

NEW JERSEY DEPARTMENT OF COMMUNITY AFFAIRS  
LOCAL FINANCE BOARD

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July 12, 2023  
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Oral sworn testimony in the  
above-captioned matter taken via remote  
videoconference before Jean B. Delaney, Certified  
Court Reporter (XI01556) and Notary Public of the  
State of New Jersey, on the above date, commencing  
at 10:00 a.m., there being present:

1     A P P E A R A N C E S:

2     Al an Avery

3     Wi l l i a m C l o s e

4     D o m i n i c k D i R o c c o

5     I d i d a R o d r i g u e z

6     J a c q u e l y n S u a r e z

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APPLI CATIONS

- 1
- 2 Page 6 Wall Township Fire District
- 3 Page 12 Atlantic City
- 4 Page 23 Burlington County Bridge Commission
- 5 Page 27 Passaic Valley Water Commission
- 6 Page 38 Cumberland County Improvement Authority
- 7 Page 44 Passaic County Improvement Authority
- 8 Page 54 Elizabeth City
- 9 Page 47 Palmyra Borough
- 10 Page 66 Asbury Park City
- 11 Page 75 Beach Haven Borough
- 12 Page 80 Division of Local Government Services

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- 14
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1 MS. SUAREZ: Thank you. Okay. So the  
2 first matter before the Board today is last month's  
3 meeting minutes.

4 Do I have a motion to adopt the  
5 June 14, 2023 minutes?

6 MS. RODRIGUEZ: So moved.

7 MR. CLOSE: Second.

8 MR. BENNETT: I have Ms. Rodriguez and  
9 Mr. Close.

10 Ms. Suarez?

11 MS. SUAREZ: Yes.

12 MR. BENNETT: Mr. Di Rocco?

13 MR. DI ROCCO: Yes.

14 MR. BENNETT: Mr. Close?

15 MR. CLOSE: Yes.

16 MR. BENNETT: Mr. Avery?

17 MR. AVERY: Yes.

18 MR. BENNETT: Ms. Rodriguez?

19 THE WITNESS: Yes.

20 MR. BENNETT: Minutes adopted.

21 MS. SUAREZ: Okay. And then we do  
22 have some ethics matters before us.

23 Ms. Jones, would you please walk us  
24 through the Complaint consideration before the Board  
25 today?

1 MS. JONES: First order for the  
2 Board's consideration is (technical difficulties)  
3 which is a notice of investigation for the potential  
4 violation of subsections C and F, and 9-11.6A3 of  
5 the local government ethics law.

6 MS. SUAREZ: Anyone have questions on  
7 that one?

8 Hearing none, do we have a motion?

9 MR. AVERY: Motion.

10 MS. RODRIGUEZ: Second.

11 MR. BENNETT: I have Mr. Avery and Ms.  
12 Rodriguez.

13 Ms. Suarez?

14 MS. SUAREZ: Yes.

15 MR. BENNETT: Mr. Di Rocco?

16 MR. DI ROCCO: Yes.

17 MR. BENNETT: Mr. Close?

18 MR. CLOSE: Yes.

19 MR. BENNETT: Mr. Avery?

20 MR. AVERY: Yes.

21 MR. BENNETT: And Ms. Rodriguez?

22 MS. RODRIGUEZ: Yes.

23 MR. BENNETT: Motion approved.

24 We can pause right now for the court  
25 reporter.

1 (Off the record.)

2 MS. SUAREZ: Okay. So to move on to  
3 the applications, I'm just going to remind our Board  
4 members, applicants and members of the public that  
5 have joined us for this meeting to please just  
6 remain muted to eliminate any unnecessary background  
7 noise. If you are joining us by audio only, you can  
8 use option star six on the phone to both mute and  
9 unmute yourself. As each applicant comes to  
10 testify, please just turn your camera on and make  
11 sure you speak up when your application is called so  
12 that your image appears on the screen and that would  
13 permit us to get you sworn in prior to testifying.

14 The first applicant appearing before  
15 the Board today is Wall Township Fire District #3,  
16 and let me just see.

17 I do see Ms. Sendzik. I just want to  
18 be clear. Will you be going by Ms. Sendzik or Ms.  
19 Haines?

20 MS. SENDZIK: Either is fine.

21 MS. SUAREZ: Do you have a preference?

22 MS. SENDZIK: We can do Sendzik.

23 MS. SUAREZ: You got it. Okay. So  
24 Ms. Sendzik, is there anybody that needs to be sworn  
25 in that's with you today?

1 MS. SENDZIK: Yes. To my right I have  
2 William Newberry, who is the Business Administrator  
3 for Wall Fire District #3.

4 WILLIAM NEWBERRY, having been duly  
5 sworn, was examined and testified as follows:

6 MS. SUAREZ: The floor is yours.

7 MS. SENDZIK: Thank you. The  
8 commissioners of Fire District #3 are coming before  
9 the Local Finance Board today for its review,  
10 recommendations, and approval to finance apparatus,  
11 specifically a Pierce mid-mount hundred foot aerial  
12 tower and other related firefighting equipment;  
13 hose, radios, SCVA cylinders to be used by the  
14 career and volunteer firefighters within the  
15 district.

16 The total cost for the apparatus  
17 together with the related firefighting equipment  
18 shall not exceed \$2,143,522.21, and the financing  
19 shall not exceed same.

20 The cost of the apparatus shall not  
21 exceed \$2,077,348.88, and the apparatus shall be  
22 purchased through the National Cooperative  
23 Sourcewell.

24 The cost of the other firefighting  
25 related equipment is the hose. The hose is

1 \$17,413.50. The radios are \$35,454.95 and the SCVA  
2 cylinders are \$13,304.88.

3 The financing lease with an option to  
4 purchase has been obtained through a competitive  
5 bid. The Board forwarded out to six prospective  
6 bidders and received four bid proposals back. Three  
7 of the bid proposals were non-compliant. The one  
8 bid proposal that was compliant was also the lowest  
9 bid.

10 The low bidder came in with an annual  
11 interest rate of 2.88 percent, which resulted in an  
12 annual principal and interest payment of  
13 \$334,875.77.

14 There is a piece of apparatus being  
15 retired upon the arrival of the new apparatus. The  
16 1998 Pierce ladder with 12,806 miles and 2,602  
17 engine hours, and 1,092 aerial hours is obsolete and  
18 cost prohibitive to maintain and repair at this  
19 time.

20 If the Board has any questions,  
21 hopefully myself or Mr. Newberry can answer them.

22 MS. SUAREZ: Thank you very much.

23 I do have just one question that I  
24 wanted to hone in on just a little bit because I do  
25 know that this apparatus, much like all the



1 apparatus around the State of New Jersey right now,  
2 are taking quite a bit of time to come in. But it  
3 is my understanding that the fire district will need  
4 to start paying the interest on that apparatus  
5 probably for about a year before it is actually  
6 received. So should something happen, delivery of  
7 the apparatus not be accepted for whatever reason,  
8 it seems like it is a fairly large price. I think  
9 the interest on it is north of \$300,000.

10 MS. SENDZIK: So we actually have to  
11 start paying within our first year of receiving  
12 escrow funding so the money goes into an escrow  
13 account. And, actually, the way that they are doing  
14 it now, especially Community Leasing Partners, the  
15 reason why we are getting such a favorable interest  
16 rate is they are funding in escrow, and the money is  
17 sitting in an escrow account earning interest on it.  
18 They put that interest towards the principal. We  
19 are still going to hold onto the money. So even  
20 though the District after one year has to make its  
21 first payment, we still have not released our escrow  
22 funding yet. So there really is no risk because we  
23 still have the actual escrow payment. No money --  
24 the money isn't being released to the vendor. It is  
25 being paid back to the bank. So if we do make a

1 payment and something happens after payment number  
2 one, we still have the money in the bank, and it is  
3 also gaining interest on it.

4 MS. SUAREZ: So worst case scenario,  
5 right, so the money is in -- in the escrow account  
6 and the apparatus is not acceptable and it's  
7 rejected for whatever reason, what would be the  
8 total net potentially lost by the fire district, if  
9 any?

10 MS. SENDZIK: Zero.

11 MS. SUAREZ: Okay.

12 MS. SENDZIK: It would really just be  
13 any fees for the application if we had to start over  
14 again. So there would be no money lost to the  
15 district at all because we are still in control of  
16 the entire amount.

17 MS. SUAREZ: Okay.

18 MS. SENDZIK: And were the apparatus  
19 rejected, we are made whole on it.

20 MS. SUAREZ: Okay. So even for  
21 setting up the escrow, the bank, nobody would take  
22 any of the funds directly from the fire district for  
23 them.

24 All right. Thank you. That was the  
25 only real question that I had. So I will open it up

1 to see if the Board members or anyone from the  
2 public have any other questions or comments?

3 All right. Hearing none, do we have a  
4 motion to issue positive findings?

5 MR. AVERY: I make that motion.

6 MS. RODRIGUEZ: I second it.

7 MR. BENNETT: I have Mr. Avery and Ms.  
8 Rodriguez.

9 Ms. Suarez?

10 MS. SUAREZ: Yes.

11 MR. BENNETT: Mr. Di Rocco?

12 MR. DI ROCCO: Yes.

13 MR. BENNETT: Mr. Close?

14 MR. CLOSE: Yes.

15 MR. BENNETT: Mr. Avery?

16 MR. AVERY: Yes.

17 MR. BENNETT: And Ms. Rodriguez?

18 MS. RODRIGUEZ: Yes.

19 MR. BENNETT: Motion approved.

20 MS. SUAREZ: All right. Thank you  
21 very much.

22 MS. SENDZIK: Thank you. Have a good  
23 day.

24 MS. SUAREZ: You, too.

25 \*\*\*\*\*

1 MS. SUAREZ: The next applicant  
2 appearing before the Board today is the Proposal of  
3 the Adoption of the City of Atlantic City's 2023  
4 budget, which would actually require me to step down  
5 as Chair and recuse myself from voting on this  
6 matter so I can present it before the Board for  
7 consideration, so I'm going to turn the Chairmanship  
8 over to Ms. Rodriguez.

9 So Ms. Rodriguez, if you wouldn't mind  
10 introducing the application, please.

11 MS. RODRIGUEZ: Yes. Good morning.  
12 We are here to introduce the application for the  
13 proposed adoption of the fiscal year 2023 budget for  
14 the City of Atlantic City.

15 MS. SUAREZ: Okay. Thank you, Ms.  
16 Rodriguez.

17 So I am going to appear today before  
18 the Board on behalf of the City of Atlantic City and  
19 the State of New Jersey under the Municipal  
20 Stabilization and Recovery Act seeking approval of  
21 the calendar year 2023 municipal budget.

22 As you all know, under the Supervision  
23 Act and under the Stabilization and Recovery Act,  
24 the Local Finance Board vested in the Division of  
25 Local government services oversight over the City of

1 Atlantic City's municipal budget for each year  
2 during the period of recovery and revitalization.

3 I do have with me here today the  
4 Atlantic City team. They are joining us virtually.  
5 So I'm going to ask that each of the team members  
6 speak up so that they can be introduced for the  
7 record and we can swear everybody in before  
8 beginning testimony. So just to be clear, I see BA  
9 Anthony Swan. I see Chief of Staff Ernest Coursey.  
10 I see CFO Toro Aboderin. And I see Mr. Leon  
11 Costello. Is there anybody that I'm missing from  
12 the city?

13 MR. SWAN: No. Not that I can see.

14 MS. SUAREZ: Okay. Great.

15 MR. BENNETT: So by way of  
16 introduction, I am Anthony Swan. I am the Business  
17 Administrator for the City of Atlantic City.

18 MR. COSTELLO: Leon Costello, Auditor  
19 for the City of Atlantic City.

20 MS. ABODERIN: Toro Aboderin, Chief  
21 Finance Officer for the City.

22 MS. RODRIGUEZ: (Inaudible) Chief of  
23 Staff.

24 MS. SUAREZ: Either he can't unmute or  
25 he is not going to be talking. I'm not sure which

1 one.

2 MS. RODRIGUEZ: Okay. Not a problem.

3 I guess everyone will be sworn in now.

4 LEON COSTELLO, TORO ABODERIN and

5 ANTHONY SWAN, having been duly sworn,

6 testified as follows:

7 MS. SUAREZ: So thank you to the

8 Board. I'm going to just walk us all through the

9 preliminaries and then I'm going to actually turn it

10 back over to the AC team to see if they have any

11 additional highlights or comments that they would

12 like to make on this year's budget.

13 So the city of Atlantic City has

14 proposed its calendar year 2023 budget through

15 consultation with the city's financial staff, the

16 administration, and working together with the

17 State's assigned fiscal monitors and other financial

18 professionals. The budget has also been presented

19 to the Lieutenant Governor for her consideration.

20 The 2023 budget, despite all the challenges facing

21 New Jersey and the city today, actually results in a

22 decrease in the tax rate from last year. This marks

23 the 6th year in a row that the city has achieved a

24 tax rate reduction or a zero increase and reflects a

25 tremendous amount of effort by all participants in

1 this process. The city, in collaboration with the  
2 state in its oversight capacity, has focused on  
3 stabilizing the budget and increasing fiscal  
4 responsibility. And the city's largest tax appeals  
5 have been settled for several years now, and the  
6 additional emergency appropriation reserves have  
7 been included to address any future appeals, which  
8 reduces the risk for liability to the city that's  
9 anticipated in the future.

10 As in prior years, this city's finance  
11 staff and administration, municipal technical  
12 advisors and the finance professionals will continue  
13 to focus on cost reduction programs in maximizing  
14 revenues to further stabilize the city's financial  
15 position.

16 The proposed introduced budget  
17 reflects a conservative approach to anticipating the  
18 city's 2023 revenues, much like we've done in years  
19 past. Many of the revenue line items were  
20 anticipated in the 2023 municipal budget at an  
21 amount less than realized in 2022. Although most of  
22 the revenues anticipated in the municipal budget are  
23 recurring revenues, the city continues to look for  
24 new revenue sources. Those will actually include in  
25 the 2023 budget, payments in lieu of taxes totaling

1 \$155,000. The negative credit consequences of the  
2 uncertainty with the sometimes volatile casino  
3 industry are fairly offset by the improved  
4 management of city operations and the more  
5 predictable pilot payment structure for the casinos.  
6 In addition, the city's current expectation is that  
7 any possibility negative financial impact on the  
8 city due to any potential weakness with the brick  
9 and mortar casino industry will be limited,  
10 particularly given meaningful revenue from online  
11 gambling operations which continue to exceed  
12 expectations year over year.

13                   If you look at sheet 39 of Atlantic  
14 City's budget, there is a surplus of over  
15 \$55 million. And while this is a decrease just  
16 under 1.5 million from the prior year, even though  
17 we are seeing recent inflationary pressures bringing  
18 uncertainties to all local governments across the  
19 State of New Jersey and the country overall, this  
20 level of fund balance and funded reserves provides  
21 cash flow and financial stability in the event the  
22 city requires its use. And while the city's budgets  
23 will utilize I think about 16.4 million surplus, we  
24 expect the city to fully replenish that figure.

25                   The collaborative effort by the city's



1 financial staff and administration, municipal  
2 technical advisors from the state and its financial  
3 professionals produce a fiscally responsible  
4 municipal budget which we recommend that the Local  
5 Finance Board approve.

6 In looking toward the future, the city  
7 will remain focused on continuing to keep the budget  
8 and tax rate stabilized. The extension of the  
9 state's oversight under the Municipal Stabilization  
10 and Recovery Act through 2025 will also help insure  
11 the city's continued financial stability.

12 We have a great deal of comfort in  
13 this budget. Our finance team at the city and at  
14 the department have been incredible to work with.  
15 And with that said, I'm going to open it up to the  
16 Atlantic City team to add any context and highlight  
17 any items within this proposed budget that they see  
18 fit.

19 Thank you.

20 MR. SWAN: Good morning, Board, and  
21 thank you.

22 I would like to turn it over to our  
23 CFO, Toro Aboderin, as well as Leon Costello, who  
24 worked on the nuts and bolts of the city's budget.  
25 I can tell you that we have -- all folks involved in

1 putting the budget have the same mind-set. All were  
2 very, very conservative, and we don't guess on what  
3 is coming in, and we watch very closely on what we  
4 spend, and that's along with the Director, who  
5 watches over us, as well. And I think the team does  
6 a great job with managing the budget, which  
7 allows -- which puts us in a position each year to  
8 try to achieve a tax decrease. So with that I will  
9 turn it over to Toro Aboderin and Leon Costello.

10 MS. ABODERIN: I totally agree with  
11 everything that the BA has said and the Director.  
12 We all worked together as a team to achieve this  
13 budget that we put before you to date. When we  
14 start this budget process, it is a lot of requests  
15 from the departments and it takes us some time to  
16 whittle that down, and whittle it down to the things  
17 that are absolutely necessary to do, so when things  
18 come up throughout the year that we have to deal  
19 with, we are able to handle that within the focus as  
20 we have. It takes really the effort of everyone.  
21 We have a great that partnership with this team that  
22 allows us to manage this budget in achieving tax  
23 decrease and the services to the taxpayers.

24 I have to give thanks to the State, to  
25 Leon, to Anthony. We understand that Atlantic City

1 isn't quite out of the woods yet. We are working  
2 towards it, and we all take great pride in managing  
3 the budget that we have presented this morning.

4 MR. COSTELLO: Thanks, Toro.

5 Just a couple of things to add is that  
6 we're really happy to say that the '23 budget does  
7 not contain any catch-up on deferred charges. We  
8 are out of the deferred charges. That happened  
9 about eight or nine years ago when the city had a  
10 really, really bad year. It created an operating  
11 loss that's been funded and that's gone. There are  
12 no other deferred charges. It is a straight, clean  
13 budget. There is no gimmicks in it to get the tax  
14 decrease. It is all fully funded as the Director,  
15 and Anthony, and Toro all mentioned, that we are not  
16 anticipating fully what we are going to collect. We  
17 know we are going to collect more than we have in  
18 there. That's by design. We will be replacing that  
19 \$16,400,000 fund balance through various sources.  
20 We do know that. Unless some really, really  
21 disaster happened, we will replenish that number.  
22 We know that the debt service is shrinking every  
23 year. It went from 40 million down to 38 million.  
24 That's going to continue to fall. In '27 it will be  
25 down to 23 million. That's a result of paying off

1 all those tax appeals from the casino industry once  
2 they originated. So -- and the -- also, the big  
3 payoff that's going to be in '27 is the health  
4 benefits and pension that the City didn't pay the  
5 one year, wound up borrowing the money through a  
6 bond, that will be gone in '27. So the mission's  
7 always been to have no increase or decrease, and  
8 that's been met since this program has been  
9 instituted, and I don't see any reason why that  
10 can't continue. It is a sound, no gimmick budget.

11 Thanks.

12 MS. SUAREZ: Thank you all very much.  
13 I will turn it back over to the Board to see if they  
14 have any questions or comments.

15 MR. BENNETT: Ms. Rodriguez, I believe  
16 you are muted right now. If you are trying to  
17 speak, Ms. Rodriguez, it is star 62 to unmute  
18 yourself.

19 MS. RODRIGUEZ: Can you hear me now?

20 MR. BENNETT: Yes.

21 MS. RODRIGUEZ: So --

22 MR. BENNETT: We lost you again, Ms.  
23 Rodriguez.

24 MS. RODRIGUEZ: Can you hear me now?

25 MR. BENNETT: We can, indeed.

1 MS. RODRIGUEZ: I wanted to make a  
2 quick comment.

3 I was stating that I had been on this  
4 Board since the beginning of this partnership. I  
5 want to commend everyone in Atlantic City, the  
6 administration, all the directors and, of course,  
7 Ms. Suarez, Director Suarez in this partnership.  
8 I've seen the progress in the city. I've seen the  
9 reduction, and the decreasing, and the debt service  
10 coming out of the deferred charges and all of that,  
11 and I think this is a great work, and I just want to  
12 commend all of you and continued success in what you  
13 are doing. Thank you very much.

14 MR. CLOSE: I just want to say, I want  
15 to echo Ms. Rodriguez's comments, and the great  
16 effort by Director Suarez and the staff of Atlantic  
17 City. We appreciate your efforts to work with the  
18 Director, and I just echo Ms. Rodriguez's comments.  
19 It is significant progress. It is really good to  
20 see.

21 MS. RODRIGUEZ: If no one else has a  
22 question or a comment, can I get a motion?

23 MR. CLOSE: So moved.

24 MS. ABODERIN: I have one last thing I  
25 wanted to add. I don't think we can actually not

1 give recognition to our Mayor. He does a great job  
2 for the City of Atlantic City. He is a great  
3 advocate for the city, and if you've never met him,  
4 he takes his all to rid Atlantic City of this  
5 (inaudible). He is always fighting for the  
6 taxpayers of Atlantic City, trying to get  
7 everything. He will ask, you know, even knowing  
8 that the only answer he will get is no. And he  
9 doesn't ever beat up on the city. I just have to  
10 say that.

11 MS. RODRIGUEZ: That's why I  
12 acknowledge the administration on a job well done.

13 MS. ABODERIN: Thank you.

14 MS. RODRIGUEZ: The administration,  
15 meaning Mayor Small on a job well done.

16 MR. BENNETT: I have a motion by  
17 Mr. Close. Do we have a second?

18 MR. AVERY: I second.

19 MR. BENNETT: Second by Mr. Avery.

20 Ms. Suarez is recused.

21 Mr. Di Rocco?

22 MR. DI ROCCO: Yes.

23 MR. BENNETT: Mr. Close?

24 MR. CLOSE: Yes.

25 MR. BENNETT: Mr. Avery?

1 MR. AVERY: Yes.

2 MR. BENNETT: And Ms. Rodriguez?

3 MS. RODRIGUEZ: Yes.

4 MR. BENNETT: With four votes, that's  
5 sufficient for passage. The budget is adopted.

6 MS. ABODERIN: Thank you, all.

7 MS. RODRIGUEZ: Best wishes.

8 \*\*\*\*\*

9 MS. SUAREZ: Okay. So the next  
10 applicant appearing before the Board today is going  
11 to be the Burlington County Bridge Commission. And  
12 I see Ms. Edwards.

13 MS. EDWARDS: Good morning.

14 MS. SUAREZ: Ms. Edwards, will you be  
15 presenting?

16 MS. EDWARDS: I will present, yes.

17 MS. SUAREZ: You have Carolyn Havlik  
18 and Jaime Wirkowski from the County. I see Jeff  
19 Winitzky, County bond counsel, and I believe Tom  
20 Hacie should be on but I think he was having video  
21 issues.

22 MR. HACIE: Jen, I'm here.

23 MS. SUAREZ: Okay. Great. Thank you.  
24 So we can be sworn in.

25 CAROLYN HAVLIK, JAIME WIRKOWSKI,

1           having been duly sworn, testified as follows:

2                   MS. SUAREZ: Ms. Edwards?

3                   MS. EDWARDS: Our application from the  
4 Burlington County Commission this morning is  
5 approval of the issuance of 56,995,000. This is an  
6 issue of notes that matures August 9th, 2023. We  
7 will be issuing pursuant to NJSA 40A:5A-6, 30  
8 million in bonds over a 15-year period and finance  
9 the balance 26,995 in notes which will be issued in  
10 another one-year note maturing next summer. The  
11 BCBC requests positive findings to issue the bonds  
12 and notes. The BCBC and the County will submit to  
13 the Director the terms and conditions for the  
14 renewal of the notes next summer. That's in  
15 accordance with NJSA 40A:5A-24, and will return to  
16 the LFB for approval of any issuance of bonds for  
17 that series of notes at a later date.

18                   I would like to just note that the  
19 30 million in bonds being issued, the 15-year tax  
20 impact is an impact of \$16 on the average home, and  
21 the note issue is an impact of \$6 next year for the  
22 average home.

23                   As you are aware, the County has an  
24 ongoing capital program. These ordinances were  
25 originally issued in the amount of 130 million.



1 Some of those include grants that are received by  
2 the County and other portions of it that have  
3 already been permanently financed by the county in  
4 previous issues. So this is the balance of those  
5 ordinances being taken out in bonds and notes, and  
6 we would anticipate the County to permanently  
7 finance the balance of the notes within the next  
8 couple of years.

9 MS. SUAREZ: Thank you.

10 MS. EDWARDS: Any questions?

11 MS. SUAREZ: I know you touched upon  
12 this towards the end but I just wanted to clarify  
13 one thing.

14 From the original amount that was, I  
15 guess, approved of north of I think 130 million back  
16 in 2017, what's left still from that original  
17 amount?

18 MS. EDWARDS: This is it. It is the  
19 56,995,000. Grants were in the amount of  
20 45.4 million for one of the ordinances. The  
21 secondary ordinance was about -- I'm sorry, that was  
22 the authorization amount. Sorry. I didn't give you  
23 the right grant amount. One authorization was  
24 45.4 million. The other one was 84.9 million, and  
25 we have the 56,995,000 is the balance of that.

1 I can get you the grant amounts.

2 MS. WIRKOWSKI: The grant portions  
3 were, in total, 43 million.

4 MS. EDWARDS: Thanks, Jaime.

5 MS. WIRKOWSKI: Sure. So 87 million  
6 is the full debt amount that we are issuing, the  
7 full authorization.

8 MS. SUAREZ: Thank you. And you  
9 answered my other questions in your presentation, so  
10 thank you.

11 I will open it up to see if anybody  
12 from the Board or the public has any questions or  
13 comments to make.

14 Okay. Hearing no additional  
15 questions, do we have a motion to issue positive  
16 findings?

17 MR. AVERY: I'll move it.

18 MR. DI ROCCO: Second.

19 MR. BENNETT: Mr. Di Rocco and Mr.  
20 Avery.

21 Ms. Suarez?

22 MS. SUAREZ: Yes.

23 MR. BENNETT: Mr. Di Rocco?

24 MR. DI ROCCO: Yes.

25 MR. BENNETT: Mr. Close?

1 MR. CLOSE: Yes.

2 MR. BENNETT: Mr. Avery?

3 MR. AVERY: Yes.

4 MR. BENNETT: And Ms. Rodriguez?

5 MS. RODRIGUEZ: Yes.

6 MR. BENNETT: Motion approved.

7 \*\*\*\*\*

8 MS. SUAREZ: All right. So next up  
9 appearing before the Board today we have the Passaic  
10 Valley Water Commission. I see Mr. Fearon,  
11 F-E-A-R-O-N. I see Ms. Litzebauer.

12 MR. FEARON: You should also have Yitz  
13 Weiss, the Chief Financial Officer.

14 MS. SUAREZ: I do. And I see  
15 Mr. Wielkocz, as well.

16 YITZ WEISS, HEATHER LITZEBAUER, and  
17 STEVE WIELKOTZ, having been duly sworn,  
18 testified as follows:

19 MR. FEARON: Good morning. I'm Jim  
20 Fearon with the Dilworth Paxon law firm. Also on  
21 the call as you've heard are our Chief Financial  
22 Officer Yitz Weiss, the Commissioners' financial  
23 advisor Heather Litzebauer from NW Financial and  
24 Steve Wielkocz.

25 It is Yitz Weiss. W-E-I-S-S, is the

1 last name. Y-I-T-Z is the first name. Heather  
2 Litzebauer NW Financial. I'm sure she's in the  
3 transcript everywhere, and Steve Wielkotz.

4 This application requests the Board's  
5 findings on a proposed \$130 million bond issue to  
6 fund substantially all of the Commission's capital  
7 program for the remainder of 2023 and 2024. Apart  
8 from the three large IBank financings that were  
9 noted in our executive summary, for the past decade,  
10 the Commission has funded all of its capital needs  
11 through annual pay-as-you-go budget appropriations.  
12 The Commission's last public new money bond issue  
13 was in 2014 for approximately \$20 million. The  
14 Commission has come to recognize pay-as-you-go  
15 budgeting is not achieving the desired results.  
16 Projects often get scaled back or are deferred, and  
17 attention is given mainly to the most pressing  
18 issues. After preparing a five-year capital plan  
19 including projected annual user rate adjustments,  
20 the Commission has determined that its capital needs  
21 would best be met by bonding in addition to the  
22 current pay-as-you-go method. In review of  
23 currently high interest rates as well as federal tax  
24 law limits governing the timing of expenditures, the  
25 Commission has opted to finance only two years of

1 these capital budget items at this time. The  
2 Commission is pleased with its experience with the  
3 I Bank as a financing source for its major capital  
4 projects. The Commission closed on a \$37 million  
5 I Bank construction loan last year for its lead  
6 service replacement line project, for which the  
7 Commission expects to receive up to 74 percent in  
8 loan forgiveness. The Commission will also be using  
9 the I Bank for financing its upcoming \$40 million  
10 Levine Reservoir project, and several other projects  
11 in the I Banks priority list.

12 However, the projects the Commission  
13 now seeks to finance are not good candidates for  
14 I Banks financing. The majority of the items are for  
15 ongoing projects for which contracts had already  
16 been let and, therefore, would not be eligible for  
17 I Banks financing. And the remaining matters are  
18 either time critical or too small or diverse to fit  
19 as defined projects under the I Bank's program. The  
20 Commission does intend to use the I Bank whenever it  
21 can moving forward.

22 Thank you very much, and we will be  
23 happy to answer any questions you may have.

24 MS. SUAREZ: Thank you, Mr. Fearon.  
25 The pre-meeting was helpful and I appreciate

1 everybody for their time and fleshing out of the  
2 application itself.

3           What I would like to talk a little bit  
4 about are some of the items that were relayed during  
5 that meeting. So the one, I know you touched upon  
6 it a little bit in your presentation, as well,  
7 regarding the Commission going through the IBank for  
8 other projects. I guess one of the things that I  
9 would like to clarify for the record is, is how much  
10 is the Commission going to be financing in projects  
11 through the IBank this next time around?

12           MR. FEARON: Well, it is somewhat --  
13 what I'm going to start off by answering, there is a  
14 \$40 million Levine Reservoir project that is already  
15 in the pipeline for this calendar year. We expect  
16 to close on that during the fourth quarter of this  
17 year, so that's a large project. The Commission  
18 has -- well, what we have here is a situation where  
19 we have a lot of projects that already had  
20 contracts, and because they already have contracts,  
21 they are not eligible. The Commission has been  
22 scrubbing its list in terms of what is or could be  
23 eligible going forward, and I believe I just  
24 received an updated list a few days ago which puts  
25 projects back into the IBank category, which is why

1 we sent an updated list in I believe on Monday,  
2 which we sorted -- I think there was maybe \$9  
3 million of replacement new  
4 projects -- (i n d i s c e r n i b l e).

5 I'm sorry. I didn't hear that either.

6 MS. SUAREZ: Sorry, Mr. Fearon.  
7 Somebody was not muted and was having a sidebar  
8 conversation.

9 MR. FEARON: I believe, and I can look  
10 for it if you need me to, but I believe that for  
11 prospective projects the I Bank is -- we're now more  
12 aware that the I Bank is an available source and  
13 advantage source, and they are intending to use it  
14 more. I can't give you an actual number because I  
15 don't have it at my fingertips but, Yitz, maybe you  
16 can just second what I said.

17 MR. WEISS: Yeah, a hundred percent,  
18 Jim.

19 There was another \$10 million worth of  
20 projects for 2023 and '24 that we're anticipating  
21 applying to the I Bank for.

22 MS. SUAREZ: Okay. And I know we  
23 talked about this too in the pre-meeting, that it is  
24 quite the undertaking of capital projects. So if  
25 you could just walk us through how the Commission

1 has prepared itself to be able to oversee all these  
2 projects that are going to be overlapping, right, to  
3 some extent.

4 MR. WEISS: Sure, we've been ramping  
5 up our staff, our new Executive Director Jim Mueller  
6 has undertaken -- he -- basically, we've done an  
7 analysis to determine there is an awful lot of work  
8 that needed to be done in our system that has been  
9 pushed off, as Jim mentioned. We've been staffing  
10 up. We've been working with outside contractors, as  
11 well. So they are fully anticipating that they are  
12 going to be able to handle the magnitude of all of  
13 these projects.

14 MS. SUAREZ: Okay. so whatever you  
15 can't handle internally, you will be seeking  
16 external assistance through contracts. Okay.

17 MR. WEISS: Correct.

18 MS. SUAREZ: Okay. And then what I  
19 would also appreciate is being walked through the  
20 decision, I think, to regularly come before the  
21 Board to finance some of these capital undertakings  
22 instead of always going through the IBank. And I do  
23 understand that some of the projects are not  
24 suitable for some of the IBank parameters, but it is  
25 not something that we commonly see with the



1 commissions, utilities or authorities. So I just  
2 kind of wanted to flesh that out a little bit.

3 MR. FEARON: Yeah. I will start  
4 before Yitz and just say that what we have here is a  
5 situation where it's been a long time since the  
6 Commission, apart from a few large projects, has not  
7 been doing their projects on a pay-as-you-go basis.  
8 So they are transitioning away from a pay-as-you-go  
9 into a more predictable access to the  
10 capital markets. I do anticipate, and Yitz can  
11 elaborate, but I do anticipate that there will be  
12 less reliance on pay-as-you-go but not a complete  
13 elimination of it. And that part of that lessened  
14 reliance will be to use the special bank whenever  
15 feasible. Obviously, with the infrastructure there  
16 is a lead time that requires some discipline to get  
17 used to. And they haven't, frankly, been accustomed  
18 to using the IBank apart from those three large  
19 projects, which I mentioned before. But I believe  
20 that, you know, once we -- to be honest with you,  
21 once we go to market with this large bond issue to  
22 catch up, in essence, with us for the past decade, I  
23 think the financial advantage of the IBank will be  
24 apparent and there will be a greater incentive,  
25 financial incentive to start the process early,

1 which is what we really need to do to use the IBank.

2 MR. WEISS: I agree with Jim a hundred  
3 percent. We are not transitioning away from  
4 pay-as-you-go, but we are -- this is to supplement  
5 pay-as-you-go. So we are still anticipating putting  
6 in about \$15 million of cash into capital for this  
7 year. And for our future budgets, we are putting in  
8 at least \$15 million out of cash every year.

9 MS. SUAREZ: Okay. So is it safe to  
10 assume then that once the Commission is able to kind  
11 of catch up on some of the projects that maybe  
12 should have been accomplished but weren't based on  
13 your most recent assessments, that the pay-as-you-go  
14 will kind of become more of the norm again?

15 MR. WEISS: We are probably going to  
16 end up coming back, but most of the projects are  
17 going to end up going through the IBank. This is  
18 kind of a -- as you mentioned, this is kind of an  
19 interim, so this is meant to fund the projects that  
20 we either have currently in process or that we need  
21 to get in process that will be done for 2023 and  
22 2024, so that should give us the lead time that we  
23 need for any projects that are IBank eligible so  
24 that we can get them up and running.

