MS. SENDZIK: I'm just here today. 2 MS. SUAREZ: Nobody from the fire 3 district? 4 MS. SENDZIK: Nobody from the fire 5 district. 6 MS. SUAREZ: Okay. 7 MS. SENDZIK: The board is seeking 8 approval for financing apparatus for a 2022 9 aerial ladder enforcer and equipment to be used by the volunteer and career firefighters within 10 11 the district. They are trading in two pieces of 12 apparatus that are beyond their useful life. One 13 is 20 years old and one is 17 years old. 14 They're also, they've been fiscally 15 responsible in trying to save for future capital 16 outlay in the amount of \$300,000 and have 17 unrestricted fund balance of \$200,000 put towards 18 the purchase as well. The trade-ins are 19 \$210,000, so they would be financing 585,398 of 20 the one 1,295,398. 21 MS. SUAREZ: So if you would just 22 indulge me for a couple minutes. 23 MS. SENDZIK: Sure. 24 MS. SUAREZ: Now, I did see that in 25 the application, the retired apparatuses, I guess

the proceeds are going to be going towards the 1 procurement cost. Are you envisioning that being 2 3 lumped into the entire down payment? 4 MS. SENDZIK: Yes. The entire down 5 payment will be a total of \$710,000. 6 MS. SUAREZ: Okay. Did you guys 7 experience any difficulties getting bid packages? 8 MS. SENDZIK: We did. With the way, 9 with the lease adoption to finance, a lot of places don't want to do that, especially when it 10 11 comes to titling issues, so we had three bids 12 come back, all pretty close to each other. 13 One, we had to turn away because 14 there was a prepayment penalty in it. Our bids specifically asked for a repayment penalty 15 16 because it's an unfair advantage and over the 17 other bidders and it's considered a material 18 defect. 19 MS. SUAREZ: I was a little surprised. I did see that in the application. 20 Ι 21 was a little surprised they had thrown that into 22 their package. As far as the total votes for the 23 referendum, I think that was about 230. Is that 24 typically the average that the fire district 25 sees?

MS. SENDZIK: Yes, that's about 1 2 typical for the turn out. 3 MS. SUAREZ: Lastly, I think you already mentioned this the impact on the average 4 assessed home is about \$17? 5 6 MS. SENDZIK: Yes. We wanted to get 7 this in now. September 28th, across the board, all manufacturers, there's commodities increase, 8 9 so the price of the trucks are going up about 30 10 to \$40,000 after September 28th. That's why we 11 wanted to get in as quick as we could to save the 12 taxpayers \$33,000. 13 MS. SUAREZ: That makes total sense 14 to me. Thank you very much. Do any board 15 members have any additional questions or members 16 of the public? Hearing none, do we have a 17 motion? 18 MR. CLOSE: So moved. 19 MR. BLEE: Second. 20 MR. BENNETT: Miss Suarez? 21 MS. SUAREZ: Yes. 22 MR. BENNETT: Mr. Mapp? MR. MAPP: 23 Yes. 24 MR. BENNETT: Mr. DiRocco? 25 MR. DIROCCO: Yes.

MR. BENNETT: Mr. Close? 1 2 MR. CLOSE: Yes. 3 MR. BENNETT: Mr. Avery? 4 MR. AVERY: Yes. 5 MR. BENNETT: Miss Rodriguez? Mr. 6 Blee? 7 MR. BLEE: Yes. 8 MR. BENNETT: And Mr. Light? 9 MR. LIGHT: Yes. 10 MR. BENNETT: Motion approved. 11 MS. SUAREZ: Thank you very much. 12 MS. SENDZIK: Thank you. I 13 appreciate it. Have a good day. 14 MS. SUAREZ: The next applicant 15 appearing before the board today is Old Bridge 16 Township Fire District Number 1. Do we have Mr. 17 Braslow? 18 MR. BRASLOW: Yes, Director. I'm 19 here and we have Commissioner Don Mastro who is 20 available for testimony as needed. 21 (At which time those wishing to 22 testify were sworn in.) 23 MR. BRASLOW: Director, shall I 24 proceed? 25 MS. SUAREZ: Yes, please.

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1	MR. BRASLOW: Old Bridge Fire
2	District Number 1, on April 20th 2021 at the
3	annual fire district election, received voter
4	approval by a vote of 153 yes to 33 no to
5	purchase a rescue pumper fire truck and equipment
6	to be placed on the truck. The fire district
7	looked at a number of manufacturers.
8	It will be doing its purchase
9	through Sourcewell which is a national
10	cooperative program. The fire district will be
11	replacing a 1983 MAC pumper which it will sell in
12	accordance with statute. The district has
13	estimated that the hopeful return of money for
14	the sale of that truck is between 5,000 and
15	\$10,000.
16	The fire district, in terms of
17	seeking financing, sent out 14 bid packages, only
18	received two bids. The low bid was from
19	Municipal Asset Management resulting in an annual
20	payment of 85,428.60. And I note that the fire
21	district in this past year did retire any
22	outstanding debts, so it has no debt at this
23	time.
24	And if I may digress for a moment.
25	I know I've had these discussions with the board

1 before. I don't know if there's anything that 2 DCA or the Finance Board can help us with when it 3 comes to getting financing bids and quotes 4 because to echo what was said earlier, we have a 5 very limited number of vendors that are willing 6 to provide us with quotes.

7 So far we've managed to get an 8 extreme number of competitive quotes, but I think 9 the example here would be, we have a smaller fire 10 district. And unless you have certain very 11 competitive vendors, quote, which in this case, 12 they did not, we end up with what was a higher 13 interest rate than we had envisioned.

And again, I don't know if there's anything the Finance Board can do to help us, but a lot of the vendors will not give us quotes because of the size of the issue because, to hem, is too small or because of the size of the district which may be too insignificant for them 20 to provide the quote.

So if there's any discussion we could have going forward on that, I would truly appreciate it. The fire district has a median home value of \$279,500, and the resulting debt that's going to issue is going to result in a tax

increase .026 per hundred of assessed value and 1 2 an annual increase of \$72.67 for the average 3 assessed home. Those are all the particulars relative to the application. We'd be happy to 4 5 answer any questions. Thank you, Mr. Braslow. 6 MS. SUAREZ: 7 To address the issue with the bid packages, I 8 think we can certainly have a conversation about 9 that. I'm happy to set something up and we can bring in some of our procurement specialists and 10 11 we can have some broader conversations about what 12 the impediments look like and how we might be 13 able to break some of them down. 14 MR. BRASLOW: I would truly welcome 15 that. Should I reach out to your office, 16 Director, and see if we can have a Zoom call, a 17 meeting, whatever the case may be? I would love 18 to have that dialoque. 19 MS. SUAREZ: I think we can 20 certainly do that. And if you want to reach out 21 to Shire, in our office, Shire Hunt, she can set 22 something up. 23 MR. BRASLOW: I will do that. Thank 24 you very much. 25 MS. SUAREZ: You're welcome. So I

did see in the application, that this will be 1 2 replacing a 1983 MAC pumper. Are you guys 3 anticipating scrapping or selling that? 4 MR. BRASLOW: We're going to sell it 5 in accordance with the statute. And the district, because I know you've asked this before 6 7 and it was a legitimate question. The district 8 is guessing that the return would be 5,000 to 9 \$10,000 if they sold it and they are intending to 10 sell it and hopefully, if we get that as a 11 return, it will be reflected as such as 12 additional revenue to the district. 13 MS. SUAREZ: Okay. And then I know 14 you can't do any down payment this year? 15 MR. BRASLOW: We're totally aware of There will be none. 16 that. 17 MS. SUAREZ: And will there be 18 anything next year? 19 MR. BRASLOW: No. This is going to 20 be entire financing. The district will be 21 looking at its budget going forward to see what 22 it can do in terms of additional savings, but it 23 doesn't have a very significant surplus or 24 accumulation of capital funds so it's something 25 we're going to be working on.

1 MS. SUAREZ: Okay. And then lastly, 2 I did see, so about 186 votes were cast for this 3 referendum. Is that fairly indicative of what? 4 MR. BRASLOW: Director, it's a 5 little higher than usual. And just to kind of circle back, I know at the last meeting I'd like 6 7 to make this part of our dialogue also is whether 8 the April date makes more sense than February. 9 And I know we said we would have a 10 dialogue about that too because it does appear in 11 April that most of the districts did receive an 12 enhanced voter total compared to February. 13 MS. SUAREZ: Okay. Happy to add 14 that to the conversation. 15 MR. BRASLOW: Thank you. 16 MS. SUAREZ: Any board members or members of the public have any questions? 17 18 Hearing none, do we have a motion to approve? 19 MR. AVERY: So moved. 20 MR. DIROCCO: Second. 21 MR. BENNETT: Miss Suarez? 22 MS. SUAREZ: Yes. 23 MR. BENNETT: Mr. Mapp? 24 MR. MAPP: Yes. 25 MR. BENNETT: Mr. DiRocco?

MR. DIROCCO: Yes. 1 2 MR. BENNETT: Mr. Close? 3 MR. CLOSE: Yes. 4 MR. BENNETT: Mr. Avery? 5 MR. AVERY: Yes. 6 MR. BENNETT: Miss Rodriguez? Mr. 7 Blee? 8 MR. BLEE: Yes. 9 MR. BENNETT: Mr. Light? 10 MR. LIGHT: Yes. 11 MR. BENNETT: Motion approved. 12 MR. BRASLOW: Thank you, everyone. 13 Have a wonderful day. 14 MS. SUAREZ: You too. Next on the agenda is Ocean Township Fire District Number 1. 15 16 Do we have Mr. Jessup here? 17 MR. JESSUP: Good morning, Director. 18 Matt Jessup. I'm here. 19 MS. SUAREZ: Good morning. 20 MR. JESSUP: So Director, we should 21 also have Craig Flannigan who is the fire 22 district administrator, and Tom Reu, president of 23 the Board of Fire Commissioners and I believe Joe 24 Youssouf, fire district general counsel. 25 (At which time those wishing to

testify were sworn in.) 1 2 MS. SUAREZ: Mr. Jessup, I turn it 3 over to you. 4 MR. JESSUP: Thank you. Good 5 morning, everyone. This is an application, by the Township of Ocean Fire District Number 1 6 7 pursuant to N.J.S.A. 40A:5A-6 in connection with 8 a lease purchase financing and acquisition of a 9 Ferrara cinder heavy duty pumper truck. The cost 10 of the fire truck is \$735,846, and it's being 11 procured through the Houston Galveston Area 12 Counsel. 13 The fire district is making a 14 \$200,000 payment and will finance the balance 15 through a lease with First Hope Bank for a period 16 of five years at an interest rate of 1.188 17 percent. This converts to debt service of approximately \$111,000 per year. 18 The fire 19 district will absorb this payment into its budget 20 without any tax increase to the residents. 21 The fire district incidentally has 22 no other outstanding debt. The purchase of the 23 truck and the lease purchase financing were 24 approved by the voters at a referendum held on April 20th 2021. The vote was 88 in favor, 14 25

That's a total of 102 votes. against. 1 2 Director, to your question on the 3 last application, in 2014, there were 72 votes total on an \$850,000 fire truck referendum, so 4 5 we're trending up. There are approximately 15,900 registered voters within the fire district 6 7 service area. The outgoing fire truck is 21 8 years old and can no longer be kept in service 9 efficiently and cost effectively. 10 The fire district will sell the old 11 truck and anticipates a whole \$2,000 or so from 12 the sale of that truck which is based on 13 comparable sales from other fire districts. The 14 fire district does plan to apply any sales 15 proceeds towards the lease payment on the new 16 truck. With that, happy to answer any questions 17 you have. 18 MS. SUAREZ: Will that whole \$2,000, 19 will that be lumped into the \$200,000 down 20 payment or will that be on top of it? 21 MR. JESSUP: I believe that's in 22 addition to the \$200,000 down payment. 23 MS. SUAREZ: Okay. Did you guys 24 also have some difficulties with bid packages? 25 MR. YOUSSOUF: It was with HGAC,

Director, not constituting difficulties. We find that, quite frankly, the other districts I represent, it's a superior way to acquire this apparatus because in other districts that didn't use the cooperative purchasing arrangement, we were having severe trouble having bids.

7 MS. SUAREZ: I think that's going to 8 be part of the conversation and that's why I want 9 to loop in our purchasing agents on staff on that 10 conversation to see what would be better steps to 11 move forward with some of the districts that are 12 having the difficulties.

13 I was very surprised that one of the 14 bid packages that have came back, I think it was 15 Howell, I think it was PNC, had a clause in there 16 that was going to be a prepayment penalty. Ι 17 thought that was a little surprising. I don't 18 often come across that especially with packages 19 in New Jersey, but kudos to them for noticing it 20 before they went with them because they were the 21 lowest interest rate. Matt, what was going to be 22 the average impact on the average assessed home? 23 MR. JESSUP: Zero, Director. The 24 fire district is absorbing the \$111,000 in its 25 current budget without any tax increase.

MS. SUAREZ: So none at all? 1 2 MR. JESSUP: Correct. 3 MS. SUAREZ: Okay. And last question I have and I think I noted this. 4 Was 5 one of your fire commissioners did not file their FDS yet? 6 7 MR. JESSUP: I don't know, Director. 8 Normally we get an email from your office. Ιf that's the case, I don't remember seeing one of 9 10 those emails, but we can certainly follow up with the fire district and confirm whether or not 11 12 somebody is late. And if so, we'll hustle them 13 up to get them to file. 14 MS. SUAREZ: If you could. We can 15 follow up with that. I think I have the 16 commissioner's name, but I'd rather send it off 17 to you to verify that he's completed the FDS at 18 this juncture. 19 MR. JESSUP: If you send it to me, 20 we'll make sure we follow up with the fire 21 district right away. 22 MS. SUAREZ: Great. That's it for 23 my questions. I don't know if any members of the 24 public or the board have questions. Hearing 25 none, do we have a motion?