25 MS. SUAREZ: Okay.

1                   MR. FEARON: And I should add, to the  
2 extent projects are funded in this bond issue for  
3 the upcoming two years and still have additional  
4 costs remaining for 2025 and 2026, in all  
5 likelihood, we will need to come back for another  
6 bond issue for those remaining costs. We advised  
7 the Commission that it probably wasn't in their  
8 interest to do a four- or five-year capital plan in  
9 the public markets at this time. Obviously, once  
10 they start the projects or continue the projects  
11 that are included in this list, I imagine we will be  
12 back in two-and-a-half years to fund the closeouts  
13 of those projects.

14                   MS. LITZEBAUER: And just to give you  
15 a little bit of clarity on the Commission's debt  
16 service, the debt service has been level from 2015  
17 to 2021 at around \$16.8 million annually. In 2022,  
18 debt dropped down to 12.2 million, and then in 2023,  
19 to 7 million. With this proposed financing debt --  
20 annual debt service will go up to \$15 million, so  
21 there has been significant payoff of the  
22 Commission's debt and then this project will replace  
23 some of that dropoff.

24                   MS. SUAREZ: Thank you for that.

25                   I do have one last question that I

1 just wanted to bring up because I think we also  
2 touched upon this previously.

3 Can we just go through the increase of  
4 the rates a little bit and how that's going to help  
5 support this?

6 MR. WEISS: Sure.

7 What we've been doing the last bunch  
8 of years, last I guess, yeah, the last bunch of  
9 years is we've been doing a five-year rate plan  
10 based on our five-year budget. This past year we  
11 did a one year because we were kind of in a state of  
12 flux as far as the capital plans were concerned so  
13 we wanted just to have that as an interim. We are  
14 in the process of putting together a five-year plan  
15 which is actually being extended out now to a  
16 ten-year plan. So our expectation is that, before  
17 the end of the year, we are going to be going back  
18 to our Board with proposed rate increases over the  
19 next five years, so that will support these capital  
20 plans as well as the future ones.

21 MS. SUAREZ: And not that I will ask  
22 you to talk about proposed future rate increases,  
23 but what was the most recent one-year increase?

24 MR. WEISS: The most recent one --  
25 give me one second. I'm sorry.

1 My apologies. I don't have this right  
2 at my fingertips. Give me one second.

3 So the one that was just approved was  
4 a 4.9 percent increase. It was effective April 1st,  
5 so it gave -- the effective increase for 2023 was  
6 3.675 but it was a 4.9 percent increase.

7 MS. SUAREZ: That figure-wise, what  
8 was that on the average? Do you know that?

9 MR. WEISS: I do. Hang oh. Here we  
10 go.

11 So for owner cities, the increase is  
12 \$5.14 per quarter, and for out-of-town, it is \$6.16  
13 per quarter.

14 MS. SUAREZ: Thank you.

15 MR. WEISS: Sure.

16 MS. SUAREZ: Those are the questions I  
17 have. I'll open it up to see if any of the Board  
18 members or members of the public have any questions  
19 or comments.

20 MR. CLOSE: I wasn't sure if the  
21 ongoing pay-as-you-go was 15 million annually or  
22 50 million. I didn't catch the number.

23 MR. WEISS: That was 15, one five.

24 MS. SUAREZ: Hearing no other  
25 questions or comments, I will ask if we have a

1 motion to issue positive findings.

2 MS. RODRIGUEZ: I make a motion.

3 MR. DI ROCCO: I will second it.

4 MR. BENNETT: Ms. Rodriguez and  
5 Mr. Di Rocco.

6 Ms. Suarez?

7 MS. SUAREZ: Yes.

8 MR. BENNETT: Mr. Di Rocco?

9 MR. DI ROCCO: Yes.

10 MR. BENNETT: Mr. Close?

11 MR. CLOSE: Yes.

12 MR. BENNETT: Mr. Avery?

13 MR. AVERY: Yes.

14 MR. BENNETT: And Ms. Rodriguez?

15 MS. RODRIGUEZ: Yes.

16 MR. BENNETT: Motion approved.

17 \*\*\*\*\*

18 MS. SUAREZ: Okay. Our next applicant  
19 before the Board today is the Cumberland County  
20 Improvement Authority. I see Mr. Winitzky.

21 MR. WINITSKY: Yes. I will be the  
22 only one appearing today upon direction from Nick  
23 earlier this week. He said that nobody from the  
24 Authority nor the County needed to appear. So this  
25 is a supplemental application that I do not need to

1 be sworn in as counsel. So with that, with your  
2 permission, I will go ahead and proceed.

3                   Jeff Winitzky, Parker McCay. We're  
4 bond counsel to the Cumberland County Improvement  
5 Authority. The Authority actually previously  
6 appeared before the Board in May of 2022 seeking  
7 positive findings and approval to issue, not to  
8 exceed \$6,300,000 of its County guaranteed revenue  
9 bonds and to get approval for the County of  
10 Cumberland to adopt an ordinance that would  
11 guarantee the payment of the principal and interest  
12 on those bonds. The proceeds of the bonds were and  
13 are expected to be utilized to finance the cost of  
14 the development and construction of a new police  
15 barracks for the New Jersey State Police located in  
16 Port Norris, which is in Commercial Township in the  
17 County. The barracks are -- have been requested to  
18 be constructed by the State Police directly.  
19 They've been operating out of facilities that are  
20 close to 50 years old, severely lacking, need  
21 technology improvements, need all kind of things.  
22 Ultimately, the decision was made, rather than try  
23 to retrofit or to use the existing facilities, it  
24 made more sense to build new. So the State  
25 approached the Authority. The Authority does these

1 kinds of things all the time, and agreed to do so.  
2 It is about 13,300 square feet, a brand-new space  
3 for the police, and it will be located immediately  
4 adjacent to the existing facilities, which will be  
5 demolished.

6 The repayment of the bonds would be  
7 secured by a long-term lease entered into between  
8 the Authority and the State of New Jersey on behalf  
9 of the State Police. They would use -- occupy the  
10 facilities at the end of the term of the lease,  
11 which would be longer than the period of time of the  
12 term of the bonds. They would own the facilities.  
13 As I mentioned before, the Cumberland County  
14 Improvement Authority does these kinds of projects  
15 all over the county so this is right in their  
16 wheel house.

17 When we appeared before the Board in  
18 2022, the expectation was to issue these bonds  
19 through the USDA's Rural Development Program, which  
20 essentially allows for direct placement to the USDA  
21 at very low interest rates for an extended  
22 amortization period. We had received preliminary  
23 approval before we appeared before the Board or else  
24 we wouldn't have appeared before the Board.  
25 Unfortunately, subsequent to our approval, USDA sort



1 of got lost in this application, and had not, and  
2 seems incapable of wrapping its head around the  
3 structure. The structure is conduit, so it is a  
4 little different than what they are used to seeing  
5 in that the Authority issues bonds. Repayment is  
6 then made through revenues from the lease, and the  
7 County's guarantee pays if for some reason the lease  
8 payments are short. They cannot get there. We are  
9 not exactly sure. We've gone round, and round, and  
10 round for well over a year and we've made no  
11 progress. That has been unfortunate in that the  
12 State Police have been forced to operate under  
13 substandard conditions. There is still nothing  
14 built. We have no dollars and, you know, the clock  
15 is ticking. So after careful deliberation with the  
16 Authority, its financial advisors, and with the  
17 State directly, we decided enough is enough. And  
18 instead, we're going to issue the bonds either as a  
19 private placement or a normal public offering away  
20 from USDA. When we do that, obviously, that's not  
21 what we had represented by way of testimony to the  
22 Board a year ago, so we wanted to come back and  
23 explain to you guys that this is the direction we  
24 were headed. In addition to using a public offering  
25 or private placement, instead of using a 40-year

1 amortization, we would use a 30-year amortization.  
2 That is true because the municipal marketplace does  
3 not typically see a 40-year bond. It is very rare,  
4 so we are going to scale that back. But doing so  
5 will not be problematic from a debt service  
6 perspective because between the date that we saw you  
7 in May and now, we have subsequently renegotiated  
8 the terms of the State's lease such that lease  
9 payments will be more than sufficient to cover debt  
10 service even on a shortened amortization. In fact,  
11 our coverage ratio is 1.4 times coverage throughout.  
12 The State is fine with that. Obviously, we are  
13 making some enhancements to the building, et cetera.  
14 But overall costs are exactly the same, so we are  
15 not looking to issue any more from a principal  
16 amount perspective. The project is the same. The  
17 lessee is the same in the form of the State. We are  
18 just abandoning USDA to do so. So we so wanted to  
19 come back before the Board just to advise because it  
20 didn't match our testimony that we had previously  
21 provided.

22                   So if you have any questions, I'm here  
23 to answer them.

24                   MS. SUAREZ: I think that both the  
25 letter and the testimony was pretty

1 self-explanatory. I do not have any questions.

2 I will open it up to the Board members  
3 and the public to see if they have any questions or  
4 comments.

5 Hearing none, do we have a motion to  
6 issue positive findings?

7 MS. RODRIGUEZ: I make a motion.

8 MR. DI ROCCO: Second.

9 MR. BENNETT: I have Ms. Rodriguez and  
10 Mr. Di Rocco.

11 Ms. Suarez?

12 MS. SUAREZ: Yes.

13 MR. BENNETT: Mr. Di Rocco?

14 MR. DI ROCCO: Yes.

15 MR. BENNETT: Mr. Close?

16 MR. CLOSE: Yes.

17 MR. BENNETT: Mr. Avery?

18 MR. AVERY: Yes.

19 MR. BENNETT: And Ms. Rodriguez?

20 MS. RODRIGUEZ: Yes.

21 MR. BENNETT: Motion approved.

22 \*\*\*\*\*

23 MS. SUAREZ: The next applicant  
24 appearing before the Board today is the Passaic  
25 County Improvement Authority, and I see

1 Mr. Cantalupo.

2 MR. CANTALUPO: Good morning.

3 Director.

4 How are you?

5 MS. SUAREZ: I'm doing well, thank  
6 you. How are you?

7 MR. CANTALUPO: Okay.

8 So I will go through a series of  
9 introductions. We have quite a few people here, I  
10 believe, so they can get them sworn in. I believe  
11 that we have the Commissioner Director Pat LePore  
12 on. County Administrator Matt Jordan. Financial  
13 Advisors Dan Mariniello and Heather Litzebauer from  
14 NW Financial. Steve Wielkotch, the County Auditor.  
15 We also have Janice DeJohn, who is the Executive  
16 Director of Passaic County Housing, and Bill Katchen  
17 who serves as their accountant. Jim Fearon from  
18 Dilworth Paxson, who serves as the county bond  
19 counsel. And I believe we also have Richard Cahill  
20 on, the county CFO.

21 PAT LEPORE, MATT JORDAN, DAN  
22 MARINIELLO, HEATHER LITZBAUER, STEVE  
23 WIELKOTZ, JANICE DEJOHN, BILL KATCHEN,  
24 RICHARD CAHILL, having been duly sworn,  
25 testified as follows:

1 MR. CANTALUPO: It is okay to proceed?

2 MS. SUAREZ: Yes. The floor is yours.

3 MR. CANTALUPO: Thank you very much.

4 We are here today for an exciting  
5 project that's been in the works probably since 2003  
6 for the Passaic County Improvement Authority. It is  
7 not to exceed \$14 million in County of Passaic  
8 guaranteed revenue bonds for a Veterans Housing  
9 Project.

10 The proceeds of these bonds will be  
11 used to construct an affordable housing project  
12 consisting of 49, one-bedroom units for low to  
13 moderate income with a preference towards veterans  
14 and local residents. The project will be  
15 constructed on land owned by the county that the  
16 county is going to put into the project with a  
17 deferred purchase price over the life of the bonds  
18 of \$1.75 million that will be payable out of  
19 revenues. If the revenues develop surplus, that  
20 will come back to the county. Additionally, the  
21 Passaic County Affordable Housing Corporation will  
22 be contributing \$4.3 million towards the project.  
23 The county will be contributing \$2.1 million towards  
24 the project in addition to the land, but the land is  
25 going to be paid back. And also currently the

1 budget calls for perhaps a \$30,000 annual  
2 contribution from the county for the project. The  
3 security for the bonds are mainly a loan agreement  
4 between the Passaic County Affordable Housing  
5 Corporation and the PCIA, whereby the housing  
6 assistant payments that are used for the residents  
7 of the housing project will be utilized to repay the  
8 bonds. Additionally, there will be a county  
9 guarantee where the county is pledging its ad  
10 valorem tax base towards the repayment of bonds, and  
11 there is also a county subsidy agreement that will  
12 sit in front of the county guarantee. Annually, as  
13 we look out towards the project and see the budget  
14 and the residents living there and the rents coming  
15 in, the county will be able to anticipate if there  
16 is any additional monies that they may need to give  
17 towards the project so their county guarantee does  
18 not get called on. The project does not have any  
19 adverse effects on the county's rating or on the  
20 county's tax rate, and at this time we are seeking  
21 approval from the LFB for positive findings and  
22 approvals outlined in the application, namely for  
23 the county guaranteed bond resolution, the subsidy  
24 agreement, and also for doing the project for a  
25 nonprofit corporation. So those are what we are

1 here for from a legal perspective. What I would  
2 like to do now is turn this over to Matt Jordan and  
3 perhaps Commissioner Director LePore to talk about  
4 the importance of the project to the county, and  
5 then turn it over to Dan Mariniello and Heather  
6 Litzbauer to talk about the financing structure and  
7 the repayment streams.

8 At this time I will let Matt take the  
9 floor.

10 MR. JORDAN: Thank you, John, and good  
11 morning, Director. And I have Director LePore in my  
12 office with me. He was having some technical  
13 difficulties.

14 As John said, in 2003, the Passaic  
15 County Housing Authority passed a resolution setting  
16 aside \$3.3 million of its HUD, Section VIII  
17 administrative fee reserve for the purpose of  
18 developing affordable housing in Passaic County.  
19 Thereafter, in 2011, that number was increased, the  
20 Section VIII administrative fee number was increased  
21 to about \$4.3 million, and the Board of then Chosen  
22 Freeholders set up the Passaic County Affordable  
23 Housing Corporation for the purpose of developing  
24 affordable housing in Passaic County. Thereafter,  
25 the Affordable Housing Corporation attempted

1       unsuccessfully to purchase land or existing senior  
2       buildings in both Haledon and Wayne. In 2014, the  
3       county consolidated its public works facilities,  
4       freeing up this property in Pompton Lakes, and we  
5       began exploring the possibility of the County  
6       selling this property to the Affordable Housing  
7       Corporation so that we could develop senior housing  
8       at this site.

9                       In December of 2021, the Board of  
10       County Commissioners and the Affordable Housing  
11       Corporation entered into a purchase and sale  
12       agreement to sell the property to the Affordable  
13       Housing Corporation for the development of  
14       Affordable Housing. As everyone knows, affordable  
15       housing in New Jersey is a big issue, as well as  
16       veteran services and creating housing for veterans.  
17       So this project serves dual roles of this Board, you  
18       know, stemming all the way back to 2003 of, one,  
19       developing more affordable housing and, two,  
20       providing more services for our seniors and  
21       affordable housing opportunities for people that  
22       have served our country.

23                       Thank you.

24                       MR. CANTALUPO: Thank you, Matt.

25                       Next I would like to turn it over to



1 Dan Mariniello and Heather Litzbauer to discuss the  
2 capital stack which I did go over somewhat in the  
3 initial presentation, but to do a little bit of a  
4 deeper dive as well as the payment streams for the  
5 repayment of this debt.

6 Dan?

7 MR. MARINIELLO: Thanks, John.

8 Good morning, everybody. This is an  
9 opportunity for the Housing Agency and the County to  
10 build affordable housing, you know, using reserves  
11 and available funds that they have. Most of the  
12 time it's very difficult to build affordable housing  
13 without some type of significant subsidies in the  
14 form of low income housing tax credits or some other  
15 federal or state funding source. Here we have the  
16 opportunity to capitalize on the Section VIII  
17 federal funding and the reserves that we have gotten  
18 for a long time that have now built up to just over  
19 4.2 million. The county has funds available, as  
20 well, to set aside just for this purpose. And  
21 lastly, the Housing Agency is working with HUD to be  
22 able to provide a project-based voucher on this  
23 building. So we will be receiving vouchers in the  
24 form of 120 percent of fair market rents. The  
25 combination of all that allows there to be a

1 financing that works in this case. And under the  
2 County, in addition to the up-front money as John  
3 mentioned, has homelessness trust funds that they  
4 receive and utilize every year, and has the  
5 opportunity to allocate 30,000 of that each year to  
6 the debt service on the funding.

7           So all that being said, we have sized  
8 the bonds to make sure that we match 1.2 debt  
9 service coverage on our bonds, so we are very  
10 comfortable between the coverage ratio on the  
11 revenues and the reserves that we are putting in  
12 place that we will never tap into the County  
13 guarantee. Both myself, and our team, and Janice  
14 and Bill Katchen at the Housing Agency have been  
15 working hard with our architects on the construction  
16 along with the annual expenses that we feel very  
17 comfortable with. And with that being said, I think  
18 that, if we have an opportunity to do this, it  
19 works. The numbers seem to really play out nicely,  
20 and it is an opportunity to finally get this project  
21 built.

22           MS. LITZEBAUER: And I just wanted to  
23 mention, jump in, too, on the bond financing, with  
24 the County guaranteeing the debt, they are rated  
25 AA1, a very strong rating, so it allows to borrow

1 the funds at a low cost of capital.

2 MR. CANTALUPO: Director, before we  
3 conclude, there's just an administrative matter, and  
4 I did send Nick an email before the hearing that we  
5 also need to make sure that the county subsidy  
6 agreement is included in the approvals. It wasn't  
7 originally listed on the agenda, so I just want to  
8 make sure that that's part of the motion. And I  
9 sent Nick a separate email. So, okay?

10 MS. SUAREZ: Was that actually part of  
11 the application?

12 MR. CANTALUPO: Yes, it was. It was  
13 set forth in the section, you know, attributed to  
14 the statutes, so it just happened to not be on the  
15 agenda. Not a big deal. I just wanted to make sure  
16 that we put that on the record here and make it part  
17 of the approval.

18 MS. SUAREZ: It is Exhibit E of the  
19 application.

20 MR. WIELKOTZ: If I could just add one  
21 item that part of this whole project, there is a  
22 pilot being negotiated with the Borough of Pompton  
23 Lakes for this project, which has been -- this  
24 property has not been on the tax rolls forever, so  
25 they will actually accrue some revenue locally for

1 this project, as well, which I think is a win-win.

2 MR. CANTALUPO: Thank you. Steve.

3 That concludes our presentation,  
4 Director, and we would be happy to entertain any  
5 questions that you may have.

6 MS. SUAREZ: Thank you. No, I think  
7 so the presentation was very thorough. I do not  
8 have any questions myself. I will open it up to see  
9 if the Board or anyone from the public have any  
10 questions or comments.

11 Okay. Hearing no questions, do we  
12 have a motion to issue positive findings on the  
13 application?

14 MS. RODRIGUEZ: Director, I was on  
15 mute, but I wanted to make a comment. Sorry.

16 First of all, I want to commend the  
17 team. I want to commend Commissioner LePore and  
18 just really commend the County of Passaic for having  
19 the insight, and the vision, and the tenacity to  
20 move forward with a project like this. I'm really  
21 proud to be a resident here and to, you know, to say  
22 thank you in a way to the men and women that have  
23 served our country, a population that is pretty much  
24 invisible in this country, and I just want to  
25 commend all of you on great work.

1                   And with that, I would like to make a  
2     motion.

3                   MR. BENNETT: Thanks Commi ssi oner.

4                   MR. CLOSE: Second.

5                   MR. BENNETT: I have Ms. Rodri guez and  
6     Mr. Cl ose.

7                   Ms. Suarez?

8                   MS. SUAREZ: Yes.

9                   MR. BENNETT: Mr. Di Rocco?

10                  MR. DI ROCCO: Yes.

11                  MR. BENNETT: Mr. Cl ose?

12                  MR. CLOSE: Yes. Thorough

13     presentati on. Wel l done.

14                  MR. BENNETT: Mr. Avery?

15                  MR. AVERY: Yes. Congratul ati ons on a  
16     good proj ect.

17                  MR. BENNETT: And Mrs. Rodri guez?

18                  MS. RODRI GUEZ: Yes.

19                  MR. BENNETT: Moti on approved.

20                  MS. SUAREZ: Thank you all very much.

21     Best of luck.

22                                   \*\*\*\*\*

23                  MS. SUAREZ: The next appli cant  
24     appeari ng before the Board today is the Ci ty of  
25     El izabeth.

1 MR. SKERBO: Good morning, Director.

2 This is Ryan Skerbo.

3 I do have one individual with me this  
4 morning, Steven Rinaldi, who is the Supervising  
5 Engineer for the City of Elizabeth. So if he could  
6 be sworn in, we can begin our presentation.

7 Steven Rinaldi, having been duly  
8 sworn, was examined and testified as follows:

9 MR. SKERBO: Director, I'm joined by  
10 my partner, Bill Mayor, as well, just to complete  
11 the grouping here this morning.

12 So is it okay to begin?

13 MS. SUAREZ: Absolutely. The floor is  
14 yours.

15 MR. SKERBO: We are here this morning  
16 on an extension to a wastewater services contract  
17 pursuant to the New Jersey Wastewater Public Private  
18 Contracting Act between the City of Elizabeth and  
19 Etown Water, which is a division of American Water.  
20 This contract is a 20-year agreement that was due to  
21 expire in June of 2022. When it approached that  
22 expiration date, the parties entered into an  
23 agreement to negotiate an extension, which is  
24 permitted under the contract, and the parties have  
25 spent a little bit of time since that time

1 negotiating the scope of work and putting the  
2 amendment together, and we're now filing the  
3 application.

4           The agreement includes relatively  
5 minor amendments beyond the extension itself, which  
6 is really the heart of the amendment. It includes  
7 scope of work revisions and then, of course, pricing  
8 for the new term of the contract. The parties had  
9 intended to extend the contract for a ten-year  
10 duration, but we've eaten up some of that time  
11 through the negotiation process of the amendment  
12 itself. So we are actually asking for an extension  
13 of the contract for roughly eight years and 11  
14 months, since we have taken up the remainder of that  
15 ten-year window in the negotiation process.

16           There are, in addition to the items I  
17 mentioned in the amendment, we've also increased the  
18 threshold for repairs. That would mean an increase  
19 in responsibility for Etown in terms of what we  
20 consider a repair and what's included in the scope  
21 of their annual management fee.

22           And the other amendments are  
23 relatively minor, but the scope and the pricing are  
24 really the key elements.

25           MS. SUAREZ: Thank you for that.

1                   Is there anything else that anybody  
2 would like to add on the application?

3                   MR. RINALDI: I would just like to add  
4 that the City has a strong working relationship with  
5 Etown Services. We are virtually in daily contact  
6 with the employees and, you know, we are satisfied  
7 with the, you know, their performance on the  
8 contract.

9                   MS. SUAREZ: Thank you for that.

10                  MR. SKERBO: I would like to thank  
11 your staff, Director, too. They were very helpful  
12 in us making that duration correction just before  
13 the meeting and I appreciate their cooperation with  
14 that.

15                  MS. SUAREZ: We try to cooperate.

16                  All right. Well, thank you very much  
17 for the presentation. I do not have any additional  
18 questions. I will open it up to see if any of the  
19 members or public have other questions or comments.  
20 Okay.

21                  Hearing none, do we have a motion to  
22 approve?

23                  MR. DI ROCCO: So moved.

24                  MR. AVERY: Second.

25                  MR. BENNETT: I have Mr. Di Rocco and



1 Mr. Avery.

2 Ms. Suarez?

3 MS. SUAREZ: Yes.

4 MR. BENNETT: Mr. Di Rocco?

5 MR. DI ROCCO: Yes.

6 MR. BENNETT: Mr. Close?

7 MR. CLOSE: Yes.

8 MR. BENNETT: Mr. Avery?

9 MR. AVERY: Yes.

10 MR. BENNETT: Ms. Rodriguez?

11 MS. RODRIGUEZ: Yes.

12 MR. BENNETT: Motion approved.

13 \*\*\*\*\*

14 MS. SUAREZ: The next applicant  
15 appearing before the Board today is Palmyra Borough.

16 MR. BEINFELD: Thank you, Director,  
17 and good morning, and members of the Board. I'm Bob  
18 Beinfield with Hawkins Delafield & Wood, and we are  
19 redevelopment bond counsel to the Borough. And with  
20 me from the Borough is the Administrator John Gural,  
21 the Borough's attorney Ted Rosenberg, the Borough's  
22 redevelopment counsel from Maraziti Falcon, and  
23 that's Andy Brewer. And also from the developer  
24 team, Adam Peterson, who is the developer's bond  
25 counsel. And, Adam, I think I will turn it to you

1 to introduce who else may be on from the redeveloper  
2 team. Then we can be sworn in and, Adam, maybe you  
3 can kick off the presentation.

4 MR. PETERSON: Sure. Thanks, Bob.

5 From the redeveloper, which is Palmyra  
6 Urban Renewal Entity, LLC, we have Glenn Stock, who  
7 is a principal. Also on the line is Cheryl Lynn  
8 Waters, who is the redeveloper's affordable housing  
9 counsel, and also on the line is my partner, Mike  
10 Caccavelli. And so I believe that John and Glenn  
11 should be sworn in as they will be the individuals  
12 that may be providing testimony.

13 John Gural and Glenn Stock, having  
14 been duly sworn, testified as follows:

15 MR. PETERSON: Very good. Thank you.

16 As mentioned, my firm is redevelopment  
17 and bond counsel to the redeveloper. Before diving  
18 in, I do want to thank the Director and her staff  
19 for the attention they provided this application.  
20 We do very much appreciate that attention and being  
21 on the agenda today.

22 The application before the Board today  
23 is for the issuance by the Borough of Palmyra not to  
24 exceed \$1,750,000 in redevelopment area bonds  
25 pursuant to NJSA 40A:12A-67G and for the private

1 sale of those bonds pursuant to NJSA 40A:12A-29A3.

2 The redevelopment project involves two  
3 components. One is an approximately 700,000 square  
4 foot warehouse building. The second component is a  
5 102-unit 100 percent affordable residential rental  
6 housing project. The redevelopment area bonds, as  
7 mentioned not to exceed \$1,750,000, would be secured  
8 solely by a pledge of a special assessment to be  
9 imposed against the warehouse project. It will not  
10 be secured by the full faith and credit of the  
11 Borough of Palmyra so it is nonrecourse to the  
12 Borough. The proceeds of the bonds, if issued,  
13 would be utilized to finance a portion of the cost  
14 of the affordable housing project. So the RAB would  
15 be secured by a special assessment on the warehouse  
16 with the proceeds of the bonds being utilized for  
17 the affordable housing project.

18 There is quite a bit of history  
19 related to the Borough and the affordable housing  
20 obligation within the Borough. That process has  
21 culminated in May of this year with the execution of  
22 an amended settlement agreement by the Borough of  
23 Palmyra, the Fair Share Housing, and the redeveloper  
24 in this transaction. As part of that settlement  
25 agreement, the Borough and the redeveloper are

1 obligated to contribute \$12.1 million towards the  
2 financing of this affordable housing project. The  
3 funding is available in various tranches. The  
4 redevelopment area bonds being trached seven of  
5 that waterfall. There is a point where the  
6 redevelopment area bonds are being issued if  
7 tranches one through six of that waterfall are  
8 insufficient to complete the affordable housing  
9 project. And tranches one through six are  
10 approximately \$7.5 million in total. So that's, at  
11 the end of the day, that's what this application is  
12 about, the redeveloper and the Borough coming  
13 together to fulfill their own obligation to fund  
14 this affordable housing project.

15 And with that, I think that concludes  
16 our presentation. We are happy to field any  
17 questions that the Director or the Board may have.

18 MS. SUAREZ: Thank you very much,  
19 Mr. Peterson. And I think the presentation was very  
20 helpful. I also appreciated very much everyone's  
21 time in doing kind of a pre-meeting on this so we  
22 can get an understanding as to what was going to be  
23 happening with this project in particular.

24 Some of the items that I just wanted  
25 to put a finer point on that we have discussed a few

1 times now is, one, I just wanted to hone in a little  
2 bit on what this actually does for Palmyra's  
3 affordable housing obligation. I'm not sure who the  
4 best person is to discuss that but I just wanted to  
5 put a finer point on that.

6 MR. GURAL: It satisfies our entire  
7 obligation through round three.

8 MS. SUAREZ: And does it actually  
9 exceed it?

10 MR. GURAL: It does exceed it, yes.  
11 Thank you for pointing that out.

12 MS. SUAREZ: It's not often that we  
13 get to that juncture, so when we actually do, I  
14 would like to highlight it.

15 And if we could talk just a little bit  
16 about the breakdown for the parameters of the  
17 residents who are actually going to live here as far  
18 as very low, low, and moderate income levels.

19 MS. WALTERS: Hi. This is Cheryl Lynn  
20 Walter, the redeveloper.

21 Pursuant to the settlement agreement,  
22 we made a settlement agreement with Fair Share and  
23 Pure's contract with Conifer, who is contracted to  
24 construct the affordable housing project. It will  
25 be a 100 percent affordable family rental project,

1 and the bedroom and income distributions will be  
2 compliant with UHAC, the Uni form Housing  
3 Affordability Controls. So we will have 50 percent  
4 of the units will be low and low low income units,  
5 and 13 percent of that total turns out to be the low  
6 low income obligation, which Conifer intends to  
7 employ here. And they have agreed to do so. So the  
8 numbers come out to be -- sorry. I didn't have that  
9 ready. I apologize.

10 What we are planning to do here is 52  
11 units are going to be low and low low income as  
12 opposed to 51, which would be the 50 percent mark.  
13 And of the -- of those, we have 13 percent set aside  
14 requirement for low low income, which is seven  
15 units, and they are actually providing eight. So  
16 Conifer is going a little above and beyond what UHAC  
17 calls for, which in our affordable housing world we  
18 consider compliant with the UHAC regulations.

19 MS. SUAREZ: And then so the remaining  
20 units will be moderate income?

21 MS. WALTERS: Yes. The remaining 50  
22 units or so will be moderate income.

23 MS. SUAREZ: Okay. And then the last  
24 item that I just wanted to highlight because I also  
25 thought this made the most sense and I appreciate

1     how this was kind of constructed, is that the RAB  
2     will obviously not exceed the 1.75 million, but the  
3     actual amount. And if it is needed at all or in  
4     what capacity it will be needed, that will be  
5     determined at the time of the sale of the property;  
6     is that correct?

7                     MR. BEINFELD: That's exactly right,  
8     Director. Depending on what the sale price is and  
9     the contract price for the construction, this RAB  
10    may or may not be needed to complete the capital  
11    needed to complete the project, or a portion may be  
12    needed, in which case only a portion would be  
13    issued. So we are months away from knowing whether  
14    or not we will actually need to issue the RAB yet.

15                    MS. SUAREZ: But you'll know by the  
16    end of the year. Perhaps late fall, but definitely  
17    by the end of the year.

18                    MR. BEINFELD: That's my  
19    understanding.

20                    MS. SUAREZ: And then typically one of  
21    the questions that the Board asks regarding RABs,  
22    too, is just the capacities of the Borough's finance  
23    office just to make sure that they are collecting  
24    these and we're confident that those policies and  
25    procedures were put in place to insure that the RAB

1 is collected.

2 MR. GURAL: We are 110 percent  
3 confident, Director, very confident in that regard.  
4 Yes.

5 MS. SUAREZ: Thank you. All right.  
6 Those are the questions that I have.

7 So I will open it up to see if any of  
8 the Board members or public have comments or  
9 questions they would like to raise.

10 MS. WATERS: Director, I want to  
11 correct something I told you. The bedroom  
12 distribution or the income distribution, I always  
13 for some reason take 13 percent of the 50 and use  
14 that number. It is 13 percent of the overall  
15 number, so the chart from the Special Master's  
16 report that was provided to the court that the court  
17 approved indicates it is 14 very low income units,  
18 37 low income units, and the balance are the  
19 moderate income units, and it is a 50/50 split. But  
20 of that, they are providing a series of units.  
21 Eight units will actually have -- will be provided  
22 at 20 percent of the regional median income whereas  
23 UHAC requires 30 percent. So Conifer is adjusting  
24 that in that regard.

25 MS. SUAREZ: Thank you. I appreciate



1 the clari fication.

2 Any other questions or comments?

3 Hearing none, do we have a motion to  
4 approve the application?

5 MR. CLOSE: So moved.

6 MS. RODRIGUEZ: Second.

7 MR. BENNETT: Mr. Close and Ms.  
8 Rodriguez.

9 Ms. Suarez?

10 MS. SUAREZ: Yes.

11 MR. BENNETT: Mr. Di Rocco?

12 MR. DI ROCCO: Yes.

13 MR. BENNETT: Mr. Close?

14 MR. CLOSE: Yes.

15 MR. BENNETT: Mr. Avery? Mr. Avery, I  
16 see you are on mute. We'll circle back to him.

17 Ms. Rodriguez?

18 MS. RODRIGUEZ: Yes.

19 MR. BENNETT: With four votes, the  
20 motion is approved.

21 MS. SUAREZ: Thank you, Mr. Bennett.

22 I wish you the best of luck on the project.

23 Congratulations on exceeding your requirements here.

24 Looking forward to you guys breaking ground.

25 MR. BEINFELD: Thank you very much,

1 Director.

2

\*\*\*\*\*

3

4 MS. SUAREZ: The next applicant  
5 appearing before the Board today is Asbury Park. I  
6 see Mr. Cantalupo.

6

7 MR. CANTALUPO: Do you want us to go  
8 to the folks that need to be -- I'll introduce  
9 everyone and then folks can be sworn in.

9

10 MS. SUAREZ: That would be great.

10

11 MR. CANTALUPO: So I believe on the --  
12 on the Zoom here we have JoAnn Boos, the Chief  
13 Financial Officer for the City of Asbury Park, Joe  
14 Maraziti, the redevelopment attorney from Maraziti  
15 Falcon. Jen Edwards from Acacia Financial, and as  
16 she had said, she is on the phone. We have Steve  
17 Pearlman, who is the counsel to the redeveloper.  
18 And I believe that's it in terms of from your side.  
19 And Debbie Verderame also from Steve Pearlman's  
20 office, the counsel for the redeveloper.

20

21 Director, thank you. I know we had  
22 met previously on this in advance. This is a  
23 project of additional bonds --

23

24 MS. SUAREZ: I'm just going to pause  
25 you for a second to get everyone sworn in.

25

JoAnn Boos and Jen Edwards, having

1           been duly sworn, testified as follows:

2                   MS. SUAREZ: The floor is yours.

3                   MR. CANTALUPO: Sorry about that.

4                   So we are here today for the City of  
5 Asbury Park to issue not to exceed \$4.5 million of  
6 special assessment redevelopment area bonds for a  
7 project that was originally approved back in  
8 December of 2016. That project is for the 1101  
9 Ocean Project, which is the large building that you  
10 see when you drive along Asbury Park, Ocean Avenue  
11 there. And what it is, is that the project far  
12 exceeded its sales requirements in terms of sale  
13 prices for the properties that were sold within the  
14 redevelopment project. What that means is that the  
15 developer and the city had originally, back in  
16 between 2011 and 2013, entered into agreements where  
17 the developer would put in all of the infrastructure  
18 throughout the waterfront redevelopment area in the  
19 city; lights, water, sewer, sidewalks, roads,  
20 boardwalk, a number of different items. And then as  
21 projects came online, we would sell redevelopment  
22 area bonds that the owners of those eventual  
23 properties would repay for those infrastructure  
24 improvements that the developer had put in.  
25 Currently right now, Steve, I believe that there are

1 still about an outstanding of 17 or \$18 million of  
2 unreimbursed and advanced projects that the  
3 developer has paid for with respect to  
4 infrastructure in the city. Is that correct, Steve?

5 MR. PEARLMAN: Yes. I think it is up  
6 to 19 now, but yes.

7 MR. CANTALUPO: Okay. So what this  
8 is, because of the excess proceeds from the sales,  
9 there is going to be excess monies coming in under  
10 the pilot and special assessments that will help pay  
11 for additional bonds that can go to repay the  
12 developer for advancing those monies for the  
13 projects. Right now we currently have that sized at  
14 4.5 million. This is a great success story for the  
15 City of Asbury Park. As you know, they had come off  
16 of State oversight several years ago, and this is a  
17 continual demonstration of the investment that's  
18 occurred by private individuals in the town. In  
19 fact, we are just getting ready to close on a  
20 redevelopment area bond for the first privately  
21 financed rental project in the City. So now you can  
22 go out to outside banks and they're committing their  
23 resources and money to undertake these projects. We  
24 also have a list of large national developers that  
25 have come in. K. Hovnanian has done, I believe,

1 three projects and they have another one slated they  
2 are going to be doing. Toll Brothers and I believe  
3 Pulte, as well. So Asbury Park has done a  
4 tremendous turnaround, and it is demonstrated by the  
5 investment that we are starting to see from  
6 significant firms throughout the country that want  
7 to come in and do projects in Asbury Park. So as  
8 we've said to you in the pre-meeting, Director,  
9 these bonds, on recourse to the City, there is no ad  
10 valorem or tax pledge, so there is no adverse tax  
11 impact to the city. A portion of the pilots that  
12 goes to pay for the RABs, or I should say of the  
13 pledged portion, will be secured to pay for the  
14 RABs. And then there is also a portion estimated to  
15 be the municipal portion that they would have gotten  
16 under traditional ad valorem taxes, so the city will  
17 still be making money on this additional money  
18 coming in that they would have received.

19 With that, Director, what I would like  
20 to do is turn this over to Steve Pearlman for a few  
21 minutes so he can kind of give you a little insight  
22 into the project and its successful completion, and  
23 then that will conclude our application.

24 MR. PEARLMAN: Thanks, John.

25 I think, Director, this is going to be

1 coming to you more and more, this particular  
2 situation, where we assume a certain set of sales  
3 prices, the bonds get issued before the CO is  
4 developed but that doesn't mean the units are sold.  
5 That usually happens over the next six months,  
6 one-year period of time. So you have to assume sales  
7 prices because you have to assume the special  
8 assessments generated. So when the actual sales  
9 prices occur, you're not going to go back to the  
10 people who bought their homes and say, oh, you get a  
11 rebate. They bought that deal. They are happy to  
12 pay what they are paying. They understood at the  
13 time they closed their units. So what do you do is  
14 the question with extra special assessments? And  
15 the town and the developer got together and said,  
16 the smartest thing to do, and I commend the town, is  
17 because the developer has been putting out the money  
18 ahead of time, as I said up to about \$19 million,  
19 they should be able to recapture or work down that  
20 number to a lower number. The bond documents, just  
21 to be fair to the City, the choices were basically  
22 pay debt service early or (indiscernible) do  
23 projects. So I think it is a smart move by  
24 everybody to do this. And I say you are going to  
25 see this more and more because as John mentioned, we

1 now have third parties in the City, both third-party  
2 developers and third-party banks. When the  
3 third-party developers take these deals from the  
4 master developer, they have the responsibility for  
5 the other side of this equation. What if they  
6 assume sales prices too low? They are required to  
7 put in the money. They never want to do that. So  
8 they are always going to give a conservative set of  
9 sales prices. If they give a conservative set of  
10 sales prices, we are almost always going to be in  
11 this situation where sales prices are going to come  
12 in over, especially the way the city is trending,  
13 which means we're going to have to do additional  
14 bonds more and more. For the shelf deal, that's --  
15 we can deal with through the shelf process but this  
16 was not a shelf deal so we have to come back to you  
17 as we will for other non-shelf deals. Frankly, it  
18 is a great problem to have. It is a problem of --  
19 truly of success because this is the market  
20 speaking. This is real buyers at real prices saying  
21 we are paying more than what you anticipated, and  
22 that's a great thing. It is not just a great thing  
23 for the developer paying down the money they  
24 forwarded, but as John said, the pilots are keyed to  
25 the same formula so the amount of revenue that goes

1 in is also increased. So this truly is a win-win.  
2 And I commend the Local Finance Board. And for  
3 those who go back to 2013 when this program was  
4 first put in, and I've been here, I moved here in  
5 2013 or I bought here in 2013. I moved here later.  
6 I've seen it firsthand. It is amazing what a bond  
7 program can do when everyone gets on the same page  
8 and everyone works together, and that includes state  
9 government, city government, and a developer with  
10 some money and vision. It's really been a great  
11 story. So that's all for now.

12 MS. EDWARDS: I think if you don't  
13 mind, John, I will note one thing on the structure  
14 of the bonds for the department is based on the  
15 excess special assessments. So that will continue  
16 to get updated as the final units are sold, and it  
17 also depends on what the tax rate of the city is on  
18 how the special assessments are calculated. So once  
19 we have a final amount of excess special  
20 assessments, that amount then gets used to determine  
21 what the final bonding amount can support of the  
22 excess special assessment. So that will be targeted  
23 probably in the next couple of weeks when the city's  
24 tax rate is finalized.

25 MS. SUAREZ: Thank you.



1 MR. CANTALUPO: So that concludes our  
2 presentation, Director, and we are just seeking the  
3 approvals under the redevelopment law, specifically  
4 40A:12A-29A3 and 40A:12A-67G. Those would be the  
5 legal requests we are making. Thank you, Director.

6 MS. SUAREZ: Thank you. So most of my  
7 questions were answered in the presentation,  
8 especially the one about just how frequently we are  
9 going to start seeing this, especially in Asbury  
10 Park, so thank you.

11 The other item that I just wanted to  
12 flesh out a little bit is, I know in the application  
13 I think the interest rates referenced ranged from  
14 5.5 to 8.5 percent. Do we know how that actually  
15 compares when these were issued initially in 2016?

16 MS. EDWARDS: Let me pull up the rate  
17 from 2016. But we are targeting right now in the  
18 numbers roughly six percent because it would be a  
19 non-rated issue and privately placed. I believe I  
20 have that rate. Just give me a second and I will  
21 put it up.

22 MR. PEARLMAN: Seven is in my head,  
23 which again, it is a reflection of where Asbury is,  
24 especially when rates have been going up. And, of  
25 course, you have the project built and sold so you

1 don't have any of that construction risk element to  
2 it.

3 MS. SUAREZ: Right. And that's what I  
4 was anticipating, kind of seeing that the risk went  
5 down. So I was just curious as to how that  
6 translated, especially with interest rates going  
7 higher and higher as of now.

8 MR. PEARLMAN: And I can say that  
9 every unit in that facility, they held their price  
10 points, and those price points were all seven-figure  
11 price points. That's encouraging.

12 MS. SUAREZ: Yes.

13 Those are all the questions I have, so  
14 I will open it up to see if any of the Board members  
15 or public have questions or comments they would like  
16 to raise.

17 Okay. Well, hearing none, then do we  
18 have a motion to approve the application?

19 MR. DIROCCO: I'll make a motion to  
20 approve.

21 MS. RODRIGUEZ: I make a motion.

22 MR. BENNETT: I have Mr. DiRocco first  
23 on the motion and Ms. Rodriguez, second?

24 MS. RODRIGUEZ: Yes, please.

25 MR. BENNETT: Ms. Suarez?

1 MS. SUAREZ: Yes.

2 MR. BENNETT: Mr. Di Rocco?

3 MR. DI ROCCO: Yes.

4 MR. BENNETT: Mr. Close?

5 MR. CLOSE: Yes.

6 MR. BENNETT: Mr. Avery? I see you

7 are still on mute.

8 Ms. Rodriguez?

9 MS. RODRIGUEZ: Yes.

10 MR. BENNETT: The motion is approved  
11 with the four votes.

12 MS. SUAREZ: Thank you.

13 \*\*\*\*\*

14 MS. SUAREZ: Okay. The next applicant  
15 appearing before the Board today is Beach Haven, and  
16 I know Mr. Avery is going to be recusing on this  
17 one.

18 I see Mr. Inverso.

19 MR. ALFIERI: Salvatore Alfieri of  
20 Cleary Giacobbe Alfieri Jacobs. I represent the  
21 Borough of Beach Haven. With me today I have Sherry  
22 Mason, who is the Borough Manager and Clerk. We  
23 also have Sherry Boehler, who is the Borough CFO,  
24 and as well as a professional, Anthony Inverso.  
25 Those are the individuals that will be providing

1 testimony if needed. So from there I would turn it  
2 over to you to be sworn in.

3 Sherry Mason, Sherry Boehler and  
4 Anthony Inverso having been duly sworn,  
5 testified as follows:

6 MR. ALFIERI: Just initially, we're  
7 here today just because the Borough of Beach Haven  
8 is looking to dissolve an existing sewer utility or  
9 rather sewer authority and establish a sewer utility  
10 in its place, so Anthony can give more detail from  
11 there, and we will address any questions that the  
12 Board may have.

13 MR. INVERSO: So Beach Haven Borough  
14 is seeking approval for the adoption of an ordinance  
15 providing for the dissolution of the Beach Haven  
16 Sewage Authority which is located within the Borough  
17 and services solely the Borough. And in addition,  
18 is looking to create a sewer utility within the  
19 Borough.

20 The Authority provides, as I  
21 mentioned, provides services solely within the  
22 Borough and the sewage is treated by the Ocean  
23 County Utilities Authority. The Authority currently  
24 has a small staff, two of which employees will be  
25 retiring in August. So through this dissolution,

1 there will be some efficiencies and some cost  
2 savings that can be achieved by merging the  
3 authority's small remaining staff into that of the  
4 Borough. While not being done purely for savings,  
5 there will be some savings in professional fees and  
6 the Board members of the Authority currently receive  
7 stipends, so that would be eliminated with the  
8 dissolution.

9           It is expected that one of the  
10 maintenance employees will be retained by the  
11 Borough to allow for a smooth transition. Existing  
12 staff within the Borough's water utility will enable  
13 uninterrupted service. The utility and the  
14 Authority will be using the same billing software  
15 for a number of years, and the authority has been  
16 relying on the water utility usage data to bill for  
17 sewer. So it is expected that will be uninterrupted  
18 and a smooth transition.

19           The Authority has no debt. The last  
20 debt issuance was paid off over a year ago. It owns  
21 its administration building, its equipment and  
22 vehicles, all of which would be transferred to the  
23 Borough upon dissolution. The Authority has  
24 invested in its sewage system through various  
25 capital projects over the years, keeping it in a

1 state of good repair. The Authority's financial  
2 position has been strong, resulting in a strong debt  
3 position. No rate increases are expected or  
4 currently planned. And, similarly, the Borough's  
5 utility has been financially strong, evidenced by  
6 healthy reserves. The Authority has voluntarily  
7 agreed to the dissolution, expects to cooperate with  
8 the Borough to insure continuity of service, to not  
9 just Borough residents but businesses, as well as  
10 payment to any vendors.

11 It is expected that the dissolution  
12 would be effective by August 1st to allow for  
13 uninterrupted service because of those retirements  
14 that are expected so that everything can move over  
15 to the Borough and service can continue.

16 So that's kind of the short summary of  
17 what's -- what's been analyzed here and what's being  
18 proposed, and we welcome any questions you may have.

19 MS. SUAREZ: Thank you very much for  
20 that.

21 I just have one question in  
22 particular. I do appreciate everybody's time and  
23 attention when we did the pre-meeting just to make  
24 sure we understood all of the components that were  
25 going into this dissolution.

1                   As you already stated, it seems like  
2                   it's fairly straightforward, no debt service, very  
3                   few employees, two of the three of which who will be  
4                   retiring in a couple of weeks, and that the Borough  
5                   is confident that it can take over and streamline  
6                   all of the existing services and also incorporate in  
7                   the maintenance employee.

8                   The question that I just have is, of  
9                   the unrestricted net position, how much is actually  
10                  going to be placed in the newly-created utility  
11                  budget?

12                  MS. BOEHLER: There is roughly 2  
13                  million in surplus funds at the moment that will be  
14                  obtained.

15                  MS. SUAREZ: Okay. So that will all  
16                  go into the utility budget?

17                  MS. BOEHLER: Correct.

18                  MS. SUAREZ: That's the only question  
19                  that I did have in particular, so I will open it up  
20                  to see if the Board members or anyone from the  
21                  public have any other questions or comments that  
22                  they would like to raise?

23                  Okay. Hearing no additional  
24                  questions, then do we have a motion to approve the  
25                  dissolution with the condition that the unrestricted

1 net position is placed in the newly created utility  
2 budget motion?

3 MS. RODRIGUEZ: Motion.

4 MR. CLOSE: Second.

5 MR. BENNETT: I have Ms. Rodriguez and  
6 Mr. Close.

7 Ms. Suarez?

8 MS. SUAREZ: Yes.

9 MR. BENNETT: Mr. Di Rocco?

10 MR. DI ROCCO: Yes.

11 MR. BENNETT: Mr. Close?

12 MR. CLOSE: Yes.

13 MR. BENNETT: Mr. Avery, recused.

14 And Ms. Rodriguez?

15 MS. RODRIGUEZ: Yes.

16 MR. BENNETT: Motion is approved with  
17 four votes.

18 MS. SUAREZ: Thank you very much.

19 Best of luck with the transition.

20 \*\*\*\*\*

21 MS. SUAREZ: All right. And then the  
22 final matter before the Board today is the proposed  
23 readoption of the Local Finance Board rules, and we  
24 have Mr. Martucci with us. Mr. Martucci, we are  
25 just going to get you sworn in quickly, but I would



1 appreciate it if you could walk us through any of  
2 the highlights or changes proposed here.

3 JASON MARTUCCI, having been duly  
4 sworn, was examined and testified as follows:

5 MR. MARTUCCI: Thank you, Director,  
6 members of the Board.

7 What's before the Board today is the  
8 readoption of 5:30, which is the Local Finance Board  
9 Regulations that are the main chapter for municipal  
10 and county budgets, auditing accounting standards  
11 and financial administration. So a lot of these  
12 were updates. A lot of the changes involved updates  
13 to reflect various statutory changes that have been  
14 made over the years, including but not limited to  
15 the County Constitutional Officer Cap, known as the  
16 County Entity Budget Request Cap. The Water Quality  
17 Accountability Act and its requirements that capital  
18 budgets for water systems incorporate elements of  
19 the asset management plan presented to DEP. Those  
20 will now be -- those are -- that is now codified in  
21 our regulations with respect to municipalities and  
22 counties. Accumulated absence -- with respect to  
23 community absence liability, the strengthening of  
24 record requirements with respect to -- with respect  
25 to confirming that there are individuals that are --

1 have accumulated absence liability that are eligible  
2 for sick leave payouts are, in fact, eligible for  
3 that amount. Either that they have earned those --  
4 that they have the requisite number of hours  
5 accumulated over the years as well as the fact of  
6 whether or not they are compliant with the 2007 and  
7 2010 sick leave laws, the caps on sick leave payout.

8 So I just want to open it up to any  
9 questions that the Board may have.

10 MS. SUAREZ: Thank you, Mr. Martucci.

11 I do not have any questions in  
12 particular but I don't know if any of the Board  
13 members or anyone from the public may have any  
14 questions or comments that they would like to raise.

15 Okay. Well, hearing no questions, do  
16 we have a motion to approve?

17 MS. RODRIGUEZ: I make a motion.

18 MR. BENNETT: Ms. Rodriguez, I have  
19 you moving it. Mr. Di Rocco, would you like to  
20 second?

21 MR. DI ROCCO: Sure. Seconded. Thank  
22 you.

23 MR. BENNETT: Ms. Suarez?

24 MS. SUAREZ: Yes.

25 MR. BENNETT: Mr. Di Rocco?

1 MR. DI ROCCO: Yes.

2 MR. BENNETT: Mr. Close?

3 MR. CLOSE: Yes.

4 MR. BENNETT: Mr. Avery.

5 MR. AVERY: Yes.

6 MR. BENNETT: And Ms. Rodriguez?

7 MS. RODRIGUEZ: Yes.

8 MR. BENNETT: Motion approved.

9 MS. SUAREZ: Thank you for your work  
10 on that, Mr. Martucci. I really appreciate it.

11 \*\*\*\*\*

12 MS. SUAREZ: Well, that concludes our  
13 agenda, so do I have a motion to adjourn.

14 MR. DI ROCCO: Motion to adjourn.

15 MS. RODRIGUEZ: Second.

16 MR. BENNETT: Mr. Di Rocco and Ms.  
17 Rodriguez.

18 Ms. Suarez?

19 MS. SUAREZ: Yes.

20 MR. BENNETT: Mr. Di Rocco?

21 MR. DI ROCCO: Yes.

22 MR. BENNETT: Mr. Close?

23 MR. CLOSE: Yes.

24 MR. BENNETT: Mr. Avery?

25 MR. AVERY: Yes.

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MR. BENNETT: And Ms. Rodriguez?

MS. RODRIGUEZ: Yes.

MR. BENNETT: We are adjourned.

\*\*\*\*\*

(The hearing concluded at 12:12 p.m.)

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C E R T I F I C A T I O N

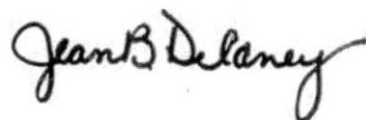
STATE OF NEW JERSEY

SS.

COUNTY OF GLOUCESTER

I, Jean B. Delaney, a Certified Shorthand Reporter and Notary Public of the State of New Jersey, do hereby certify that I reported the hearing in the above-captioned matter, that the foregoing is a true and correct transcript of the stenographic notes of testimony taken by me in the above-captioned matter.

I further certify that I am not an attorney or counsel for any of the parties, nor a relative or employee of any attorney or counsel connected with the action, nor financially interested in the action.



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Jean B. Delaney, CSR #XI01556

Notary Public #50082008 Exp. 5/10/26

Dated: July 16, 2023

| <b>A</b>       |   |  |   |  |  |
|----------------|---|--|---|--|--|
| <b>a (230)</b> | 2: 1, 1, 1 4: 4 5: 3<br>5: 8 6: 21 7: 11<br>8: 4, 14, 24 9: 2<br>9: 5, 8, 15, 25<br>11: 3, 22 14: 2<br>14: 21, 23, 23, 24<br>14: 24 15: 17<br>16: 14, 15 17: 3<br>17: 12 18: 6, 7, 8<br>18: 12, 14, 21<br>19: 5, 9, 12, 25<br>20: 5, 10 21: 1<br>21: 11, 21, 22, 22<br>22: 1, 2, 12, 15<br>22: 16, 17 24: 8<br>24: 17 26: 15<br>28: 5, 18 29: 3, 4<br>30: 3, 6, 13, 17<br>30: 18, 19, 24<br>31: 7, 17 33: 2, 4<br>33: 5, 6, 7, 8, 9<br>33: 12, 16, 24<br>34: 2, 18 35: 8<br>35: 15 36: 4, 9<br>36: 11, 11, 14, 15<br>37: 4, 6, 25 38: 2<br>38: 25 39: 14<br>40: 2, 7 41: 3, 10<br>41: 18, 19, 22, 24<br>41: 25 42: 1, 3, 5<br>42: 10, 15 43: 5<br>43: 7 44: 8, 9<br>45: 8, 13, 16<br>46: 1, 3, 8, 11, 24<br>47: 1, 15 48: 11<br>48: 15 49: 3, 3<br>49: 18, 22, 25<br>50: 25 51: 1, 9<br>51: 15, 21 52: 1<br>52: 12, 15, 20, 21<br>52: 22, 23 53: 1<br>53: 15 54: 16, 19<br>54: 20, 25 55: 9<br>55: 20 56: 4, 21<br>58: 7 59: 4, 8, 8<br>59: 13, 15, 18<br>60: 5, 21, 25, 25<br>61: 1, 5, 15, 22<br>61: 25 62: 16<br>63: 11, 12 64: 19<br>64: 20 65: 3<br>66: 21, 24 67: 6 | 67: 20 68: 14, 16<br>68: 19, 24 69: 3<br>69: 11, 14, 20, 21<br>70: 2, 10, 20, 23<br>71: 8, 9, 16, 18<br>71: 18, 22, 22<br>72: 1, 6, 9, 10, 19<br>73: 12, 18, 20, 23<br>74: 18, 19, 21<br>75: 24 76: 9, 18<br>76: 24 77: 11, 15<br>77: 18, 20, 25<br>78: 2 79: 4, 24<br>81: 11, 12 82: 16<br>82: 17 83: 13<br>85: 1, 5, 9, 13 | <b>AA1 (1)</b><br>50: 25<br><b>abandoni ng (1)</b><br>42: 18<br><b>able (7)</b><br>18: 19 32: 1, 12<br>34: 10 46: 15<br>49: 22 70: 19<br><b>Aboderi n (10)</b><br>13: 10, 20, 20<br>14: 4 17: 23<br>18: 9, 10 21: 24<br>22: 13 23: 6<br><b>about (18)</b><br>9: 5 16: 23 19: 9<br>25: 21 30: 4<br>31: 23 34: 6<br>36: 22 40: 2<br>47: 3, 6, 21<br>60: 12 61: 16<br>67: 3 68: 1<br>70: 18 73: 8<br><b>above (2)</b><br>1: 13 62: 16<br><b>above-capti o...</b><br>1: 10 85: 8, 11<br><b>absence (3)</b><br>81: 22, 23 82: 1<br><b>absol utel y (2)</b><br>18: 17 54: 13<br><b>AC (1)</b><br>14: 10<br><b>Acaci a (1)</b><br>66: 14<br><b>acceptabl e (1)</b><br>10: 6<br><b>accepted (1)</b><br>9: 7 | <b>access (1)</b><br>33: 9<br><b>accompl i shed...</b><br>34: 12<br><b>accordance (1)</b><br>24: 15<br><b>account (3)</b><br>9: 13, 17 10: 5<br><b>Accountabili ...</b><br>81: 17<br><b>accountant (1)</b><br>44: 17<br><b>accounti ng (1)</b><br>81: 10<br><b>accrue (1)</b><br>51: 25<br><b>accumulated (3)</b><br>81: 22 82: 1, 5<br><b>accustomed (1)</b><br>33: 17<br><b>achi eve (2)</b><br>18: 8, 12<br><b>achi eved (2)</b><br>14: 23 77: 2<br><b>achi evi ng (2)</b><br>18: 22 28: 15<br><b>acknowl edge (1)</b><br>22: 12<br><b>across (1)</b><br>16: 18<br><b>Act (6)</b><br>12: 20, 23, 23<br>17: 10 54: 18<br>81: 17<br><b>action (2)</b><br>85: 15, 16<br><b>actual (4)</b><br>9: 23 31: 14 63: 3<br>70: 8<br><b>actual ly (22)</b><br>9: 5, 10, 13 12: 4<br>14: 9, 21 15: 24<br>21: 25 36: 15<br>39: 5 51: 10, 25<br>55: 12 61: 2, 8<br>61: 13, 17 62: 15<br>63: 14 64: 21<br>73: 14 79: 9<br><b>ad (3)</b><br>46: 9 69: 9, 16<br><b>Adam (3)</b><br>57: 24, 25 58: 2<br><b>add (7)</b><br>17: 16 19: 5 | 21: 25 35: 1<br>51: 20 56: 2, 3<br><b>addi ti on (7)</b><br>16: 6 28: 21<br>41: 24 45: 24<br>50: 2 55: 16<br>76: 17<br><b>addi ti onal (11)</b><br>14: 11 15: 6<br>26: 14 35: 3<br>46: 16 56: 17<br>66: 22 68: 11<br>69: 17 71: 13<br>79: 23<br><b>Addi ti onal ly...</b><br>45: 20 46: 8<br><b>address (2)</b><br>15: 7 76: 11<br><b>adjacent (1)</b><br>40: 4<br><b>adjourn (2)</b><br>83: 13, 14<br><b>adjourned (1)</b><br>84: 3<br><b>adjusti ng (1)</b><br>64: 23<br><b>adjustments (1)</b><br>28: 19<br><b>admi ni strati ...</b><br>14: 16 15: 11<br>17: 1 21: 6<br>22: 12, 14 77: 21<br>81: 11<br><b>admi ni strati ...</b><br>47: 17, 20 51: 3<br><b>Admi ni strato...</b><br>7: 2 13: 17 44: 12<br>57: 20<br><b>adopt (2)</b><br>4: 4 39: 10<br><b>adopted (2)</b><br>4: 20 23: 5<br><b>adop ti on (3)</b><br>12: 3, 13 76: 14<br><b>advance (1)</b><br>66: 21<br><b>advanced (1)</b><br>68: 2<br><b>advanci ng (1)</b><br>68: 12<br><b>advantage (2)</b><br>31: 13 33: 23<br><b>adverse (2)</b><br>46: 19 69: 10 |

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|--|---|--|--|
| <b>advise (1)</b><br>42: 19  | 67: 16  | 68: 24 69: 14  | 5: 4, 11, 21 6: 4  |
| <b>advised (1)</b><br>35: 6  | <b>ahead (2)</b><br>39: 2 70: 18  | 72: 1, 17 75: 23   | 6: 8, 10, 12, 16   |
| <b>advisor (1)</b><br>27: 23   | <b>Alan (1)</b><br>2: 2   | 79: 6  | 7: 5, 10, 12, 14   |
| <b>advisors (4)</b><br>15: 12 17: 2<br>41: 16 44: 13   | <b>Al fieri (4)</b><br>75: 19, 19, 20<br>76: 6  | <b>Al though (1)</b><br>15: 21   | 7: 18, 21 8: 1, 6  |
| <b>advocate (1)</b><br>22: 3   | <b>al l (50)</b><br>8: 25 10: 15, 24<br>11: 3, 20 12: 22<br>14: 8, 20, 25<br>16: 18 17: 25<br>18: 1, 12 19: 2<br>19: 14, 15 20: 1<br>20: 12 21: 6, 10<br>21: 12 22: 4<br>23: 6 27: 8 28: 6<br>28: 10 32: 1, 12<br>35: 4 39: 21<br>40: 1, 15 48: 18<br>49: 25 50: 7<br>52: 16, 25 53: 20<br>56: 16 63: 3<br>64: 5 67: 17<br>72: 11 74: 10, 13<br>77: 22 78: 24<br>79: 6, 15 80: 21 | <b>al ways (6)</b><br>20: 7 22: 5 32: 22<br>64: 12 71: 8, 10   | 8: 12, 16, 17, 17<br>8: 18 9: 13, 16<br>10: 1, 2, 6, 6, 18<br>11: 7, 17 12: 5<br>12: 18, 20, 23, 23<br>13: 2, 7, 10 14: 4<br>14: 9, 16, 17, 21<br>14: 24 15: 3, 4, 5<br>15: 11, 12 16: 4<br>16: 9, 15, 19, 20<br>16: 21, 22 17: 1<br>17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16 |
| <b>affordabl e (28)</b><br>45: 11, 21 46: 4<br>47: 18, 22, 24, 25<br>48: 6, 10, 12, 14<br>48: 14, 19, 21<br>49: 10, 12 58: 8<br>59: 5, 14, 17, 19<br>60: 2, 8, 14 61: 3<br>61: 24, 25 62: 17 | <b>al l ocat e (1)</b><br>50: 5   | <b>am (4)</b><br>12: 17 13: 16, 16<br>85: 12   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>affordabl e (28)</b><br>45: 11, 21 46: 4<br>47: 18, 22, 24, 25<br>48: 6, 10, 12, 14<br>48: 14, 19, 21<br>49: 10, 12 58: 8<br>59: 5, 14, 17, 19<br>60: 2, 8, 14 61: 3<br>61: 24, 25 62: 17 | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am end ed (1)</b><br>59: 22   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>after (4)</b><br>9: 20 10: 1 28: 18<br>41: 15   | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am end ment (4)</b><br>55: 2, 6, 11, 17   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>again (4)</b><br>10: 14 20: 22<br>34: 14 73: 23   | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am end ments (2)</b><br>55: 5, 22   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>against (1)</b><br>59: 9  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>Amer ican (1)</b><br>54: 19   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>Agency (3)</b><br>49: 9, 21 50: 14  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am ort ization . . .</b><br>40: 22 42: 1, 1, 10   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>agenda (4)</b><br>51: 7, 15 58: 21<br>83: 13  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am ount (17)</b><br>10: 16 14: 25<br>15: 21 24: 25<br>25: 14, 17, 19, 22<br>25: 23 26: 6<br>42: 16 63: 3<br>71: 25 72: 19, 20<br>72: 21 82: 3   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>ago (5)</b><br>19: 9 30: 24<br>41: 22 68: 16<br>77: 20  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>am ounts (1)</b><br>26: 1   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>agree (2)</b><br>18: 10 34: 2   | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>an (39)</b><br>8: 3, 10, 11 9: 12<br>9: 17 15: 20<br>19: 10 24: 5, 21<br>24: 23 30: 24<br>31: 1, 12, 14<br>32: 6, 7 34: 18<br>36: 13 39: 10<br>40: 21 45: 4, 11<br>49: 8 50: 18, 20<br>51: 3, 4 54: 16<br>54: 22, 23 55: 12<br>55: 18 59: 3, 22<br>60: 22 68: 1<br>76: 8, 14 85: 12 | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>agreed (3)</b><br>40: 1 62: 7 78: 7   | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>anal ysi s (1)</b><br>32: 7   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>agreement (12)</b><br>46: 3, 11, 24<br>48: 12 51: 6<br>54: 20, 23 55: 4<br>59: 22, 25 61: 21<br>61: 22  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>anal yzed (1)</b><br>78: 17   | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41: 1, 1, 6, 9, 9<br>41: 10, 14, 16, 17<br>41: 22 42: 7, 25<br>43: 3, 9, 19, 25<br>44: 13, 16, 19<br>45: 14, 25 46: 5<br>46: 10, 13, 14, 14<br>46: 20, 21, 24<br>47: 2, 4, 5, 6, 10<br>47: 11, 21 48: 2<br>48: 4, 10, 11, 16  |
| <b>agreements (1)</b>  | <b>al l ows (5)</b><br>18: 7, 22 40: 20<br>49: 25 50: 25  | <b>and (387)</b><br>1: 12 4: 8, 21 5: 4  | 17: 2, 8, 10, 13<br>17: 15, 16, 20, 24<br>18: 2, 3, 4, 5, 9<br>18: 11, 15, 16, 23<br>19: 2, 11, 15, 15<br>20: 2, 4, 7, 9<br>21: 6, 9, 9, 10, 11<br>21: 11, 12, 15, 16<br>21: 18 22: 3, 8<br>23: 2, 11, 18, 19<br>24: 8, 12, 12, 13<br>24: 15, 20 25: 2<br>25: 5, 5, 24 26: 8<br>26: 19 27: 4, 14<br>27: 16, 23 28: 3<br>28: 7, 16 29: 10<br>29: 16, 17, 22, 25<br>30: 1, 20, 23<br>31: 7, 9, 12, 13<br>31: 20, 22 32: 18<br>32: 22 33: 4, 10<br>33: 13, 17, 24<br>34: 7, 21, 24<br>35: 1, 3, 4, 14, 18<br>35: 22 36: 4, 21<br>37: 12 38: 4, 14<br>39: 2, 7, 9, 11, 12<br>39: 14 40: 1, 3, 8<br>41:   |