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1		MR. CLOSE: So moved.	
2		MR. MAPP: Second.	
3		MR. BENNETT: Miss Suarez?	
4		MS. SUAREZ: Yes.	
5		MR. BENNETT: Mr. Mapp?	
6		MR. MAPP: Yes.	
7		MR. BENNETT: Mr. DiRocco?	
8		MR. DIROCCO: Yes.	
9		MR. BENNETT: Mr. Close?	
10		MR. CLOSE: Yes.	
11		MR. BENNETT: Mr. Avery?	
12		MR. AVERY: Yes.	
13		MR. BENNETT: Miss Rodriguez is	
14	absent. Mr.	Blee?	
15		MR. BLEE: Yes.	
16		MR. BENNETT: And Mr. Light?	
17		MR. LIGHT: Yes.	
18		MR. BENNETT: Motion approved.	
19		MR. JESSUP: Thank you, Director.	
20	Appreciate it.		
21		MS. SUAREZ: Next applicant is	
22	Trenton. Do	we have Mr. Johnson?	
23		MR. JOHNSON: Good morning. This is	
24	Everett Johnson. How are you?		
25		MS. SUAREZ: Good morning. I'm	

well. How are you? 1 2 MR. JOHNSON: I know I have Director 3 Ronald Zilinski. 4 MR. ZILINSKI: Yes, you do. 5 I'm not sure if the MR. JOHNSON: 6 mayor is on as well? 7 MR. ZILINSKI: No. 8 MR. JOHNSON: I'm not sure if anyone 9 else from the city is on. I don't need anyone else, if they're not. I think myself and Ron are 10 11 sufficient for this application. 12 (At which time those wishing to testify were sworn in.) 13 14 MR. JOHNSON: This application, it's 15 not an application, really more of a renewal of a prior approval. It's pretty straight forward. 16 17 On April 2020, the city submitted an application 18 to this board for approval to issue not to exceed \$13,250,000 of water utility funding bonds to 19 20 refund the callable portion of bonds that were issued in 2012. 21 22 Refunded bonds are in conformity 23 with the New Jersey Administrative Code of 24 5:30-2.5. However, the city sought the approval 25 of the Finance Board for purposes issuing

refunding bonds as qualified bonds under the
 Municipal Qualified Bond Act.

At the time the city submitted the application last year. That present value savings was projected to be about \$370,000. A little above three percent present value savings, but due to fluctuating interest rate environment at the time, the city was unable to complete the prefunding within a one year approval period.

10 The city seeks now to an extension 11 of Local Finance Board approval to issue bonds as 12 refunding bonds from last year. Just as an 13 update in terms of where we are right now 14 economically, the current refunding is estimated 15 to produce net present value savings of about 1.6 million dollars, which is about 1.2 million 16 17 dollars more than last year.

18 It equates to about 13 percent net 19 present value savings. The increase is 20 permanently due to the fact the way the extra 21 years allow the city to issue refunding bonds on 22 the current basis, and that's tax exempt bonds. 23 Last year the bonds were taxable bonds so the 24 extra year allowed the city to get a point to where they receive a substantial more savings now 25

than they would have had they gone for last year. 1 2 The city already adopted the 3 refunding bond ordinance after receiving the board last year, so all we're doing right now is 4 5 merely requesting that this board reapprove the refunding that's been approved in 2020 at today's 6 7 meeting and that is pretty much it. If you have 8 any questions, please let us know. 9 MS. SUAREZ: Thank you, Mr. Johnson. 10 No, I think that pretty much answered all of my 11 questions. I was curious to hear the final 12 numbers on the savings and the percentage. Ιt 13 really worked in Trenton's favor to wait an extra 14 year. 15 And as far as doing this with QBA, 16 do you have any idea as to what percentage that 17 increases their, I guess ability to go to market 18 for additional QBA. I wasn't sure where they sat 19 on maxing out their QBA? 20 MR. JOHNSON: I don't have that 21 information available in front of me because when 22 we drafted this recent letter, we didn't send a 23 whole application. We do that, we normally have 24 an analysis and revenues and that service wouldn't do that for this particular submission, 25

1 so I don't have that information in front of me, 2 but I would be happy to obtain that from the 3 financial advisor.

4 MS. SUAREZ: That would be great. Ι 5 would like to see it because I think it's a good 6 little story for the city to free up some QBA. Ι 7 do not have any additional questions. I also 8 wanted to note to, I'm glad that I saw the 9 transition year budget was introduced by council 10 and voted on in the affirmative, so I'm happy to 11 see that and looking forward to getting that 12 across the finish line.

I know Mr. Zilinski was here. I did kee Chief of Staff Liston. If he wanted to add anything, we would have to get him sworn in first, but I leave it up to the city if they wanted to add anything. Otherwise, I think we an ask for questions? MR. ZILINSKI: I think we're good.

20 MS. SUAREZ: So any members of the 21 board or public have any questions? Hearing 22 none, do we have a motion?

23 MR. MAPP: Motion to approve.
24 MR. LIGHT: I'll second it.
25 MR. BENNETT: Miss Suarez?

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MS. SUAREZ: Yes. 1 2 MR. BENNETT: Mr. Mapp? 3 MR. MAPP: Yes. 4 MR. BENNETT: Mr. DiRocco? 5 MR. DIROCCO: Yes. MR. BENNETT: Mr. Close? 6 7 MR. CLOSE: Yes. 8 MR. BENNETT: Mr. Avery? 9 MR. AVERY: Yes. 10 MR. BENNETT: Miss Rodriguez is Mr. Blee? 11 absent. 12 MR. BLEE: Yes. 13 MR. BENNETT: And Mr. Light? 14 MR. LIGHT: Yes. MR. BENNETT: Motion approved. 15 16 MR. JOHNSON: Thank you. 17 MS. SUAREZ: Thanks all. Moving on 18 to the Elizabeth City Parking Authority. I did 19 see Mr. Nissan earlier today. I want to make 20 sure we have everybody here from your group here. We're a little ahead of schedule. 21 22 MR. NISSEN: Good morning, Director. 23 Can you hear me? 24 MS. SUAREZ: I can. 25 MR. NISSEN: Good morning. I do

have some announcements and then we can do the 1 2 swear in. Peter Nissen, Acacia Financial, 3 financial advisor to the Elizabeth Parking Authority. Joining us from the Parking Authority 4 5 is Carla Mazza, executive director, and John Moriarty, the general counsel to the authority. 6 7 Joining us from bond counsel to the authority is Leah Sandbank and Chris Langhart. 8 9 And I believe joining us from the City of Elizabeth is Tony Zengaro, the chief financial 10 11 officer, and those are the parties that I will 12 expect to be providing testimony. 13 (At which time those wishing to 14 testify were sworn in.) 15 Mr. Nissen, I turn it MS. SUAREZ: 16 over to you. 17 MR. NISSEN: Great. Good morning to 18 the members. The Elizabeth Parking Authority is 19 before the Local Finance Board seeking positive 20 findings with respect to a refunding in an amount 21 not to exceed 17 million dollars under N.J.S.A. 22 40A5A-6. 23 So there's a bit of a story to this. 24 I will go through it in some depth, but 25 certainly, Director or any members, please ask

1 any questions that arises as I'm going through 2 this. The Parking Authority operates all the 3 parking activities within the City of Elizabeth. 4 That includes on street meter parking, parking 5 lots, paid parking lots and also paid parking 6 garages.

As you might expect, not dissimilar 8 to other parking authorities, the Elizabeth 9 Parking Authority has been significantly impacted 10 by COVID. For a little bit of context, the 11 magnitude of cash receipts for the Parking 12 Authority has declined by approximately a million 13 and-a-half dollars from 2019, the last year pre 14 COVID to 2020.

Revenues are still declined this reduced from pre COVID era. They're not as significantly impacted as they were at the outset of COVID in March, April and May of last year. They are rebounding, but they are not and they do not project to be back to 2019 levels this year.

The Parking Authority has received assistance for these shortfalls to date from the City of Elizabeth, and we expect that to continue in 2021. So with that as the back drop, I'll go 1 through the outstanding debt of the authority and 2 the additional entity that is the corporation in 3 question here which I will describe in just a 4 moment.

5 So there are essentially two families of debt under the Parking Authority. 6 7 There is debt that is directly an obligation 8 under the Parking Authority itself. There are 9 two outstanding bond issues under its general bond revenue issue. Total amount outstanding is 10 about 5 million between those two issuances and 11 12 there is sewer bond issuances.

13 There are four outstanding bond 14 issues under the corporation called the Pace 15 Qalicb, which I will describe in a moment which 16 is what we're here to describe today. In 2009, 17 the Parking Authority, in collaboration with the 18 City of Elizabeth and the County of Union 19 endeavored to construct a significant, the 20 largest size parking garage that now exists in 21 the City of Elizabeth, accommodates over 1500 22 parking spaces in a six story garage as well as 23 an adjoining and accompanying retail facility 24 with the intention of leasing out that space on a 25 commercial basis.

In doing the initial financing back in 2019, the city and the county and the Parking Authority endeavored to improve the efficiency of the financing by utilizing new market tax credits. Under this fairly complicated structure, tax credits would be created that would be sold.

8 The proceeds of which would -- to 9 the Parking Authority of significant value 10 between four and five million dollars. This 11 structure required the issuance of bonds that 12 needed to be outstanding for at least seven years 13 in order for the purchaser of the tax credits to 14 receive their full benefits under the tax cod 15 code.

16 In 2009, the new market tax code 17 bonds were issued and were known to need to be 18 outstanding for at least seven years. The 19 structure required the creation of a non for 20 profit entity that could not be served by the 21 Parking Authority, specifically, the acronym is 22 called and the term is qualified active low 23 income community business.

24 So the authority created a Qalicb 25 named Pace Paces Parking Authority, City of

1 Elizabeth, Qalicb. And such entity was the 2 issuer of the 2009 new market credit bonds. In 3 2010, subsequent series of bonds was issued by 4 the Pace Qalicb in order to complete the 5 financing costs of the parking garage that I 6 described a moment ago.

7 This particular issuance was a more 8 traditional fixed rate structure. A significant 9 portion of it was issued as recovery zone 10 economic development bonds, sometimes commonly 11 known as super BABs because they're entitled to a 12 45 percent credit or subsidy from the federal 13 government which offsets the cost of the debt 14 service.

15 In 2018 and in 2020, Pace Qalicb 16 issued two additional series of bonds in an 17 aggregate par amount of about 4 million dollars 18 for the purpose of providing funds to do the fit 19 out work for the retail facility that adjoins the 20 parking garage in question in the adjacent. That 21 space, those three floors in that adjacent retail 22 facility have now been leased out to the state of 23 New Jersey.

24The second and third floor25represents public defender's office and

1 courtrooms. And the first floor represents now a
2 new retail division of motor vehicles or DMV
3 retail site where entities can go and renew their
4 licenses. That facility is expected to open to
5 the public within a month or two for context.
6 So the reason we're here before you

7 is because the recovery zone economic development 8 bonds in part in an amount outstanding of 13 9 million that were issued in 2010 are now 10 currently callable and can be refunded for 11 savings. The magnitude of savings, even 12 considering the effected subsidy, is quite 13 significant.

14 We anticipate we could refund those 15 for present value savings of about 2.1 million 16 dollars which represents 16 percent of the bonds 17 being refunded. It's a significant high to low 18 Additionally, if we were to refund all savings. 19 other outstanding bond issues of Pace, which 20 includes a small series that was adjoining the 21 2010 recovery zone economic development bonds 22 plus the two bonds that were used for the fit out work issued in 2018 and 2020, we could be in a 23 24 position that there would be no outstanding debt 25 under the Pace Qalicb and we could dissolve the

1 corporation.

2	Again, the corporation was created
3	in 2009 to allow us to utilize the new market
4	credit bonds. It has served its purpose because
5	such bonds have been retired in full back in
6	2016. So we are seeking positive findings with a
7	request to do a refunding of the 2010 C bonds or
8	savings of about 2.1 million dollars with 16
9	percent PV savings, plus the authority, to refund
10	the additional three smaller series of bonds
11	which will come at come cost, about \$100,000 in
12	aggregate to refund the three series.
13	It would be the expectation to
14	refund all of these bonds under the parking
15	authority's existing revenue bond indenture. And
16	as such, all of the debt of the authority would
17	then reside under the Parking Authority. There
18	would be no outstanding debt under the Pace, and
19	we could, and we intend to, dissolve Pace.
20	Pace itself is essentially just a
21	shell corporation. It has no functional, it has
~ ~	
22	no operating mechanisms. All of the operations
23	no operating mechanisms. All of the operations

In 2019 and in 2020, Pace
encountered, on an explicit basis, roughly
\$50,000 a year of expenses attributable to
accounting costs, auditing costs, bond trustee
fees and some insurance costs. Were we to
dissolve Pace, we could avoid these expenses in
the years going forward.

8 And in the absence of us dissolving 9 it, Pace will need to exist for the next 20 10 years. So while there is some expense associated 11 with refunding and defeasing these three smaller 12 series of bonds, again, about 100,000 costs in 13 total for those three series, we could expect we 14 could avoid about \$50,000 a year for the next 20 years which is worth about a million dollars of 15 16 present value, slightly less than that.

17 So there's actually a value to us in 18 doing that as well as it being less of a burden 19 on the Parking Authority to maintain two sets of books and other activities associated with 20 21 maintaining Pace Qalicb. So that, in a nutshell, 22 is the reason for the request to include the 23 additional Pace bonds to be refunded all of which 24 would then be refunded by the Parking Authority. 25 I will gladly stop, and I and the

authority and bond counsel are happy to answer 1 2 any questions that the board may have. 3 MS. SUAREZ: Thank you for that. Ι 4 think that was pretty encompassing and I do want 5 to kind of flag for the board members as well that I did meet with the Elizabeth Parking 6 7 Authority in advance of the meeting just to kind 8 of go over this because it is a slightly 9 different structure than what we're typically seeing, as far as I'm concerned, it resembles 10 11 more of a refunding, right, than anything else. 12 If you could just walk us through, 13 so I looked through the application, I looked 14 through what the different levels of savings or 15 some of them would be negative savings for some 16 of the bonds. Is the net savings to be realized 17 here, is that around the 11 percent mark? 18 No, I think 11 percent MR. NISSEN: 19 is probably right. The refunding of the 2010 C 20 bonds is worth about 2.1 million PV. The 21 aggregate PV loss for refunding the other three 22 bond issuances is in total about 100,000, so the 23 total value still doing refunding in a whole 24 would still be about 2 million dollars. 25 And I guess that the percentage on

that when you encompass the additional bonds 1 2 being refunded, the 16 percent should fall both 3 as a function of the PV savings going down and also as a function a higher amount of bonds being 4 5 refunded. Yes, between 11 and 12 percent in total when considering all of the bonds. 6 7 MS. SUAREZ: Okay. And then I know 8 we asked a follow up question about this. If you 9 could walk through the board members on this. Ι 10 think this shows just how much of a, quote 11 unquote, shell this truly was. 12 All of the different bond issuances 13 were secured by various subsidies or payments. And if they weren't sufficient to cover the 14 Parking Authority was still kind of on the hook 15 for those, correct? 16 17 MR. NISSEN: That is correct. So 18 first, as I neglected to mention, all of the 19 outstanding bond issues of the Parking Authority 20 and all of the outstanding bond issues of Pace, 21 are all guaranteed by the City of Elizabeth. Ιt 22 is the expectation that the refunding bonds would 23 also be guaranteed by the City of Elizabeth, but 24 it's important to recognize that from a holistic basis, looking at this in totality, it produces 25

gross and present value savings in totality. 1 2 And therefore, the exposure to the 3 city also is going down. With respect to the Pace bond issues themselves, the 2010 bonds 4 5 effectively receive a revenue stream, one, from the federal subsidy payments which is about 6 \$400,000 a year. 7 8 And two, receive payments from a 9 long term parking agreement to provide 600 spaces 10 per year on an ongoing 24 hours a day for the 11 Union County College, which is virtually adjacent 12 to the parking garage. 13 Those two revenue streams are 14 pledged to the Pace bonds. Additionally, now, 15 that both the second and third floor and the 16 first floor of the retail spaces are leased and 17 now, within a month of being fully occupied, the 18 Parking Authority is receiving rental payments, 19 and will continue to receive rental payments for 20 the leasing of those two rental spaces. 21 And in the event that these revenue 22 streams are not sufficient to provide for the 23 debt service on the Pace bonds, there is an 24 operating and management agreement and accompanying operating fee schedule that provides 25

1 that any shortfalls that they exist between the 2 debt service on the Pace bonds and the amounts 3 that are provided from those other sources are an 4 obligation of the Parking Authority.