|                      |                        |                        |                        |
|----------------------|------------------------|------------------------|------------------------|
| 48: 19, 20 49: 1     | 8: 10, 12 28: 11       | <b>anyone (5)</b>      | 31: 21                 |
| 49: 9, 11, 17, 20    | 28: 19 35: 20          | 5: 6 11: 1 52: 9       | <b>appreciate (10)</b> |
| 50: 1, 4, 4, 11, 13  | 46: 1 50: 16           | 79: 20 82: 13          | 21: 17 29: 25          |
| 50: 13, 14, 17, 20   | 55: 21                 | <b>anything (1)</b>    | 32: 19 56: 13          |
| 50: 22 51: 3, 8      | <b>annually (3)</b>    | 56: 1                  | 58: 20 62: 25          |
| 51: 16 52: 4, 17     | 35: 17 37: 21          | <b>apart (3)</b>       | 64: 25 78: 22          |
| 52: 19, 19, 21, 22   | 46: 12                 | 28: 7 33: 6, 18        | 81: 1 83: 10           |
| 52: 24 53: 1, 5      | <b>another (4)</b>     | <b>apologies (1)</b>   | <b>appreciated (1)</b> |
| 53: 17 54: 8, 18     | 24: 10 31: 19          | 37: 1                  | 60: 20                 |
| 54: 24 55: 1, 2, 7   | 35: 5 69: 1            | <b>apologize (1)</b>   | <b>approach (1)</b>    |
| 55: 13, 20, 22, 23   | <b>answer (4)</b>      | 62: 9                  | 15: 17                 |
| 56: 6, 13, 25        | 8: 21 22: 8 29: 23     | <b>apparatus (12)</b>  | <b>approached (2)</b>  |
| 57: 17, 17, 18, 19   | 42: 23                 | 7: 10, 16, 20, 21      | 39: 25 54: 21          |
| 57: 22, 23, 25       | <b>answered (2)</b>    | 8: 14, 15, 25 9: 1     | <b>appropriatio...</b> |
| 58: 2, 9, 10, 10     | 26: 9 73: 7            | 9: 4, 7 10: 6, 18      | 15: 6                  |
| 58: 13, 17, 18, 20   | <b>answering (1)</b>   | <b>apparent (1)</b>    | <b>appropriatio...</b> |
| 58: 25 59: 10, 19    | 30: 13                 | 33: 24                 | 28: 11                 |
| 59: 23, 25 60: 9     | <b>Anthony (8)</b>     | <b>appeals (3)</b>     | <b>approval (11)</b>   |
| 60: 12, 15, 19       | 13: 9, 16 14: 5        | 15: 4, 7 20: 1         | 7: 10 12: 20 24: 5     |
| 61: 8, 15, 18, 22    | 18: 25 19: 15          | <b>appear (2)</b>      | 24: 16 39: 7, 9        |
| 62: 1, 1, 4, 5, 7    | 75: 24 76: 4, 10       | 12: 17 38: 24          | 40: 23, 25 46: 21      |
| 62: 11, 13, 15, 16   | <b>anticipate (4)</b>  | <b>appeared (4)</b>    | 51: 17 76: 14          |
| 62: 19, 23, 25       | 25: 6 33: 10, 11       | 39: 6 40: 17, 23       | <b>approvals (3)</b>   |
| 63: 3, 8, 20, 24     | 46: 15                 | 40: 24                 | 46: 22 51: 6 73: 3     |
| 63: 24 64: 13, 18    | <b>anticipated (4)</b> | <b>appearing (10)</b>  | <b>approve (7)</b>     |
| 64: 19 65: 7         | 15: 9, 20, 22          | 6: 14 12: 2 23: 10     | 17: 5 56: 22 65: 4     |
| 66: 8, 14, 17, 18    | 71: 21                 | 27: 9 38: 22           | 74: 18, 20 79: 24      |
| 66: 25 67: 11, 15    | <b>anticipating...</b> | 43: 24 53: 24          | 82: 16                 |
| 67: 16, 20 68: 2     | 15: 17 19: 16          | 57: 15 66: 4           | <b>approved (15)</b>   |
| 68: 10, 16, 22, 23   | 31: 20 32: 11          | 75: 15                 | 5: 23 11: 19           |
| 69: 1, 2, 4, 7, 14   | 34: 5 74: 4            | <b>appears (1)</b>     | 25: 15 27: 6           |
| 69: 22, 22 70: 1     | <b>any (49)</b>        | 6: 12                  | 37: 3 38: 16           |
| 70: 10, 14, 15, 15   | 6: 6 8: 20 10: 9       | <b>applicant (10)</b>  | 43: 21 53: 19          |
| 70: 16, 24, 25       | 10: 13, 22 11: 2       | 6: 9, 14 12: 1         | 57: 12 64: 17          |
| 71: 2, 14, 21        | 14: 10 15: 7           | 23: 10 38: 18          | 65: 20 67: 7           |
| 72: 2, 2, 4, 8, 8, 9 | 16: 7, 8 17: 16        | 43: 23 53: 23          | 75: 10 80: 16          |
| 72: 10, 16 73: 2     | 17: 17 19: 7           | 57: 14 66: 3           | 83: 8                  |
| 73: 4, 19, 20, 24    | 20: 9, 14 24: 16       | 75: 14                 | <b>approximatel...</b> |
| 73: 25 74: 3, 7, 8   | 25: 10 26: 12          | <b>applicants (1)</b>  | 28: 13 59: 3           |
| 74: 10, 23 75: 15    | 29: 23 34: 23          | 6: 4                   | 60: 10                 |
| 75: 22, 24 76: 3     | 37: 17, 18 42: 15      | <b>application...</b>  | <b>April (1)</b>       |
| 76: 9, 11, 17, 17    | 42: 22 43: 1, 3        | 6: 11 10: 13           | 37: 4                  |
| 76: 22 77: 1, 5      | 46: 16, 18 52: 4       | 12: 10, 12 24: 3       | <b>architects (1)</b>  |
| 77: 13, 15, 18, 21   | 52: 8, 9 56: 17        | 28: 4 30: 2            | 50: 15                 |
| 78: 4, 15, 17, 18    | 56: 18 60: 16          | 38: 25 41: 1           | <b>are (136)</b>       |
| 78: 22 79: 4, 5, 6   | 64: 7 65: 2 74: 1      | 46: 22 51: 11, 19      | 6: 7 7: 8 8: 1, 2      |
| 80: 5, 14, 21, 23    | 74: 14 76: 11          | 52: 13 55: 3           | 9: 2, 13, 15, 16       |
| 81: 4, 10, 11, 17    | 78: 10, 18 79: 21      | 56: 2 58: 19, 22       | 9: 19 10: 15, 19       |
| 81: 21 82: 6         | 81: 1 82: 8, 11        | 60: 11 65: 4           | 12: 12 13: 4           |
| 83: 6, 16 84: 1      | 82: 12, 13 85: 13      | 69: 23 73: 12          | 15: 22 16: 3, 17       |
| 85: 6, 9             | 85: 14                 | 74: 18                 | 18: 17, 19 19: 1       |
| <b>Andy (1)</b>      | <b>anybody (4)</b>     | <b>applications...</b> | 19: 8, 11, 15, 16      |
| 57: 23               | 6: 24 13: 11           | 3: 1 6: 3              | 19: 17 20: 16, 16      |
| <b>annual (8)</b>    | 26: 11 56: 1           | <b>applying (1)</b>    | 21: 13 24: 23          |



|                     |                        |                            |                       |
|---------------------|------------------------|----------------------------|-----------------------|
| 25: 1 26: 6         | 39: 1 40: 13           | 29: 1 31: 15               | 60: 3                 |
| 27: 21 28: 16       | 41: 18 44: 17, 18      | 34: 8 35: 9, 17            | <b>Avenue (1)</b>     |
| 29: 13, 14, 17      | 44: 25 46: 12          | 37: 2 40: 10, 21           | 67: 10                |
| 30: 4, 21 31: 13    | 47: 14 48: 14, 15      | 46: 20 47: 8               | <b>average (3)</b>    |
| 32: 2, 11, 11, 23   | 48: 15 49: 4, 4        | 48: 8 50: 14               | 24: 20, 22 37: 8      |
| 33: 8 34: 3, 4, 5   | 49: 19 50: 2           | 51: 1 60: 10               | <b>Avery (38)</b>     |
| 34: 7, 15, 16, 23   | 52: 1 54: 8, 10        | 63: 3, 5 64: 22            | 2: 2 4: 16, 17 5: 9   |
| 35: 2, 11 36: 13    | 58: 11, 14, 16         | 68: 13 70: 12              | 5: 11, 19, 20         |
| 36: 17 37: 16       | 59: 6, 24 60: 22       | 71: 20 79: 13              | 11: 5, 7, 15, 16      |
| 39: 13, 17, 19      | 61: 17, 18 62: 11      | 84: 5                      | 22: 18, 19, 25        |
| 41: 4, 8, 8 42: 4   | 66: 14 67: 1, 20       | <b>Atlantic (17)</b>       | 23: 1 26: 17, 20      |
| 42: 12, 14, 14, 17  | 68: 15 69: 3, 7        | 3: 3 12: 3, 14, 18         | 27: 2, 3 38: 12       |
| 44: 4, 6 45: 4      | 70: 18, 25 71: 17      | 13: 1, 4, 17, 19           | 38: 13 43: 17, 18     |
| 46: 3, 6, 20, 25    | 71: 24 72: 16          | 14: 13 16: 13              | 53: 14, 15 56: 24     |
| 46: 25 50: 9, 11    | 74: 5, 7 75: 24        | 17: 16 18: 25              | 57: 1, 8, 9 65: 15    |
| 50: 24 54: 15       | 75: 24 76: 5, 20       | 21: 5, 16 22: 2, 4         | 65: 15 75: 6, 16      |
| 55: 12, 16, 22, 23  | 78: 9, 9 79: 1         | 22: 6                      | 80: 13 83: 4, 5       |
| 56: 5, 6 57: 18     | 81: 4, 15 82: 5, 5     | <b>attempted (1)</b>       | 83: 24, 25            |
| 59: 25 60: 6, 7, 9  | <b>Asbury (10)</b>     | 47: 25                     | <b>aware (2)</b>      |
| 60: 16 61: 17       | 3: 10 66: 4, 12        | <b>attention (4)</b>       | 24: 23 31: 12         |
| 62: 10, 11, 15      | 67: 5, 10 68: 15       | 28: 17 58: 19, 20          | <b>away (4)</b>       |
| 63: 13, 23 64: 2    | 69: 3, 7 73: 9, 23     | 78: 23                     | 33: 8 34: 3 41: 19    |
| 64: 6, 18, 20       | <b>aside (3)</b>       | <b>attorney (4)</b>        | 63: 13                |
| 65: 16 67: 4, 25    | 47: 16 49: 20          | 57: 21 66: 13              | <b>awful (1)</b>      |
| 68: 19 69: 2, 5     | 62: 13                 | 85: 13, 14                 | 32: 7                 |
| 70: 4, 11, 12, 24   | <b>ask (4)</b>         | <b>attributed (1)</b>      | <b>a.m (1)</b>        |
| 71: 6, 8, 10, 11    | 13: 5 22: 7 36: 21     | 51: 13                     | 1: 14                 |
| 71: 21, 24 72: 16   | 37: 25                 | <b>audio (1)</b>           |                       |
| 72: 18 73: 2, 5, 8  | <b>asking (1)</b>      | 6: 7                       | <b>B</b>              |
| 73: 17 74: 13       | 55: 12                 | <b>audi ting (1)</b>       | <b>B (3)</b>          |
| 75: 7, 25 78: 3     | <b>asks (1)</b>        | 81: 10                     | 1: 11 85: 5, 19       |
| 78: 14 80: 24       | 63: 21                 | <b>Auditor (2)</b>         | <b>BA (2)</b>         |
| 81: 9, 20, 25, 25   | <b>assessment (4)</b>  | 13: 18 44: 14              | 13: 8 18: 11          |
| 82: 1, 2, 6 84: 3   | 59: 8, 15 67: 6        | <b>August (3)</b>          | <b>back (23)</b>      |
| <b>area (8)</b>     | 72: 22                 | 24: 6 76: 25               | 8: 6 9: 25 14: 10     |
| 58: 24 59: 6 60: 4  | <b>assessments (7)</b> | 78: 12                     | 20: 13 25: 15         |
| 60: 6 67: 6, 18     | 34: 13 68: 10          | <b>authorities (1)</b>     | 28: 16 30: 25         |
| 67: 22 68: 20       | 70: 8, 14 72: 15       | 33: 1                      | 34: 16 35: 5, 12      |
| <b>around (4)</b>   | 72: 18, 20             | <b>authority (26)</b>      | 36: 17 41: 22         |
| 9: 1 30: 11 35: 17  | <b>asset (1)</b>       | 3: 6, 7 38: 20, 24         | 42: 4, 19 45: 20      |
| 41: 2               | 81: 19                 | 39: 5, 5, 25, 25           | 45: 25 48: 18         |
| <b>arrival (1)</b>  | <b>assigned (1)</b>    | 40: 8, 14 41: 5            | 65: 16 67: 7, 15      |
| 8: 15               | 14: 17                 | 41: 16 43: 25              | 70: 9 71: 16          |
| <b>as (81)</b>      | <b>assistance (1)</b>  | 45: 6 47: 15               | 72: 3                 |
| 6: 9 7: 5 12: 5, 22 | 32: 16                 | 76: 9, 16, 20, 23          | <b>background (1)</b> |
| 14: 6 15: 10        | <b>assistant (1)</b>   | 76: 23 77: 6, 14           | 6: 6                  |
| 17: 23, 23 18: 5    | 46: 6                  | 77: 15, 19, 23             | <b>bad (1)</b>        |
| 18: 12, 19 19: 14   | <b>assume (5)</b>      | 78: 6                      | 19: 10                |
| 24: 1, 23 27: 15    | 34: 10 70: 2, 6, 7     | <b>authori ty' s (2)</b>   | <b>bal ance (7)</b>   |
| 27: 18, 21 28: 23   | 71: 6                  | 77: 3 78: 1                | 16: 20 19: 19         |
| 28: 23 29: 3, 19    | <b>at (30)</b>         | <b>authori zati o. . .</b> | 24: 9 25: 4, 7, 25    |
| 30: 6 32: 9, 10     | 1: 14 8: 18 10: 15     | 25: 22, 23 26: 7           | 64: 18                |
| 34: 18 36: 12, 12   | 15: 20 16: 13          | <b>avai lable (4)</b>      | <b>bank (4)</b>       |
| 36: 13, 20, 20      | 17: 13, 13 24: 17      | 31: 12 49: 11, 19          | 9: 25 10: 2, 21       |

|                      |                     |                      |                     |
|----------------------|---------------------|----------------------|---------------------|
| 33: 14               | 77: 14, 17, 22      | 75: 15 80: 22        | 83: 2, 4, 6, 8, 16  |
| <b>banks (2)</b>     | 78: 12 79: 3, 10    | 81: 7                | 83: 20, 22, 24      |
| 68: 22 71: 2         | 79: 13 81: 20       | <b>began (1)</b>     | 84: 1, 3            |
| <b>barracks (2)</b>  | <b>Beach (6)</b>    | 48: 5                | <b>best (6)</b>     |
| 39: 15, 17           | 3: 11 75: 15, 21    | <b>begin (2)</b>     | 23: 7 28: 21        |
| <b>base (1)</b>      | 76: 7, 13, 15       | 54: 6, 12            | 53: 21 61: 4        |
| 46: 10               | <b>beat (1)</b>     | <b>beginning (2)</b> | 65: 22 80: 19       |
| <b>based (3)</b>     | 22: 9               | 13: 8 21: 4          | <b>between (6)</b>  |
| 34: 12 36: 10        | <b>because (19)</b> | <b>behalf (2)</b>    | 40: 7 42: 6 46: 4   |
| 72: 14               | 8: 24 9: 22 10: 15  | 12: 18 40: 8         | 50: 10 54: 18       |
| <b>basically (2)</b> | 30: 20 31: 14       | <b>Beinfeld (5)</b>  | 67: 16              |
| 32: 6 70: 21         | 36: 1, 11 42: 2, 6  | 57: 16, 18 63: 7     | <b>beyond (2)</b>   |
| <b>basis (1)</b>     | 42: 19 62: 24       | 63: 18 65: 25        | 55: 5 62: 16        |
| 33: 7                | 68: 8 70: 7, 17     | <b>being (17)</b>    | <b>bid (5)</b>      |
| <b>BCBC (2)</b>      | 70: 25 71: 19       | 1: 14 8: 14 9: 24    | 8: 5, 6, 7, 8, 9    |
| 24: 11, 12           | 73: 18 76: 7        | 9: 25 24: 19         | <b>bidder (1)</b>   |
| <b>be (127)</b>      | 78: 13              | 25: 5 32: 19         | 8: 10               |
| 6: 18, 18, 24 7: 13  | <b>become (1)</b>   | 36: 15 50: 7, 17     | <b>bidders (1)</b>  |
| 7: 21 9: 7 10: 7     | 34: 14              | 51: 22 58: 20        | 8: 6                |
| 10: 12, 14 13: 6     | <b>bedroom (2)</b>  | 59: 16 60: 4, 6      | <b>big (3)</b>      |
| 13: 8, 25 14: 3      | 62: 1 64: 11        | 77: 4 78: 17         | 20: 2 48: 15        |
| 16: 9 19: 18, 24     | <b>been (52)</b>    | <b>believe (17)</b>  | 51: 15              |
| 20: 3, 6 23: 11      | 7: 4 8: 4 14: 5, 18 | 20: 15 23: 19        | <b>bill (5)</b>     |
| 23: 14, 20, 24       | 15: 5, 7 17: 14     | 30: 23 31: 1, 9      | 44: 16, 23 50: 14   |
| 24: 7, 9 28: 21      | 19: 11 20: 7, 8, 8  | 31: 10 33: 19        | 54: 10 77: 16       |
| 29: 8, 16, 22        | 21: 3 24: 1 25: 3   | 44: 10, 10, 19       | <b>billing (1)</b>  |
| 30: 10, 22 32: 1     | 27: 17 29: 16       | 58: 10 66: 10, 17    | 77: 14              |
| 32: 2, 8, 12, 15     | 30: 21 32: 4, 8, 9  | 67: 25 68: 25        | <b>bit (13)</b>     |
| 33: 11, 14, 20, 23   | 32: 10 33: 5, 7     | 69: 2 73: 19         | 8: 24 9: 2 30: 3, 6 |
| 33: 24 34: 21        | 33: 17 34: 12       | <b>benefits (1)</b>  | 33: 2 35: 15        |
| 35: 11 36: 17        | 35: 16, 21 36: 7    | 20: 4                | 36: 4 49: 3         |
| 38: 21 39: 1, 13     | 36: 9 39: 17, 19    | <b>Bennett (90)</b>  | 54: 25 59: 18       |
| 39: 18 40: 3, 4, 6   | 41: 11, 12 44: 24   | 4: 8, 12, 14, 16, 18 | 61: 2, 15 73: 12    |
| 40: 11 42: 5, 9      | 45: 5 50: 14        | 4: 20 5: 11, 15      | <b>Board (58)</b>   |
| 45: 10, 14, 18, 22   | 51: 23, 24 54: 7    | 5: 17, 19, 21, 23    | 1: 2 4: 2, 24 6: 3  |
| 45: 23, 25 46: 7     | 58: 14 67: 1        | 11: 7, 11, 13, 15    | 6: 15 7: 9 8: 5     |
| 46: 8, 15 49: 21     | 70: 17 72: 4, 10    | 11: 17, 19 13: 15    | 8: 20 11: 1 12: 2   |
| 49: 23, 25 51: 14    | 73: 24 76: 4        | 20: 15, 20, 22, 25   | 12: 6, 18, 24       |
| 52: 4, 21 54: 6      | 77: 15 78: 2, 5     | 22: 16, 19, 23, 25   | 14: 8 17: 5, 20     |
| 58: 1, 2, 11, 11     | 78: 17 81: 3, 13    | 23: 2, 4 26: 19      | 20: 13 21: 4        |
| 58: 12 59: 7, 8      | <b>before (39)</b>  | 26: 23, 25 27: 2     | 23: 10 26: 12       |
| 59: 10, 13, 15       | 1: 11 4: 2, 22, 24  | 27: 4, 6 38: 4, 8    | 27: 9 32: 21        |
| 60: 22 61: 25        | 6: 14 7: 8 9: 5     | 38: 10, 12, 14, 16   | 36: 18 37: 17       |
| 62: 1, 4, 5, 8, 11   | 12: 2, 6, 17 13: 7  | 43: 9, 13, 15, 17    | 38: 19 39: 6        |
| 62: 12, 20, 22       | 18: 13 23: 10       | 43: 19, 21 53: 3     | 40: 17, 23, 24      |
| 63: 4, 4, 10, 11     | 27: 9 32: 20        | 53: 5, 9, 11, 14     | 41: 22 42: 19       |
| 63: 12 64: 21        | 33: 4, 19 36: 16    | 53: 17, 19 56: 25    | 43: 2, 24 47: 21    |
| 66: 7, 8, 9 68: 9    | 38: 19 39: 6        | 57: 4, 6, 8, 10, 12  | 48: 9, 17 52: 9     |
| 69: 2, 13, 15, 17    | 40: 13, 17, 23, 23  | 65: 7, 11, 13, 15    | 53: 24 57: 15, 17   |
| 69: 25 70: 19, 21    | 40: 24 42: 19       | 65: 19, 21 74: 22    | 58: 22 60: 17       |
| 71: 10 72: 22        | 43: 24 51: 2, 4     | 74: 25 75: 2, 4, 6   | 63: 21 64: 8        |
| 73: 4, 18 75: 16     | 53: 24 56: 12       | 75: 10 80: 5, 9      | 66: 4 72: 2         |
| 75: 25 76: 2, 24     | 57: 15 58: 17, 22   | 80: 11, 13, 16       | 74: 14 75: 15       |
| 77: 1, 2, 5, 7, 10   | 66: 4 70: 3         | 82: 18, 23, 25       | 76: 12 77: 6        |

|   |   |  |   |
|---|---|--|---|
| 79: 20 80: 22, 23<br>81: 6, 7, 8 82: 9<br>82: 12<br><b>boardwalk (1)</b><br>67: 20<br><b>Board's (2)</b><br>5: 2 28: 4<br><b>Bob (2)</b><br>57: 17 58: 4<br><b>Boehler (4)</b><br>75: 23 76: 3<br>79: 12, 17<br><b>bolts (1)</b><br>17: 24<br><b>bond (18)</b><br>20: 6 23: 19 28: 5<br>28: 12 33: 21<br>35: 2, 6 39: 4<br>42: 3 44: 18<br>46: 23 50: 23<br>57: 19, 24 58: 17<br>68: 20 70: 20<br>72: 6<br><b>bonding (2)</b><br>28: 21 72: 21<br><b>bonds (36)</b><br>24: 8, 11, 16, 19<br>25: 5 39: 9, 12<br>39: 12 40: 6, 12<br>40: 18 41: 5, 18<br>45: 8, 10, 17<br>46: 3, 8, 10 50: 8<br>50: 9 58: 24<br>59: 1, 6, 12, 16<br>60: 4, 6 66: 22<br>67: 6, 22 68: 11<br>69: 9 70: 3<br>71: 14 72: 14<br><b>Boos (2)</b><br>66: 11, 25<br><b>Borough (30)</b><br>3: 9, 11 51: 22<br>57: 15, 19, 20<br>58: 23 59: 11, 12<br>59: 19, 20, 22, 25<br>60: 12 75: 21, 22<br>75: 23 76: 7, 13<br>76: 16, 17, 19, 22<br>77: 4, 11, 23<br>78: 8, 9, 15 79: 4<br><b>Borough's (5)</b><br>57: 21, 21 63: 22<br>77: 12 78: 4<br><b>borrow (1)</b> | 50: 25<br><b>borrowing (1)</b><br>20: 5<br><b>both (5)</b><br>6: 8 42: 24 48: 2<br>50: 13 71: 1<br><b>bought (3)</b><br>70: 10, 11 72: 5<br><b>brand-new (1)</b><br>40: 2<br><b>breakdown (1)</b><br>61: 16<br><b>breaking (1)</b><br>65: 24<br><b>Brewer (1)</b><br>57: 23<br><b>brick (1)</b><br>16: 8<br><b>Bridge (2)</b><br>3: 4 23: 11<br><b>bring (1)</b><br>36: 1<br><b>bringing (1)</b><br>16: 17<br><b>Brothers (1)</b><br>69: 2<br><b>budget (38)</b><br>12: 4, 13, 21 13: 1<br>14: 12, 14, 18, 20<br>15: 3, 16, 20, 22<br>15: 25 16: 14<br>17: 4, 7, 13, 17<br>17: 24 18: 1, 6<br>18: 13, 14, 22<br>19: 3, 6, 13<br>20: 10 23: 5<br>28: 11 29: 1<br>36: 10 46: 1, 13<br>79: 11, 16 80: 2<br>81: 16<br><b>budgeting (1)</b><br>28: 15<br><b>budgets (4)</b><br>16: 22 34: 7<br>81: 10, 18<br><b>build (3)</b><br>39: 24 49: 10, 12<br><b>building (5)</b><br>42: 13 49: 23<br>59: 4 67: 9<br>77: 21<br><b>buildings (1)</b><br>48: 2<br><b>built (4)</b> | 41: 14 49: 18<br>50: 21 73: 25<br><b>bunch (2)</b><br>36: 7, 8<br><b>Burlington (3)</b><br>3: 4 23: 11 24: 4<br><b>Business (2)</b><br>7: 2 13: 16<br><b>businesses (1)</b><br>78: 9<br><b>but (35)</b><br>9: 2 23: 20 25: 12<br>31: 10, 15 32: 24<br>33: 11, 12, 19<br>34: 4, 12, 16<br>36: 23 37: 6<br>42: 4, 14 45: 24<br>49: 3 52: 15<br>55: 10, 23 61: 4<br>63: 2, 15, 16<br>64: 19 68: 6<br>70: 4 71: 15, 24<br>73: 17 78: 9<br>80: 25 81: 14<br>82: 12<br><b>buyers (1)</b><br>71: 20<br><b>by (37)</b><br>6: 7, 18 7: 13<br>10: 8 13: 15<br>14: 25 16: 3, 25<br>19: 18 21: 16<br>22: 16, 19 25: 1<br>25: 3 28: 21<br>30: 13 39: 18<br>40: 7 41: 21<br>45: 15 54: 9<br>58: 23 59: 8, 10<br>59: 15, 22 63: 15<br>63: 17 68: 18<br>69: 4 70: 23<br>76: 22 77: 2, 10<br>78: 5, 12 85: 10 | 12: 21 14: 14<br>30: 15<br><b>call (1)</b><br>27: 21<br><b>called (2)</b><br>6: 11 46: 18<br><b>calls (2)</b><br>46: 1 62: 17<br><b>came (2)</b><br>8: 10 67: 21<br><b>camera (1)</b><br>6: 10<br><b>can (40)</b><br>5: 24 6: 7, 22<br>8: 21 12: 6 13: 6<br>13: 7, 13 17: 25<br>20: 19, 24, 25<br>21: 22, 25 23: 24<br>26: 1 29: 21<br>31: 9, 16 33: 10<br>34: 24 36: 3<br>44: 10 54: 6<br>58: 2, 3 60: 22<br>66: 8 68: 11, 21<br>69: 21 71: 15<br>72: 7, 21 74: 8<br>76: 10 77: 2<br>78: 14, 15 79: 5<br><b>candidates (1)</b><br>29: 13<br><b>cannot (1)</b><br>41: 8<br><b>Cantalupo (15)</b><br>44: 1, 2, 7 45: 1, 3<br>48: 24 51: 2, 12<br>52: 2 66: 5, 6, 10<br>67: 3 68: 7 73: 1<br><b>can't (4)</b><br>13: 24 20: 10<br>31: 14 32: 15<br><b>Cap (2)</b><br>81: 15, 16<br><b>capacities (1)</b><br>63: 22<br><b>capacity (2)</b><br>15: 2 63: 4<br><b>capital (19)</b><br>24: 24 28: 6, 10<br>28: 18, 20 29: 1<br>29: 3 31: 24<br>32: 21 33: 10<br>34: 6 35: 8<br>36: 12, 19 49: 2<br>51: 1 63: 10 |
| <b>C</b>  |   |  |   |
| <b>C (4)</b><br>2: 1 5: 4 85: 1, 1  |   |  |   |
| <b>Caccavelli (1)</b><br>58: 10   |   |  |   |
| <b>Cahill (2)</b><br>44: 19, 24   |   |  |   |
| <b>calculated (1)</b><br>72: 18   |   |  |   |
| <b>calendar (3)</b>   |   |  |   |

|   |  |  |  |
|---|--|--|--|
| 77: 25 81: 17<br><b>capitalize</b> (1)<br>49: 16<br><b>caps</b> (1)<br>82: 7<br><b>career</b> (1)<br>7: 14<br><b>careful</b> (1)<br>41: 15<br><b>Carolyn</b> (2)<br>23: 17, 25<br><b>case</b> (3)<br>10: 4 50: 1 63: 12<br><b>cash</b> (3)<br>16: 21 34: 6, 8<br><b>casino</b> (3)<br>16: 2, 9 20: 1<br><b>casinos</b> (1)<br>16: 5<br><b>catch</b> (3)<br>33: 22 34: 11<br>37: 22<br><b>catch-up</b> (1)<br>19: 7<br><b>category</b> (1)<br>30: 25<br><b>certain</b> (1)<br>70: 2<br><b>Certified</b> (2)<br>1: 11 85: 5<br><b>certify</b> (2)<br>85: 7, 12<br><b>cetera</b> (1)<br>42: 13<br><b>CFO</b> (4)<br>13: 10 17: 23<br>44: 20 75: 23<br><b>Chair</b> (1)<br>12: 5<br><b>Chairmanship</b> ...<br>12: 7<br><b>challenges</b> (1)<br>14: 20<br><b>changes</b> (3)<br>81: 2, 12, 13<br><b>chapter</b> (1)<br>81: 9<br><b>charges</b> (4)<br>19: 7, 8, 12 21: 10<br><b>chart</b> (1)<br>64: 15<br><b>Cheryl</b> (2)<br>58: 7 61: 19<br><b>Chief</b> (6) | 13: 9, 20, 22<br>27: 13, 21 66: 11<br><b>choices</b> (1)<br>70: 21<br><b>Chosen</b> (1)<br>47: 21<br><b>circle</b> (1)<br>65: 16<br><b>cities</b> (1)<br>37: 11<br><b>city</b> (61)<br>3: 3, 8, 10 12: 3<br>12: 14, 14, 18, 18<br>12: 25 13: 4, 12<br>13: 17, 17, 19, 19<br>13: 21 14: 13, 13<br>14: 21, 23 15: 1<br>15: 8, 23 16: 4, 8<br>16: 22, 24 17: 6<br>17: 13, 16 18: 25<br>19: 9 20: 4 21: 5<br>21: 8, 17 22: 2, 2<br>22: 3, 4, 6, 9<br>53: 24 54: 5, 18<br>56: 4 66: 12<br>67: 4, 15, 19<br>68: 4, 15, 21<br>69: 9, 11, 16<br>70: 21 71: 1, 12<br>72: 9, 17<br><b>city's</b> (14)<br>12: 3 13: 1 14: 15<br>15: 4, 10, 14, 18<br>16: 6, 14, 22, 25<br>17: 11, 24 72: 23<br><b>clarification</b> ...<br>65: 1<br><b>clarify</b> (2)<br>25: 12 30: 9<br><b>clarity</b> (1)<br>35: 15<br><b>clean</b> (1)<br>19: 12<br><b>clear</b> (2)<br>6: 18 13: 8<br><b>cleary</b> (1)<br>75: 20<br><b>Clerk</b> (1)<br>75: 22<br><b>clock</b> (1)<br>41: 14<br><b>close</b> (44)<br>2: 3 4: 7, 9, 14, 15<br>5: 17, 18 11: 13 | 11: 14 21: 14, 23<br>22: 17, 23, 24<br>26: 25 27: 1<br>30: 16 37: 20<br>38: 10, 11 39: 20<br>43: 15, 16 53: 4<br>53: 6, 11, 12<br>57: 6, 7 65: 5, 7<br>65: 13, 14 68: 19<br>75: 4, 5 80: 4, 6<br>80: 11, 12 83: 2<br>83: 3, 22, 23<br><b>closed</b> (2)<br>29: 4 70: 13<br><b>closely</b> (1)<br>18: 3<br><b>closeouts</b> (1)<br>35: 12<br><b>CO</b> (1)<br>70: 3<br><b>codified</b> (1)<br>81: 20<br><b>collaboration</b> ...<br>15: 1<br><b>collaborative</b> ...<br>16: 25<br><b>collect</b> (2)<br>19: 16, 17<br><b>collected</b> (1)<br>64: 1<br><b>collecting</b> (1)<br>63: 23<br><b>combination</b> (1)<br>49: 25<br><b>come</b> (14)<br>9: 2 18: 18 28: 14<br>32: 20 35: 5<br>41: 22 42: 19<br>45: 20 62: 8<br>68: 15, 25 69: 7<br>71: 11, 16<br><b>comes</b> (1)<br>6: 9<br><b>comfort</b> (1)<br>17: 12<br><b>comfortable</b> (2)<br>50: 10, 17<br><b>coming</b> (9)<br>7: 8 18: 3 21: 10<br>34: 16 46: 14<br>60: 12 68: 9<br>69: 18 70: 1<br><b>commencing</b> (1)<br>1: 13 | <b>commend</b> (8)<br>21: 5, 12 52: 16<br>52: 17, 18, 25<br>70: 16 72: 2<br><b>comment</b> (3)<br>21: 2, 22 52: 15<br><b>comments</b> (16)<br>11: 2 14: 11<br>20: 14 21: 15, 18<br>26: 13 37: 19, 25<br>43: 4 52: 10<br>56: 19 64: 8<br>65: 2 74: 15<br>79: 21 82: 14<br><b>Commercial</b> (1)<br>39: 16<br><b>Commission</b> (23)<br>3: 4, 5 23: 11<br>24: 4 27: 10<br>28: 10, 14, 20, 25<br>29: 2, 4, 7, 8, 12<br>29: 20 30: 7, 10<br>30: 17, 21 31: 25<br>33: 6 34: 10<br>35: 7<br><b>Commisioner</b> ...<br>44: 11 47: 3<br>52: 17 53: 3<br><b>commisioner</b> ...<br>7: 8 27: 22 48: 10<br><b>commisions</b> (1)<br>33: 1<br><b>Commision's</b> ...<br>28: 6, 12 35: 15<br>35: 22<br><b>committing</b> (1)<br>68: 22<br><b>commonly</b> (1)<br>32: 25<br><b>community</b> (3)<br>1: 1 9: 14 81: 23<br><b>compares</b> (1)<br>73: 15<br><b>competitive</b> (1)<br>8: 4<br><b>Complaint</b> (1)<br>4: 24<br><b>complete</b> (5)<br>33: 12 54: 10<br>60: 8 63: 10, 11<br><b>completion</b> (1)<br>69: 22<br><b>compliant</b> (4)<br>8: 8 62: 2, 18 |
|---|--|--|--|

|                              |                              |                         |                         |
|------------------------------|------------------------------|-------------------------|-------------------------|
| 82: 6                        | 29: 5 39: 14                 | 56: 13                  | 47: 24 48: 3, 5         |
| <b>component (1)</b>         | 50: 15 63: 9                 | <b>Cooperative (1)</b>  | 48: 10 49: 9, 19        |
| 59: 4                        | 74: 1                        | 7: 22                   | 50: 2, 12, 24           |
| <b>components (2)</b>        | <b>consul tati on... (1)</b> | <b>corporati on (8)</b> | 51: 5 52: 18            |
| 59: 3 78: 24                 | 14: 15                       | 45: 21 46: 5, 25        | 76: 23 81: 10, 15       |
| <b>concerned (1)</b>         | <b>contact (1)</b>           | 47: 23, 25 48: 7        | 81: 16 85: 4            |
| 36: 12                       | 56: 5                        | 48: 11, 13              | <b>county's (3)</b>     |
| <b>conclude (2)</b>          | <b>contain (1)</b>           | <b>correct (6)</b>      | 41: 7 46: 19, 20        |
| 51: 3 69: 23                 | 19: 7                        | 32: 17 63: 6            | <b>couple (4)</b>       |
| <b>concluded (1)</b>         | <b>context (1)</b>           | 64: 11 68: 4            | 19: 5 25: 8 72: 23      |
| 84: 5                        | 17: 16                       | 79: 17 85: 9            | 79: 4                   |
| <b>concludes (4)</b>         | <b>continual (1)</b>         | <b>correcti on (1)</b>  | <b>course (3)</b>       |
| 52: 3 60: 15 73: 1           | 68: 17                       | 56: 12                  | 21: 6 55: 7 73: 25      |
| 83: 12                       | <b>conti nue (7)</b>         | <b>cost (9)</b>         | <b>Coursey (1)</b>      |
| <b>condi ti on (1)</b>       | 15: 12 16: 11                | 7: 16, 20, 24 8: 18     | 13: 9                   |
| 79: 25                       | 19: 24 20: 10                | 15: 13 39: 13           | <b>court (4)</b>        |
| <b>condi ti ons (2)</b>      | 35: 10 72: 15                | 51: 1 59: 13            | 1: 12 5: 24 64: 16      |
| 24: 13 41: 13                | 78: 15                       | 77: 1                   | 64: 16                  |
| <b>conduit (1)</b>           | <b>conti nued (2)</b>        | <b>Costello (7)</b>     | <b>cover (1)</b>        |
| 41: 3                        | 17: 11 21: 12                | 13: 11, 18, 18          | 42: 9                   |
| <b>confi dent (4)</b>        | <b>conti nues (1)</b>        | 14: 4 17: 23            | <b>coverage (4)</b>     |
| 63: 24 64: 3, 3              | 15: 23                       | 18: 9 19: 4             | 42: 11, 11 50: 9        |
| 79: 5                        | <b>conti nuing (1)</b>       | <b>costs (3)</b>        | 50: 10                  |
| <b>confi rmi ng (1)</b>      | 17: 7                        | 35: 4, 6 42: 14         | <b>create (1)</b>       |
| 81: 25                       | <b>conti nui ty (1)</b>      | <b>could (7)</b>        | 76: 18                  |
| <b>Congratul ati ... (1)</b> | 78: 8                        | 30: 22 31: 25           | <b>created (2)</b>      |
| 53: 15 65: 23                | <b>contract (9)</b>          | 48: 7 51: 20            | 19: 10 80: 1            |
| <b>Coni fer (4)</b>          | 54: 16, 20, 24               | 54: 5 61: 15            | <b>creating (1)</b>     |
| 61: 23 62: 6, 16             | 55: 8, 9, 13 56: 8           | 81: 1                   | 48: 16                  |
| 64: 23                       | 61: 23 63: 9                 | <b>counsel (13)</b>     | <b>credit (2)</b>       |
| <b>connected (1)</b>         | <b>contracted (1)</b>        | 23: 19 39: 1, 4         | 16: 1 59: 10            |
| 85: 15                       | 61: 23                       | 44: 19 57: 19, 22       | <b>credits (1)</b>      |
| <b>consequences... (1)</b>   | <b>Contracti ng (1)</b>      | 57: 25 58: 9, 17        | 49: 14                  |
| 16: 1                        | 54: 18                       | 66: 16, 19 85: 13       | <b>critical (1)</b>     |
| <b>conservati ve... (1)</b>  | <b>contractors (1)</b>       | 85: 14                  | 29: 18                  |
| 15: 17 18: 2 71: 8           | 32: 10                       | <b>counties (1)</b>     | <b>CSR (1)</b>          |
| 71: 9                        | <b>contracts (4)</b>         | 81: 22                  | 85: 19                  |
| <b>consider (2)</b>          | 29: 15 30: 20, 20            | <b>country (5)</b>      | <b>cul mi nated (1)</b> |
| 55: 20 62: 18                | 32: 16                       | 16: 19 48: 22           | 59: 21                  |
| <b>consi derati o... (1)</b> | <b>contri bute (1)</b>       | 52: 23, 24 69: 6        | <b>Cumberl and (5)</b>  |
| 4: 24 5: 2 12: 7             | 60: 1                        | <b>county (62)</b>      | 3: 6 38: 19 39: 4       |
| 14: 19                       | <b>contri buti ng... (1)</b> | 3: 4, 6, 7 23: 11       | 39: 10 40: 13           |
| <b>consi sti ng (1)</b>      | 45: 22, 23                   | 23: 18, 19 24: 4        | <b>curi ous (1)</b>     |
| 45: 12                       | <b>contri buti on... (1)</b> | 24: 12, 23 25: 2        | 74: 5                   |
| <b>consol i dated... (1)</b> | 46: 2                        | 25: 3, 6 38: 19         | <b>current (2)</b>      |
| 48: 3                        | <b>control (1)</b>           | 38: 24 39: 4, 8, 9      | 16: 6 28: 22            |
| <b>Consti tuti on... (1)</b> | 10: 15                       | 39: 17 40: 13, 15       | <b>currently (8)</b>    |
| 81: 15                       | <b>Controls (1)</b>          | 43: 25 44: 12, 14       | 28: 23 34: 20           |
| <b>construct (2)</b>         | 62: 3                        | 44: 16, 18, 20          | 45: 25 67: 25           |
| 45: 11 61: 24                | <b>conversati on... (1)</b>  | 45: 6, 7, 15, 16        | 68: 13 76: 23           |
| <b>constructed (3)</b>       | 31: 8                        | 45: 20, 21, 23          | 77: 6 78: 4             |
| 39: 18 45: 15                | <b>cooperate (2)</b>         | 46: 2, 4, 8, 9, 11      | <b>cyl i nders (2)</b>  |
| 63: 1                        | 56: 15 78: 7                 | 46: 12, 15, 17, 23      | 7: 13 8: 2              |
| <b>constructi on... (1)</b>  | <b>cooperati on (1)</b>      | 47: 4, 15, 18, 22       |                         |

| D                      |                           |                            |                           |
|------------------------|---------------------------|----------------------------|---------------------------|
| <b>daily</b> (1)       | <b>defi ni tel y</b> (1)  | 47: 18, 23 48: 19          | 82: 21, 25 83: 1          |
| 56: 5                  | 63: 16                    | <b>devel opment</b> (3)    | 83: 14, 16, 20, 21        |
| <b>Dan</b> (5)         | <b>DeJohn</b> (2)         | 39: 14 40: 19              | <b>di saster</b> (1)      |
| 44: 13, 21 47: 5       | 44: 15, 23                | 48: 13                     | 19: 21                    |
| 49: 1, 6               | <b>Del a fi el d</b> (1)  | <b>di d</b> (5)            | <b>di sci pl i ne</b> (1) |
| <b>data</b> (1)        | 57: 18                    | 36: 11 49: 2 51: 4         | 33: 16                    |
| 77: 16                 | <b>Del aney</b> (3)       | 78: 23 79: 19              | <b>di scuss</b> (2)       |
| <b>date</b> (5)        | 1: 11 85: 5, 19           | <b>di dn' t</b> (6)        | 49: 1 61: 4               |
| 1: 13 18: 13           | <b>del i berati on...</b> | 20: 4 25: 22 31: 5         | <b>di scussed</b> (1)     |
| 24: 17 42: 6           | 41: 15                    | 37: 22 42: 20              | 60: 25                    |
| 54: 22                 | <b>del i very</b> (1)     | 62: 8                      | <b>di ssol uti on</b> (8) |
| <b>Dated</b> (1)       | 9: 6                      | <b>di fferent</b> (2)      | 76: 15, 25 77: 8          |
| 85: 21                 | <b>demol i shed</b> (1)   | 41: 4 67: 20               | 77: 23 78: 7, 11          |
| <b>day</b> (2)         | 40: 5                     | <b>di ffi cul t</b> (1)    | 78: 25 79: 25             |
| 11: 23 60: 11          | <b>demonstrated...</b>    | 49: 12                     | <b>di ssolve</b> (1)      |
| <b>days</b> (1)        | 69: 4                     | <b>di ffi cul ti es...</b> | 76: 8                     |
| 30: 24                 | <b>demonstrati o...</b>   | 5: 2 47: 13                | <b>di stri buti on...</b> |
| <b>deal</b> (7)        | 68: 17                    | <b>Di l worth</b> (2)      | 64: 12, 12                |
| 17: 12 18: 18          | <b>DEP</b> (1)            | 27: 20 44: 18              | <b>di stri buti on...</b> |
| 51: 15 70: 11          | 81: 19                    | <b>di rect</b> (1)         | 62: 1                     |
| 71: 14, 15, 16         | <b>department</b> (3)     | 40: 20                     | <b>di strict</b> (10)     |
| <b>deals</b> (2)       | 1: 1 17: 14 72: 14        | <b>di recti on</b> (2)     | 3: 2 6: 15 7: 3, 8        |
| 71: 3, 17              | <b>departments</b> (1)    | 38: 22 41: 23              | 7: 15 9: 3, 20            |
| <b>Debbi e</b> (1)     | 18: 15                    | <b>di rectly</b> (3)       | 10: 8, 15, 22             |
| 66: 18                 | <b>Dependi ng</b> (1)     | 10: 22 39: 18              | <b>dive</b> (1)           |
| <b>debt</b> (19)       | 63: 8                     | 41: 17                     | 49: 4                     |
| 19: 22 21: 9 26: 6     | <b>depends</b> (1)        | <b>Di rector</b> (34)      | <b>di verse</b> (1)       |
| 35: 15, 16, 18, 20     | 72: 17                    | 18: 4, 11 19: 14           | 29: 18                    |
| 35: 22 42: 5, 9        | <b>dept</b> (1)           | 21: 7, 16, 18              | <b>di vi ng</b> (1)       |
| 49: 5 50: 6, 8, 24     | 35: 19                    | 24: 13 32: 5               | 58: 17                    |
| 70: 22 77: 19, 20      | <b>desi gn</b> (1)        | 44: 3, 11, 16              | <b>di vi si on</b> (3)    |
| 78: 2 79: 2            | 19: 18                    | 47: 3, 11, 11              | 3: 12 12: 24              |
| <b>decade</b> (2)      | <b>desi red</b> (1)       | 51: 2 52: 4, 14            | 54: 19                    |
| 28: 9 33: 22           | 28: 15                    | 54: 1, 9 56: 11            | <b>do</b> (63)            |
| <b>December</b> (2)    | <b>despi te</b> (1)       | 57: 16 58: 18              | 4: 4, 21 5: 8 6: 17       |
| 48: 9 67: 8            | 14: 20                    | 60: 17 63: 8               | 6: 21, 22 8: 23           |
| <b>decid ed</b> (1)    | <b>detail</b> (1)         | 64: 3, 10 66: 1            | 8: 24 9: 25 11: 3         |
| 41: 17                 | 76: 10                    | 66: 20 69: 8, 19           | 13: 3 18: 17              |
| <b>decisi on</b> (2)   | <b>determi ne</b> (2)     | 69: 25 73: 2, 5            | 19: 20 22: 17             |
| 32: 20 39: 22          | 32: 7 72: 20              | 81: 5                      | 26: 15 27: 14             |
| <b>decrease</b> (6)    | <b>determi ned</b> (2)    | <b>di rectors</b> (1)      | 32: 22 33: 10, 11         |
| 14: 22 16: 15          | 28: 20 63: 5              | 21: 6                      | 34: 1 35: 8, 25           |
| 18: 8, 23 19: 14       | <b>devel op</b> (2)       | <b>Di Rocco</b> (43)       | 37: 8, 9 38: 25           |
| 20: 7                  | 45: 19 48: 7              | 2: 4 4: 12, 13             | 40: 1 41: 20              |
| <b>decreasi ng</b> (1) | <b>devel oped</b> (1)     | 5: 15, 16 11: 11           | 42: 18 43: 1, 5           |
| 21: 9                  | 70: 4                     | 11: 12 22: 21, 22          | 47: 2 49: 3               |
| <b>deeper</b> (1)      | <b>devel oper</b> (10)    | 26: 18, 19, 23, 24         | 50: 18 52: 7, 11          |
| 49: 4                  | 67: 15, 17, 24            | 38: 3, 5, 8, 9             | 54: 3 56: 17, 21          |
| <b>deferred</b> (6)    | 68: 3, 12 70: 15          | 43: 8, 10, 13, 14          | 58: 18, 20 61: 13         |
| 19: 7, 8, 12 21: 10    | 70: 17 71: 4, 23          | 53: 9, 10 56: 23           | 62: 7, 10 65: 3           |
| 28: 16 45: 17          | 72: 9                     | 56: 25 57: 4, 5            | 66: 6 69: 7, 20           |
| <b>defi ned</b> (1)    | <b>devel opers</b> (3)    | 65: 11, 12 74: 19          | 70: 13, 13, 16, 22        |
| 29: 19                 | 68: 24 71: 2, 3           | 74: 22 75: 2, 3            | 70: 24 71: 7, 13          |
|                        | <b>devel opi ng</b> (3)   | 80: 9, 10 82: 19           | 72: 7 73: 14              |

|   |   |   |   |
|---|---|---|---|
| 74: 17 78: 22<br>79: 24 82: 11, 15<br>83: 13 85: 7  | <b>during (3)</b><br>13: 2 30: 4, 16  | 29: 16 30: 21, 23<br>34: 23 82: 1, 2                                      | 77: 21  |
| <b>documents (1)</b><br>70: 20  | <hr/> <b>E (4)</b>  | <b>eliminate (1)</b><br>6: 6  | <b>Ernest (1)</b><br>13: 9  |
| <b>does (12)</b><br>18: 5 19: 6 22: 1<br>29: 20 39: 25<br>40: 14 42: 2<br>46: 17, 18 61: 2<br>61: 8, 10 | <b>each (5)</b><br>2: 1, 1 51: 18<br>85: 1  | <b>eliminated (1)</b><br>77: 7  | <b>escrow (8)</b><br>9: 12, 12, 16, 17<br>9: 21, 23 10: 5<br>10: 21       |
| <b>doesn't (2)</b><br>22: 9 70: 4   | <b>earlier (1)</b><br>38: 23  | <b>elimination (1)</b><br>33: 13  | <b>especially (6)</b><br>9: 14 71: 12 73: 8<br>73: 9, 24 74: 6            |
| <b>doing (10)</b><br>9: 13 21: 13 33: 7<br>36: 7, 9 42: 4<br>44: 5 46: 24<br>60: 21 69: 2               | <b>earned (1)</b><br>82: 3  | <b>Elizabeth (4)</b><br>3: 8 53: 25 54: 5<br>54: 18                       | <b>essence (1)</b><br>33: 22  |
| <b>dollars (1)</b><br>41: 14  | <b>earning (1)</b><br>9: 17   | <b>else (4)</b><br>21: 21 40: 23<br>56: 1 58: 1                           | <b>essentially (1)</b><br>40: 20  |
| <b>Dominick (1)</b><br>2: 4   | <b>eaten (1)</b><br>55: 10  | <b>email (2)</b><br>51: 4, 9  | <b>establish (1)</b><br>76: 9   |
| <b>done (10)</b><br>15: 18 22: 12, 15<br>32: 6, 8 34: 21<br>53: 13 68: 25<br>69: 3 77: 4                | <b>echo (2)</b><br>21: 15, 18   | <b>emergency (1)</b><br>15: 6   | <b>estimated (1)</b><br>69: 14  |
| <b>don't (8)</b><br>18: 2 20: 9 21: 25<br>31: 15 37: 1<br>72: 12 74: 1<br>82: 12                        | <b>Edwards (13)</b><br>23: 12, 13, 14, 16<br>24: 2, 3 25: 10<br>25: 18 26: 4<br>66: 14, 25 72: 12<br>73: 16 | <b>employ (1)</b><br>62: 7  | <b>et (1)</b><br>42: 13   |
| <b>down (9)</b><br>12: 4 18: 16, 16<br>19: 23, 25 35: 18<br>70: 19 71: 23<br>74: 5                      | <b>effective (3)</b><br>37: 4, 5 78: 12   | <b>employee (2)</b><br>79: 7 85: 14                                       | <b>ethics (2)</b><br>4: 22 5: 5   |
| <b>drive (1)</b><br>67: 10  | <b>effects (1)</b><br>46: 19  | <b>employees (4)</b><br>56: 6 76: 24<br>77: 10 79: 3                      | <b>Etown (3)</b><br>54: 19 55: 19<br>56: 5                                |
| <b>dropoff (1)</b><br>35: 23  | <b>efficiencies...</b><br>77: 1   | <b>enable (1)</b><br>77: 12   | <b>even (5)</b><br>9: 19 10: 20<br>16: 16 22: 7<br>42: 10                 |
| <b>dropped (1)</b><br>35: 18  | <b>effort (4)</b><br>14: 25 16: 25<br>18: 20 21: 16   | <b>encouraging (1)</b><br>74: 11  | <b>event (1)</b><br>16: 21  |
| <b>dual (1)</b><br>48: 17   | <b>efforts (1)</b><br>21: 17  | <b>end (8)</b><br>25: 12 34: 16, 17<br>36: 17 40: 10<br>60: 11 63: 16, 17 | <b>eventual (1)</b><br>67: 22   |
| <b>due (2)</b><br>16: 8 54: 20  | <b>eight (4)</b><br>19: 9 55: 13<br>62: 15 64: 21   | <b>engine (1)</b><br>8: 17  | <b>ever (1)</b><br>22: 9  |
| <b>duly (10)</b><br>7: 4 14: 5 24: 1<br>27: 17 44: 24<br>54: 7 58: 14<br>67: 1 76: 4 81: 3              | <b>either (7)</b><br>6: 20 13: 24<br>29: 18 31: 5<br>34: 20 41: 18<br>82: 3                                 | <b>Engineer (1)</b><br>54: 5  | <b>every (4)</b><br>19: 22 34: 8 50: 4<br>74: 9                           |
| <b>duration (2)</b><br>55: 10 56: 12  | <b>elaborate (1)</b><br>33: 11  | <b>enhancements...</b><br>42: 13  | <b>everybody (4)</b><br>13: 7 30: 1 49: 8<br>70: 24                       |
|   | <b>element (1)</b><br>74: 1   | <b>entered (4)</b><br>40: 7 48: 11<br>54: 22 67: 16                       | <b>everybody's (1)</b><br>78: 22  |
|   | <b>elements (2)</b><br>55: 24 81: 18  | <b>entertain (1)</b><br>52: 4   | <b>everyone (8)</b><br>14: 3 18: 20 21: 5<br>48: 14 66: 8, 24<br>72: 7, 8 |
|   | <b>eligible (6)</b>   | <b>entire (2)</b><br>10: 16 61: 6   | <b>everyone's (1)</b><br>60: 20   |
|   |   | <b>Entity (2)</b><br>58: 6 81: 16   | <b>everything (3)</b><br>18: 11 22: 7<br>78: 14                           |
|   |   | <b>equation (1)</b><br>71: 5  | <b>everywhere (1)</b><br>28: 3  |
|   |   | <b>equipment (4)</b><br>7: 12, 17, 25                                     |   |

|  |  |  |   |
|--|--|--|---|
| evidenced (1)<br>78: 5   | 54: 21   | 35: 1 44: 17   | 81: 11  |
| exactly (3)<br>41: 9 42: 14 63: 7  | explain (1)<br>41: 23                                  | feasible (1)<br>33: 15   | financially (2)<br>78: 5 85: 15   |
| examined (3)<br>7: 5 54: 8 81: 4   | exploring (1)<br>48: 5                                 | federal (3)<br>28: 23 49: 15, 17   | financing (12)<br>7: 18 8: 3 29: 3, 9<br>29: 14, 17 30: 10<br>35: 19 47: 6<br>50: 1, 23 60: 2 |
| exceed (12)<br>7: 18, 19, 21<br>16: 11 39: 8<br>45: 7 58: 24<br>59: 7 61: 9, 10<br>63: 2 67: 5 | extend (1)<br>55: 9                                    | fee (3)<br>47: 17, 20 55: 21   | financings (1)<br>28: 8   |
| exceeded (1)<br>67: 12   | extended (2)<br>36: 15 40: 21                          | feel (1)<br>50: 16   | findings (9)<br>11: 4 24: 11<br>26: 16 28: 5<br>38: 1 39: 7 43: 6<br>46: 21 52: 12            |
| exceeding (1)<br>65: 23  | extension (5)<br>17: 8 54: 16, 23<br>55: 5, 12         | fees (2)<br>10: 13 77: 5   | fine (2)<br>6: 20 42: 12  |
| excess (5)<br>68: 8, 9 72: 15, 19<br>72: 22  | extent (2)<br>32: 3 35: 2                              | feet (1)<br>40: 2  | finer (2)<br>60: 25 61: 5   |
| exciting (1)<br>45: 4  | external (1)<br>32: 16                                 | few (6)<br>30: 24 33: 6 44: 9<br>60: 25 69: 20<br>79: 3  | fingertips (2)<br>31: 15 37: 2  |
| execution (1)<br>59: 21  | extra (1)<br>70: 14                                    | field (1)<br>60: 16  | fire (7)<br>3: 2 6: 15 7: 3, 8<br>9: 3 10: 8, 22  |
| executive (3)<br>28: 9 32: 5 44: 15  | <hr/>  | fighting (1)<br>22: 5  | firefighters...<br>7: 14  |
| Exhibit (1)<br>51: 18  | <b>F (2)</b><br>5: 4 85: 1                             | figure (1)<br>16: 24   | firefighting...<br>7: 12, 17, 24  |
| existing (6)<br>39: 23 40: 4 48: 1<br>76: 8 77: 11<br>79: 6                                    | facilities (6)<br>39: 19, 23 40: 4<br>40: 10, 12 48: 3 | figure-wise (1)<br>37: 7   | firm (2)<br>27: 20 58: 16   |
| Exp (1)<br>85: 20  | facility (1)<br>74: 9                                  | filing (1)<br>55: 2  | firms (1)<br>69: 6  |
| expect (2)<br>16: 24 30: 15  | facing (1)<br>14: 20                                   | final (4)<br>72: 16, 19, 21<br>80: 22  | first (10)<br>4: 2 5: 1 6: 14<br>9: 11, 21 28: 1<br>52: 16 68: 20<br>72: 4 74: 22             |
| expectation (3)<br>16: 6 36: 16<br>40: 18  | fact (4)<br>42: 10 68: 19<br>82: 2, 5                  | finalized (1)<br>72: 24  | firsthand (1)<br>72: 6  |
| expectations...<br>16: 12  | fair (4)<br>49: 24 59: 23<br>61: 22 70: 21             | finally (1)<br>50: 20  | fiscal (3)<br>12: 13 14: 17<br>15: 3  |
| expected (6)<br>39: 13 77: 9, 17<br>78: 3, 11, 14  | fairly (3)<br>9: 8 16: 3 79: 2                         | finance (20)<br>1: 2 7: 9, 10<br>12: 24 13: 21<br>15: 10, 12 17: 5<br>17: 13 24: 8<br>25: 7 28: 25<br>29: 13 32: 21<br>39: 13 59: 13<br>63: 22 72: 2<br>80: 23 81: 8 | fiscally (1)<br>17: 3   |
| expects (2)<br>29: 7 78: 7   | faith (1)<br>59: 10                                    | financed (2)<br>25: 3 68: 21   | fit (2)<br>17: 18 29: 18  |
| expenditures...<br>28: 24  | Falcon (2)<br>57: 22 66: 14                            | financial (22)<br>14: 15, 17 15: 14<br>16: 7, 21 17: 1, 2<br>17: 11 27: 13, 21<br>27: 22, 23 28: 2<br>33: 23, 25 41: 16<br>44: 12, 14 66: 12<br>66: 14 78: 1         | five (2)<br>36: 19 37: 23   |
| expenses (1)<br>50: 16   | fall (2)<br>19: 24 63: 16                              | financing (11)<br>27: 10, 12, 19, 20<br>29: 24 30: 12<br>31: 6, 9 33: 3  | five-year (5)<br>28: 18 35: 8 36: 9<br>36: 10, 14   |
| experience (1)<br>29: 2  | family (1)<br>61: 25                                   |  | flesh (2)<br>33: 2 73: 12   |
| expiration (1)<br>54: 22   | far (3)<br>36: 12 61: 17<br>67: 11                     |  | flashing (1)  |
| expire (1)   | favorable (1)<br>9: 15                                 |  |   |



|                     |                        |                        |                       |
|---------------------|------------------------|------------------------|-----------------------|
| 30: 1               | 58: 23, 25 59: 16      | 20: 1 23: 18           | <b>gave (1)</b>       |
| <b>floor (5)</b>    | 61: 2, 11, 16          | 24: 3 25: 14, 16       | 37: 5                 |
| 7: 6 45: 2 47: 9    | 62: 14, 17 63: 9       | 26: 12 27: 23          | <b>generated (1)</b>  |
| 54: 13 67: 2        | 64: 13 66: 12, 19      | 28: 8 33: 6, 8, 18     | 70: 8                 |
| <b>flow (1)</b>     | 66: 24 67: 4, 6, 8     | 34: 3 35: 16           | <b>get (22)</b>       |
| 16: 21              | 67: 13, 23 68: 3       | 38: 22, 23 41: 6       | 6: 13 19: 13          |
| <b>flux (1)</b>     | 68: 11, 12, 12, 14     | 41: 20 42: 5, 15       | 21: 22 22: 6, 8       |
| 36: 12              | 68: 20 69: 12, 13      | 44: 13, 17 46: 2       | 26: 1 28: 16          |
| <b>focus (2)</b>    | 69: 20 71: 4, 14       | 46: 21 47: 1           | 33: 16 34: 21, 24     |
| 15: 13 18: 19       | 71: 17, 23 72: 2       | 52: 9 57: 20, 22       | 39: 9 41: 8           |
| <b>focused (2)</b>  | 72: 11, 14 76: 14      | 57: 23 58: 1, 5        | 44: 10 46: 18         |
| 15: 2 17: 7         | 76: 15 77: 4, 11       | 63: 13 64: 15          | 50: 20 60: 22         |
| <b>folks (3)</b>    | 77: 15, 16 78: 12      | 66: 13, 14, 17, 18     | 61: 13 66: 24         |
| 17: 25 66: 7, 8     | 78: 19 81: 9, 18       | 68: 8 69: 5 71: 3      | 70: 3, 10 72: 16      |
| <b>follows (10)</b> | 82: 2, 2 83: 9         | 73: 13, 17 76: 1       | 80: 25                |
| 7: 5 14: 6 24: 1    | 85: 13                 | 76: 10 79: 20          | <b>gets (2)</b>       |
| 27: 18 44: 25       | <b>forced (1)</b>      | 82: 13                 | 72: 7, 20             |
| 54: 8 58: 14        | 41: 12                 | <b>front (1)</b>       | <b>getting (2)</b>    |
| 67: 1 76: 5 81: 4   | <b>foregoing (1)</b>   | 46: 12                 | 9: 15 68: 19          |
| <b>foot (2)</b>     | 85: 9                  | <b>fulfill (1)</b>     | <b>Giacobbe (1)</b>   |
| 7: 11 59: 4         | <b>forever (1)</b>     | 60: 13                 | 75: 20                |
| <b>for (160)</b>    | 51: 24                 | <b>full (3)</b>        | <b>gimmi ck (1)</b>   |
| 5: 1, 3, 24 6: 5    | <b>forgiveness (1)</b> | 26: 6, 7 59: 10        | 20: 10                |
| 7: 3, 9, 16 9: 5, 7 | 29: 8                  | <b>fully (4)</b>       | <b>gimmicks (1)</b>   |
| 10: 7, 13, 20, 22   | <b>form (3)</b>        | 16: 24 19: 14, 16      | 19: 13                |
| 12: 6, 12, 13       | 42: 17 49: 14, 24      | 32: 11                 | <b>give (14)</b>      |
| 13: 1, 6, 17, 19    | <b>formula (1)</b>     | <b>fund (6)</b>        | 18: 24 22: 1          |
| 13: 21 14: 19       | 71: 25                 | 16: 20 19: 19          | 25: 22 31: 14         |
| 15: 5, 8, 23 16: 5  | <b>forth (1)</b>       | 28: 6 34: 19           | 34: 22 35: 14         |
| 22: 2, 3, 5 23: 5   | 51: 13                 | 35: 12 60: 13          | 36: 25 37: 2          |
| 24: 13, 16, 16, 21  | <b>forward (4)</b>     | <b>funded (5)</b>      | 46: 16 69: 21         |
| 25: 20 28: 7, 9     | 29: 21 30: 23          | 16: 20 19: 11, 14      | 71: 8, 9 73: 20       |
| 28: 13 29: 3, 5, 6  | 52: 20 65: 24          | 28: 10 35: 2           | 76: 10                |
| 29: 9, 13, 14, 15   | <b>forwarded (2)</b>   | <b>fundng (7)</b>      | <b>given (2)</b>      |
| 29: 16 30: 1, 7, 9  | 8: 5 71: 24            | 9: 12, 16, 22          | 16: 10 28: 17         |
| 30: 15 31: 10, 10   | <b>four (6)</b>        | 49: 15, 17 50: 6       | <b>Glenn (3)</b>      |
| 31: 20, 21 32: 24   | 8: 6 23: 4 35: 8       | 60: 3                  | 58: 6, 10, 13         |
| 33: 22 34: 6, 7     | 65: 19 75: 11          | <b>funds (6)</b>       | <b>GLOUCESTER (1)</b> |
| 34: 21, 23 35: 2    | 80: 17                 | 10: 22 49: 11, 19      | 85: 4                 |
| 35: 4, 5, 6, 24     | <b>fourth (1)</b>      | 50: 3 51: 1            | <b>go (13)</b>        |
| 37: 5, 11, 12       | 30: 16                 | 79: 13                 | 33: 21 35: 20         |
| 39: 9, 15 40: 3     | <b>frankly (2)</b>     | <b>further (2)</b>     | 36: 3 37: 10          |
| 40: 20, 21 41: 7    | 33: 17 71: 17          | 15: 14 85: 12          | 39: 2 44: 8 49: 2     |
| 41: 10 45: 4, 6, 8  | <b>Freeholders (1)</b> | <b>future (6)</b>      | 66: 6 68: 11, 22      |
| 45: 12 46: 1, 2, 3  | 47: 22                 | 15: 7, 9 17: 6         | 70: 9 72: 3           |
| 46: 6, 21, 22, 24   | <b>freeing (1)</b>     | 34: 7 36: 20, 22       | 79: 16                |
| 46: 24 47: 1, 17    | 48: 4                  | <b>F-E-A-R-O-N (1)</b> | <b>goes (3)</b>       |
| 47: 23 48: 13, 16   | <b>frequently (1)</b>  | 27: 11                 | 9: 12 69: 12          |
| 48: 20, 21 49: 4    | 73: 8                  |                        | 71: 25                |
| 49: 9, 18, 20       | <b>from (55)</b>       | <b>G</b>               | <b>going (53)</b>     |
| 51: 23, 25 52: 18   | 10: 22 11: 1 12: 5     |                        | 6: 3, 18 9: 19        |
| 54: 5 55: 8, 9, 12  | 13: 11 14: 22          | <b>gaining (1)</b>     | 12: 7, 17 13: 5       |
| 55: 13, 18, 19, 25  | 16: 10, 16 17: 2       | 10: 3                  | 13: 25 14: 8, 9       |
| 56: 9, 17 58: 19    | 18: 15 19: 23          | <b>gambling (1)</b>    | 17: 15 19: 16, 17     |
|                     |                        | 16: 11                 |                       |