5 So in effect, the Parking Authority is standing behind Pace to make sure that the 6 7 debt service is paid. And then the city is 8 standing behind the Parking Authority with 9 respect to the all of the bonds vis-a-vis the 10 city guarantees. So when this is completed, the 11 federal subsidy payments will go away as a 12 function of refunding.

13 But the other revenue streams will 14 simply continue to exist to the benefit of the 15 Parking Authority, the agreement with the Union 16 County College and the lease rental agreements, 17 the rental space payments from the State of New 18 Jersey for the retail space. Those will all 19 continue and serve to the benefit of the Parking 20 Authority.

MS. SUAREZ: I know that was certainly important for me to understand the back stop there, so it's not as if the Parking Authority or the city are putting themselves in any worse of a position to have to carry that

burden should anything default or the revenues 1 2 not be there and so it was very important for me 3 to understand that that's true, that structure hasn't changed at all, that the Parking Authority 4 5 and then the city were always on the hook anyway. 6 MR. NISSEN: That is correct. 7 MS. SUAREZ: Thanks for clarifying 8 that. I do not have any additional questions, so 9 I open it up to the board members and any members 10 of the public who would like to ask any 11 additional questions. Hearing none, do we have a 12 motion? 13 MR. CLOSE: So moved. 14 MR. MAPP: Second. 15 MR. BENNETT: Miss Suarez? MS. SUAREZ: Yes. 16 17 MR. BENNETT: Mr. Mapp? 18 MR. MAPP: Yes. 19 MR. BENNETT: Mr. DiRocco? 20 MR. DIROCCO: Yes. 21 Mr. Close? MR. BENNETT: 22 MR. CLOSE: Yes. And excellent 23 presentation by the way. 24 MR. BENNETT: Mr. Avery? 25 MR. AVERY: Yes.

1 MR. BENNETT: Miss Rodriguez? Mr. 2 Blee? 3 MR. BLEE: Yes. 4 MR. BENNETT: Mr. Light? 5 MR. LIGHT: Yes. BENNETT: Motion approved. 6 MR. 7 MS. SUAREZ: I wish you luck. 8 MR. NISSEN: Thank you very much. 9 MS. SUAREZ: The final item on the 10 agenda today is Asbury Park. 11 MR. CANTALUPO: Good afternoon, 12 Director. 13 MS. SUAREZ: Good afternoon, Mr. 14 Cantalupo. How are you? 15 MR. CANTALUPO: All right. How are 16 you. 17 MS. SUAREZ: Doing okay on this 18 Do we have everybody here? Anybody rainy day. 19 here we need to get sworn in? 20 MR. CANTALUPO: Yes, we do, 21 Director. Want me to go through the list of folks that I believe are on? I can't see 22 23 everybody, but I'll go through, introduce 24 everyone and then we'll start with our 25 presentation as directed by you. So first off we

have Mayor John Moor should be on the call; city 1 2 manager, Donna Vieiro; city CFO, JoAnn Boos; 3 redevelopment attorney, Joseph Maraziti; municipal advisor, Jennifer Edwards. 4 5 We have the redeveloper, iStar, on the phone, Brian Cheripka; the redeveloper's bond 6 counsel's, Steve Pearlman; redeveloper bond 7 8 counsel, Deborah Verderame and the redeveloper's 9 redevelopment counsel, Jennifer Phillips Smith. 10 I believe that's it. I think I covered 11 everybody. 12 If anybody else is on that I didn't 13 mention, perhaps you can state your name. Seeing 14 none, I believe that's it and we can swear everybody in, Director. 15 16 (At which time those wishing to 17 testify were sworn in.) 18 MR. CANTALUPO: Can I proceed? 19 MS. SUAREZ: Please. 20 MR. CANTALUPO: Thank you. 21 Director, this is John Cantalupo here, bond 22 counsel to the City of Asbury Park. We are here 23 with another exciting project for Asbury Park. 24 This is the seventh in line of six projects that 25 clearly proceeded this as part of the city's

1 Renaissance.

2	Before I get into those prior				
3	projects and the success we've had with them, I				
4	would like to describe the legal requirements				
5	that we're requesting from the board. So we are				
6	respectfully requesting approvals from the Local				
7	Finance Board pursuant to N.J.S.A.				
8	40A:12A-29(a)(3) and N.J.S.A. 40A:12A-67g with				
9	respect to the proposed issuance of non recourse				
10	to the city Redevelopment Area Bonds in the				
11	aggregate amount not to exceed one million				
12	dollars.				
13	These bonds are secured solely by a				
14	portion of the special assessments that are being				
	portion of the special assessments that are being paid in connection with this project and they are				
15					
15 16	paid in connection with this project and they are				
15 16 17	paid in connection with this project and they are not a general obligation of the city. Again,				
15 16 17 18	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated				
15 16 17 18	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated before, this is another exciting project being				
15 16 17 18 19 20	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated before, this is another exciting project being brought forth in Asbury Park.				
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15 16 17 18 19 20 21 22	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated before, this is another exciting project being brought forth in Asbury Park. It's the seventh in line of a redevelopment project where we have issued RABs				
15 16 17 18 19 20 21 22 23	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated before, this is another exciting project being brought forth in Asbury Park. It's the seventh in line of a redevelopment project where we have issued RABs for waterfront public improvements. The prior				
15 16 17 18 19 20 21 22 23 24	paid in connection with this project and they are not a general obligation of the city. Again, these are non recourse to the city. As I stated before, this is another exciting project being brought forth in Asbury Park. It's the seventh in line of a redevelopment project where we have issued RABs for waterfront public improvements. The prior projects were the Vye project in 2013 where we				

1 the for sale residential housing.

2 The Asbury Hotel in 2016, which is a 3 hotel, the 1101 Ocean Avenue in Asbury Park, again, another project in 2016 that comprised a 4 5 small boutique hotel, retail space, residential 6 housing as well as parking for Asbury Park. And 7 this past year in 2021, we undertook an 8 additional project for Asbury Triangle for sale 9 residential housing.

10 This is the seventh in line of 11 project and this is the first time that we've 12 come forth with a rental project, a residential 13 rental project. This project is a mixed use 14 project that's going to take vacant land in the 15 City of Asbury Park and create 206 residential 16 rental apartments, 4600 square feet of retail 17 space, enclosed parking facilities as well as 20 18 residential rental town home units at this 19 location.

The location is just west of the 1101 Ocean Club in Asbury Park, so it's near the 22 boardwalk area. And of course all of these 23 projects are in the waterfront redevelopment 24 area. Let me go a little bit further into the 25 legal structure of this transaction. The project

is secured by special assessments on this 1 2 residential rental project. And those monies will come in and be 3 paid for and secure the payment of the bonds. 4 5 Again, these are non recourse to the city. And we're going to pledge a portion of those special 6 7 assessments again to these bonds. 8 Right now, what I'd like to do is turn this over to Jennifer Edwards who will give 9 you the financial structure of the bonds. She is 10 11 the municipal advisor from to the city from 12 Acacia Financial. 13 MS. EDWARDS: Good morning. The 14 city will by entering into two agreements. 15 Financial agreement which provides for the 16 unpledged portion of PILOT which is currently 17 it's structured to be equal to the greater of 18 9.86 percent of the annual gross revenues for the 19 minimum values that are supplied in the 20 agreement. 21 The minimum amounts over the 30 year 22 period of the unpledged portion to the city are 23 over 21.2 million over a 30 year period. Ιn 24 addition, as John mentioned, there is a special assessment agreement which will be entered into 25

to secure the non recourse Redevelopment Area 1 2 Bonds. 3 Those bonds will be structured with over a 30 year period to be a level annual debt 4 5 service less than or equal to the special 6 assessment payment which is, approximately, 7 \$75,000. 8 In addition, I wanted to mention 9 that the bonds are also structured to include 10 capitalized interest over the construction period 11 and also to allow for some time for the special 12 assessments to gear up and be collected in full 13 before the full payments are made. 14 As I believe John also mentioned, 15 the RABs are non recourse. If the special 16 assessments are not collected, the developer will 17 be responsible for making the payment in full on 18 those RABs. 19 MR. CANTALUPO: At this time, 20 Director, what I'd like to do is turn this over 21 to the redeveloper, Brian Cheripka, who will 22 discuss the project and the need for a 23 residential rental component to their portfolio 24 of their six prior projects they've constructed 25 in the city. Brian?

1 MR. CHERIPKA: Thank you. Good 2 morning, John. Can you hear me okay? 3 MR. CANTALUPO: Yes, we can hear you 4 great. 5 MR. CHERIPKA: Good morning, Thank you for the time. Very briefly, 6 Director. 7 as John mentioned, this project is a large scale 8 rental redevelopment project in the waterfront. 9 IStar has been redeveloping this area for about 10 the last 10 years that we were the larger 11 redevelopment has been ongoing for several 12 decades, but since this program has been put in 13 place, as John went through, you can see the 14 success in part as a result of this program. 15 It has helped us facilitate the 16 installation of more than approximately 30 17 million dollars of infrastructure to date and 18 really it allows us to bring in the subsequent 19 developers to build these projects. So from a 20 product diversity standpoint, we believe the 21 addition of multi family rentals will allow us to accelerate additional condominium redevelopment, 22 23 redevelopment of town homes on vacant lands. 24 So I think that's the biggest 25 benefit to the successful redevelopment of Asbury

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Park is that we are creating tax revenue that the 1 2 city can then use for other parts of the 3 community. This program has been successful to These bonds are structured in the same 4 date. 5 manner that the prior bonds were structured. 6 And so, you know, this is a project 7 that iStar is developing similar to Asbury Ocean 8 Club, Asbury, Asbury Lanes and the other ones that John had mentioned. We believe that rentals 9 will ultimately make up about 25 percent to 30 10 11 percent of the overall build out across the 12 waterfront. 13 So as I sit here today, we own about 14 35 acres of property. About 70 percent of the 15 developable property in the water front zoning 16 allows 3,164 units. We believe at full build out 17 the waterfront will be closer to 2500. And then 18 therefore, the rentals at 25 to 20 percent 19 provide a healthy mix of product diversity that 20 allows us to bring new residents into the 21 community, eventually move up to for sale housing 22 product and really accelerate the remaining 23 redevelopment. 24 I think that's what we're trying to 25 do. So this rental project is extremely

important, although it's a small bond relative to 1 2 some of the bonds issued in the past, it's 3 important because every dollar helps and goes towards the reimbursement or the cost associated 4 5 with putting in the infrastructure and we still have about another 30 million dollars of 6 7 infrastructure to go. So I think that's it, 8 unless anyone has any questions, that's a brief 9 overview of this project.

10 MR. CANTALUPO: Director, before we 11 conclude, I want to make note that the bonds will 12 be sold typically via a private placement where 13 an affiliate of the master redeveloper, iStar, 14 will initially purchase the bonds with the hope 15 that at some point once things happen they can 16 resell them in the marketplace. Currently right now, the master redeveloper would purchase them 17 18 in a private placement.

Other than that, that concludes our presentation, and we respectfully request that the board give us positive findings pursuant to zz statutes that I had noted earlier in my presentation. We're happy now to entertain any questions, Director.

25

MS. SUAREZ: Thank you very much. I

do have a few. The first one might be best for 1 2 Mr. Cheripka. Just overall, so is this project feasible without the RAB? 3 4 MR. CHERIPKA: No. You know, all 5 these projects, you know, this RAB, we cannot build the rental project, and that's why we're 6 7 here seeking your approval today. 8 MS. SUAREZ: And then, so I don't 9 know if, Mr. Cantalupo or Miss Edwards, as far as the rates on the bonds, in the application, I 10 11 thought they were somewhere around seven to nine 12 percent. I guess, could you walk me through why 13 that's not high in the current environment? 14 MR. CANTALUPO: Jennifer? 15 MS. EDWARDS: Sure. All the 16 previous non recourse RABs, I mean, this is being 17 sold as a non rated, non investment grade paper, 18 so all of the previous RABs have been priced anywhere between 400 to 600 basis points over the 19 20 20 year MMD, so currently this is structured at 21 that same level. 22 The AP Triangle bonds were also sold 23 at a seven percent interest rate which was 24 earlier this year, so we're anticipating that, 25 depending on where MMD comes out, the 30 year MMD

comes out by November, that will be roughly in 1 2 the same ball park as the other RABs and they'll 3 be priced similarly. 4 MS. SUAREZ: Okay. So it kind of 5 runs closely, or it's comparable I quess to some of the earlier phases of the project? 6 7 MS. EDWARDS: That's correct. And 8 we would compare them to the different types of 9 projects and see where those were priced in 10 accordance with MMD and we try to keep them 11 around the same amount. 12 MS. SUAREZ: And then as far as I 13 quess just future phases of this project, I know 14 there's been several, do we envision how many 15 future phases are contemplated and is there kind 16 of like a projection of when we may see you all 17 before the LFB again in contemplation of them? 18 MR. CANTALUPO: I was going to ask 19 Brian if he wanted to handle that in terms of 20 what they would be coming forth with. I know 21 this is the first with the residential rental and 22 I know there are several approvals that we have 23 for the for sale housing that are issued pursuant 24 to the shelf approval that we have, Director, 25 that have been given previously. But I'll let

Brian elaborate on what he may have coming forth 1 2 in the waterfront area. 3 MR. CHERIPKA: Steve, did you want 4 to say something first? 5 Before you get MR. PEARLMAN: Yeah. into the specifics, I wanted to put a box around 6 7 it for the board. This program grew out of a 8 agreement between the town and the master 9 developer regarding how they were going to deal 10 with all of the infrastructure in the town. 11 Brian mentioned there had been several prior 12 attempts in the town that had failed. 13 This went to arbitration and the 14 arbitrator said basically work it out and that's 15 how this program came about. So the goal of the program and the bonds all go back to that 16 17 arbitration which is all about building out the 18 entirety of the infrastructure in the waterfront 19 area. 20 Back then, Brian, I think the number 21 was maybe 80 million or something of that, I 22 think when we would went to the program, you had 23 already put in 20 million, so we had shelf 24 approval for 59 million. So you had mentioned 25 earlier, Brian, on this call, you thought there

was about 30 million left, so that's the context 1 2 of where these come from. And then, Brian, I**'**11 3 defer to you on specific projects. 4 MR. CHERIPKA: Sure. And I 5 probably, as you mentioned, Steve, under the 6 shelf, by taking -- the waterfront, when it was 7 originally created back in the 1980's and then 8 amended in 2002 or reinstated in 2002, it always 9 envisioned, you know -- it was always sort of 10 thought of as one large project. 11 As we think about the future, we see 12 two additional large scale rentals similar to 13 this to get us to the 25 percent in terms of 14 product. And then on the for sale side, there 15 are probably about another 18 projects to go. As you look at the large quantities of vacant land, 16 17 if you come to Asbury Park today, you'd still see 18 a tremendous surface parking lots. 19 The intent is to take all those 20 surface parking lots and develop them out to get 21 to around 2500 unit number and take that vacant 22 land. So we think it's about 20 projects. Ι 23 mentioned earlier about 30 million dollars of 24 infrastructure. It's actually 27 million dollars 25 of hard costs and a couple million dollars of

cost of issuance that has already been done and 1 2 put in place since this program was created. 3 Of that, there's still about 16 to 4 17 million that has not been reimbursed, so this 5 is a situation where iStar forwarded advanced 6 capital. We put the infrastructure in. Α 7 perfect example is the 8 million dollar boardwalk 8 that was installed on the north end, so 9 residents, visitors, everyone that comes to the park sees a brand new boardwalk. 10 11 That eight million dollar project in 12 costs is yet to be taken care of and so that 13 capital was deployed by iStar and would be paid 14 back by bonds as future projects are created. So 15 that's why we need the projects to get approved 16 and obviously go through the municipal land use 17 process or development process for approval. 18 But as those projects are approved 19 and construction, the taxes come on-line, then 20 those special assessments kick in and then the 21 infrastructure that we've already forwarded 22 against the capital, so it all really works 23 together which is why we ask for small bonds, 24 some of our bonds are larger. 25 But we are forwarding to committing

the capital as we go to facilitate the 1 2 redevelopment and make the waterfront successful, 3 so hopefully that explains it. As far as the projects will move, you'll see us back here or 4 5 asking for approval under that shelf. MS. SUAREZ: Understood. 6 And so I 7 know that these are going to be market rate 8 apartments and I know we had a conversation about 9 what that looks like and why and of course it's 10 right there on the waterfront so it makes sense. 11 And I know that Asbury Park has 12 been, and I think to a great extent to iStar as 13 well in looking towards what that means for 14 affordable housing in Asbury Park and making sure there's something done in that vein for every so 15 16 number of market rate apartments that come in. 17 Can we just walk through a little 18 bit of what is being done there and how, I guess, 19 what the developer has done thus far. And then 20 I'd like to turn it over to the city to have that 21 conversation about what they're doing with the 22 funds and how their envisioning using some of 23 this money. 24 John, do you MR. CHERIPKA: Sure. 25 want me to answer that question? Director, do

1 you want me to answer it first?

2 MR. CANTALUPO: Yeah. Because I 3 think the question was directed to you with 4 respect to iStar and I think she would like the 5 city, I know Donna is on the phone and the mayor 6 and perhaps we can have a discussion about that 7 as well, but go ahead, Brian.

8 MR. CHERIPKA: Perfect. Thank you. 9 With respect to affordable housing, existing 10 agreements with the city, and when iStar assumed 11 the role of master developer in 2002 waterfront 12 redevelopment agreement was in place already, the 13 redeveloper agreement with the city.

14 Under that agreement, we are 15 required to make contributions to the city, to 16 the governing body for affordable housing. Those 17 payments are triggered, as the waterfront 18 redevelops and we hit certain permit milestones, 19 certain building permits are issued, I think it 20 was like 500 -- and there's certain triggers, 21 like 600, 900, 1200, 1500, and it keeps going. 22 We are required to make payments to 23 the City of Asbury Park for affordable housing. 24 And so this project will trigger the next payment 25 to the city. When we go to receive our building

1 permits, we will make a one million dollar 2 contribution to the City of Asbury Park for 3 affordable housing.

4 Donna, I'm not sure if MS. SUAREZ: 5 you're going to be the one answering for the 6 city, but it's my understanding that Asbury Park 7 does have an affordable housing trust fund. Is 8 that where these funds are going? And does the 9 city have a plan or some things that they're 10 pursuing in what they want to do with those 11 funds?

MS. VIEIRO: Yes, Director, MS. VIEIRO: Yes, Director, absolutely. We do have our trust funds set up, and as Brian indicated, this will trigger another million dollar payment to the city that we will place in our fund that will give us I believe 1.5 million dollar balance in that account.

18 The city is currently undergoing 19 discussions to identify areas to redevelop some 20 affordable housing projects possibly in concert 21 with the Asbury Park Housing Authority, so we had 22 started those conversations over the past six 23 months and we look to move forward probably over 24 the next 12 to 18 months with some type of plan. 25 MS. SUAREZ: Thank you both. Donna,

1 while I have you, can you walk through, I know 2 this is set up in a way that the city is not on 3 the hook for any of this through the special 4 assessment.

5 Can you just let me know what's 6 going on with the city internally to make sure 7 that you guys are up and running and have the 8 capability of handling the special assessment and 9 talk through a little bit of the process and the 10 infrastructure that's been put into place to 11 collect that?

MS. VIEIRO: Sure, absolutely. So we have, in addition to Mr. Cantalupo and Jenn defined and Jenn Edwards, we have PRAG who assists us with our FILOT program. Also, we have an internal staff person who also has streamlined our PILOT program and we've identified some inconsistencies that perhaps occurred in the past.

19 We have worked, especially with 20 He can attest to the messaging we've sent Brian. 21 out to the homeowners and we've actually 22 developed a type of a spreadsheet that can assist 23 the homeowners with understanding their PILOT 24 payments and how the process works. We've also done a lot of education to the new homeowners 25

identifying what a PILOT is and how that works. 1 2 We're 100 percent in compliance of 3 receiving of the payments and, you know, it's been a very good process over the past year, I 4 5 would say. 6 MS. SUAREZ: Good. I'm glad to 7 I know that every city is in the same hear. 8 position to make sure they have that 9 infrastructure set up so I'm glad to hear Asbury Park does. 10 11 MS. VIEIRO: It's been a challenge 12 with all the different PILOTs, not just in the 13 waterfront but throughout the city and having an 14 interna person on staff has expedited and enhanced the way we're collecting taxes. 15 We also 16 have a new tax collector on board who has a lot 17 of experience with PILOT programs so we have a 18 really good team in place right now. 19 MS. SUAREZ: I think that's great. 20 I might have my team set up a meeting to discuss 21 because I've been looking to do something with 22 some of the TA municipalities, so I might pick 23 your brain. 24 MS. VIEIRO: We would love to assist 25 in any way we can.

MS. SUAREZ: Thank you. 1 I think 2 that's all the questions I have had. I turn it 3 over to members of the board and the public if there are any additional questions they'd like to 4 5 raise. Do we have a motion? 6 Motion to approve. MR. MAPP: 7 MR. LIGHT: I'll second it. 8 MR. BENNETT: Miss Suarez? 9 MS. SUAREZ: Yes. 10 MR. BENNETT: Mr. Mapp? 11 MR. MAPP: Yes. 12 Mr. DiRocco had to MR. BENNETT: 13 jump off. He stated his favor for the project, 14 but for the purpose of this vote, I will record 15 him absent. Mr. Close? 16 MR. CLOSE: Yes. 17 BENNETT: Mr. Avery? MR. 18 MR. AVERY: Yes. 19 MR. BENNETT: Miss Rodriguez? Mr. 20 Blee? 21 Yes. MR. BLEE: 22 MR. BENNETT: And Mr. Light? 23 MR. LIGHT: Yes. 24 MR. BENNETT: Motion is approved. 25 MS. SUAREZ: Thank you all.

1 MR. CANTALUPO: Thank you, Director. 2 Thank you members of the board. 3 MS. SUAREZ: Best of luck with the 4 project. I think that concludes our agenda for 5 today. Do we have a motion to adjourn? 6 MR. MAPP: Motion. 7 MR. CLOSE: Second. MR. BENNETT: All those in favor? 8 9 BOARD MEMBERS: Aye. 10 MR. BENNETT: Opposed? We're 11 adjourned. (Hearing Concluded at 12:09 p.m.) 12 13 14 15 16 17 18 19 20 21 22 23 24 25

1	CERTIFICATE				
2					
3	I, LAUREN ETIER, a Certified Court				
4	Reporter, License No. XI 02211, and Notary Public				
5	of the State of New Jersey, that the foregoing is				
6	a true and accurate transcript of the testimony				
7	as taken stenographically by and before me at the				
8	time, place and on the date hereinbefore set				
9	forth.				
10	I DO FURTHER CERTIFY that I am neither a				
11	relative nor employee nor attorney nor council of				
12	any of the parties to this action, and that I am				
13	neither a relative nor employee of such attorney				
14	or council, and that I am not financially				
15	interested in the action.				
16					
17					
18					
19					
20	UTCA				
21	Lauren M. Etier (0)				
22	Autor M. autor				
23	Notary Public of the State of New Jersey				
24	My Commission Expires June 30, 2022				
25	Dated: September 24, 2021				

Page 72

			raye 72
	activities	advantage	amended 6:9
<u> </u>	38:3 44:20	18:16	62:8
a.m 1:14	add 10:5 11:8	advisor 35:3	amount 17:16
ability 6:21	12:5 25:13	37:3 51:4	37:20 39:10
34:17	35:14,17	54:11	41:17 42:8
able 23:13	addition 6:14	aerial 17:9	46:4 52:11
Aboderin 9:19			60:11
12:1 15:4	9:11 28:22	Affairs 1:2,10	
absence 44:8	54:24 55:8	affect11:17	amounts 48:2
absent 16:8	56:21 67:13	affiliate	54:21
31:14 36:11	additional	58:13	analysis 34:24
69:15	19:15 24:12	affirmative	and-a-half
absolutely	24:22 34:18	35:10	38:13
66:13 67:12	35:7 39:2	affordable	announcements
absorb 27:19	41:16 43:10	64:14 65:9	37:1
absorbing	44:23 46:1	65:16,23	annual 21:3,19
29:24	49:8,11 53:8	66:3,7,20	23:2 54:18
Acacia 37:2	56:22 62:12	afternoon	55:4
54:12	69:4	50:11,13	answer 13:15
accelerate	Additionally	agenda 26:15	23:5 28:16
56:22 57:22	42:18 47:14	50:10 70:4	45:1 64:25
accommodates	address 6:22	agents 29:9	65 : 1
39:21	23:7	aggregate	answered 34:10
accompanying	addressing	41:17 43:12	answering10:3
39:23 47:25	8:17	45:21 52:11	66 : 5
account 66:17	<pre>adjacent 41:20</pre>	ago 41:6	Anthony 9:19
accounting	41:21 47:11	agree 10:22	10:4 11:6,10
44:4	adjoining	12:23	11:24 12:1
accumulation	39:23 42:20	agreement 47:9	anticipate
24:24	adjoins 41:19	47:24 48:15	42:14
accurate 71:6	adjourn 70:5	54:15,20,25	anticipates
acquire 29:3	adjourned	61:8 65:12	28:11
acquisition	70:11	65:13,14	anticipating
27:8	Adjournment	agreements	24:3 59:24
acres 57:14	3:12	48:16 54:14	anybody 16:24
acronym 40:21	Administra	65:10	50:18 51:12
Act 5:13,23	32:23	ahead 36:21	anyway 49:5
6:4,8,14,15	administrator	65 : 7	AP 59:22
6:20 7:14,15	9:18 26:22	<pre>airport10:13</pre>	apartments
7:25 8:2,3,3	adopted 14:25	ALAN 2:10	53:16 64:8
8:7,11,14,24	16:12 34:2	alike 7:10	64:16
9:8,8,11	<pre>adoption 8:16</pre>	allow 33:21	apparatus 17:8
33:2	18:9	43:3 55:11	17:12 29:4
	ADRIAN 2:5	56:21	apparatuses
action 71:12	advance 7:11	allowed 33:24	17:25
71:15	45:7	allows 56:18	appear 25:10
active 40:22	advanced 63:5	57:16,20	appearance

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15:17	61:13,17	assumed 65:10	14:10,18,19
appearing 2:1	arbitrator	Atlanta 10:13	16:5,6 20:3
16:14 20:15	61:14	Atlantic 3:4	20:4 25:19
applicant 5:15	area 27:11	4:22 5:1,14	26:4,5 31:11
16:13 20:14	28:7 52:10	6:3,11,16,25	31:12 36:8,9
31:21	53:22,24	7:3 8:11,25	49:24,25
application	55:1 56:9	10:24 11:2	69:17,18
4:24 5:12,17	61:2,19	13:13	avoid 44:6,14
9:13 10:4	areas 66:19	attempts 61:12	aware 6:7
15:7 17:25	arises 6:13	attest 67:20	24:15
18:20 23:4	38:1	attorney 9:14	Aye 70:9
24:1 27:5	ARP 13:10	51:3 71:11	В
28:3 32:11	arrangement	71:13	
32:14,15,17	29:5	attributable	BABs 41:11
33:4 34:23	Asbury 3:11	44:3	back 4:18
45:13 59:10	50:10 51:22	auditing 44:4	10:16 15:6
apply 28:14	51:23 52:19	authorities	18:12 25:6
appreciate	53:2,3,6,8	38:8	29:14 38:20
15:3 20:13	53:15,21	<pre>authority3:5</pre>	38:25 40:1
22:23 31:20	56:25 57:7,8	3:10 9:10	43:5 48:22
approval 17:8	57:8 62:17	15:8 36:18	61:16,20
21:4 32:16	64:11,14	37:4,4,6,8	62 : 7 63:14
32:18,24	65:23 66:2,6	37:18 38:2,9	64:4
33:9,11 59:7	66:21 68:9	38:12,22	balance 17:17
60:24 61:24	asked 18:15	39:1,6,8,17	27:14 66:17
63:17 64:5	24:6 46:8	40:3,9,21,24	ball 60:2
approvals 52:6	asking 64:5	40:25 43:9	Bank 27:15
60:22	aspects 6:22	43:16,17,24	based 12:10
approve 9:12	assessed19:5	44:19,24	28:12
15:19 25:18	23:1,3 29:22	45:1,7 46:15	basically
35:23 69:6	assessment	46:19 47:18	61:14
approved 20:10	54:25 55:6	48:4,5,8,15	basis 33:22
26:11 27:24	67:4,8	48:20,24	39:25 44:2
31:18 34:6	assessments	49:4 66:21	46:25 59:19
36:15 50:6	52:14 54:1,7	authority's	began 7:13
63:15,18	55:12,16	43:15	beginning 15:6
69:24	63:20	available 6:24	begun 7:17
approximately	Asset 21:19	9:6 20:20	behalf 16:20
15:12 27:18	assist 67:22	34:21	believe 12:17
28:5 38:12	68:24	Avenue 53:3	16:8,15
55:6 56:16	assistance 6:5	avenues 13:20	26:23 28:21
April 21:2	38:23	average 18:24	37:9 50:22
25:8,11	assists 67:14	19:4 23:2	51:10,14
27:25 32:17	associated	29:22,22	55:14 56:20
38:18	44:10,20	Avery 2:10	57:9,16
arbitration	58:4	4:12,13	66:16
	50.1	·· · · · · · · · · · · · · · · · · · ·	
1		1	1