|                        |                           |                     |                      |
|------------------------|---------------------------|---------------------|----------------------|
| 19: 24 20: 3           | 65: 24                    | 20: 8 21: 21        | 74: 22 75: 21, 23    |
| 23: 10 30: 7, 10       | <b>groupi ng (1)</b>      | 24: 23 26: 12       | 76: 12 78: 18, 21    |
| 30: 13, 23 32: 2       | 54: 11                    | 28: 10, 14, 20, 25  | 79: 8, 19, 21, 24    |
| 32: 12, 22 34: 15      | <b>guarantee (6)</b>      | 30: 18, 21 32: 1    | 80: 5, 24 81: 13     |
| 34: 17, 17 36: 4       | 39: 11 41: 7 46: 9        | 32: 6, 8 33: 6      | 82: 1, 3, 4, 9, 11   |
| 36: 17, 17 41: 18      | 46: 12, 17 50: 13         | 35: 16, 21 41: 11   | 82: 13, 16, 18       |
| 42: 4 45: 16, 25       | <b>guaranteed (3)</b>     | 49: 19 50: 3, 4     | 83: 13               |
| 60: 22 61: 17          | 39: 8 45: 8 46: 23        | 51: 23, 24 56: 4    | <b>Haven (6)</b>     |
| 62: 11, 16 66: 23      | <b>guaranteei ng. . .</b> | 59: 20 68: 3, 25    | 3: 11 75: 15, 21     |
| 68: 9 69: 2, 25        | 50: 24                    | 69: 3 70: 17        | 76: 7, 13, 15        |
| 70: 9, 24 71: 8        | <b>guess (5)</b>          | 76: 24 77: 15, 19   | <b>haven' t (1)</b>  |
| 71: 10, 11, 13         | 14: 3 18: 2 25: 15        | 77: 23 78: 2, 5, 6  | 33: 17               |
| 73: 9, 24 74: 6        | 30: 8 36: 8               | <b>have (152)</b>   | <b>havi ng (14)</b>  |
| 75: 16 78: 25          | <b>Gural (5)</b>          | 4: 4, 8, 22 5: 6, 8 | 7: 4 14: 5 23: 20    |
| 79: 10 80: 25          | 57: 20 58: 13             | 5: 11 6: 5, 21      | 24: 1 27: 17         |
| <b>gone (3)</b>        | 61: 6, 10 64: 2           | 7: 1 8: 23 9: 10    | 31: 7 44: 24         |
| 19: 11 20: 6 41: 9     | <b>guys (2)</b>           | 9: 21, 23 10: 2     | 47: 12 52: 18        |
| <b>good (15)</b>       | 41: 23 65: 24             | 11: 2, 3, 7, 22     | 54: 7 58: 13         |
| 11: 22 12: 11          |                           | 13: 3 14: 10        | 66: 25 76: 4         |
| 17: 20 21: 19          | <b>H</b>                  | 15: 5, 6 17: 12     | 81: 3                |
| 23: 13 27: 19          | <b>Haci e (2)</b>         | 17: 14, 25 18: 1    | <b>Havl ik (2)</b>   |
| 29: 13 44: 2           | 23: 20, 22                | 18: 18, 20, 21, 24  | 23: 17, 25           |
| 47: 10 49: 8           | <b>had (16)</b>           | 19: 3, 17 20: 7     | <b>Hawki ns (1)</b>  |
| 53: 16 54: 1           | 10: 13, 25 19: 9          | 20: 14 21: 24       | 57: 18               |
| 57: 17 58: 15          | 21: 3 29: 15              | 22: 9, 16, 17       | <b>he (15)</b>       |
| 78: 1                  | 30: 19 40: 22             | 23: 17 25: 2, 25    | 13: 24, 25 22: 1, 2  |
| <b>got (3)</b>         | 41: 1, 21 42: 20          | 26: 15 27: 9, 12    | 22: 4, 5, 7, 8, 8    |
| 6: 23 41: 1 70: 15     | 55: 8 66: 15, 20          | 29: 23 30: 18, 19   | 23: 20 32: 6         |
| <b>gotten (2)</b>      | 67: 15, 24 68: 15         | 30: 20 31: 15       | 38: 23 47: 12        |
| 49: 17 69: 15          | <b>Hai nes (1)</b>        | 33: 4 34: 12, 20    | 54: 5 69: 21         |
| <b>governi ng (1)</b>  | 6: 19                     | 35: 3, 25 36: 13    | <b>head (2)</b>      |
| 28: 24                 | <b>Haledon (1)</b>        | 37: 1, 17, 18, 25   | 41: 2 73: 22         |
| <b>government (5)</b>  | 48: 2                     | 39: 17 40: 24       | <b>headed (1)</b>    |
| 3: 12 5: 5 12: 25      | <b>handl e (3)</b>        | 41: 12, 14 42: 7    | 41: 24               |
| 72: 9, 9               | 18: 19 32: 12, 15         | 42: 22 43: 1, 3, 5  | <b>heal th (1)</b>   |
| <b>governments (1)</b> | <b>Hang (1)</b>           | 43: 9 44: 9, 11     | 20: 3                |
| 16: 18                 | 37: 9                     | 44: 15, 19 46: 18   | <b>heal thy (1)</b>  |
| <b>Governor (1)</b>    | <b>happen (1)</b>         | 47: 11 48: 22       | 78: 6                |
| 14: 19                 | 9: 6                      | 49: 11, 15, 17, 18  | <b>hear (3)</b>      |
| <b>grant (3)</b>       | <b>happened (3)</b>       | 50: 7, 14, 18       | 20: 19, 24 31: 5     |
| 25: 23 26: 1, 2        | 19: 8, 21 51: 14          | 52: 5, 8, 9, 12, 22 | <b>heard (1)</b>     |
| <b>grants (2)</b>      | <b>happeni ng (1)</b>     | 53: 5 54: 3, 24     | 27: 21               |
| 25: 1, 19              | 60: 23                    | 55: 14 56: 17, 19   | <b>heari ng (14)</b> |
| <b>great (17)</b>      | <b>happens (2)</b>        | 56: 21, 25 58: 6    | 5: 8 11: 3 26: 14    |
| 13: 14 17: 12          | 10: 1 70: 5               | 60: 17, 25 62: 3    | 37: 24 43: 5         |
| 18: 6, 21 19: 2        | <b>happy (5)</b>          | 62: 7, 8, 13 64: 6  | 51: 4 52: 11         |
| 21: 11, 15 22: 1       | 19: 6 29: 23 52: 4        | 64: 8, 21 65: 3     | 56: 21 65: 3         |
| 22: 2 23: 23           | 60: 16 70: 11             | 66: 11, 15 68: 13   | 74: 17 79: 23        |
| 52: 25 66: 9           | <b>hard (1)</b>           | 68: 24, 25 69: 1    | 82: 15 84: 5         |
| 68: 14 71: 18, 22      | 50: 15                    | 69: 15, 18 70: 6    | 85: 8                |
| 71: 22 72: 10          | <b>has (43)</b>           | 70: 7 71: 1, 4, 13  | <b>heart (1)</b>     |
| <b>greater (1)</b>     | 8: 4, 20 9: 20            | 71: 16, 18 72: 19   | 55: 6                |
| 33: 24                 | 14: 13, 18, 23            | 73: 20, 24, 25      | <b>Heather (7)</b>   |
| <b>ground (1)</b>      | 15: 2 18: 11              | 74: 1, 13, 15, 18   | 27: 16, 23 28: 1     |

|   |  |   |  |
|---|--|---|--|
| 44: 13, 22 47: 5<br>49: 1                         | <b>honest (1)</b><br>33: 20              | 25: 11, 12, 14, 15<br>25: 22 26: 1, 11    | 28: 8 29: 3, 5, 9<br>29: 20 30: 7, 11    |
| <b>held (1)</b><br>74: 9                          | <b>hopefully (1)</b><br>8: 21            | 27: 10, 11, 14, 14<br>29: 25 30: 3, 5, 8  | 30: 25 31: 11, 12<br>31: 21 32: 22, 24   |
| <b>help (3)</b><br>17: 10 36: 4<br>68: 10         | <b>hose (3)</b><br>7: 13, 25, 25         | 30: 8, 23, 23<br>31: 1, 2, 5, 9, 9        | 33: 18, 23 34: 1<br>34: 17, 23           |
| <b>helpful (3)</b><br>29: 25 56: 11<br>60: 20     | <b>hours (3)</b><br>8: 17, 17 82: 4      | 31: 10, 14, 14, 16<br>31: 22 32: 18, 20   | <b>IBanks (3)</b><br>29: 11, 14, 17      |
| <b>her (2)</b><br>14: 19 58: 18                   | <b>housing (40)</b><br>44: 16 45: 8, 11  | 32: 22 33: 1, 3<br>33: 10, 11, 19, 19     | <b>IBank's (1)</b><br>29: 19             |
| <b>here (28)</b><br>12: 12 13: 3<br>23: 22 30: 18 | 45: 21 46: 4, 5, 7<br>47: 15, 18, 23, 24 | 33: 22 34: 2<br>35: 1, 11, 25, 25         | <b>Idida (1)</b><br>2: 5                 |
| 33: 4 37: 9<br>42: 22 44: 9<br>45: 4 47: 1        | 47: 25 48: 6, 7<br>48: 10, 13, 14, 15    | 36: 1, 8, 21 37: 1<br>37: 9, 16, 20, 22   | <b>if (42)</b><br>6: 7 8: 20 9: 25       |
| 49: 15 51: 16<br>52: 21 54: 11, 15                | 48: 16, 19, 21<br>49: 9, 10, 12, 14      | 37: 25 38: 2, 3<br>38: 20, 21, 25         | 10: 8, 13 11: 1<br>12: 9 14: 10          |
| 61: 17 62: 7, 10<br>65: 23 66: 11                 | 49: 21 50: 14<br>58: 8 59: 6, 14         | 39: 2 40: 13<br>42: 24 43: 1, 2, 7        | 16: 13 20: 13, 16<br>21: 21 22: 3        |
| 67: 4 72: 4, 4, 5<br>72: 5 76: 7<br>78: 17 81: 2  | 59: 17, 19, 23<br>60: 2, 8, 14 61: 3     | 43: 9, 25 44: 8, 9<br>44: 10, 19 47: 1    | 26: 11 31: 10, 24<br>37: 17, 20, 25      |
| <b>hereby (1)</b><br>85: 7                        | 61: 24 62: 2, 17                         | 47: 8, 11 48: 25<br>49: 2 50: 17, 22      | 41: 7 42: 22<br>43: 3 45: 19             |
| <b>Hi (1)</b><br>61: 19                           | <b>Hovnani an (1)</b><br>68: 25          | 51: 4, 7, 8, 15, 20<br>52: 1, 6, 7, 8, 14 | 46: 15 50: 18<br>51: 20 52: 9            |
| <b>high (1)</b><br>28: 23                         | <b>how (11)</b><br>30: 9 31: 25 36: 4    | 52: 15, 16, 17, 24<br>53: 1, 5 54: 3      | 54: 5 56: 18<br>59: 12 60: 6             |
| <b>higher (2)</b><br>74: 7, 7                     | 44: 4, 6 63: 1<br>72: 18 73: 8, 14       | 55: 16 56: 3, 10<br>56: 13, 17, 18, 25    | 61: 15 63: 3<br>64: 7 71: 5, 9           |
| <b>highlight (3)</b><br>17: 16 61: 14<br>62: 24   | 74: 5 79: 9                              | 57: 25, 25 58: 10<br>58: 18 60: 15, 19    | 72: 12 74: 14<br>76: 1 79: 20            |
| <b>highlights (2)</b><br>14: 11 81: 2             | <b>However (1)</b><br>29: 12             | 60: 20, 24 61: 1<br>61: 4, 13 62: 8, 9    | 81: 1 82: 12                             |
| <b>him (2)</b><br>22: 3 65: 16                    | <b>HUD (2)</b><br>47: 16 49: 21          | 62: 24, 24, 25<br>64: 6, 7, 10, 11        | <b>image (1)</b><br>6: 12                |
| <b>his (1)</b><br>22: 4                           | <b>hundred (3)</b><br>7: 11 31: 17 34: 2 | 64: 12, 25 65: 15<br>65: 22 66: 4, 10     | <b>imagine (1)</b><br>35: 11             |
| <b>history (1)</b><br>59: 18                      | <hr/> <b>I (245)</b>                     | 66: 17, 20 67: 25<br>68: 5, 25 69: 2      | <b>immediately (1)</b><br>40: 3          |
| <b>hold (1)</b><br>9: 19                          | 4: 4, 8 5: 11 6: 17                      | 69: 12, 19, 25<br>70: 16, 18, 23, 24      | <b>impact (5)</b><br>16: 7 24: 20, 20    |
| <b>home (2)</b><br>24: 20, 22                     | 6: 17 7: 1 8: 23                         | 72: 2, 4, 5, 5, 12<br>72: 13 73: 11, 12   | 24: 21 69: 11                            |
| <b>homel essness...</b><br>50: 3                  | 8: 23, 24 9: 8                           | 73: 13, 19, 19, 20<br>74: 3, 5, 8, 13, 14 | <b>importance (1)</b><br>47: 4           |
| <b>homes (1)</b><br>70: 10                        | 10: 25, 25 11: 5<br>11: 6, 7 12: 6, 17   | 74: 21, 22 75: 6<br>75: 16, 18, 20, 21    | <b>imposed (1)</b><br>59: 9              |
| <b>hone (2)</b><br>8: 24 61: 1                    | 13: 3, 8, 9, 10, 10<br>13: 13, 16, 16    | 76: 1, 20 78: 21<br>78: 22 79: 8, 19      | <b>improved (1)</b><br>16: 3             |
|   | 14: 3 16: 23<br>17: 22, 25 18: 5         | 79: 19 80: 5, 25<br>82: 8, 11, 12, 17     | <b>Improvement (7)</b><br>3: 6, 7 38: 20 |
|   | 18: 8, 10, 24<br>20: 9, 13, 15           | 82: 18 83: 10, 13<br>85: 1, 1, 1, 5, 7    | 39: 4 40: 14<br>43: 25 45: 6             |
|   | 21: 1, 3, 3, 4, 11<br>21: 11, 14, 14, 18 | 85: 12, 12                                | <b>improvements...</b><br>39: 21 67: 24  |
|   | 21: 22, 24, 24, 25<br>22: 9, 11, 16, 18  | <b>IBank (18)</b>                         | <b>in (219)</b><br>1: 9 6: 13, 25        |
|   | 23: 12, 16, 18, 19<br>23: 20 24: 18      |   |  |

|                     |                         |                        |                        |
|---------------------|-------------------------|------------------------|------------------------|
| 8: 10, 11, 24 9: 2  | 71: 10, 12 72: 1        | 54: 3                  | 79: 16                 |
| 9: 16, 17 10: 2, 5  | 72: 4, 4, 5, 23         | <b>individuals (4)</b> | <b>introduce (3)</b>   |
| 10: 5, 15 12: 24    | 73: 7, 9, 12, 15        | 58: 11 68: 18          | 12: 12 58: 1 66: 7     |
| 13: 7 14: 3, 21     | 73: 17, 22 74: 9        | 75: 25 81: 25          | <b>introduced (2)</b>  |
| 14: 22, 23, 25      | 76: 2, 10, 17, 25       | <b>industry (3)</b>    | 13: 6 15: 16           |
| 15: 1, 2, 9, 10, 13 | 77: 5, 24, 25           | 16: 3, 9 20: 1         | <b>introducing (1)</b> |
| 15: 18, 20, 21, 22  | 78: 2, 21 79: 4, 6      | <b>inflationary...</b> | 12: 10                 |
| 15: 24, 25 16: 6    | 79: 10, 13, 19          | 16: 17                 | <b>introduction...</b> |
| 16: 21 17: 6, 12    | 80: 1, 25 81: 20        | <b>infrastructu...</b> | 13: 16                 |
| 17: 25 18: 3, 7     | 82: 2, 11 85: 8         | 33: 15 67: 17, 23      | <b>introduction...</b> |
| 18: 22 19: 2, 13    | 85: 10, 16              | 68: 4                  | 44: 9                  |
| 19: 17, 24 20: 3    | <b>inaudible (2)</b>    | <b>initial (1)</b>     | <b>Inverso (4)</b>     |
| 20: 6 21: 5, 7, 8   | 13: 22 22: 5            | 49: 3                  | 75: 18, 24 76: 4       |
| 21: 12 23: 24       | <b>incapable (1)</b>    | <b>initially (2)</b>   | 76: 13                 |
| 24: 8, 9, 9, 14, 19 | 41: 2                   | 73: 15 76: 6           | <b>invested (1)</b>    |
| 24: 20, 25 25: 3    | <b>incentive (2)</b>    | <b>insight (2)</b>     | 77: 24                 |
| 25: 5, 16, 19       | 33: 24, 25              | 52: 19 69: 21          | <b>investigatio...</b> |
| 26: 3, 9 28: 2, 9   | <b>include (2)</b>      | <b>instead (3)</b>     | 5: 3                   |
| 28: 13, 21, 22      | 15: 24 25: 1            | 32: 22 41: 18, 25      | <b>investment (2)</b>  |
| 29: 7, 11 30: 6     | <b>included (4)</b>     | <b>instituted (1)</b>  | 68: 17 69: 5           |
| 30: 10, 15, 22      | 15: 7 35: 11 51: 6      | 20: 9                  | <b>invisible (1)</b>   |
| 31: 1, 23 32: 8     | 55: 20                  | <b>insufficient...</b> | 52: 24                 |
| 33: 22 34: 6, 7     | <b>includes (3)</b>     | 60: 8                  | <b>involved (2)</b>    |
| 34: 20, 21 35: 2    | 55: 4, 6 72: 8          | <b>insure (3)</b>      | 17: 25 81: 12          |
| 35: 4, 7, 8, 11, 12 | <b>including (2)</b>    | 17: 10 63: 25          | <b>involves (1)</b>    |
| 35: 17, 18 36: 11   | 28: 19 81: 14           | 78: 8                  | 59: 2                  |
| 36: 14 39: 1, 6     | <b>income (15)</b>      | <b>intend (1)</b>      | <b>is (242)</b>        |
| 39: 15, 16, 16      | 45: 13 49: 14           | 29: 20                 | 4: 2 5: 2, 3 6: 11     |
| 40: 15, 17 41: 1    | 61: 18 62: 1, 4, 6      | <b>intended (1)</b>    | 6: 15, 20, 24 7: 2     |
| 41: 5, 11, 24       | 62: 11, 14, 20, 22      | 55: 9                  | 7: 6, 25, 25 8: 14     |
| 42: 7, 10, 17       | 64: 12, 17, 18, 19      | <b>intending (1)</b>   | 8: 17 9: 3, 5, 8, 9    |
| 44: 10 45: 5, 7     | 64: 22                  | 31: 13                 | 9: 16, 16, 22, 24      |
| 45: 24 46: 12, 15   | <b>incorporate (2)</b>  | <b>intends (1)</b>     | 10: 2, 5, 6 12: 2      |
| 46: 22 47: 11, 14   | 79: 6 81: 18            | 62: 6                  | 13: 11, 25 16: 6       |
| 47: 18, 19, 24      | <b>increase (9)</b>     | <b>interest (14)</b>   | 16: 14, 15 18: 3       |
| 48: 2, 2, 4, 9, 15  | 14: 24 20: 7 36: 3      | 8: 11, 12 9: 4, 9      | 18: 14 19: 5, 12       |
| 49: 2, 13, 23       | 36: 23 37: 4, 5, 6      | 9: 15, 17, 18          | 19: 13, 14, 22         |
| 50: 1, 2, 11, 23    | 37: 11 55: 18           | 10: 3 28: 23           | 20: 3, 10, 17          |
| 51: 6, 13 52: 22    | <b>increased (4)</b>    | 35: 8 39: 11           | 21: 11, 19, 19         |
| 52: 24 54: 6, 21    | 47: 19, 20 55: 17       | 40: 21 73: 13          | 22: 2, 5, 8, 20        |
| 55: 15, 16, 17, 19  | 72: 1                   | 74: 6                  | 23: 5, 10 24: 4, 5     |
| 55: 19, 20 56: 5    | <b>increases (3)</b>    | <b>interested (1)</b>  | 24: 20, 21 25: 4       |
| 56: 12 58: 2, 11    | 36: 18, 22 78: 3        | 85: 16                 | 25: 18, 18, 25         |
| 58: 18, 24 59: 21   | <b>increasing (1)</b>   | <b>interim (2)</b>     | 26: 6 27: 25, 25       |
| 59: 24 60: 3, 10    | 15: 3                   | 34: 19 36: 13          | 28: 1, 15, 17          |
| 60: 21, 23 61: 1    | <b>incredible (1)</b>   | <b>internally (1)</b>  | 29: 2 30: 9, 9, 10     |
| 62: 17 63: 3, 12    | 17: 14                  | 32: 15                 | 30: 12, 13, 14, 18     |
| 63: 25 64: 3, 24    | <b>indeed (1)</b>       | <b>into (14)</b>       | 30: 22, 25 31: 11      |
| 66: 8, 17, 21, 24   | 20: 25                  | 9: 12 30: 25 33: 9     | 31: 12, 23 32: 7       |
| 67: 7, 12, 15, 17   | <b>indicates (1)</b>    | 34: 6 40: 7            | 32: 19, 24 33: 4       |
| 67: 18, 24 68: 4    | 64: 17                  | 45: 16 48: 11          | 33: 16 34: 1, 4, 9     |
| 68: 9, 18, 18, 21   | <b>indiscernible...</b> | 50: 12 54: 22          | 34: 10, 17, 18, 19     |
| 68: 25 69: 7, 7, 8  | 31: 4 70: 22            | 67: 16 69: 22          | 36: 9, 15, 16          |
| 69: 18 71: 1, 7     | <b>individual (1)</b>   | 77: 3 78: 25           | 37: 11, 12 38: 19      |

|                     |                     |                      |                     |
|---------------------|---------------------|----------------------|---------------------|
| 38: 25 39: 16       | 40: 18 41: 18       | 77: 9, 17, 20, 25    | <b>Jani ce (3)</b>  |
| 40: 2, 15 41: 3, 3  | 42: 15 43: 6        | 78: 11 79: 1, 5      | 44: 15, 23 50: 13   |
| 41: 5, 13, 15, 17   | 48: 15 52: 12       | 79: 19 81: 1         | <b>JASON (1)</b>    |
| 41: 23 42: 2, 3     | 63: 14 67: 5        | 82: 8, 19 83: 10     | 81: 3               |
| 42: 11, 12, 16, 17  | 73: 19              | <b>item (3)</b>      | <b>Jean (3)</b>     |
| 43: 24 44: 15       | <b>issued (8)</b>   | 51: 21 62: 24        | 1: 11 85: 5, 19     |
| 45: 1, 2, 6, 16, 24 | 24: 9, 19, 25       | 73: 11               | <b>Jeff (2)</b>     |
| 46: 9, 11, 16       | 59: 12 60: 6        | <b>items (8)</b>     | 23: 18 39: 3        |
| 47: 2 48: 15        | 63: 13 70: 3        | 15: 19 17: 17        | <b>Jen (3)</b>      |
| 49: 8, 21 50: 20    | 73: 15              | 29: 1, 14 30: 4      | 23: 22 66: 14, 25   |
| 51: 6, 18, 21       | <b>issues (4)</b>   | 55: 16 60: 24        | <b>Jersey (12)</b>  |
| 52: 1, 23 53: 24    | 23: 21 25: 4        | 67: 20               | 1: 1, 13 9: 1       |
| 54: 2, 4, 12, 13    | 28: 18 41: 5        | <b>its (26)</b>      | 12: 19 14: 21       |
| 54: 19, 20, 23      | <b>issuing (2)</b>  | 7: 9 9: 20 14: 14    | 16: 19 39: 15       |
| 55: 6 56: 1         | 24: 7 26: 6         | 15: 2 16: 22         | 40: 8 48: 15        |
| 57: 15, 20, 24      | <b>it (129)</b>     | 17: 2 28: 10, 20     | 54: 17 85: 2, 7     |
| 58: 5, 7, 7, 8, 9   | 6: 23 9: 2, 5, 8, 8 | 29: 2, 3, 5, 9       | <b>Jim (6)</b>      |
| 58: 16, 23 59: 3    | 9: 9, 14, 17, 24    | 30: 22 39: 8         | 27: 19 31: 18       |
| 59: 4, 11, 18       | 10: 2, 3, 12, 19    | 41: 2, 16 46: 9      | 32: 5, 9 34: 2      |
| 60: 3, 5, 11 61: 1  | 10: 25 11: 6        | 47: 16 48: 3         | 44: 17              |
| 61: 4, 19, 23       | 12: 6 14: 9         | 67: 12 69: 22        | <b>JoAnn (2)</b>    |
| 62: 10, 14, 16      | 17: 15, 22 18: 9    | 76: 10 77: 21, 21    | 66: 11, 25          |
| 63: 1, 3, 6, 8, 22  | 18: 14, 15, 16, 20  | 77: 24 81: 17        | <b>job (4)</b>      |
| 64: 1, 14, 17, 19   | 19: 2, 10, 12, 13   | <b>itself (4)</b>    | 18: 6 22: 1, 12, 15 |
| 64: 23 65: 20       | 19: 14, 23, 24      | 30: 2 32: 1 55: 5    | <b>Joe (1)</b>      |
| 66: 4, 15, 16, 21   | 20: 10, 13, 17      | 55: 12               | 66: 12              |
| 67: 2, 8, 9, 11, 11 | 21: 19, 19 25: 2    | <b>it's (6)</b>      | <b>John (11)</b>    |
| 67: 14 68: 4, 5, 8  | 25: 18, 18 26: 11   | 10: 6 33: 5 49: 12   | 47: 10, 14 49: 7    |
| 68: 9, 14, 16       | 26: 17 27: 25       | 61: 12 72: 10        | 50: 2 57: 20        |
| 69: 4, 9, 10, 14    | 29: 20 30: 6, 12    | 79: 2                | 58: 10, 13 69: 24   |
| 69: 20, 25 70: 3    | 31: 10, 13, 15, 23  | <b>I'll (4)</b>      | 70: 25 71: 24       |
| 70: 13, 16, 23      | 32: 24 33: 13       | 26: 17 37: 17        | 72: 13              |
| 71: 12, 18, 18, 19  | 34: 9 35: 7 37: 4   | 66: 7 74: 19         | <b>joined (2)</b>   |
| 71: 20, 22 72: 1    | 37: 5, 6, 12, 17    | <b>I'm (22)</b>      | 6: 5 54: 9          |
| 72: 1, 6, 14, 17    | 38: 3 39: 23        | 6: 3 12: 7 13: 5     | <b>joining (2)</b>  |
| 72: 24 73: 12, 22   | 40: 2, 3 41: 3      | 13: 11, 25 14: 8     | 6: 7 13: 4          |
| 73: 23, 23 75: 10   | 42: 3, 19 43: 2     | 14: 9 17: 15         | <b>Jones (2)</b>    |
| 75: 15, 16, 22, 23  | 45: 1, 6 47: 5      | 23: 22 25: 21        | 4: 23 5: 1          |
| 76: 8, 14, 16, 18   | 48: 25 50: 18, 20   | 27: 19 28: 2         | <b>Jordan (4)</b>   |
| 76: 22 77: 9, 17    | 50: 25 51: 6, 12    | 30: 13 31: 5         | 44: 12, 21 47: 2    |
| 78: 11 79: 5, 8, 9  | 51: 12, 14, 16, 18  | 36: 25 42: 22        | 47: 10              |
| 79: 12 80: 1, 16    | 52: 8 54: 12, 21    | 44: 5 52: 20         | <b>July (2)</b>     |
| 80: 22 81: 7, 8     | 55: 6 56: 18        | 54: 9 57: 17         | 1: 6 85: 21         |
| 81: 20 85: 9        | 57: 25 59: 9, 11    | 61: 3 66: 23         | <b>jump (1)</b>     |
| <b>isn't (2)</b>    | 61: 6, 8, 9, 10, 10 | <b>I've (4)</b>      | 50: 23              |
| 9: 24 19: 1         | 61: 14, 24 63: 3    | 21: 8, 8 72: 4, 6    | <b>junction (1)</b> |
| <b>issuance (4)</b> | 63: 4 64: 7, 14     |                      | 61: 13              |
| 24: 5, 16 58: 23    | 64: 17, 19 66: 17   | <b>J</b>             | <b>June (2)</b>     |
| 77: 20              | 67: 11 68: 5        | <b>Jacobs (1)</b>    | 4: 5 54: 21         |
| <b>issue (21)</b>   | 69: 4 70: 23        | 75: 20               | <b>just (67)</b>    |
| 11: 4 24: 6, 11, 21 | 71: 17, 18, 22      | <b>Jacquelyn (1)</b> | 6: 3, 5, 10, 16, 17 |
| 26: 15 28: 5, 12    | 72: 6, 6, 16        | 2: 6                 | 8: 23, 24 10: 12    |
| 33: 21 35: 2, 6     | 73: 18, 21, 23      | <b>Jai me (3)</b>    | 13: 8 14: 8         |
| 38: 1 39: 7         | 74: 2, 14 76: 1     | 23: 18, 25 26: 4     | 16: 15 19: 5        |

|  |   |   |  |
|--|---|---|--|
| 21: 11, 14, 18<br>22: 9 24: 18<br>25: 12 30: 23<br>31: 16, 25 33: 1<br>33: 4 35: 14<br>36: 1, 3, 13 37: 3<br>42: 18, 19 49: 18<br>49: 20 50: 22<br>51: 3, 7, 14, 15<br>51: 20 52: 18, 24<br>54: 10 56: 3, 12<br>60: 24 61: 1, 4<br>61: 15 62: 24<br>63: 22, 23 66: 23<br>68: 19 70: 20<br>71: 22 73: 2, 8<br>73: 11, 20 74: 5<br>76: 6, 7 78: 9, 21<br>78: 23 79: 8<br>80: 25 82: 8  | 68: 15 73: 12, 14<br>75: 16 82: 12<br><b>knowi ng (2)</b><br>22: 7 63: 13<br><b>known (1)</b><br>81: 15<br><b>knows (1)</b><br>48: 14   | 25: 16<br><b>legal (2)</b><br>47: 1 73: 5<br><b>Leon (6)</b><br>13: 10, 18 14: 4<br>17: 23 18: 9, 25<br><b>LePore (5)</b><br>44: 11, 21 47: 3<br>47: 11 52: 17<br><b>less (2)</b><br>15: 21 33: 12<br><b>lessee (1)</b><br>42: 17<br><b>lessened (1)</b><br>33: 13<br><b>let (4)</b><br>6: 16 29: 16 47: 8<br>73: 16<br><b>letter (1)</b><br>42: 25<br><b>level (2)</b><br>16: 20 35: 16<br><b>levels (1)</b><br>61: 18<br><b>Levine (2)</b><br>29: 10 30: 14<br><b>LFB (2)</b><br>24: 16 46: 21<br><b>liability (3)</b><br>15: 8 81: 23 82: 1<br><b>lieu (1)</b><br>15: 25<br><b>Lieutenant (1)</b><br>14: 19<br><b>life (1)</b><br>45: 17<br><b>lights (1)</b><br>67: 19<br><b>like (23)</b><br>8: 25 9: 8 14: 12<br>15: 18 17: 22<br>24: 18 30: 3, 9<br>47: 2 48: 25<br>52: 20 53: 1<br>56: 2, 3, 10<br>61: 14 64: 9<br>69: 19 74: 15<br>79: 1, 22 82: 14<br>82: 19<br><b>likelihood (1)</b><br>35: 5<br><b>limited (2)</b><br>16: 9 81: 14<br><b>limits (1)</b> | 28: 24<br><b>line (4)</b><br>15: 19 29: 6 58: 7<br>58: 9<br><b>list (6)</b><br>29: 11 30: 22, 24<br>31: 1 35: 11<br>68: 24<br><b>listed (1)</b><br>51: 7<br><b>little (14)</b><br>8: 24 30: 3, 6<br>33: 2 35: 15<br>36: 4 41: 4 49: 3<br>54: 25 61: 1, 15<br>62: 16 69: 21<br>73: 12<br><b>Litzbauer (3)</b><br>44: 22 47: 6 49: 1<br><b>Litzebauer (7)</b><br>27: 11, 16, 23<br>28: 2 35: 14<br>44: 13 50: 22<br><b>live (1)</b><br>61: 17<br><b>living (1)</b><br>46: 14<br><b>LLC (1)</b><br>58: 6<br><b>loan (3)</b><br>29: 5, 8 46: 3<br><b>local (12)</b><br>1: 2 3: 12 5: 5<br>7: 9 12: 24, 25<br>16: 18 17: 4<br>45: 14 72: 2<br>80: 23 81: 8<br><b>locally (1)</b><br>51: 25<br><b>located (3)</b><br>39: 15 40: 3<br>76: 16<br><b>long (2)</b><br>33: 5 49: 18<br><b>longer (1)</b><br>40: 11<br><b>long-term (1)</b><br>40: 7<br><b>look (4)</b><br>15: 23 16: 13<br>31: 9 46: 13<br><b>looking (5)</b><br>17: 6 42: 15<br>65: 24 76: 8, 18 |
| <hr/> <b>K</b> <hr/> <b>K (1)</b><br>68: 25<br><b>Katchen (3)</b><br>44: 16, 23 50: 14<br><b>keep (1)</b><br>17: 7<br><b>keepi ng (1)</b><br>77: 25<br><b>key (1)</b><br>55: 24<br><b>keyed (1)</b><br>71: 24<br><b>kick (1)</b><br>58: 3<br><b>kind (12)</b><br>33: 2 34: 10, 14<br>34: 18, 18 36: 11<br>39: 21 60: 21<br>63: 1 69: 21<br>74: 4 78: 16<br><b>kinds (2)</b><br>40: 1, 14<br><b>know (25)</b><br>8: 25 12: 22<br>19: 17, 20, 22<br>22: 7 25: 11<br>30: 5 31: 22<br>33: 20 37: 8<br>41: 14 48: 18<br>49: 10 51: 13<br>52: 21 56: 6, 7<br>63: 15 66: 20 | <hr/> <b>L</b> <hr/> <b>lacki ng (1)</b><br>39: 20<br><b>ladder (1)</b><br>8: 16<br><b>Lakes (2)</b><br>48: 4 51: 23<br><b>land (4)</b><br>45: 15, 24, 24<br>48: 1<br><b>large (8)</b><br>9: 8 28: 8 30: 17<br>33: 6, 18, 21<br>67: 9 68: 24<br><b>largest (1)</b><br>15: 4<br><b>last (12)</b><br>4: 2 14: 22 21: 24<br>28: 1, 12 29: 5<br>35: 25 36: 7, 8, 8<br>62: 23 77: 19<br><b>lastly (1)</b><br>49: 21<br><b>late (1)</b><br>63: 16<br><b>later (2)</b><br>24: 17 72: 5<br><b>law (4)</b><br>5: 5 27: 20 28: 24<br>73: 3<br><b>laws (1)</b><br>82: 7<br><b>lead (3)</b><br>29: 5 33: 16<br>34: 22<br><b>lease (7)</b><br>8: 3 40: 7, 10<br>41: 6, 7 42: 8, 8<br><b>Leasi ng (1)</b><br>9: 14<br><b>least (1)</b><br>34: 8<br><b>leave (3)</b><br>82: 2, 7, 7<br><b>left (1)</b> |   |  |