	1		1
believes 12:12	14:22 15:21	45:16,20	13:1 24:21
benefit 48:14	16:8,9 19:19	46:1,4,6,22	27:19 29:25
48:19 56:25	20:6,7 26:7	47:4,14,23	35:9
benefits 40:14	26:8 31:14	48:2,9 52:10	build 56:19
BENNETT 2:14	31:15 36:11	52:13 54:4,7	57:11,16
4:1,4,6,8,10	36:12 50:2,3	54:10 55:2,3	59:6
4:12,14,17	69:20,21	55:9 57:4,5	building 61:17
14:11,14,16	board1:5 5:21	58:2,11,14	65:19,25
14:18,20,22			burden 44:18
	9:9,12 10:3	59:10,22	
14:25 15:22	12:7 15:16	61:16 63:14	49:1
15:24 16:1,3	16:14 17:7	63:23,24	business 9:18
16:5,7,10,12	19:7,14	books 44:20	40:23
19:20,22,24	20:15 21:25	Boos 51:2	
20:1,3,5,8	22:2,15	boutique 53:5	C
20:10 25:21	25:16 26:23	box 61:6	C43:7 45:19
25:23,25	30:24 32:18	brain 68:23	71:1,1
26:2,4,6,9	32:25 33:11	brand 63:10	call 3:3 4:2
26:11 31:3,5	34:4,5 35:21	Braslow 20:17	23:16 51:1
31:7,9,11,13	37:19 45:2,5	20:18,23	61:25
31:16,18	46:9 49:9	21:1 23:6,14	callable 32:20
35:25 36:2,4	52:5,7 58:21	23:23 24:4	42:10
36:6,8,10,13	61:7 68:16	24:15,19	called 39:14
36:15 49:15	69:3 70:2,9	25:4,15	40:22
49:17,19,21	boardwalk	26:12	Camden 3:5
49:24 50:1,4	53:22 63:7	break 23:13	15:7
50:6 69:8,10	63:10	Brian 51:6	Cantalupo
69:12,17,19	body 65:16	55:21,25	50:11,14,15
69:22,24	bond 33:2 34:3	60:19 61:1	50:20 51:18
70:8,10	37:7 39:9,10	61:11,20,25	51:20,21
best 59:1 70:3		62:2 65:7	55:19 56:3
	39:12,13		58:10 59:9
better 29:10	42:19 43:15		59:14 60:18
beyond 17:12	44:4 45:1,22	_	65:2 67:13
bid 18:7 21:17	46:12,19,20	20:15 21:1	70:1
21:18 23:7	47:4 51:6,7	brief 58:8	
28:24 29:14	51:21 58:1	briefly 56:6	capability
bidders 18:17	bonds 15:10	brighter 11:4	67:8
bids 18:11,14	32:19,20,22	bring 4:17	capacities
21:18 22:3	33:1,1,11,12	23:10 56:18	6:12
29:6	33:21,22,23	57 : 20	capital 17:15
biggest 56:24	33:23 40:11	broad 1:11	24:24 63:6
bit 13:11	40:17 41:2,3	8:12	63:13,22
37:23 38:10	41:10,16	broader 23:11	64 : 1
53:24 64:18	42:8,16,21	<pre>brought13:4</pre>	capitalized
67 : 9	42:22 43:4,5	52:19	55:10
Blee 2:4 4:15	43:7,10,14	<pre>budget 7:10</pre>	care 63:12
4:16,25	44:12,23	8:16 12:25	career 17:10
	l		l

cares 11:2	8:25 9:4,17	closely 60:5	commonly 6:10
Carla 37:5	9:22 10:15	closer 57:17	41:10
carry 48:25	10:25 11:2	Club 53:21	communicate
case 22:11	11:14,18	57:8	10:21
23:17 30:9	13:2,13,19	cod 40:14	community 1:2
cash 8:18	13:22 15:2	code 32:23	1:10 40:23
38:11	32:9,17,24	40:15,16	57:3,21
casino 13:21	33:3,8,10,21	collaboration	comparable
cast 25:2	33:24 34:2	39:17	28:13 60:5
certain 5:24	35:6,16	collect 67:11	compare 60:8
6:22,23	36:18 37:9	collected	compared 25:12
10:22 22:10	38:3,24	55:12,16	competitive
65:18,19,20	39:18,21	collecting	22:8,11
certainly13:3	40:2,25	68 : 15	complete 33:8
23:8,20	46:21,23	collector	41:4
30:10 37:25	47:3 48:7,10	68:16	completed
48:22	48:24 49:5	College 47:11	30:17 48:10
Certified 71:3	51:1,2,22	48:16	completely
CERTIFY 71:10	52:10,16,17	come 10:14	12:16 13:23
CFO 9:19 51:2	53:15 54:5	15:16 18:12	compliance
chair 4:25	54:11,14,22	29:18 43:11	68 : 2
5:15 10:1	55:25 57:2	43:11 53:12	complicated
<pre>chairing 5:16</pre>	64:20 65:5	54:3 62:2,17	40:5
Chairwoman 2:3	65:10,13,15	63:19 64:16	component
challenge	65:23,25	comes 18:11	55:23
68:11	66:2,6,9,15	22:3 59:25	comprised 53:4
changed $49:4$	66:18 67:2,6	60:1 63:9	comptroller
changes 11 : 12	68:7 , 13	coming 11:16	8:16
chapter 10:17	city's 7:21	60:20 61:1	concerned
Cheripka 51:6	9:23 13:1	Commencing	45:10
55:21 56:1,5	51:25	1:14	concerns 8:6
59:2,4 61:3		comments 10:2	concert 66:20
62:4 64:24	49:7	commercial	conclude 58:11
65:8	clause 29:15	39:25	Concluded
chief 35:14	clearly 8:20	Commission	70:12
37:10	51:25	71:24	concludes
Chris 37:8	close 2:6 4:10	Commissioner	58:19 70:4
cinder 27:9	4:11 14:9,16	20:19	conditions
circle 25:6	14:17 16:3,4	commission	6:23
city 3:4,9,10	18:12 19:18	30:16	condominium
3:11 4:22	20:1,2 26:2	commissioners	56:22
5:1,13,14	26:3 31:1,9	26:23 30:5	confirm 30:11
6:3,12,16,16	31:10 36:6,7	committing	conformity
6:25 7:3,3,9	49:13,21,22	63:25	32:22
7:11,14,22	69:15,16	commodities	conjunction
8:11,11,25	70:7	19:8	9:8
	1	I	l

connection	controls 6:4	courtrooms	debt 6:23
27:7 52:15	6:21 7:6	42:1	21:22 22:24
consent 5:25	8:22	cover 46:14	27:17,22
6:3 15:9,18	conversation	covered 51:10	39:1,6,7
considered	9:25 23:8	COVID 13:10	41:13 42:24
18:17	25:14 29:8	38:10,14,16	43:16,18
considering	29:10 64:8	38:18	47:23 48:2,7
42:12 46:6	64:21	Craig 26:21	55:4
constituting	conversations	create 53:15	debts 6:22
29:1	23:11 66:22	created 8:9	21:22
construct	converts 27:17	40:6,24 43:2	decades 56:12
39:19	cooperation	62:7 63:2,14	declined 38:12
constructed	6:1	creating 57:1	38:15
55:24	cooperative	creation 40:19	default 49:1
construction	21:10 29:5	credit 7:20	defeasing
55:10 63:19	corporation	41:2,12 43:4	44:11
contemplated	39:2,14 43:1	credits 40:5,6	defect 18:18
60:15	43:2,21	40:13	defender's
contemplation	correct 30:2	crisis 9:2	41:25
60:17	46:16,17	critical 11:13	defer 62:3
context 38:10	49:6 60:7	11:21	deficit 8:18
42:5 62:1	cost 15:13	curious 34:11	Department 1:2
continually	18:2 27:9	current 29:25	1:10
13:17	28:9 41:13	33:14,22	depending
continuation	43:11 58:4	59:13	11:17,19 59:25
5:13 9:15 12:19	63:1	currently 9:21 42:10 54:16	
continue 6:13	costs 41:5		deployed 63:13 depth 37:24
9:10 10:20	44:4,4,5,12 62:25 63:12	58:16 59:20	depth 37:24 describe 39:3
11:3 12:24	council 35:9	66:18	39:15,16
13:5 38:24	71:11,14	cycle 12:25	52:4
47:19 48:14	counsel 26:24	D	described 41:6
48:19	27:12 37:6,7	D 3:1	details 12:15
continued 7:11	45:1 51:8,9	darnedest	determine 6:23
7:24 12:13	51:22	13:19	develop 62:20
contract 11:20	counsel's 51:7	date1:13 25:8	developable
contracts	county 3:5	38:23 56:17	57:15
11:15,16	15:7,9,15	57:4 71:8	developed
contributed	39:18 40:2	Dated 71:25	67:22
7:3	47:11 48:16	day 10:20	developer
contribution	couple 17:22	20:13 26:13	55:16 61:9
66:2	62:25	47:10 50:18	64:19 65:11
contributions	course 53:22	DCA 22:2	developers
65:15	64:9	deal 61:9	56:19
control 12:17	Court 1:21	dealt 8:8	developing
13:23	71:3	Deborah 51:8	57:7
	, ±••		

	.		- 1
development	discussion	40:10 41:17	7:17
7:4,8 41:10	22:21 65:6	42:16 43:8	eight 63:11
42:7,21	discussions	44:15 45:24	either 5:25
63:17	21:25 66:19	52:12 56:17	elaborate 61:1
dialogue 23:18	disposal 11:20	58:6 62:23	election 21:3
25:7,10	dissimilar	62 : 24,25	elements 10:17
different 45:9	38:7	DOMINICK 2:7	Elizabeth 3:10
45:14 46:12	dissolve 42:25	Don 20:19	36:18 37:3
60:8 68:12	43:19 44:6	Donna 51 : 2	37:10,18
difficulties	dissolving	65:5 66:4,25	38:3,8,24
7:23 18:7	44:8	doubt 6:25	39:18,21
28:24 29:1	distinctions	drafted 34:22	41:1 45:6
29:12	8:1	drop 38:25	46:21,23
digress 21:24	distress 5:24	due 33:7,20	email 30:8
directed 50:25	<pre>district 3:6,7</pre>	duty 27:9	emails 30:10
65 : 3	3:8 16:15,21		employee 71:11
directly 13:21	17:3,5,11	E	71:13
39:7	18:24 20:16	E 2:12,12 3:1	empowered 6:11
director 4:1	21:2,3,6,10	71:1,1	enclosed 53:17
20:18,23	21:12,16,21	earlier 22:4	encompass 46:1
23:16 25:4	22:10,19,23	36:19 58:22	encompassing
26:17,20	24:6,7,12,20	59:24 60:6	45:4
28:2 29:1,23	26:15,22,24	61:25 62:23	encounter
30:7 31:19	27:6,13,19	echo 11 : 10	43:24
32:2 36:22	27:21 28:6	12:4 22:4	encountered
37:5,25	28:10,14	economic 7:8	44:2
50:12,21	29:24 30:11	41:10 42:7	endeavored
51:15,21	30:21	42:21	39:19 40:3
55:20 56:6	districts	economically	enforcer 17:9
58:10,24	25:11 28:13	33:14	enhanced 25:12
60:24 64:25	29:2,4,11	education	68:15
66:12 70:1	diversity	67:25	enjoyed 12:2
DiRocco 2:7	56:20 57:19	Edwards 51:4	enter 5:25
4:8,9 14:14	division 42:2	54:9,13 59:9	10:16
14:15 15:20	DMV 42:2	59:15 60:7	entered 6:4
16:1,2 19:24	doing 13:19	67:14	54:25
19:25 25:20	21:8 34:4,15	effect 48:5	entering 54:14
25:25 26:1	40:1 44:18	effected 42:12	entertain
31:7,8 36:4	45:23 50:17	effectively	58:23
36:5 49:19	64:21	13:5 28:9	entire 18:3,4
49:20 69:12	dollar 58:3	47:5	24:20
discontinu	63:7,11 66:1	efficiency	entirety 61:18
6:18	66:15,17	40:3	entities 42:3
discreet 9:6	dollars 15:9	efficiently	entitled 41:11
discuss 55:22	33:16,17	28:9	entity 39:2
68:20	37:21 38:13	efforts 7:12	40:20 41:1
00.20	JI.21 JO:13		40.20 41.1
	1		1