|  |  |   |   |
|--|--|---|---|
| <b>loss</b> (1)<br>19: 11  | <b>making</b> (4)<br>42: 13 56: 12<br>69: 17 73: 5                 | <b>maximizing</b> (1)<br>15: 13   | 59: 7 70: 25<br>76: 21  |
| <b>lost</b> (4)<br>10: 8, 14 20: 22<br>41: 1   | <b>manage</b> (1)<br>18: 22  | <b>may</b> (16)<br>29: 23 39: 6 42: 7<br>46: 16 52: 5<br>58: 1, 12 59: 21<br>60: 17 63: 10, 10<br>63: 11 76: 12<br>78: 18 82: 9, 13 | <b>merging</b> (1)<br>77: 2   |
| <b>lot</b> (5)<br>18: 14 30: 19<br>32: 7 81: 11, 12  | <b>management</b> (3)<br>16: 4 55: 21<br>81: 19                    | <b>maybe</b> (4)<br>31: 2, 15 34: 11<br>58: 2   | <b>met</b> (4)<br>20: 8 22: 3 28: 21<br>66: 21  |
| <b>low</b> (20)<br>8: 10 40: 21<br>45: 12 49: 14<br>51: 1 61: 18, 18<br>62: 4, 4, 4, 5, 6<br>62: 11, 11, 11, 14<br>62: 14 64: 17, 18<br>71: 6                      | <b>Manager</b> (1)<br>75: 22                                       | <b>Mayor</b> (3)<br>22: 1, 15 54: 10  | <b>method</b> (1)<br>28: 22   |
| <b>lower</b> (1)<br>70: 20   | <b>managing</b> (2)<br>18: 6 19: 2                                 | <b>McCay</b> (1)<br>39: 3   | <b>mid-mount</b> (1)<br>7: 11   |
| <b>lowest</b> (1)<br>8: 8  | <b>Many</b> (1)<br>15: 19  | <b>me</b> (15)<br>6: 16 12: 4 13: 3<br>20: 19, 24 31: 10<br>36: 25 37: 2<br>47: 12 54: 3<br>57: 20 73: 16, 20<br>75: 21 85: 10      | <b>Mike</b> (1)<br>58: 9  |
| <b>luck</b> (3)<br>53: 21 65: 22<br>80: 19   | <b>Maraziti</b> (3)<br>57: 22 66: 13, 13                           | <b>mean</b> (2)<br>55: 18 70: 4   | <b>miles</b> (1)<br>8: 16   |
| <b>Lynn</b> (2)<br>58: 7 61: 19  | <b>Mariniello</b> (5)<br>44: 13, 22 47: 5<br>49: 1, 7              | <b>meaning</b> (1)<br>22: 15  | <b>million</b> (45)<br>16: 15, 16, 23<br>19: 23, 23, 25<br>24: 8, 19, 25<br>25: 15, 20, 24, 24<br>26: 3, 5 28: 5, 13<br>29: 4, 9 30: 14<br>31: 3, 19 34: 6, 8<br>35: 17, 18, 19, 20<br>37: 21, 22 45: 7<br>45: 18, 22, 23<br>47: 16, 21 49: 19<br>60: 1, 10 63: 2<br>67: 5 68: 1, 14<br>70: 18 79: 13 |
| <b>M</b>   |  |   |   |
| <b>made</b> (8)<br>10: 19 39: 22, 24<br>41: 6, 10 61: 22<br>62: 25 81: 14  | <b>market</b> (1)<br>62: 12  | <b>means</b> (2)<br>67: 14 71: 13   | <b>mind</b> (2)<br>12: 9 72: 13   |
| <b>magnitude</b> (1)<br>32: 12   | <b>marketplace</b> (1)<br>42: 2                                    | <b>meant</b> (1)<br>34: 19  | <b>mind-set</b> (1)<br>18: 1  |
| <b>main</b> (1)<br>81: 9   | <b>markets</b> (2)<br>33: 10 35: 9                                 | <b>median</b> (1)<br>64: 22   | <b>minor</b> (2)<br>55: 5, 23   |
| <b>mainly</b> (2)<br>28: 17 46: 3  | <b>marks</b> (1)<br>14: 22   | <b>meeting</b> (4)<br>4: 3 6: 5 30: 5<br>56: 13   | <b>minutes</b> (4)<br>4: 3, 5, 20 69: 21  |
| <b>maintain</b> (1)<br>8: 18   | <b>Martucci</b> (6)<br>80: 24, 24 81: 3, 5<br>82: 10 83: 10        | <b>members</b> (15)<br>6: 4, 4 11: 1 13: 5<br>37: 18, 18 43: 2<br>56: 19 57: 17<br>64: 8 74: 14<br>77: 6 79: 20<br>81: 6 82: 13     | <b>missing</b> (1)<br>13: 11  |
| <b>maintenance</b> (2)<br>77: 10 79: 7   | <b>Mason</b> (2)<br>75: 22 76: 3                                   | <b>men</b> (1)<br>52: 22  | <b>mission's</b> (1)<br>20: 6   |
| <b>major</b> (1)<br>29: 3  | <b>master</b> (1)<br>71: 4   | <b>mention</b> (1)<br>50: 23  | <b>moderate</b> (5)<br>45: 13 61: 18<br>62: 20, 22 64: 19   |
| <b>majority</b> (1)<br>29: 14  | <b>Master's</b> (1)<br>64: 15                                      | <b>mentioned</b> (11)<br>19: 15 32: 9<br>33: 19 34: 18<br>40: 13 50: 3<br>55: 17 58: 16   | <b>moment</b> (1)<br>79: 13   |
| <b>make</b> (21)<br>6: 10 9: 20, 25<br>11: 5 14: 12<br>21: 1 26: 13<br>38: 2 43: 7 50: 8<br>51: 5, 8, 15, 16<br>52: 15 53: 1<br>63: 23 74: 19, 21<br>78: 23 82: 17 | <b>match</b> (2)<br>42: 20 50: 8                                   |   | <b>Monday</b> (1)<br>31: 1  |
|  | <b>Matt</b> (5)<br>44: 12, 21 47: 2, 8<br>48: 24                   |   | <b>money</b> (18)<br>9: 12, 16, 19, 23<br>9: 24 10: 2, 5, 14<br>20: 5 28: 12<br>50: 2 68: 23  |
|  | <b>matter</b> (7)<br>1: 10 4: 2 12: 6<br>51: 3 80: 22<br>85: 8, 11 |   |   |
|  | <b>matters</b> (2)<br>4: 22 29: 17                                 |   |   |
|  | <b>matures</b> (1)<br>24: 6  |   |   |
|  | <b>maturing</b> (1)<br>24: 10                                      |   |   |

|   |  |  |   |
|---|--|--|---|
| 69: 17, 17 70: 17<br>71: 7, 23 72: 10<br><b>monies (3)</b><br>46: 16 68: 9, 12<br><b>monitors (1)</b><br>14: 17<br><b>months (3)</b><br>55: 14 63: 13<br>70: 5<br><b>month's (1)</b><br>4: 2<br><b>more (19)</b><br>16: 4 19: 17<br>31: 11, 14 33: 9<br>34: 14 39: 24<br>42: 9, 15 48: 19<br>48: 20 70: 1, 1<br>70: 25, 25 71: 14<br>71: 14, 21 76: 10<br><b>morning (14)</b><br>12: 11 17: 20<br>19: 3 23: 13<br>24: 4 27: 19<br>44: 2 47: 11<br>49: 8 54: 1, 4, 11<br>54: 15 57: 17<br><b>mortar (1)</b><br>16: 9<br><b>most (9)</b><br>15: 21 28: 17<br>34: 13, 16 36: 23<br>36: 24 49: 11<br>62: 25 73: 6<br><b>motion (39)</b><br>4: 4 5: 8, 9, 23<br>11: 4, 5, 19<br>21: 22 22: 16<br>26: 15 27: 6<br>38: 1, 2, 16 43: 5<br>43: 7, 21 51: 8<br>52: 12 53: 2, 19<br>56: 21 57: 12<br>65: 3, 20 74: 18<br>74: 19, 21, 23<br>75: 10 79: 24<br>80: 2, 3, 16<br>82: 16, 17 83: 8<br>83: 13, 14<br><b>move (5)</b><br>6: 2 26: 17 52: 20<br>70: 23 78: 14<br><b>moved (6)</b><br>4: 6 21: 23 56: 23<br>65: 5 72: 4, 5 | <b>movi ng (2)</b><br>29: 21 82: 19<br><b>Mr (284)</b><br>4: 7, 8, 9, 12, 12<br>4: 13, 14, 14, 15<br>4: 16, 16, 17, 18<br>4: 20 5: 9, 11, 11<br>5: 15, 15, 16, 17<br>5: 17, 18, 19, 19<br>5: 20, 21, 23<br>8: 21 11: 5, 7, 7<br>11: 11, 11, 12, 13<br>11: 13, 14, 15, 15<br>11: 16, 17, 19<br>13: 10, 13, 15, 18<br>17: 20 19: 4<br>20: 15, 20, 22, 25<br>21: 14, 23 22: 16<br>22: 17, 18, 19, 19<br>22: 21, 22, 23, 23<br>22: 24, 25, 25<br>23: 1, 2, 4, 22<br>26: 17, 18, 19, 19<br>26: 19, 23, 23, 24<br>26: 25, 25 27: 1<br>27: 2, 2, 3, 4, 6<br>27: 10, 12, 15, 19<br>29: 24 30: 12<br>31: 6, 9, 17 32: 4<br>32: 17 33: 3<br>34: 2, 15 35: 1<br>36: 6, 24 37: 9<br>37: 15, 20, 23<br>38: 3, 4, 5, 8, 8, 9<br>38: 10, 10, 11, 12<br>38: 12, 13, 14, 16<br>38: 20, 21 43: 8<br>43: 9, 10, 13, 13<br>43: 14, 15, 15, 16<br>43: 17, 17, 18, 19<br>43: 21 44: 1, 2, 7<br>45: 1, 3 47: 10<br>48: 24 49: 7<br>51: 2, 12, 20<br>52: 2 53: 3, 4, 5<br>53: 6, 9, 9, 10, 11<br>53: 11, 12, 14, 14<br>53: 15, 17, 19<br>54: 1, 9, 15 56: 3<br>56: 10, 23, 24, 25<br>56: 25 57: 1, 4, 4<br>57: 5, 6, 6, 7, 8, 8<br>57: 9, 10, 12, 16<br>58: 4, 15 60: 19 | 61: 6, 10 63: 7<br>63: 18 64: 2<br>65: 5, 7, 7, 11, 11<br>65: 12, 13, 13, 14<br>65: 15, 15, 15, 19<br>65: 21, 25 66: 5<br>66: 6, 10 67: 3<br>68: 5, 7 69: 24<br>73: 1, 22 74: 8<br>74: 19, 22, 22, 25<br>75: 2, 2, 3, 4, 4, 5<br>75: 6, 6, 10, 16<br>75: 18, 19 76: 6<br>76: 13 80: 4, 5, 6<br>80: 9, 9, 10, 11<br>80: 11, 12, 13, 13<br>80: 16, 24, 24<br>81: 5 82: 10, 18<br>82: 19, 21, 23, 25<br>82: 25 83: 1, 2, 2<br>83: 3, 4, 4, 5, 6, 8<br>83: 10, 14, 16, 16<br>83: 20, 20, 21, 22<br>83: 22, 23, 24, 24<br>83: 25 84: 1, 3<br><b>Mrs (1)</b><br>53: 17<br><b>Ms (223)</b><br>4: 1, 6, 8, 10, 11<br>4: 18, 21, 23 5: 1<br>5: 6, 10, 11, 13<br>5: 14, 21, 22 6: 2<br>6: 17, 18, 18, 20<br>6: 21, 22, 23, 24<br>7: 1, 6, 7 8: 22<br>9: 10 10: 4, 10<br>10: 11, 12, 17, 18<br>10: 20 11: 6, 7, 9<br>11: 10, 17, 18, 20<br>11: 22, 24 12: 1<br>12: 8, 9, 11, 15<br>12: 15 13: 14, 20<br>13: 22, 24 14: 2<br>14: 7 18: 10<br>20: 12, 15, 17, 19<br>20: 21, 22, 24<br>21: 1, 7, 15, 18<br>21: 21, 24 22: 11<br>22: 13, 14, 20<br>23: 2, 3, 6, 7, 9<br>23: 12, 13, 14, 14<br>23: 16, 17, 23<br>24: 2, 2, 3 25: 9<br>25: 10, 11, 18 | 26: 2, 4, 5, 8, 21<br>26: 22 27: 4, 5, 8<br>27: 11, 14 29: 24<br>31: 6, 22 32: 14<br>32: 18 34: 9, 25<br>35: 14, 24 36: 21<br>37: 7, 14, 16, 24<br>38: 2, 4, 6, 7, 14<br>38: 15, 18 42: 24<br>43: 7, 9, 11, 12<br>43: 19, 20, 23<br>44: 5 45: 2<br>50: 22 51: 10, 18<br>52: 6, 14 53: 5, 7<br>53: 8, 18, 20, 23<br>54: 13 55: 25<br>56: 9, 15 57: 2, 3<br>57: 10, 11, 14<br>60: 18 61: 8, 12<br>61: 19 62: 19, 21<br>62: 23 63: 15, 20<br>64: 5, 10, 25<br>65: 6, 7, 9, 10, 17<br>65: 18, 21 66: 3<br>66: 9, 23 67: 2<br>72: 12, 25 73: 6<br>73: 16 74: 3, 12<br>74: 21, 23, 24, 25<br>75: 1, 8, 9, 12, 14<br>78: 19 79: 12, 15<br>79: 17, 18 80: 3<br>80: 5, 7, 8, 14, 15<br>80: 18, 21 82: 10<br>82: 17, 18, 23, 24<br>83: 6, 7, 9, 12, 15<br>83: 16, 18, 19<br>84: 1, 2<br><b>much (19)</b><br>8: 22, 25 11: 21<br>15: 18 20: 12<br>21: 13 29: 22<br>30: 9 45: 3<br>52: 23 53: 20<br>56: 16 58: 20<br>60: 18, 20 65: 25<br>78: 19 79: 9<br>80: 18<br><b>Muel l er (1)</b><br>32: 5<br><b>muni ci pal (12)</b><br>12: 19, 21 13: 1<br>15: 11, 20, 22<br>17: 1, 4, 9 42: 2<br>69: 15 81: 9 |
|---|--|--|---|



|   |   |   |  |
|---|---|---|--|
| <p><b>municipality</b> ...<br/>81: 21<br/><b>mute</b> (4)<br/>6: 8 52: 15 65: 16<br/>75: 7<br/><b>muted</b> (3)<br/>6: 6 20: 16 31: 7<br/><b>my</b> (13)<br/>7: 1 9: 3 26: 9<br/>31: 15 37: 1, 2<br/>47: 11 54: 10<br/>58: 9, 16 63: 18<br/>73: 6, 22<br/><b>myself</b> (4)<br/>8: 21 12: 5 50: 13<br/>52: 8</p> <hr/> <p style="text-align: center;"><b>N</b></p> <hr/> <p><b>N</b> (2)<br/>2: 1 85: 1<br/><b>name</b> (2)<br/>28: 1, 1<br/><b>namely</b> (1)<br/>46: 22<br/><b>national</b> (2)<br/>7: 22 68: 24<br/><b>necessary</b> (1)<br/>18: 17<br/><b>need</b> (13)<br/>9: 3 31: 10 34: 1<br/>34: 20, 23 35: 5<br/>38: 25 39: 20, 21<br/>46: 16 51: 5<br/>63: 14 66: 7<br/><b>needed</b> (8)<br/>32: 8 38: 24 63: 3<br/>63: 4, 10, 11, 12<br/>76: 1<br/><b>needs</b> (3)<br/>6: 24 28: 10, 20<br/><b>negative</b> (2)<br/>16: 1, 7<br/><b>negotiate</b> (1)<br/>54: 23<br/><b>negotiated</b> (1)<br/>51: 22<br/><b>negotiating</b> (1)<br/>55: 1<br/><b>negotiation</b> (2)<br/>55: 11, 15<br/><b>net</b> (3)<br/>10: 8 79: 9 80: 1<br/><b>never</b> (3)<br/>22: 3 50: 12 71: 7</p> | <p><b>new</b> (20)<br/>1: 1, 13 8: 15 9: 1<br/>12: 19 14: 21<br/>15: 24 16: 19<br/>28: 12 31: 3<br/>32: 5 39: 14, 15<br/>39: 24 40: 8<br/>48: 15 54: 17<br/>55: 8 85: 2, 6<br/><b>Newberry</b> (3)<br/>7: 2, 4 8: 21<br/><b>newly</b> (1)<br/>80: 1<br/><b>newly-create</b> ...<br/>79: 10<br/><b>next</b> (18)<br/>12: 1 23: 9 24: 10<br/>24: 14, 21 25: 7<br/>27: 8 30: 11<br/>36: 19 38: 18<br/>43: 23 48: 25<br/>53: 23 57: 14<br/>66: 3 70: 5<br/>72: 23 75: 14<br/><b>nicely</b> (1)<br/>50: 19<br/><b>Nick</b> (3)<br/>38: 22 51: 4, 9<br/><b>nine</b> (1)<br/>19: 9<br/><b>NJSA</b> (4)<br/>24: 7, 15 58: 25<br/>59: 1<br/><b>no</b> (23)<br/>9: 22, 23 10: 14<br/>13: 13 19: 12, 13<br/>20: 7, 10 21: 21<br/>22: 8 26: 14<br/>37: 24 41: 10, 14<br/>52: 6, 11 69: 9<br/>69: 10 77: 19<br/>78: 3 79: 2, 23<br/>82: 15<br/><b>nobody</b> (2)<br/>10: 21 38: 23<br/><b>noise</b> (1)<br/>6: 7<br/><b>none</b> (6)<br/>5: 8 11: 3 43: 5<br/>56: 21 65: 3<br/>74: 17<br/><b>nonprofit</b> (1)<br/>46: 25<br/><b>nonrecourse</b> (1)</p> | <p>59: 11<br/><b>non-compliance</b> ...<br/>8: 7<br/><b>non-rated</b> (1)<br/>73: 19<br/><b>non-shelf</b> (1)<br/>71: 17<br/><b>nor</b> (3)<br/>38: 24 85: 13, 15<br/><b>norm</b> (1)<br/>34: 14<br/><b>normal</b> (1)<br/>41: 19<br/><b>Norris</b> (1)<br/>39: 16<br/><b>north</b> (2)<br/>9: 9 25: 15<br/><b>not</b> (59)<br/>7: 18, 19, 20 9: 7<br/>9: 21 10: 6<br/>13: 13, 25, 25<br/>14: 2 19: 7, 15<br/>21: 25 28: 15<br/>29: 13, 16 30: 21<br/>31: 7 32: 23, 25<br/>33: 6, 12 34: 3<br/>36: 21 38: 25<br/>39: 7 41: 1, 9, 20<br/>42: 3, 5, 15 43: 1<br/>45: 7 46: 18, 18<br/>51: 14, 15, 24<br/>52: 7 56: 17<br/>58: 23 59: 7, 9<br/>61: 3, 12 63: 2<br/>63: 10, 14 67: 5<br/>70: 9 71: 16, 22<br/>77: 4 78: 8<br/>81: 14 82: 6, 11<br/>85: 12<br/><b>Notary</b> (3)<br/>1: 12 85: 6, 20<br/><b>note</b> (4)<br/>24: 10, 18, 21<br/>72: 13<br/><b>noted</b> (1)<br/>28: 9<br/><b>notes</b> (8)<br/>24: 6, 9, 12, 14, 17<br/>25: 5, 7 85: 10<br/><b>nothing</b> (1)<br/>41: 13<br/><b>notice</b> (1)<br/>5: 3<br/><b>now</b> (26)</p> | <p>5: 24 9: 1, 14<br/>14: 3 15: 5<br/>20: 16, 19, 24<br/>29: 13 31: 11<br/>36: 15 42: 7<br/>47: 2 49: 18<br/>55: 2 61: 1<br/>67: 25 68: 6, 13<br/>68: 21 71: 1<br/>72: 11 73: 17<br/>74: 7 81: 20, 20<br/><b>number</b> (13)<br/>10: 1 19: 21<br/>31: 14 37: 22<br/>47: 19, 20 64: 14<br/>64: 15 67: 20<br/>70: 20, 20 77: 15<br/>82: 4<br/><b>numbers</b> (3)<br/>50: 19 62: 8<br/>73: 18<br/><b>nuts</b> (1)<br/>17: 24<br/><b>NW</b> (3)<br/>27: 23 28: 2<br/>44: 14</p> <hr/> <p style="text-align: center;"><b>0</b></p> <hr/> <p><b>0</b> (1)<br/>85: 1<br/><b>obligated</b> (1)<br/>60: 1<br/><b>obligation</b> (5)<br/>59: 20 60: 13<br/>61: 3, 7 62: 6<br/><b>obsolete</b> (1)<br/>8: 17<br/><b>obtained</b> (2)<br/>8: 4 79: 14<br/><b>obviously</b> (5)<br/>33: 15 35: 9<br/>41: 20 42: 12<br/>63: 2<br/><b>occupy</b> (1)<br/>40: 9<br/><b>occur</b> (1)<br/>70: 9<br/><b>occurred</b> (1)<br/>68: 18<br/><b>Ocean</b> (3)<br/>67: 9, 10 76: 22<br/><b>of</b> (347)<br/>1: 1, 12, 13 3: 12<br/>5: 3, 4, 4 6: 4</p> |
|---|---|---|--|

|                     |                      |                    |                          |
|---------------------|----------------------|--------------------|--------------------------|
| 7: 8, 20, 24 8: 7   | 54: 18, 19, 21, 25   | 28: 16 61: 12      | <b>once (6)</b>          |
| 8: 11, 12, 14, 15   | 55: 1, 6, 7, 7, 8    | <b>oh (2)</b>      | 20: 1 33: 20, 21         |
| 9: 1, 2, 6, 9, 11   | 55: 10, 11, 13, 14   | 37: 9 70: 10       | 34: 10 35: 9             |
| 10: 15, 22 12: 2    | 55: 19, 21 56: 18    | <b>okay (33)</b>   | 72: 18                   |
| 12: 3, 3, 13, 14    | 57: 17 58: 23        | 4: 1, 21 6: 2, 23  | <b>one (37)</b>          |
| 12: 18, 18, 19, 20  | 59: 1, 8, 10, 11     | 10: 11, 17, 20     | 5: 7 8: 7, 23 9: 20      |
| 12: 24, 25 13: 2    | 59: 12, 13, 14, 16   | 12: 15 13: 14      | 10: 2 14: 1 20: 5        |
| 13: 5, 9, 15, 17    | 59: 18, 21, 21, 22   | 14: 2 23: 9, 23    | 21: 21, 24 25: 13        |
| 13: 19, 22 14: 13   | 59: 24 60: 2, 4, 7   | 26: 14 31: 22      | 25: 20, 23, 24           |
| 14: 25 15: 19, 21   | 60: 11, 21, 24       | 32: 14, 16, 18     | 30: 5, 8 35: 25          |
| 15: 25 16: 1, 4     | 61: 16 62: 4, 5      | 34: 9, 25 38: 18   | 36: 11, 24, 25           |
| 16: 13, 14, 19, 20  | 62: 13, 13 63: 1     | 44: 7 45: 1 51: 9  | 37: 2, 3, 23             |
| 17: 8, 12, 24       | 63: 5, 5, 16, 17     | 52: 11 54: 12      | 38: 22 48: 18            |
| 18: 14, 20 19: 1    | 63: 20, 22 64: 7     | 56: 20 62: 23      | 51: 20 54: 3             |
| 19: 5, 8, 25 21: 4  | 64: 13, 14, 20, 20   | 68: 7 74: 17       | 59: 3 60: 7, 9           |
| 21: 6, 10, 10, 12   | 64: 22 65: 22        | 75: 14 79: 15, 23  | 61: 1 63: 20             |
| 21: 16 22: 2, 4, 6  | 66: 12, 17, 22       | 82: 15             | 69: 1 72: 13             |
| 24: 5, 5, 6, 14, 16 | 67: 4, 5, 8, 12, 17  | <b>old (1)</b>     | 73: 8 75: 17             |
| 24: 16, 17, 20, 21  | 67: 20, 22 68: 1     | 39: 20             | 77: 9 78: 21             |
| 24: 25 25: 1, 2, 4  | 68: 1, 8, 15, 16     | <b>on (99)</b>     | <b>ones (1)</b>          |
| 25: 7, 8, 15, 15    | 68: 17, 24 69: 11    | 1: 13 5: 6 6: 2, 8 | 36: 20                   |
| 25: 19, 20, 25      | 69: 12, 21 70: 2     | 6: 10, 12 8: 24    | <b>one-bedroom (1)</b>   |
| 28: 6, 7, 10, 22    | 70: 6, 18 71: 5, 8   | 9: 4, 9, 17 10: 3  | 45: 12                   |
| 28: 24, 25 29: 14   | 71: 9, 18, 19, 25    | 10: 19 12: 5, 18   | <b>one-year (3)</b>      |
| 30: 1, 4, 8, 16, 19 | 72: 14, 17, 19, 21   | 14: 12 15: 2, 13   | 24: 10 36: 23            |
| 30: 22 31: 3, 19    | 72: 23 73: 6, 23     | 16: 7 17: 7, 24    | 70: 6                    |
| 31: 24 32: 7, 12    | 73: 24 74: 1, 4, 7   | 18: 2, 3 19: 7     | <b>ongoing (3)</b>       |
| 32: 12, 21, 22, 23  | 74: 14 75: 19, 21    | 21: 3 22: 9, 12    | 24: 24 29: 15            |
| 32: 24 33: 2, 13    | 76: 7, 14, 15, 24    | 22: 15 23: 20      | 37: 21                   |
| 33: 13, 23 34: 6    | 77: 3, 6, 9, 15, 22  | 24: 20 27: 20      | <b>online (2)</b>        |
| 34: 8, 11, 11, 14   | 78: 1, 8, 13, 16     | 28: 5 29: 4        | 16: 10 67: 21            |
| 34: 14, 16, 18, 18  | 78: 16, 24 79: 3     | 30: 16 31: 1       | <b>only (7)</b>          |
| 35: 13, 15, 21, 23  | 79: 3, 4, 6, 8       | 33: 7, 12 34: 11   | 6: 7 10: 25 22: 8        |
| 36: 3, 8, 8, 11, 11 | 80: 19, 23 81: 1     | 34: 12 35: 15      | 28: 25 38: 22            |
| 36: 14, 17 37: 17   | 81: 6, 8, 11, 12     | 36: 10 37: 8       | 63: 12 79: 18            |
| 37: 18 39: 6, 8, 9  | 81: 18, 23 82: 4     | 39: 12 40: 8       | <b>onto (1)</b>          |
| 39: 11, 12, 13, 14  | 82: 5, 12 85: 2, 4   | 42: 10 44: 12, 20  | 9: 19                    |
| 39: 19, 21 40: 1    | 85: 6, 6, 9, 10, 13  | 45: 15 46: 18, 19  | <b>open (11)</b>         |
| 40: 6, 8, 9, 10, 10 | 85: 14               | 46: 19 49: 16, 22  | 10: 25 17: 15            |
| 40: 11, 11, 12, 14  | <b>off (7)</b>       | 50: 6, 9, 10, 15   | 26: 11 37: 17            |
| 41: 1, 2, 21, 25    | 6: 1 19: 25 30: 13   | 50: 23 51: 7, 14   | 43: 2 52: 8              |
| 42: 8, 17 44: 8     | 32: 9 58: 3          | 51: 16, 24 52: 12  | 56: 18 64: 7             |
| 44: 16 45: 7, 10    | 68: 15 77: 20        | 52: 14, 25 53: 15  | 74: 14 79: 19            |
| 45: 12, 17, 18, 18  | <b>offer ing (2)</b> | 54: 16 56: 2, 7    | 82: 8                    |
| 46: 7, 10, 12       | 41: 19, 24           | 58: 1, 7, 9, 21    | <b>operate (1)</b>       |
| 47: 4, 16, 17, 21   | <b>office (3)</b>    | 59: 15 60: 21, 25  | 41: 12                   |
| 47: 23 48: 5, 9, 9  | 47: 12 63: 23        | 61: 2, 5 63: 8     | <b>operating (2)</b>     |
| 48: 13, 17, 18      | 66: 19               | 65: 16, 22, 23     | 19: 10 39: 19            |
| 49: 3, 5, 11, 13    | <b>Officer (5)</b>   | 66: 10, 11, 15, 21 | <b>operations (2)</b>    |
| 49: 14, 24, 24, 25  | 13: 21 27: 13, 22    | 68: 19 69: 9, 17   | 16: 4, 11                |
| 50: 5 51: 1, 8, 10  | 66: 12 81: 15        | 72: 7, 13, 14, 17  | <b>opportuni ti e...</b> |
| 51: 17, 18, 21, 22  | <b>offset (1)</b>    | 72: 17 74: 23      | 48: 21                   |
| 52: 16, 18, 25      | 16: 3                | 75: 7, 16 77: 16   | <b>opportuni ty (5)</b>  |
| 53: 21, 24 54: 5    | <b>often (2)</b>     | 82: 7 83: 10       | 49: 9, 16 50: 5, 18      |

|  |   |   |  |
|--|---|---|--|
| 50: 20<br><b>opposed (1)</b><br>62: 12<br><b>opted (1)</b><br>28: 25<br><b>option (2)</b><br>6: 8 8: 3<br><b>or (67)</b><br>6: 18 8: 21 11: 1<br>11: 2 13: 24<br>14: 11, 24 19: 9<br>20: 7, 14 21: 22<br>26: 12, 12 28: 16<br>29: 18, 18 30: 22<br>33: 1 34: 20<br>35: 8, 10 37: 18<br>37: 19, 21, 25<br>39: 23 40: 23<br>41: 19, 25 43: 3<br>46: 19 48: 1<br>49: 14, 15 52: 9<br>52: 10 56: 19, 19<br>60: 17 62: 22<br>63: 3, 10, 11, 14<br>64: 8, 8, 12 65: 2<br>68: 1 69: 10, 12<br>70: 19, 22 72: 5<br>74: 15, 15 76: 8<br>78: 3 79: 20, 21<br>81: 2 82: 6, 13<br>82: 14 85: 13, 14<br>85: 14<br><b>Oral (1)</b><br>1: 9<br><b>order (1)</b><br>5: 1<br><b>ordina nce (3)</b><br>25: 21 39: 10<br>76: 14<br><b>ordina nces (3)</b><br>24: 24 25: 5, 20<br><b>ori gi nal (2)</b><br>25: 14, 16<br><b>ori gi nal ly (4)</b><br>24: 25 51: 7 67: 7<br>67: 15<br><b>ori gi nated (1)</b><br>20: 2<br><b>other (19)</b><br>7: 12, 24 11: 2<br>14: 17 19: 12<br>25: 2, 24 26: 9<br>29: 10 30: 8<br>37: 24 49: 14 | 55: 22 56: 19<br>65: 2 71: 5, 17<br>73: 11 79: 21<br><b>our (35)</b><br>6: 3 9: 11, 21<br>17: 13, 22 22: 1<br>24: 3 27: 21<br>28: 9 32: 5, 5, 8<br>34: 7 36: 10, 16<br>36: 18 38: 18<br>40: 25 42: 11, 20<br>48: 20, 22 50: 9<br>50: 13, 15 52: 3<br>52: 23 54: 6<br>60: 16 61: 6<br>62: 17 69: 23<br>73: 1 81: 21<br>83: 12<br><b>out (19)</b><br>8: 5 19: 1, 8<br>21: 10 25: 5<br>30: 1 33: 2 34: 8<br>36: 15 39: 19<br>45: 18 46: 13<br>50: 19 61: 11<br>62: 5, 8 68: 22<br>70: 17 73: 12<br><b>outlined (1)</b><br>46: 22<br><b>outside (2)</b><br>32: 10 68: 22<br><b>outstand ing (1)</b><br>68: 1<br><b>out-of-town (1)</b><br>37: 12<br><b>over (30)</b><br>10: 13 12: 8, 25<br>14: 10 16: 12, 14<br>17: 22 18: 5, 9<br>20: 13 24: 8<br>36: 18 40: 15<br>41: 10 45: 17<br>47: 2, 5 48: 25<br>49: 2, 18 69: 20<br>70: 5 71: 12<br>76: 2 77: 20, 25<br>78: 14 79: 5<br>81: 14 82: 5<br><b>overall (3)</b><br>16: 19 42: 14<br>64: 14<br><b>overl appi ng (1)</b><br>32: 2<br><b>oversee (1)</b> | 32: 1<br><b>oversi ght (4)</b><br>12: 25 15: 2 17: 9<br>68: 16<br><b>own (2)</b><br>40: 12 60: 13<br><b>owned (1)</b><br>45: 15<br><b>owner (1)</b><br>37: 11<br><b>owners (1)</b><br>67: 22<br><b>owns (1)</b><br>77: 20<br><hr/> <b>P</b> <hr/> <b>P (2)</b><br>2: 1, 1<br><b>page (12)</b><br>3: 2, 3, 4, 5, 6, 7, 8<br>3: 9, 10, 11, 12<br>72: 7<br><b>paid (4)</b><br>9: 25 45: 25 68: 3<br>77: 20<br><b>Pal myra (6)</b><br>3: 9 57: 15 58: 5<br>58: 23 59: 11, 23<br><b>Pal myra' s (1)</b><br>61: 2<br><b>parameters (2)</b><br>32: 24 61: 16<br><b>Park (9)</b><br>3: 10 66: 4, 12<br>67: 5, 10 68: 15<br>69: 3, 7 73: 10<br><b>Parker (1)</b><br>39: 3<br><b>part (6)</b><br>33: 13 51: 8, 10<br>51: 16, 21 59: 24<br><b>parti ci pants. . .</b><br>14: 25<br><b>parti cul ar (5)</b><br>60: 23 70: 1<br>78: 22 79: 19<br>82: 12<br><b>parti cul ar ly. . .</b><br>16: 10<br><b>part ies (5)</b><br>54: 22, 24 55: 8<br>71: 1 85: 13<br><b>part ner (2)</b><br>54: 10 58: 9 | <b>Partners (1)</b><br>9: 14<br><b>partnershi p (3)</b><br>18: 21 21: 4, 7<br><b>passage (1)</b><br>23: 5<br><b>Passai c (14)</b><br>3: 5, 7 27: 9<br>43: 24 44: 16<br>45: 6, 7, 21 46: 4<br>47: 14, 18, 22, 24<br>52: 18<br><b>passed (1)</b><br>47: 15<br><b>past (4)</b><br>15: 19 28: 9<br>33: 22 36: 10<br><b>Pat (2)</b><br>44: 11, 21<br><b>pause (2)</b><br>5: 24 66: 23<br><b>Paxon (2)</b><br>27: 20 44: 18<br><b>pay (6)</b><br>20: 4 68: 10<br>69: 12, 13 70: 12<br>70: 22<br><b>payabl e (1)</b><br>45: 18<br><b>payi ng (6)</b><br>9: 4, 11 19: 25<br>70: 12 71: 21, 23<br><b>payment (9)</b><br>8: 12 9: 21, 23<br>10: 1, 1 16: 5<br>39: 11 49: 4<br>78: 10<br><b>payments (4)</b><br>15: 25 41: 8 42: 9<br>46: 6<br><b>payoff (2)</b><br>20: 3 35: 21<br><b>payout (1)</b><br>82: 7<br><b>payouts (1)</b><br>82: 2<br><b>pays (1)</b><br>41: 7<br><b>pay-as-you-g. . .</b><br>28: 11, 14, 22<br>33: 7, 8, 12 34: 4<br>34: 5, 13 37: 21<br><b>PCIA (1)</b><br>46: 5 |
|--|---|---|--|