Г

entrepreneurs	exercise 8:23	42:4	22:3 24:20
7:10	9:10	fact 33:20	27:8,23 40:1
environment	exist 44:9	factoring	40:4 41:5
33:7 59:13	48:1,14	15:13	find 13:24
envision 60:14	existing 43:15	failed 61:12	29:1
envisioned	65:9	fairly 25:3	<pre>findings 37:20</pre>
22:13 62:9	exists 39:20	40:5	43:6 58:21
envisioning	expect 37:12	fall 46:2	finish 35:12
18:2 64:22	38:7,24	<pre>families 39:6</pre>	fire 3:6,7,8
equal 54:17	44:13	family 56:21	16:15,20
55:5	expectation	far 9:23 12:10	17:2,4 18:24
equates 33:18	43:13 46:22	18:22 22:7	20:16 21:1,3
equipment17:9	expected 42:4	34:15 45:10	21:5,6,10,16
21:5	expedited	59:9 60:12	21:20 22:9
era 38:16	68:14	64:3,19	22:23 26:15
especially	expense 44:10	favor 27:25	26:21,23,24
18:10 29:18	expenses 43:25	34:13 69:13	27:6,10,13
67:19	44:3,6	70:8	27:18,21
essentially	experience	FDS 30:6,17	28:4,6,7,10
39:5 43:20	18:7 68:17	<pre>feasible 59:3</pre>	28:13,14
estimated	experiencing	February 25:8	29:24 30:5
21:13 33:14	5:24	25:12	30:11,20
ETIER 71:3	Expires 71:24	federal 41:12	firefighters
evaluate 12:24	explains 64:3	47:6 48:11	17:10
13:18	explicit 44:2	fee 47:25	first 4:22
event 47:21	exposure 47:2	fees 44:5	5:11 10:12
eventually	expressly 6:24	feet 53:16	10:12 15:6
57:21	extended 12:20	Ferrara 27:9	27:15 35:16
Everett 31:24	extension	file 30:5,13	42:1 46:18
everybody	12:19 33:10	final 34:11	47:16 50:25
13:11 15:2	extent 64:12	50:9	53:11 59:1
16:23 36:20	extra 33:20,24	finance 1:5	60:21 61:4
50:18,23	34:13	18:9 22:2,15	65:1
51:11,15	extreme 22:8	27:14 32:25	fiscal 7:1,21
example 22:9	extremely	33:11 37:19	11:18,21
63:7	57:25	52:7	fiscally 11:14
exceed 32:18	F	finances 13:13	17:14
37:21 52:11	F 71:1	13:24 financial 6:20	fit 41:18
excellent 9:21	face 7:22		42:22
9:22 49:22 excited 11:3	facilitate	7:5,23 35:3	<pre>fitting 9:24 five 13:6</pre>
	56:15 64:1	37:2,3,10 54:10 12 15	27:16 40:10
exciting 51:23 52:18	facilities	54:10,12,15 financially	fixed 41:8
executive 2:14	43:23 53:17	71:14	flag 45:5
37:5	facility 39:23	financing17:8	Flannigan
exempt 33:22	41:19,22	17:19 21:17	26:21
evenibe 22.22		エ / • エ ノ ム エ • 土 /	
	•		•

Г

	10.01		64 5
floor 10:9	43:21	50:23 53:24	grew 61:7
41:24 42:1	fund 17:17	58:7 61:16	gross 47:1
47:15,16	66:7,16	62:15 63:16	54:18
floors 41:21	fundamental	64:1 65:7,25	group 36:20
fluctuating	8:22	goal 61:15	guarantee
33:7	funding 32:19	goes 58:3	15:15
folks 50:22	funds 13:10	going 4:22 5:9	guaranteed
follow 30:10	24:24 41:18	11:14 18:1,1	15:10 46:21
30:15,20	64:22 66:8	19:9 22:22	46:23
46:8	66:11,13	22:25,25	guarantees
foregoing 71:5	further 53:24	24:4,19,21	48:10
forms 6:2 7:5	71:10	24:25 29:7	guess 17:25
forth 11:15	future 8:6	29:16,21	34:17 45:25
52:19 53:12	11:4,18	38:1 44:7	59:12 60:5
60:20 61:1	17:15 60:13	46:3 47:3	60:13 64:18
71:9	60:15 62:11 63:14	53:14 54:6	guessing 24:8
forward 11:4	63:14	60:18 61:9	guiding 8:4
11:22 22:22 24:21 29:11	G	64:7 65:21	guys 11:7 18:6 24:2 28:23
32:16 35:11	Galveston	66:5,8 67:6 good5:10 8:23	67:7
44:7 66:23	27:11	11:9 13:1	0/:/
forwarded 63:5	garage 39:20	16:17,19	Н
63:21	39:22 41:5	20:13 26:17	HAMILTON 1:23
forwarding	41:20 47:12	26:19 27:4	handle 60:19
63:25	garages 38:6	31:23,25	handling 67:8
foundation	gear 55:12	35:5,19	happen 58:15
14:1	general 9:14	36:22,25	happened 13:9
four 11:19	26:24 37:6	37:17 50:11	happy 23:4,9
12:20 39:13	39:9 52:16	50:13 54:13	25:13 28:16
40:10	getting 18:7	56:1,5 68:4	35:2,10 45:1
frame 12:22	22:3 35:11	68:6,18	58:23
	give 10:2 11:8	governing	hard13:5
FRANCIS 2:4	22:16 54:9	65:16	62 : 25
<pre>frankly 29:2</pre>	58:21 66:16	government	health 7:2,21
free 1:24 35:6	given 60:25	5:22 41:13	healthy 57:19
<pre>friendly 7:9</pre>	gives 6:21	grade 59:17	hear 5:5,6,12
front 34:21	8:23	granted 6:19	34:11 36:23
35:1 57:15	glad 35:8 68:6	great 4:20 5:8	56:2,3 68:7
full 40:14	68:9	7:1 10:19	68 : 9
43:5 55:12	gladly 44:25	12:3 30:22	heard15:8,18
55:13,17	go 4:22 9:13	35:4 37:17	Hearing 19:16
57:16	10:11,12	56:4 64:12	25:18 30:24
fully 47:17	15:5 34:17	68 : 19	35:21 49:11
function 46:3	37:24 38:25	greater 54 : 17	70:12
46:4 48:12	42:3 45:8	greatly7:4	heavy 27:9
functional	48:11 50:21	15:2	held2:1 27:24

			.
Hello 5:3	Hunt 23:21	7:20 34:17	introduced
help 22:2,15	hustle 30:12	indenture	. 35:9
helped 56:15	I	43:15	investment
helps 58:3	idea 12:12	indicated	59:17
hereinbefore	34:16	66:14	involvement
71:8	identified	indicative	12:13
HGAC 28:25	67:17	25:3	issuance 15:13
Hi 5:4	identify 66:19	indulge 17:22	40:11 41:7 52:9 63:1
high 42:17 59:13	identifying	industries	
	68:1	13:21 information	issuances 39:11,12
higher 22:12 25:5 46:4	Idida 2:8 5:4	34:21 35:1	45:22 46:12
HIGHWAY 1:22	5:9 14:6	infrastruc	issue 22:17,25
	immune 13:14	56:17 58:5,7	23:7 32:18
historically 8:10	<pre>impact 7:7</pre>	61:10,18	33:11,21
hit 65:18	19:4 29:22	62:24 63:6	39:10
holistic 46:24	impacted 38:9	63:21 67:10	issued 32:21
home 19:5	38:17	68:9	40:17 41:3,9
22:24 23:3	impediments	initial 40:1	41:16 42:9
29:22 53:18	23:12	initially	42:23 52:21
homeowners	imperative	58:14	58:2 60:23
67:21,23,25	8:21	insignificant	65:19
homes 56:23	<pre>important 6:17</pre>	22:19	issuer 41:2
hook 46:15	10:14 11:11	installation	issues 8:9
49:5 67:3	46:24 48:22	56:16	10:21 18:11
hope 27:15	49:2 58:1,3	<pre>installed 63:8</pre>	39:9,14
58:14	improve 40:3	institutional	42:19 46:19
hopeful 12:18	Improvement	7:5	46:20 47:4
12:21 13:16	3:5 15:8	<pre>insurance 44:5</pre>	issuing 32:25
21:13	improvements	intend 43:19	iStar 51:5
hopefully	7:21 52:22	<pre>intending24:9</pre>	56:9 57:7
24:10 64:3	<pre>improving 7:1</pre>	intent 62:19	58:13 63:5
hotel 13:21	incidentally	intention	63:13 64:12
53:2,3,5	27:21	39:24	65:4,10
hours 47:10	include 44:22	interest 22:13	item 3:2 50:9
housing 52:24	55:9	27:16 29:21	
53:1,6,9	includes 38:4	33:7 55:10	$\frac{\mathbf{J}}{\mathbf{J}}$
57:21 60:23	42:20	59:23	Jacquelyn 2:3
64:14 65:9	income 40:23	interested	11:22
65:16,23	inconsiste	71:15	Jenn 67:13
66:3,7,20,21	67:17 increase 8:8	interna 68:14	Jennifer 51:4 51:9 54:9
Houston 27:11	19:8 23:1,2	internal 67:15	59:14
Howell 3:6	27:20 29:25	internally	Jersey 1:1,12
16:14 29:15	33:19	67:6 introduce	1:23 6:1
huge 11:16 hundred 23:1	increases 7:19	50:23	29:19 32:23
munared 20:1		JU.ZJ	
	1	1	1

41 00 40 10			
41:23 48:18	57:6 59:4,5	24:7	looked13:1
71:5,23	59:9 60:13	Let's16:24	21:7 45:13
Jessup 26:16	60:20,22	letter 34:22	45:13
26:17,18,20	62:9 64:7,8	level 55:4	looking10:16
27:2,4 28:21	64:11 65:5	59:21	12:22 14:5,7
29:23 30:2,7	67:1,5 68:3	levels 5:24	24:21 35:11
30:19 31:19	68 : 7	38:20 45:14	46:25 64:13
JoAnn 51:2	known 40 : 17	LFB 60:17	68:21
Joe 26:23	41:11	License 71:4	looks 64:9
John 37:5 51:1	kudos 29:19	licenses 42:4	loop 29:9
51:21 54:24		lies 13:22	loss 45:21
55:14 56:2,7	L	life 17:12	lot 8:13,15
56:13 57:9	L 2:12	Light 2:9	10:17 12:15
64:24	ladder 17:9	14:23,24	18:9 22:16
Johnson 31:22	ladies 10:12	16:10,11	67:25 68:16
31:23,24	laid 14:1	20:8,9 26:9	lots 38:5,5
32:2,5,8,14	land 53:14	26:10 31:16	62:18,20
34:9,20	62:16,22	31:17 35:24	love 23:17
36:16	63:16	36:13,14	68:24
joining 37:4,7	lands 56:23	50:4,5 69:7	low 21:18
37:9	Lanes 57:8	69:22,23	40:22 42:17
Joseph 51:3	Langhart 37:8	limited 22:5	lowest 29:21
jump 69:13	large 56:7	line 35:12	luck 50:7 70:3
juncture 10:6	62:10,12,16	51:24 52:20	lumped 18:3
30:18	larger 56:10	53:10	28:19
June 71:24	63:24	list 50:21	20.19
June /1.24	largest 39:20	Liston 35:14	M
K	lastly 19:3	little 13:11	MAC 21:11 24:2
keep 60:10	25:1		Madam 4:25
keeps 65:21	late 30:12	18:19,21 25:5 29:17	magnitude
kept 28:8	LAUREN 71:3		38:11 42:11
-	law 6:8,10	33:6 35:6	
key 8:1	lays 6:20	36:21 38:10	maintain 11:21 44:19
kick 63:20	-	53:24 64:17	
kind 6:17	Leah 37:8	67:9	maintaining
12:21 13:11	lease 18:9	Local 1:5 5:22	8:20 44:21
13:19 25:5	27:8,15,23	33:11 37:19	making 8:21
45:5,7 46:15	28:15 48:16	52:6	27:13 55:17
60:4,15	leased 41:22	<pre>location1:10</pre>	64:14
knew10:21	47:16	53:19,20	managed 22:7
know 9:4 10:17	leasing 39:24	long7:18 8:4	management
21:25 22:1	47:20	9:2 10:15	21:19 47:24
22:14 24:6	leave 35:16	12:12 47:9	manager 51:2
24:13 25:6,9	left 62:1	longer 28:8	manner 57:5
30:7,23 32:2	legal1:20,21	look 11:12,22	manufacturers
34:8 35:13	52:4 53:25	13:19 23:12	19:8 21:7
46:7 48:21	legitimate	62:16 66:23	Mapp 2:5 4:6,7

Г

10.0 14.0 5		20.15 41.6	
12:9 14:2,5	members 2:1	39:15 41:6	municipali
14:12,13	12:7 19:15	money 21:13	5:23 13:13
15:24,25	19:15 25:16	64:23	68:22
19:22,23	25:17 30:23	monies 54:3	municipality
25:23,24	35:20 37:18	month 42:5	8:5 9:7
31:2,5,6	37:25 45:5	47:17	
35:23 36:2,3	46:9 49:9,9	months 66:23	N
49:14,17,18	69:3 70:2,9	66 : 24	N2:12 3:1
69:6,10,11	mention 46:18	Moody's 7:20	N.J.S.A 27:7
70:6	51:13 55:8	Moor 51:1	37:21 52:7,8
Maraziti 51:3	mentioned 19:4	Moriarty 37:6	name 30:16
March 38:18	54:24 55:14	morning11:9	51:13
mark 45:17	56:7 57:9	16:17 26:17	named 40:25
market 34:17	61:11,24	26:19 27:5	<pre>national 21:9</pre>
40:4,16 41:2	62:5,23	31:23,25	near 53:21
	-	-	necessary 4:24
43:3 64:7,16	merely 34:5	36:22,25	12:13
marketplace	messaging	37:17 54:13	need 4:21 8:17
58:16	67:20	56:2,5	
Marty 9:18	meter 38:4	motion 14:6,8	9:13 12:23
master 58:13	milestones	14:25 15:19	13:17 32:9
58:17 61:8	65 : 18	15:20 16:12	40:17 44:9
65 : 11	million 15:9	19:17 20:10	50:19 55:22
Mastro 20:19	33:16,16	25:18 26:11	63:15
material 18:17	37:21 38:12	30:25 31:18	needed 15 : 16
Matt 26:18	39:11 40:10	35:22,23	20:20 40:12
29:21	41:17 42:9	36:15 49:12	needs 16:24
matter 15:18	42:15 43:8	50:6 69:5,6	negative 45:15
maxing 34:19	44:15 45:20	69:24 70:5,6	neglected
mayor 9:17,20	45:24 52:11	motor 42:2	46:18
10:4,9 11:5	54:23 56:17	move 6:11,11	neither 71:10
12:2 13:3	58:6 61:21	11:4 29:11	71:13
32:6 51:1	61:23,24	57:21 64:4	net 33:15,18
65:5	62:1,23,24	66:23	45:16
mayor's 11:11	62:25 63:4,7	moved 14:9	new 1:1,12,23
Mazza 37:5	63:11 66:1	19:18 25:19	6:1 10:16
mean 59:16	66:15,17	31:1 49:13	28:15 29:19
means 64:13	minimum 54:19	Moving 36:17	32:23 40:4
		-	40:16 41:2
mechanisms	54:21	MSRA 6:10,24	41:23 42:2
43:22	minutes 6:22	9:11 11:12	
median 22:23	17:22	MSRA's 12:19	43:3 48:17
meet 45:6	mix 57:19	multi 56:21	57:20 63:10
meeting 4:18	mixed 53:13	municipal 6:7	67:25 68:16
5:16 10:20	MMD 59:20,25	6:15 7:24	71:5,23
23:17 25:6	59:25 60:10	8:2 21:19	NICK 2:14
34:7 45:7	moment 9:16	33:2 51:4	nine 59:11
68 : 20	21:24 39:4	54:11 63:16	Nissan 36:19
		<u> </u>	

	1		
Nissen 36:22	offsets 41:13	42:8,19,24	38:9,11,22
36:25 37:2	okay 4:20 5:8	43:18 46:19	39:6,8,17,20
37:15,17	5:10 17:6	46:20	39:22 40:2,9
45:18 46:17	18:6 24:13	overall 7:21	40:21,25
49:6 50:8	25:1,13	57:11 59:2	41:5,20
non 40:19 52:9	28:23 30:3	<pre>oversight 6:2</pre>	43:14,17,23
52:17 54:5	46:7 50:17	overview 58:9	44:19 , 24
55:1,15	56:2 60:4		45:6 46:15
59:16,17,17	old 3:7 17:13	P	46:19 47:9
normally 10:12	17:13 20:15	P 2:12	47:12 , 18
30:8 34:23	21:1 28:8,10	p.m 70:12	48:4,5,8,15
north 63:8	on-line 63:19	Pace 39:14	48:19,23
Notary 71:4,23	once13:24	40:25 41:4	49:4 53:6,17
note 6:18	58:15	41:15 42:19	62:18,20
11:12 21:20	ones 57 : 8	42:25 43:18	part 25:7 29:8
35:8 58:11	ongoing 43:25	43:19,20,24	42:8 51:25
noted 30:4	47:10 56:11	44:1,6,9,21	56 : 14
58:22	onset 10:22	44:23 46:20	particular
<pre>noticing 29:19</pre>	open 42:4 49:9	47:4,14,23	6:20 34:25
November 60:1	operates 38:2	48:2 , 6	41 : 7
number 16:15	operating	Paces 40:25	particulars
20:16 21:2,7	43:22 47:24	package 18:22	23:3
22:5,8 26:15	47:25	<pre>packages 18:7</pre>	parties 37:11
27:6 61:20	operational	21:17 23:7	71:12
62:21 64:16	8:6	28:24 29:14	partnership
numbers 34:12	operations	29 : 18	7:2 9:21
nutshell 44:21	43:22	PAGE 3:2	10:19 11:3
	opportunities	paid 38:5,5	12:3
0	9:6	48:7 52:15	parts 57 : 2
0 2:12	opportunity	54:4 63:13	payment 18:3,5
obligation	10:2	pandemic 13:10	21:20 24:14
39:7 48:4	Opposed 70:10	paper 59 : 17	27:14,19
52:16	order 5:25	par 41 : 17	28:15,20,22
obtain 35:2	40:13 41:4	park 3:11	54:4 55:6,17
obviously	ordinance 34:3	50:10 51:22	65 : 24 66:15
63 : 16	originally	51:23 52:19	payments 46:13
occupied 47:17	62 : 7	53:3,6,15,21	47:6,8,18,19
occur 9:15	outgoing 28:7	57:1 60:2	48:11,17
occurred 67:18	outlay 17:16	62:17 63:10	55:13 65:17
Ocean 3:8	outlets 13:25	64:11 , 14	65:22 67:24
26:15 27:6	outset 38:18	65:23 66:2,6	68 : 3
53:3,21 57:7	outside 12:16	66:21 68:10	Pearlman 51:7
office 23:15	outstanding	<pre>parking3:10</pre>	61:5
23:21 30:8	21:22 27:22	36:18 37:3,4	penalty 18:14
41:25	39:1,9,10,13	37:18 38:2,3	18:15 29:16
officer 37:11	40:12,18	38:4,4,5,5,8	percent 15:12

Г

	- 10.10		
15:14 27:17	places 18:10	pretty 18:12	progress 7:18
33:6,18	plan 8:4 28:14	32:16 34:7	12:11 13:18
41:12 42:16	66:9,24	34:10 45:4	project 38:20
43:9 45:17	platform 11:8	previous 59:16	51:23 52:15
45:18 46:2,5	please 4:3	59:18	52:18,21,23
54:18 57:10	20:25 34:8	previously	52:25,25
57:11,14,18	37:25 51:19	60:25	53:4,8,11,12
59:12,23	pledge 54:6	price19:9	53:13,13,14
62:13 68:2	pledged 47:14	priced 59:18	53:25 54:2
percentage	plus 42:22	60:3,9	55:22 56:7,8
34:12,16	43:9	prior 32:16	57:6,25 58:9
45:25	PNC 29:15	52:2,22	59:2,6 60:6
perfect 63:7	point 4:19	55:24 57:5	60:13 62:10
65:8	33:24 58:15	61:11	63:11 65:24
period 8:18	points 59:19	private 58:12	69:13 70:4
9:2 27:15	poised13:8	58:18	projected 33:5
33:9 54:22	pop 4:21	probably 45:19	projection
54:23 55:4	portfolio	62:5,15	60:16
55:10	55:23	66:23	projects 51:24
permanently	portion 32:20	proceed 20:24	52:3,23
33:20	41:9 52:14	51:18	53:23 55:24
permit 65:18	54:6,16,22	proceeded	56:19 59:5
permits 65:19	position 42:24	51:25	60:9 62:3,15
66:1	48:25 68:8	proceeds 18:1	62:22 63:14
person 67:16	positioning	28:15 40:8	63:15,18
68:14	9:1	process 63:17	64:4 66:20
Peter 37:2	positive 37:19	63:17 67:9	property 57:14
phases 60:6,13	43:6 58:21	67:24 68:4	57:15
60:15	possibly 66:20	procured 27:11	proposed 52:9
Phillips 51:9	powers 6:18	procurement	protections
phone 51:6	8:12,24 9:6	18:2 23:10	7:5
65:5	PRAG 67:14	produce 33:15	provide 22:6
pick 68:22	pre 38:13,16	produces 46:25	22:20 47:9
pieces 17:11	prepayment	product 56:20	47:22 57:19
PILOT 54:16	18:14 29:16	57:19,22	provided 6:5
67:15,16,23	present 4:5	62:14	48:3
68:1,17	33:4,6,15,19	professionals	provides 8:12
PILOTs 68:12	42:15 44:16	13:4	47:25 54:15
place 7:12	47:1	profit 40:20	providing 8:15
8:22 56:13	presentation	program 21:10	37:12 41:18
63:2 65:12	49:23 50:25	56:12,14	provisions
66:16 67:10 68:18 71:8	58:20,23	57:3 61:7,15	8:19
	presenting	61:16,22	public 19:16
placed 21:6 placement	16:20	63:2 67:15	25:17 30:24 35:21 41:25
-	president 26:22	67:16	
58:12,18	20:22	programs 68:17	42:5 49:10
	I	I	1

-			
52:22 69:3	questions 10:3	34:13 56:18	51:3,9 52:10
71:4,23	12:7 14:4	57:22 63:22	52:21 53:23
pumper 21:5,11	19:15 23:5	68:18	55:1 56:8,11
24:2 27:9	25:17 28:16		56:22,23,25
		reapprove 34:5	
purchase 17:18	30:23,24	reason 42:6	57:23 64:2
21:5,8 27:8	34:8,11 35:7	44:22	65:12
27:22,23	35:18,21	rebounding	redevelops
58:14,17	38:1 45:2	38:19	65 : 18
purchaser	49:8,11 58:8	receipts 38:11	reduced 38:16
40:13	58:24 69:2,4	receive 25 : 11	reeling 13:11
purchasing	quick 19:11	33:25 40:14	referendum
29:5,9	quite 29:2	47:5,8,19	18:23 25:3
purpose 41:18	42:12	65 : 25	27:24 28:4
43:4 69:14	quorum 4:19,23	<pre>received 21:3</pre>	<pre>referred 6:10</pre>
purposes 32:25	quote 22:11,20	21:18 38:22	reflected
pursuant 27:7	46:10	<pre>receiving 34:3</pre>	24:11
52:7 58:21	quotes 22:3,6	47:18 68:3	refund 32:20
60:23	22:8,16	recognize 9:16	42:14,18
pursuing 66:10	·	46:24	43:9,12,14
put 11:1,6	R	recommenda	refunded 32:22
17:17 56:12	R 2:12 71:1	9:9	42:10,17
61:6,23 63:2	RAB 59:3,5	record 5:1	44:23,24
63:6 67:10	RABs 52:21	69:14	46:2,5
putting 48:24	55:15,18	recourse 52:9	refunding
			rerundring
58.5	59:16,18	52•17 54•5	15.10 11
58:5 DV 43.9 45.20	59:16,18 60:2	52:17 54:5 55:1 15	15:10,11 33·1 9 12 14
PV 43:9 45:20	60 : 2	55:1,15	33:1,9,12,14
	60:2 rainy 50:18	55:1,15 59:16	33:1,9,12,14 33:21 34:3,6
PV 43:9 45:20 45:21 46:3	60:2 rainy 50:18 raise 69:5	55:1,15 59:16 recovery 6:8	33:1,9,12,14 33:21 34:3,6 37:20 43:7
PV 43:9 45:20 45:21 46:3	60:2 rainy50:18 raise69:5 Ram52:24	55:1,15 59:16 recovery 6:8 6:15 7:15	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15 24:7 28:2	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19 realize 15:11	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17 65:13	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated 62:8
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15 24:7 28:2 30:4 39:3	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19 realize 15:11 realized 45:16	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17 65:13 redeveloper's	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated 62:8 related 13:20
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15 24:7 28:2	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19 realize 15:11	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17 65:13 redeveloper's 51:6,8	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated 62:8 related 13:20 relative 23:4
PV 43:9 45:20 45:21 46:3 Q Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15 24:7 28:2 30:4 39:3	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19 realize 15:11 realized 45:16	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17 65:13 redeveloper's 51:6,8 redeveloping	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated 62:8 related 13:20 relative 23:4 58:1 71:11
PV 43:9 45:20 45:21 46:3 Qalicb 39:15 40:24 41:1,4 41:15 42:25 44:21 QBA 34:15,18 34:19 35:6 qualified 33:1 33:2 40:22 qualify 7:23 quantities 62:16 question 6:13 12:9 13:15 24:7 28:2 30:4 39:3 41:20 46:8	60:2 rainy 50:18 raise 69:5 Ram 52:24 rate 22:13 27:16 29:21 33:7 41:8 59:23 64:7 64:16 rateable 13:20 rateables 8:9 12:15 rated 59:17 rates 59:10 rating 7:20 reach 23:15,20 ready 5:18,19 realize 15:11 realized 45:16 really 7:12,17	55:1,15 59:16 recovery 6:8 6:15 7:15 8:2,7,24 9:3 9:7 41:9 42:7,21 recused 14:12 14:22 recusing 5:1 redevelop 66:19 redeveloper 51:5,7 55:21 58:13,17 65:13 redeveloper's 51:6,8 redeveloping 56:9	33:1,9,12,14 33:21 34:3,6 37:20 43:7 44:11 45:11 45:19,21,23 46:22 48:12 regarding 61:9 regards 11:14 registered 28:6 reimbursed 63:4 reimbursement 58:4 reinstated 62:8 related 13:20 relative 23:4 58:1 71:11 71:13

	45.10	22.12 24.4	
remaining 57:22	45:10 reside 43:17	33:13 34:4	scale 56:7 62:12
remains 8:22		45:11,19 50:15 54:8	schedule 36:21
	residential	58:16 64:10	
remember 30:9	52:24 53:1,5		47:25
Remotely 1:15	53:9,12,15	68:18	scrapping 24:3
remove 13:23	53:18 54:2	Rodriguez 2:8	second 14:10
Renaissance	55:23 60:21	4:14,18,21	15:21 19:19
52:1	residents 7:9	5:3,6,10,16	25:20 31:2
renew 42:3	27:20 57:20	5:17,19 14:3	35:24 41:24
renewal 32:15	63:9	14:7,20,21	47:15 49:14
rental 47:18	resources 1:20	16:7 20:5	69:7 70:7
47:19,20	11:1	26:6 31:13	Secretary 2:14
48:16,17	respect 37:20	36:10 50:1	secure 54:4
53:12,13,16	47:3 48:9	69:19	55:1
53:18 54:2	52:9 65:4,9	Roe 52:25	secured 46:13
55:23 56:8	respectfully	role 65:11	52:13 54:1
57:25 59:6	52:6 58:20	roll 3:3 4:2	see 17:24
60:21	responsible 17:15 55:17	Ron 32:10	18:20 23:16
rentals 56:21		Ronald 32:3	24:1,21 25:2
57:9,18	result 22:25	roughly 44:2	29:10 35:5
62:12	56:14	60:1	35:11,14
RENZI 1:20	resulted 7:7	run 6:14	36:19 50:22
repayment	resulting	running 67:7	56:13 60:9
18:15	21:19 22:24	runs 60:5	60:16 62:11
replacing	retail 39:23	S	62:17 64:4
21:11 24:2	41:19,21		seeing 13:12
Reporter 71:4	42:2,3 47:16	S2:12,12 S&P7:20	30:9 45:10
Reporting 1:21	48:18 53:5	sale 21:14	51:13
represent 5:14	53:16	28:12 52:24	seeking 17:7
29:3	retire 21:21	53:1,8 57:21	21:17 37:19
represents	retired 17:25	60:23 62:14	43:6 59:7
41:25 42:1	43:5	sales 28:13,14	seeks 33:10
42:16	return 21:13	Sandbank 37:8	sees 18:25
request 43:7	24:8,11	sat 34:18	63:10
44:22 58:20	Reu 26:22	save 17:15	sell 21:11
requesting	revaluate	19:11	24:4,10
34:5 52:5,6	12:24	savings 15:12	28:10
required 40:11	revenue 15:10	24:22 33:5,6	selling 24:3
40:19 65:15	24:12 39:10		send 30:16,19
65:22	43:15 47:5	33:15,19,25 34:12 42:11	34:22
requirements	47:13,21		Sendzik 16:16
52:4	48:13 57:1	42:11,15,18	16:17,22
requires 9:5	revenues 34:24	43:8,9 45:14	17:1,4,7,23
rescue 21:5	38:15 49:1	45:15,16	18:4,8 19:1
resell 58:16	54:18	46:3 47:1	19:6 20:12
resembles	right 30:21	saw 35:8	sense 19:13
	I		I

25:8 64:10	46:10	South 1:11	<pre>started 5:9</pre>
sent 21:17	side 62:14	52:24	66:22
67:20	sight 13:16	space 39:24	state 1:1,22
sentiments	signatures	41:21 48:17	6:1,5,11 7:2
11:11	9:15	48:18 53:5	7:13 8:17
separate 6:19	signed 6:8	53:17	9:4,14 10:23
September 1:13	significant	spaces 39:22	10:24 12:3
19:7,10	7:22 24:23	47:9,16,20	12:12,13,16
71:25	39:19 40:9	special 52:14	13:23 41:22
series 41:3,16	41:8 42:13	54:1,6,24	48:17 51:13
42:20 43:10	42:17	55:5,11,15	71:5,23
43:12 44:12	significantly	63:20 67:3,8	state's 12:17
44:13 serve 5:15	38:9,17 similar 57:7	<pre>specialists 23:10</pre>	stated 52:17 69:13
48:19	62:12	specific 6:2	statute 21:12
served 40:20	similarly 60:3	62:3	24:5
43:4	simply 48:14	specifically	statutes 6:19
service 6:23	sit 57:13	18:15 40:21	7:13 58:22
27:17 28:7,8	site 42:3	specificity	statutory
34:24 41:14	situation 8:10	8:13	15:14
47:23 48:2,7	63 : 5	specifics 61:6	stenograph
55:5	six13:6 39:22	spot 11:7	71:7
Services 1:21	51:24 55:24	spread 6:21	stepping 12:18
set 23:9,21	66:22	8:17	steps 29:10
66:13 67:2	size 22:17,18	spreadsheet	Steve 51:7
68:9,20 71:8	39:20	67:22	61:3 62:5
sets 44:19	slightly 44:16	square 1:23	stop 44:25
seven 40:12,18	45:8	53:16	48:23
59:11,23	small 9:18	stability	story 35:6
seventh 51:24	10:11 22:18	11:21	37:23 39:22
52:20 53:10	42:20 53:5	stabilization	<pre>straight 32:16</pre>
severe 29:6	58:1 63:23	6:7,15 7:11	stream 47:5
sewer 39:12	<pre>smaller 22:9</pre>	7:15 8:2,7	streamlined
shakes 11 : 17	43:10 44:11	8:11,24 9:7	67 : 16
13:12	Smith 51:9	stabilize	streams 47:13
shelf 60:24	sold 24:9 40:7	13:24	47:22 48:13
61:23 62:6	58:12 59:17	<pre>stable 7:8 9:2</pre>	<pre>street1:11</pre>
64 : 5	59:22	staff 29:9	38:4
shell 43:21	solely 52:13	35:14 67:15	<pre>strides 7:1</pre>
46:11	somebody 30:12	68 : 14	<pre>stronger 7:4</pre>
Shire 23:21,21	sort 62:9	standing 48:6	<pre>structural 8:5</pre>
<pre>short 8:8</pre>	sought 32:24	48:8	<pre>structure 40:6</pre>
shortfalls	Sounds 5:10	standpoint	40:11,19
38:23 48:1	sources 48:3	56:20	41:8 45:9
show 7:18	Sourcewell	start 12:18	49:3 53:25
shows 11:1	21:9	50:24	54:10
	I		I

atmustured	aubaidu 41.12	11:10	51:17
structured 54:17 55:3,9	subsidy 41:12 42:12 47:6	swear 37:2	testimony
57:4,5 59:20	48:11	51:14	20:20 37:12
Svarez 2:3 4:3	substantial	sworn 10:8	71:6
	7:19 8:8	16:24 20:22	thank 5:2 9:20
4:4,5,20 5:2			
5:4,8,11,20	33:25	27:1 32:13	11:5,22,24
10:9 11:5,24	success 9:23	35:15 37:14	12:6 14:2
12:6,14 14:3	13:22 52:3	50:19 51:17	15:1,1,4
14:11 15:1,5	56:14	T	19:14 20:11
15:22,23	successful 8:6		20:12 23:6
16:13,19,23	56:25 57:3	T 2:12 71:1,1	23:23 25:15
17:2,6,21,24	64:2	TA 68:22	26:12 27:4
18:6,19 19:3	sufficient	take 9:16	31:19 34:9
19:13,20,21	32:11 46:14	53:14 62:19	36:16 45:3
20:11,14,25	47:22	62:21	50:8 51:20
23:6,19,25	SUITE 1:22	taken 1:15	56:1,6 58:25
24:13,17	super 41:11	63:12 71:7	65:8 66:25
25:1,13,16	<pre>superior 29:3</pre>	talk 67:9	69:1,25 70:1
25:21,22	supervision	tax 13:20	70 : 2
26:14,19	5:13,23 6:4	22:25 27:20	Thanks 36:17
27:2 28:18	6:6,14,20	29:25 33:22	49 : 7
28:23 29:7	7:14,24,25	40:4,6,13,14	they'd 69:4
30:1,3,14,22	8:3,3,14,21	40:16 57:1	things 8:15
31:3,4,21,25	9:8,11	68 : 16	10:23 12:15
34:9 35:4,20	supplied 54:19	taxable 33:23	58:15 66:9
35:25 36:1	sure 4:23 8:21	taxes 63:19	think 5:20
36:17,24	8:25 13:4	68 : 15	6:17 9:24
37:15 45:3	17:23 30:20	taxpayers	12:14,23
46:7 48:21	32:5,8 34:18	19:12	13:2,10,22
49:7,15,16	36:20 48:6	team 9:22	15:5,6 18:23
50:7,9,13,17	59:15 62:4	11:23 68:18	19:3 22:8
51:19 58:25	64:14,24	68 : 20	23:8,19 29:7
59:8 60:4,12	66:4 67:6,12	Teams 1:15	29:14,15
64:6 66:4,25	68 : 8	TED 2:9	30:4,15
68:6,19 69:1	surface 62:18	TEL 1:24	32:10 34:10
69:8,9,25	62:20	term7:18 8:4	35:5,17,19
70:3	surplus 24:23	8:8 9:2	45:4,18
<pre>subject12:14</pre>	surprise 5:21	11:19 40:22	46:10 51:10
submission	surprised	47 : 9	56:24 57:24
34:25	18:20,21	terms 7:18	58:7 61:20
submitted	29:13	21:16 24:22	61:22 62:11
32:17 33:3	surprising	33:13 60:19	62:22 64:12
subsequent	29:17	62 : 13	65:3,4,19
41:3 56:18	surrounded	<pre>testify10:8</pre>	68:19 69:1
subsidies	13:3	20:22 27:1	70:4
46:13	Swan 9:19 11:9	32:13 37:14	third 41:24

47:15	totally 24:15	trust 66:7,13	unpledged
thought 29:17	tourists 7:9	trustee 44:4	54:16,22
59:11 61:25	town 53:18	try 60:10	unprecedented
62:10	56:23 61:8	trying 17:15	8:10
three 11:18	61:10,12	57:24	unquote 46:11
15:14 18:11	Township 3:6,7	turn 10:6	unrestricted
33:6 41:21	3:8 16:15	16:25 18:13	17:17
43:10,12	20:16 26:15	19:2 27:2	unusually 8:12
44:11,13	27:6	37:15 54:9	update 33:13
45:21	trade-ins	55:20 64:20	use 29:5 53:13
threshold	17:18	69:2	57:2 63:16
15:14	trading 17:11	two 6:19 17:11	useful 17:12
thrown 18:21	traditional	21:18 39:5,9	usual 25:5
Thursday 1:13	41:8	39:11 41:16	utility 32:19
time 6:6 8:18	transaction	42:5,22	utilize 8:19
10:7 11:3	53:25	44:19 47:8	43:3
12:21 13:17	transcript	47:13,20	<pre>utilizing 40:4</pre>
20:21 21:23	71:6	54:14 62:12	
26:25 32:12	transition	type 66:24	V
33:3,8 37:13	35:9	67 : 22	vacant 53:14
51:16 53:11	Treasurer 9:14	types 60:8	56:23 62:16
55:11,19	tremendous	typical 19:2	62:21
56:6 71:8	62:18	typically	value 22:24
titling 18:11	<pre>trending 28:5</pre>	18:24 45:9	23:1 33:4,6
today 5:12	Trenton 1:12	58:12	33:15,19
9:17,23,25	3:9 31:22		40:9 42:15
16:14 17:1	Trenton's	U	44:16,17
20:15 36:19	34:13	ultimately	45:23 47:1
39:16 50:10	Triangle 53:8	57:10	values 54:19
57:13 59:7	59:22	unable 33:8	various 46:13
62:17 70:5	trigger 65:24	undergoing	vehicles 42:2
today's 34:6	66 : 14	66:18	vein 64:15
TOLL 1:24	triggered	<pre>underlying 8:5</pre>	vendors 22:5
Tom 26:22	65 : 17	understand	22:11,16
Tony 37:10	triggers 65:20	48:22 49:3	Verderame 51:8
tools11:20	trouble 29:6	understanding	verify 30:17
top 28:20	truck 21:5,6	66:6 67:23	versa 10:23
Toro 9:19 10:5	21:14 27:9	Understood	vested 10:24
11:6 12:6	27:10,23	64:6	vice 10:23
total 18:5,22	28:4,7,11,12	undertook 53:7	Videography
19:13 25:12	28:16	unfair 18:16	1:21
28:1,4 39:10	trucks 19:9	Union 39:18	Vieiro 51:2
44:13 45:22	true 49:3 71:6	47:11 48:15	66:12 67:12
45:23 46:6	truly8:10	unit 62:21	68:11,24
totality 46:25	22:22 23:14	units 53:18	virtually
47:1	46:11	57:16	47:11
		-	-

			rage 90
vis-a-vis 48:9	65.11 17	42:23 61:14	56:10
	65:11,17		
visitors 63:9	68:13	worked 10:18	Youssouf 26:24
volunteer	way4:23 8:4	34:13 67:19	28:25
17:10	10:15 13:25	working 7:13	Z
vote 21:4	18:8 29:3	11:22 12:2	
27:25 69:14	33:20 49:23	24:25	Zengaro 37:10
voted 35:10	67:2 68:15	works 63:22	Zero 29:23
voter 21:3	68:25	67:24 68:1	Zilinski 32:3
25:12	we'll 12:23	worse 48:25	32:4,7 35:13
voters 27:24	15:5 30:12	worth 44:15	35:19
28:6	30:20 50:24	45:20	zone 41:9 42:7
votes 18:22	we're 4:22 5:9	wouldn't 8:19	42:21
25:2 28:1,3	12:21,22	34:25	zoning 57 : 15
VTC 2:1	13:15 24:4	www.RLReso	Zoom 23:16
Vye 52:23	24:15,25	1:25	
	28:5 34:4		0
WW	35:19 36:21	X	02211 71:4
wait4:21	39:16 42:6	x 1:3,6 3:1	026 23:1
34:13	45:9 52:5	XI 71:4	08625 1:12
waived 15:17	54:6 57:24		08690 1:23
walk 45:12	58:23 59:6	Y	
46:9 59:12	59:24 68:2	Yeah 61:5 65:2	1
64:17 67:1	68:15 70:10	year 6:9,12	1 3:7,8 20:16
want 9:16 11:6	we've5:21	12:20 21:21	21:2 26:15
11:7 18:10	10:14 22:7	24:14,18	27:6
23:20 29:8	52:3 53:11	27:18 33:4,9	1,295,398
36:19 45:4	63:21 67:17	33:12,17,23	17:20
50:21 58:11		33:24 34:1,4	1.188 27:16
61:3 64:25	67:20,21,24	34:14 35:9	1.2 33:16
65:1 66:10	welcome 23:14	38:13,16,19	1.5 66:16
	23:25	38:21 44:3	1.6 33:15
wanted 10:11	went 29:20	44:14 47:7	10 13:7 56:10
11:10 19:6	56:13 61:13	47:10 53:7	10 ,000 21:15
19:11 35:8	61:22		24:9
35:14,17	weren't 46:14	54:21,23 55:4 59:20	10:48 1:14
55:8 60:19	west 53:20		10.48 1.14 100 68:2
61:6	WILLIAM2:6	59:24,25	100,000 43:11
wasn't 34:18	willing 22:5	68:4	44:12 45:22
watch 11:13	wish 50:7	year's 7:10	
water 32:19	wishing $10:7$	years 5:22	101 1:11
57:15	20:21 26:25	7:19 11:19	102 28:1
waterfront	32:12 37:13	12:20 13:2,7	11 15:12 45:17
52:22 53:23	51:16	13:17 17:13	45:18 46:5
56:8 57:12	wonderful	17:13 27:16	1101 53:3,21
57:17 61:2	26:13	28:8 33:21	111,000 27:18
61:18 62:6	work 9:5 12:10	40:12,18	29:24
64:2,10	13:5 41:19	44:7,10,15	12 46:5 66:24
L			

		1	1
12:09 70:12	2014 28:3	33 1:22 21:4	75,000 55:7
1200 65:21	2015 6:8	33,000 19:12	
13 33:18 42:8	20167:16 43:6	335695 1:25	8
13,250,000	52:25 53:2,4	35 57:14	8 63:7
32:19	2018 41:15	36 3:10	80 61:21
14 21:17 27:25	42:23	368-7652 1:24	800 1:24
15 3:5	2019 38:13,20	370,000 33:5	85,428.60
15,900 28:6	40:2 44:1	· · · · · · · · · · · · · · · · · · ·	21:20
1500 39:21	2020 32:17	4	850,000 28:4
65:21	34:6 38:14	4 3:3,4 41:17	88 27:25
153 21:4	41:15 42:23	40,000 19:10	
16 3:6 42:16	44:1	400 59:19	9
43:8 46:2	2021 1:13 21:2	400,000 47:7	9 1:13
63:3	27:25 38:25	40A:12A-29	9.86 54:18
17 17:13 19:5	53:7 71:25	52:8	900 65:21
37:21 63:4	2022 17:8	40A:12A-67g	989-9199 1:24
18 62:15 66:24	71:24	52:8	
186 25:2	206 53:15	40A:5A-627:7	
1980's 62:7	20th 21:2	40A5A-637:22	
1983 21:11	27:25	410 1:22	
24:2	21 28:7	44 15:9	
	21.2 54:23	45 41:12	
2	210,000 17:19	4600 53:16	
2 45:24	2277 1:22		
2,00028:11,18	230 18:23	5	
2.1 42:15 43:8	24 47:10 71:25	5 39:11	
45:20	25 57:10,18	5,000 21:14	
20 3:7 17:13	62:13	24:8	
44:9,14	2500 57:17	5:30-2.5 32:24	
53:17 57:18	62:21	50 3:11	
59:20 61:23	26 3:8	50,000 44:3,14	
62:22	27 62:24	500 65:20	
200,00017:17	279,500 22:24	585,398 17:19	
27:14 28:19	28th 19:7,10	59 61:24	
28:22		6	
2002 62:8,8	3	600 47:9 59:19	
65:11	3 3:6 16:15	65:21	
2009 39:16	3,164 57:16	609 1:24	
40:16 41:2	30 19:9 54:21	0091:24	
43:3	54:23 55:4	7	
2010 6:3 7:14	56:16 57:10	70 3:12 57:14	
41:3 42:9,21	58:6 59:25	710,000 18:5	
43:7 45:19	62:1,23	72 28 : 3	
47:4	71:24	72.67 23:2	
2012 32:21	300,00017:16	735,84627:10	
2013 52:23	31 3 : 9		