|  |   |  |  |
|--|---|--|--|
| <b>Pearlman (6)</b><br>66: 16 68: 5<br>69: 20, 24 73: 22<br>74: 8  | <b>pipeline (1)</b><br>30: 15                                 | <b>position (6)</b><br>15: 15 18: 7 78: 2<br>78: 3 79: 9 80: 1   | <b>price (7)</b><br>9: 8 45: 17 63: 8<br>63: 9 74: 9, 10<br>74: 11                             |
| <b>Pearlman's (1)</b><br>66: 18  | <b>place (3)</b><br>50: 12 63: 25<br>76: 10                   | <b>positive (8)</b><br>11: 4 24: 11<br>26: 15 38: 1<br>39: 7 43: 6<br>46: 21 52: 12                                | <b>prices (9)</b><br>67: 13 70: 3, 7, 9<br>71: 6, 9, 10, 11<br>71: 20                          |
| <b>pension (1)</b><br>20: 4  | <b>placed (3)</b><br>73: 19 79: 10<br>80: 1                   | <b>possibility (2)</b><br>16: 7 48: 5  | <b>pricing (2)</b><br>55: 7, 23  |
| <b>people (3)</b><br>44: 9 48: 21<br>70: 10  | <b>placement (3)</b><br>40: 20 41: 19, 25                     | <b>potential (2)</b><br>5: 3 16: 8   | <b>pride (1)</b><br>19: 2  |
| <b>per (2)</b><br>37: 12, 13   | <b>plan (6)</b><br>28: 18 35: 8 36: 9<br>36: 14, 16 81: 19    | <b>potentially (1)</b><br>10: 8  | <b>principal (5)</b><br>8: 12 9: 18 39: 11<br>42: 15 58: 7                                     |
| <b>percent (20)</b><br>8: 11 29: 7 31: 17<br>34: 3 37: 4, 6<br>49: 24 59: 5<br>61: 25 62: 3, 5<br>62: 12, 13 64: 2<br>64: 13, 14, 22, 23<br>73: 14, 18 | <b>planned (1)</b><br>78: 4                                   | <b>predictable (2)</b><br>16: 5 33: 9  | <b>prior (3)</b><br>6: 13 15: 10<br>16: 16   |
| <b>performance (1)</b><br>56: 7  | <b>planning (1)</b><br>62: 10                                 | <b>preference (2)</b><br>6: 21 45: 13  | <b>priority (1)</b><br>29: 11  |
| <b>perhaps (3)</b><br>46: 1 47: 3 63: 16   | <b>plans (2)</b><br>36: 12, 20                                | <b>preliminary (1)</b><br>40: 22   | <b>private (5)</b><br>41: 19, 25 54: 17<br>58: 25 68: 18                                       |
| <b>period (5)</b><br>13: 2 24: 8 40: 11<br>40: 22 70: 6  | <b>play (1)</b><br>50: 19                                     | <b>prepared (1)</b><br>32: 1   | <b>privately (2)</b><br>68: 20 73: 19  |
| <b>permanently (2)</b><br>25: 3, 6   | <b>please (5)</b><br>4: 23 6: 5, 10<br>12: 10 74: 24          | <b>preparing (1)</b><br>28: 18   | <b>probably (5)</b><br>9: 5 34: 15 35: 7<br>45: 5 72: 23                                       |
| <b>permission (1)</b><br>39: 2   | <b>pleased (1)</b><br>29: 2                                   | <b>present (3)</b><br>1: 14 12: 6 23: 16   | <b>problem (3)</b><br>14: 2 71: 18, 18   |
| <b>permit (1)</b><br>6: 13   | <b>pledge (2)</b><br>59: 8 69: 10                             | <b>presentation... (3)</b><br>26: 9 30: 6 49: 3<br>52: 3, 7 53: 13<br>54: 6 56: 17<br>58: 3 60: 16, 19<br>73: 2, 7 | <b>problematic (1)</b><br>42: 5  |
| <b>permitted (1)</b><br>54: 24   | <b>pledged (1)</b><br>69: 13                                  | <b>presented (3)</b><br>14: 18 19: 3<br>81: 19   | <b>procedures (1)</b><br>63: 25  |
| <b>person (1)</b><br>61: 4   | <b>pledging (1)</b><br>46: 9                                  | <b>presenting (1)</b><br>23: 15  | <b>proceed (2)</b><br>39: 2 45: 1  |
| <b>perspective (3)</b><br>42: 6, 16 47: 1  | <b>point (3)</b><br>60: 5, 25 61: 5                           | <b>pressing (1)</b><br>28: 17  | <b>proceeds (5)</b><br>39: 12 45: 10<br>59: 12, 16 68: 8                                       |
| <b>Peterson (4)</b><br>57: 24 58: 4, 15<br>60: 19  | <b>pointing (1)</b><br>61: 11                                 | <b>pressures (1)</b><br>16: 17   | <b>process (10)</b><br>15: 1 18: 14<br>33: 25 34: 20, 21<br>36: 14 55: 11, 15<br>59: 20 71: 15 |
| <b>phone (2)</b><br>6: 8 66: 15  | <b>points (3)</b><br>74: 10, 10, 11                           | <b>pretty (2)</b><br>42: 25 52: 23   | <b>produce (1)</b><br>17: 3  |
| <b>piece (1)</b><br>8: 14  | <b>police (6)</b><br>39: 14, 15, 18<br>40: 3, 9 41: 12        | <b>previous (1)</b><br>25: 4   | <b>professional... (2)</b><br>75: 24 77: 5   |
| <b>Pierce (2)</b><br>7: 11 8: 16   | <b>policies (1)</b><br>63: 24                                 | <b>previously (4)</b><br>36: 2 39: 5 42: 20<br>66: 21  | <b>professional... (2)</b><br>14: 18 15: 12<br>17: 3   |
| <b>pilot (3)</b><br>16: 5 51: 22<br>68: 10   | <b>Pompton (2)</b><br>48: 4 51: 22                            | <b>pre-meeting (5)</b><br>29: 25 31: 23<br>60: 21 69: 8<br>78: 23  | <b>program (7)</b><br>20: 8 24: 24 28: 7<br>29: 19 40: 19                                      |
| <b>pilots (2)</b><br>69: 11 71: 24   | <b>population (1)</b><br>52: 23                               |  |  |
|  | <b>Port (1)</b><br>39: 16                                     |  |  |
|  | <b>portion (7)</b><br>59: 13 63: 11, 12<br>69: 11, 13, 14, 15 |  |  |
|  | <b>portions (2)</b><br>25: 2 26: 2                            |  |  |

|                           |                         |                        |                        |
|---------------------------|-------------------------|------------------------|------------------------|
| 72: 3, 7                  | 36: 18, 22 78: 18       | 73: 21                 | 79: 22 82: 14          |
| <b>programs (1)</b>       | 80: 22 81: 2            | <b>puts (2)</b>        | <b>ramp ing (1)</b>    |
| 15: 13                    | <b>prospect ive (2)</b> | 18: 7 30: 24           | 32: 4                  |
| <b>progress (3)</b>       | 8: 5 31: 11             | <b>put ting (7)</b>    | <b>ranged (1)</b>      |
| 21: 8, 19 41: 11          | <b>proud (1)</b>        | 18: 1 34: 5, 7         | 73: 13                 |
| <b>prohi bi ti ve (1)</b> | 52: 21                  | 36: 14 50: 11          | <b>rare (1)</b>        |
| 8: 18                     | <b>provi de (1)</b>     | 55: 1 70: 17           | 42: 3                  |
| <b>project (49)</b>       | 49: 22                  | <b>p. m (1)</b>        | <b>rate (15)</b>       |
| 29: 6, 10 30: 14          | <b>provi ded (4)</b>    | 84: 5                  | 8: 11 9: 16 14: 22     |
| 30: 17 35: 22             | 42: 21 58: 19           |                        | 14: 24 17: 8           |
| 42: 16 45: 5, 9           | 64: 16, 21              | <hr/>                  | 28: 19 36: 9, 18       |
| 45: 11, 14, 16, 22        | <b>provi des (3)</b>    | <b>Q</b>               | 36: 22 46: 20          |
| 45: 24 46: 2, 7           | 16: 20 76: 20, 21       | <b>Qual ity (1)</b>    | 72: 17, 24 73: 16      |
| 46: 13, 17, 18, 24        | <b>provi di ng (6)</b>  | 81: 16                 | 73: 20 78: 3           |
| 47: 4 48: 17              | 48: 20 58: 12           | <b>quarter (3)</b>     | <b>rated (1)</b>       |
| 50: 20 51: 21, 23         | 62: 15 64: 20           | 30: 16 37: 12, 13      | 50: 24                 |
| 52: 1, 20 53: 16          | 75: 25 76: 15           | <b>questi on (8)</b>   | <b>rates (6)</b>       |
| 59: 2, 6, 9, 14, 17       | <b>publ ic (20)</b>     | 8: 23 10: 25           | 28: 23 36: 4           |
| 60: 2, 9, 14, 23          | 1: 12 6: 4 11: 2        | 21: 22 35: 25          | 40: 21 73: 13, 24      |
| 61: 24, 25 63: 11         | 26: 12 28: 12           | 70: 14 78: 21          | 74: 6                  |
| 65: 22 66: 22             | 35: 9 37: 18            | 79: 8, 18              | <b>rather (2)</b>      |
| 67: 7, 8, 9, 11, 14       | 41: 19, 24 43: 3        | <b>questi ons (37)</b> | 39: 22 76: 9           |
| 68: 21 69: 22             | 48: 3 52: 9             | 5: 6 8: 20 11: 2       | <b>rating (2)</b>      |
| 73: 25                    | 54: 17 56: 19           | 20: 14 25: 10          | 46: 19 50: 25          |
| <b>projected (1)</b>      | 64: 8 74: 15            | 26: 9, 12, 15          | <b>ratio (2)</b>       |
| 28: 19                    | 79: 21 82: 13           | 29: 23 37: 16, 18      | 42: 11 50: 10          |
| <b>projects (37)</b>      | 85: 6, 20               | 37: 25 42: 22          | <b>readopti on (2)</b> |
| 28: 16 29: 4, 10          | <b>pull (1)</b>         | 43: 1, 3 52: 5, 8      | 80: 23 81: 8           |
| 29: 12, 15, 19            | 73: 16                  | 52: 10, 11 56: 18      | <b>ready (2)</b>       |
| 30: 8, 10, 19, 25         | <b>Pul te (1)</b>       | 56: 19 60: 17          | 62: 9 68: 19           |
| 31: 4, 11, 20, 24         | 69: 3                   | 63: 21 64: 6, 9        | <b>real (3)</b>        |
| 32: 2, 13, 23             | <b>purchase (4)</b>     | 65: 2 73: 7            | 10: 25 71: 20, 20      |
| 33: 6, 7, 19              | 8: 4 45: 17 48: 1       | 74: 13, 15 76: 11      | <b>realized (1)</b>    |
| 34: 11, 16, 19, 23        | 48: 11                  | 78: 18 79: 21, 24      | 15: 21                 |
| 35: 2, 10, 10, 13         | <b>purchased (1)</b>    | 82: 9, 11, 14, 15      | <b>really (17)</b>     |
| 40: 14 67: 21             | 7: 22                   | <b>quick (1)</b>       | 9: 22 10: 12           |
| 68: 2, 13, 23             | <b>purely (1)</b>       | 21: 2                  | 18: 20 19: 6, 10       |
| 69: 1, 7 70: 23           | 77: 4                   | <b>quickly (1)</b>     | 19: 10, 20, 20         |
| 77: 25                    | <b>Pure' s (1)</b>      | 80: 25                 | 21: 19 34: 1           |
| <b>project-base. . .</b>  | 61: 23                  | <b>quite (5)</b>       | 50: 19 52: 18, 20      |
| 49: 22                    | <b>purpose (3)</b>      | 9: 2 19: 1 31: 24      | 55: 6, 24 72: 10       |
| <b>propert ies (2)</b>    | 47: 17, 23 49: 20       | 44: 9 59: 18           | 83: 10                 |
| 67: 13, 23                | <b>pursuant (5)</b>     | <hr/>                  | <b>reason (6)</b>      |
| <b>property (5)</b>       | 24: 7 54: 17            | <b>R (2)</b>           | 9: 7, 15 10: 7         |
| 48: 4, 6, 12 51: 24       | 58: 25 59: 1            | 2: 1 85: 1             | 20: 9 41: 7            |
| 63: 5                     | 61: 21                  | <b>RAB (5)</b>         | 64: 13                 |
| <b>proposal (2)</b>       | <b>pushed (1)</b>       | 59: 14 63: 1, 9, 14    | <b>rebate (1)</b>      |
| 8: 8 12: 2                | 32: 9                   | 63: 25                 | 70: 11                 |
| <b>proposal s (2)</b>     | <b>put (12)</b>         | <b>RABs (3)</b>        | <b>recapture (1)</b>   |
| 8: 6, 7                   | 9: 18 18: 13            | 63: 21 69: 12, 14      | 70: 19                 |
| <b>proposed (11)</b>      | 45: 16 51: 16           | <b>radi os (2)</b>     | <b>recei ve (3)</b>    |
| 12: 13 14: 14             | 60: 25 61: 5            | 7: 13 8: 1             | 29: 7 50: 4 77: 6      |
| 15: 16 17: 17             | 63: 25 67: 17, 24       | <b>rai se (4)</b>      | <b>recei ved (6)</b>   |
| 28: 5 35: 19              | 71: 7 72: 4             | 64: 9 74: 16           | 8: 6 9: 6 25: 1        |

|   |   |   |   |
|---|---|---|---|
| 30: 24 40: 22<br>69: 18   | <b>reflects (2)</b><br>14: 24 15: 17                        | 55: 18  | <b>resident (1)</b><br>52: 21   |
| <b>receiving (2)</b><br>9: 11 49: 23  | <b>regard (2)</b><br>64: 3, 24                              | <b>repay (3)</b><br>46: 7 67: 23<br>68: 11                        | <b>residential (1)</b><br>59: 5   |
| <b>recent (4)</b><br>16: 17 34: 13<br>36: 23, 24  | <b>regarding (2)</b><br>30: 7 63: 21                        | <b>repayment (5)</b><br>40: 6 41: 5 46: 10<br>47: 7 49: 5         | <b>residents (5)</b><br>45: 14 46: 6, 14<br>61: 17 78: 9                |
| <b>recognition (1)</b><br>22: 1   | <b>regional (1)</b><br>64: 22                               | <b>replace (1)</b><br>35: 22                                      | <b>resolution (2)</b><br>46: 23 47: 15                                  |
| <b>recognize (1)</b><br>28: 14  | <b>regularly (1)</b><br>32: 20                              | <b>replacement (2)</b><br>29: 6 31: 3                             | <b>resources (1)</b><br>68: 23  |
| <b>recommend (1)</b><br>17: 4   | <b>regulations (3)</b><br>62: 18 81: 9, 21                  | <b>replacing (1)</b><br>19: 18                                    | <b>respect (5)</b><br>68: 3 81: 21, 22<br>81: 24, 24                    |
| <b>recommendati ...</b><br>7: 10  | <b>rejected (2)</b><br>10: 7, 19                            | <b>replenish (2)</b><br>16: 24 19: 21                             | <b>responsibili ...</b><br>15: 4 55: 19 71: 4                           |
| <b>record (5)</b><br>6: 1 13: 7 30: 9<br>51: 16 81: 24  | <b>related (4)</b><br>7: 12, 17, 25<br>59: 19               | <b>report (1)</b><br>64: 16                                       | <b>responsible (1)</b><br>17: 3   |
| <b>recourse (1)</b><br>69: 9  | <b>relationshi p ...</b><br>56: 4                           | <b>reported (1)</b><br>85: 7                                      | <b>result (1)</b><br>19: 25   |
| <b>recovery (4)</b><br>12: 20, 23 13: 2<br>17: 10   | <b>relative (1)</b><br>85: 14                               | <b>reporter (3)</b><br>1: 12 5: 25 85: 6                          | <b>resulted (1)</b><br>8: 11  |
| <b>recurring (1)</b><br>15: 23  | <b>relatively (2)</b><br>55: 4, 23                          | <b>represent (1)</b><br>75: 20                                    | <b>resulting (1)</b><br>78: 2   |
| <b>recuse (1)</b><br>12: 5  | <b>relayed (1)</b><br>30: 4                                 | <b>represented (1)</b><br>41: 21                                  | <b>results (2)</b><br>14: 21 28: 15                                     |
| <b>recused (2)</b><br>22: 20 80: 13   | <b>released (2)</b><br>9: 21, 24                            | <b>Request (1)</b><br>81: 16                                      | <b>retained (1)</b><br>77: 10   |
| <b>recusing (1)</b><br>75: 16   | <b>reliance (2)</b><br>33: 12, 14                           | <b>requested (1)</b><br>39: 17                                    | <b>retired (1)</b><br>8: 15   |
| <b>redevelop ...</b><br>57: 23 58: 1, 5, 17<br>59: 23, 25 60: 12<br>61: 20 66: 16, 19                                   | <b>relying (1)</b><br>77: 16                                | <b>requests (4)</b><br>18: 14 24: 11<br>28: 4 73: 5               | <b>retirements (1)</b><br>78: 13  |
| <b>redevelop' ...</b><br>57: 24 58: 8   | <b>remain (2)</b><br>6: 6 17: 7                             | <b>require (1)</b><br>12: 4                                       | <b>retiring (2)</b><br>76: 25 79: 4                                     |
| <b>redevelopmen ...</b><br>57: 19, 22 58: 16<br>58: 24 59: 2, 6<br>60: 4, 6 66: 13<br>67: 6, 14, 18, 21<br>68: 20 73: 3 | <b>remainder (2)</b><br>28: 7 55: 14                        | <b>required (1)</b><br>71: 6                                      | <b>retrofit (1)</b><br>39: 23   |
|   | <b>remaining (6)</b><br>29: 17 35: 4, 6<br>62: 19, 21 77: 3 | <b>requirement (1)</b><br>62: 14                                  | <b>return (1)</b><br>24: 15   |
|   | <b>remind (1)</b><br>6: 3                                   | <b>requirements ...</b><br>65: 23 67: 12<br>81: 17, 24            | <b>revenue (7)</b><br>15: 19, 24 16: 10<br>39: 8 45: 8<br>51: 25 71: 25 |
|   | <b>remote (1)</b><br>1: 10                                  | <b>requires (3)</b><br>16: 22 33: 16<br>64: 23                    | <b>revenues (8)</b><br>15: 14, 18, 22, 23<br>41: 6 45: 19, 19<br>50: 11 |
|   | <b>renegotiated ...</b><br>42: 7                            | <b> requisite (1)</b><br>82: 4                                    | <b>review (2)</b><br>7: 9 28: 22  |
|   | <b>renewal (2)</b><br>24: 14 58: 6                          | <b>reserve (1)</b><br>47: 17                                      | <b>revisions (1)</b><br>55: 7   |
|   | <b>rental (3)</b><br>59: 5 61: 25<br>68: 21                 | <b>reserves (6)</b><br>15: 6 16: 20<br>49: 10, 17 50: 11<br>78: 6 | <b>revitalizati ...</b><br>13: 2  |
|   | <b>rents (2)</b><br>46: 14 49: 24                           | <b>Reservoir (2)</b><br>29: 10 30: 14                             | <b>Richard (2)</b><br>44: 19, 24  |
|   | <b>repair (3)</b><br>8: 18 55: 20 78: 1                     |   |   |
|   | <b>repairs (1)</b>  |   |   |

|  |   |   |  |
|--|---|---|--|
| <b>rid (1)</b><br>22: 4  | 41: 9, 9, 10 61: 7  | 28: 16  | 12: 20 32: 15  |
| <b>right (21)</b><br>5: 24 7: 1 9: 1<br>10: 5, 24 11: 3<br>11: 20 20: 16<br>25: 23 27: 8<br>32: 2 37: 1<br>40: 15 56: 16<br>63: 7 64: 5<br>67: 25 68: 13<br>73: 17 74: 3<br>80: 21   | <b>row (1)</b><br>14: 23  | <b>scenario (1)</b><br>10: 4  | 39: 6 46: 20<br>73: 2 76: 14   |
| <b>Rinaldi (3)</b><br>54: 4, 7 56: 3   | <b>rules (1)</b><br>80: 23  | <b>scope (4)</b><br>55: 1, 7, 20, 23  | <b>seeks (1)</b><br>29: 13   |
| <b>risk (4)</b><br>9: 22 15: 8 74: 1<br>74: 4  | <b>running (1)</b><br>34: 24  | <b>screen (1)</b><br>6: 12  | <b>seem (1)</b><br>50: 19  |
| <b>roads (1)</b><br>67: 19   | <b>Rural (1)</b><br>40: 19  | <b>scrubbing (1)</b><br>30: 22  | <b>seems (3)</b><br>9: 8 41: 2 79: 1   |
| <b>Rodriguez (68)</b><br>2: 5 4: 6, 8, 18<br>5: 10, 12, 21, 22<br>11: 6, 8, 17, 18<br>12: 8, 9, 11, 16<br>13: 22 14: 2<br>20: 15, 17, 19, 21<br>20: 23, 24 21: 1<br>21: 21 22: 11, 14<br>23: 2, 3, 7 27: 4<br>27: 5 38: 2, 4, 14<br>38: 15 43: 7, 9<br>43: 19, 20 52: 14<br>53: 5, 17, 18<br>57: 10, 11 65: 6<br>65: 8, 17, 18<br>74: 21, 23, 24<br>75: 8, 9 80: 3, 5<br>80: 14, 15 82: 17<br>82: 18 83: 6, 7<br>83: 15, 17 84: 1<br>84: 2 | <b>Ryan (1)</b><br>54: 2  | <b>SCVA (2)</b><br>7: 13 8: 1   | <b>seen (3)</b><br>21: 8, 8 72: 6  |
|  | <b>S</b>  | <b>second (22)</b><br>4: 7 5: 10 11: 6<br>22: 17, 18, 19<br>26: 18 31: 16<br>36: 25 37: 2<br>38: 3 43: 8 53: 4<br>56: 24 59: 4<br>65: 6 66: 24<br>73: 20 74: 23<br>80: 4 82: 20<br>83: 15   | <b>self-explana... (1)</b><br>43: 1  |
|  | <b>S (1)</b><br>2: 1  | <b>secondary (1)</b><br>25: 21  | <b>sell (2)</b><br>48: 12 67: 21   |
|  | <b>safe (1)</b><br>34: 9  | <b>Seconded (1)</b><br>82: 21   | <b>selling (1)</b><br>48: 6  |
|  | <b>said (12)</b><br>17: 15 18: 11<br>31: 16 38: 23<br>47: 14 50: 7, 17<br>66: 15 69: 8<br>70: 15, 18 71: 24 | <b>section (4)</b><br>47: 16, 20 49: 16<br>51: 13   | <b>send (1)</b><br>51: 4   |
|  | <b>sale (5)</b><br>48: 11 59: 1 63: 5<br>63: 8 67: 12   | <b>secured (5)</b><br>40: 7 59: 7, 10, 15<br>69: 13   | <b>Sendzik (13)</b><br>6: 17, 18, 20, 22<br>6: 22, 24 7: 1, 7<br>9: 10 10: 10, 12<br>10: 18 11: 22                           |
|  | <b>sales (9)</b><br>67: 12 68: 8 70: 2<br>70: 6, 8 71: 6, 9<br>71: 10, 11                                   | <b>security (1)</b><br>46: 3  | <b>senior (2)</b><br>48: 1, 7  |
|  | <b>Salvatore (1)</b><br>75: 19  | <b>see (38)</b><br>6: 16, 17 11: 1<br>13: 8, 9, 10, 10<br>13: 13 14: 10<br>17: 17 20: 9, 13<br>21: 20 23: 12, 18<br>26: 11 27: 10, 11<br>27: 14 32: 25<br>37: 17 38: 20<br>42: 3 43: 3, 25<br>46: 13 52: 8<br>56: 18 64: 7<br>65: 16 66: 5<br>67: 10 69: 5<br>70: 25 74: 14<br>75: 6, 18 79: 20 | <b>seniors (1)</b><br>48: 20   |
|  | <b>same (8)</b><br>7: 19 18: 1 42: 14<br>42: 16, 17 71: 25<br>72: 7 77: 14                                  | <b>seeing (4)</b><br>16: 17 41: 4 73: 9<br>74: 4  | <b>sense (2)</b><br>39: 24 62: 25  |
|  | <b>satisfied (1)</b><br>56: 6   | <b>seeking (6)</b>  | <b>sent (2)</b><br>31: 1 51: 9   |
|  | <b>satisfies (1)</b><br>61: 6   |   | <b>separate (1)</b><br>51: 9   |
|  | <b>savings (3)</b><br>77: 2, 4, 5   |   | <b>series (3)</b><br>24: 17 44: 8<br>64: 20  |
|  | <b>saw (1)</b><br>42: 6   |   | <b>served (2)</b><br>48: 22 52: 23   |
|  | <b>say (9)</b><br>19: 6 21: 14<br>22: 10 33: 4<br>52: 21 69: 12<br>70: 10, 24 74: 8                         |   | <b>serves (3)</b><br>44: 17, 18 48: 17   |
|  | <b>saying (1)</b><br>71: 20   |   | <b>service (16)</b><br>19: 22 21: 9 29: 6<br>35: 16, 16, 20<br>42: 5, 10 50: 6, 9<br>70: 22 77: 13<br>78: 8, 13, 15<br>79: 2 |
|  | <b>scale (1)</b><br>42: 4   |   | <b>services (10)</b><br>3: 12 12: 25<br>18: 23 48: 16, 20<br>54: 16 56: 5<br>76: 17, 21 79: 6                                |
|  | <b>scaled (1)</b>   |   | <b>set (7)</b>   |
| <b>round (4)</b>   |   |   |  |

|  |   |  |                    |
|--|---|--|--------------------|
| 47: 22 49: 20<br>51: 13 62: 13<br>70: 2 71: 8, 9                                       | <b>side (2)</b><br>66: 17 71: 5   | 26: 5, 9 27: 8<br>30: 5, 17 31: 24<br>32: 11, 14 33: 1<br>33: 8 34: 5, 9, 19<br>34: 22, 23 35: 20<br>36: 12, 16, 19<br>37: 3, 5, 11<br>38: 24 39: 1, 24<br>40: 1, 15 41: 3<br>41: 15, 22 42: 4<br>42: 4, 14, 18, 18<br>42: 18, 22 44: 8<br>44: 10 46: 17, 25<br>48: 7, 17 49: 23<br>50: 7, 9, 25 51: 7<br>51: 9, 14, 24<br>52: 7 54: 5, 12<br>55: 12 56: 23<br>58: 10 59: 11, 14<br>60: 10, 21 61: 13<br>62: 3, 7, 7, 15, 19<br>62: 22 63: 13<br>64: 7, 15, 23<br>65: 5 66: 10<br>67: 4 68: 7, 21<br>69: 3, 7, 10, 16<br>69: 21 70: 6, 8<br>70: 13, 23 71: 7<br>71: 16, 25 72: 1<br>72: 11, 15, 18, 22<br>73: 1, 6, 10, 25<br>74: 5, 13 76: 1<br>76: 10, 13, 25<br>77: 7, 17 78: 14<br>78: 16 79: 15, 19<br>81: 11 82: 8<br>83: 13 | 72: 10 77: 1, 1, 5 |
| <b>setting (2)</b><br>10: 21 47: 15  | <b>sidebar (1)</b><br>31: 7   | <b>Somebody (1)</b><br>31: 7   |                    |
| <b>settled (1)</b><br>15: 5  | <b>sidewalks (1)</b><br>67: 19  | <b>something (4)</b><br>9: 6 10: 1 32: 25<br>64: 11  |                    |
| <b>settlement (4)</b><br>59: 22, 24 61: 21<br>61: 22                                   | <b>significant (4)</b><br>21: 19 35: 21<br>49: 13 69: 6   | <b>sometimes (1)</b><br>16: 2  |                    |
| <b>seven (3)</b><br>60: 4 62: 14<br>73: 22   | <b>similarly (1)</b><br>78: 4   | <b>somewhat (2)</b><br>30: 12 49: 2  |                    |
| <b>seven-figure...</b><br>74: 10   | <b>since (6)</b><br>20: 8 21: 4 33: 5<br>45: 5 54: 25<br>55: 14   | <b>sorry (8)</b><br>25: 21, 22 31: 5, 6<br>36: 25 52: 15<br>62: 8 67: 3  |                    |
| <b>several (3)</b><br>15: 5 29: 10<br>68: 16   | <b>sit (1)</b><br>46: 12  | <b>sort (1)</b><br>40: 25  |                    |
| <b>severely (1)</b><br>39: 20  | <b>site (1)</b><br>48: 8  | <b>sorted (1)</b><br>31: 2   |                    |
| <b>sewage (3)</b><br>76: 16, 22 77: 24   | <b>sitting (1)</b><br>9: 17   | <b>sound (1)</b><br>20: 10   |                    |
| <b>sewer (6)</b><br>67: 19 76: 8, 9, 9<br>76: 18 77: 17                                | <b>situation (4)</b><br>30: 18 33: 5 70: 2<br>71: 11  | <b>source (4)</b><br>29: 3 31: 12, 13<br>49: 15  |                    |
| <b>shall (4)</b><br>7: 18, 19, 20, 21  | <b>six (6)</b><br>6: 8 8: 5 60: 7, 9<br>70: 5 73: 18  | <b>sources (2)</b><br>15: 24 19: 19  |                    |
| <b>Share (2)</b><br>59: 23 61: 22  | <b>sized (2)</b><br>50: 7 68: 13  | <b>Sourcewell (1)</b><br>7: 23   |                    |
| <b>she (2)</b><br>66: 15, 15   | <b>Skerbo (5)</b><br>54: 1, 2, 9, 15<br>56: 10  | <b>space (1)</b><br>40: 2  |                    |
| <b>sheet (1)</b><br>16: 13   | <b>slated (1)</b><br>69: 1  | <b>speak (3)</b><br>6: 11 13: 6 20: 17   |                    |
| <b>shelf (3)</b><br>71: 14, 15, 16   | <b>small (4)</b><br>22: 15 29: 18<br>76: 24 77: 3   | <b>speaking (1)</b><br>71: 20  |                    |
| <b>Sherry (4)</b><br>75: 21, 23 76: 3, 3   | <b>smart (1)</b><br>70: 23  | <b>special (12)</b><br>33: 14 59: 8, 15<br>64: 15 67: 6<br>68: 10 70: 7, 14<br>72: 15, 18, 19, 22  |                    |
| <b>she's (1)</b><br>28: 2  | <b>smartest (1)</b><br>70: 16   | <b>specifi cally...</b><br>7: 11 73: 3   |                    |
| <b>short (2)</b><br>41: 8 78: 16   | <b>smooth (2)</b><br>77: 11, 18   | <b>spend (1)</b><br>18: 4  |                    |
| <b>shortened (1)</b><br>42: 10   | <b>so (148)</b><br>4: 1, 6 6: 2, 11, 23<br>9: 6, 10, 12, 19<br>9: 22, 25 10: 4, 5<br>10: 14, 20, 25<br>12: 6, 7, 9, 17<br>13: 5, 6, 8, 15<br>14: 7, 13 18: 8<br>18: 17 20: 2, 6<br>20: 21 21: 23<br>23: 9, 24 25: 4 | <b>spent (1)</b><br>54: 25   |                    |
| <b>Shorthand (1)</b><br>85: 5  |   | <b>split (1)</b><br>64: 19   |                    |
| <b>should (9)</b><br>9: 6 23: 20 27: 12<br>34: 12, 22 35: 1<br>58: 11 69: 12<br>70: 19 |   | <b>square (2)</b><br>40: 2 59: 3   |                    |
| <b>shrinki ng (1)</b><br>19: 22  |   | <b>SS (1)</b><br>85: 3   |                    |
| <b>sick (3)</b><br>82: 2, 7, 7   |   | <b>stability (2)</b><br>16: 21 17: 11  |                    |
|  |   | <b>Stabilizati o...</b><br>12: 20, 23 17: 9  |                    |



|  |  |  |  |
|--|--|--|--|
| <b>stabilize</b> (1)<br>15: 14           | 27: 17, 24 28: 3<br>44: 14, 22 52: 2     | 42: 24 43: 11, 12<br>43: 23 44: 5      | <b>supplement</b> (1)<br>34: 4           |
| <b>stabilized</b> (1)<br>17: 8           | 66: 15, 18 67: 25<br>68: 4 69: 20        | 45: 2 51: 10, 18<br>52: 6 53: 7, 8, 20 | <b>supplemental</b> ...<br>38: 25        |
| <b>stabilizing</b> (1)<br>15: 3          | <b>Steven</b> (2)<br>54: 4, 7            | 53: 23 54: 13<br>55: 25 56: 9, 15      | <b>support</b> (3)<br>36: 5, 19 72: 21   |
| <b>stack</b> (1)<br>49: 2                | <b>still</b> (12)<br>9: 19, 21, 23 10: 2 | 57: 2, 3, 14<br>60: 18 61: 8, 12       | <b>sure</b> (18)<br>6: 11 13: 25 26: 5   |
| <b>staff</b> (12)<br>13: 9, 23 14: 15    | 10: 15 25: 16<br>34: 5 35: 3             | 62: 19, 23 63: 15<br>63: 20 64: 5, 25  | 28: 2 32: 4 36: 6                        |
| 15: 11 17: 1                             | 41: 13 68: 1                             | 65: 9, 10, 21<br>66: 3, 9, 23 67: 2    | 37: 15, 20 41: 9                         |
| 21: 16 32: 5                             | 69: 17 75: 7                             | 72: 25 73: 6<br>74: 3, 12, 25          | 50: 8 51: 5, 8, 15                       |
| 56: 11 58: 18                            | <b>stipends</b> (1)<br>77: 7             | 75: 1, 12, 14<br>78: 19 79: 15, 18     | 58: 4 61: 3                              |
| 76: 24 77: 3, 12                         | <b>Stock</b> (2)<br>58: 6, 13            | 80: 7, 8, 18, 21<br>82: 10, 23, 24     | 63: 23 78: 24                            |
| <b>staffing</b> (1)<br>32: 9             | <b>story</b> (2)<br>68: 14 72: 11        | 83: 9, 12, 18, 19                      | 82: 21                                   |
| <b>standards</b> (1)<br>81: 10           | <b>straight</b> (1)<br>19: 12            | <b>submit</b> (1)<br>24: 12            | <b>surplus</b> (4)<br>16: 14, 23 45: 19  |
| <b>star</b> (2)<br>6: 8 20: 17           | <b>straightforw...</b><br>79: 2          | <b>subsections</b> (1)<br>5: 4         | 79: 13                                   |
| <b>start</b> (9)<br>9: 4, 11 10: 13      | <b>streamline</b> (1)<br>79: 5           | <b>subsequent</b> (1)<br>40: 25        | <b>Swan</b> (5)<br>13: 9, 13, 16 14: 5   |
| 18: 14 30: 13                            | <b>streams</b> (2)<br>47: 7 49: 4        | <b>subsequently...</b><br>42: 7        | 17: 20                                   |
| 33: 3, 25 35: 10                         | <b>strengtheni n...</b><br>81: 23        | <b>subsidies</b> (1)<br>49: 13         | <b>swear</b> (1)<br>13: 7                |
| 73: 9                                    | <b>strong</b> (5)<br>50: 25 56: 4 78: 2  | 46: 11, 23 51: 5                       | <b>sworn</b> (24)<br>1: 9 6: 13, 24 7: 5 |
| <b>starting</b> (1)<br>69: 5             | 78: 2, 5                                 | <b>subsidy</b> (3)<br>44: 11, 23 51: 5 | 14: 3, 5 23: 24                          |
| <b>state</b> (23)<br>1: 13 9: 1 12: 19   | <b>structure</b> (5)<br>16: 5 41: 3, 3   | <b>substandard</b> (1)<br>41: 13       | 24: 1 27: 17                             |
| 15: 2 16: 19                             | 47: 6 72: 13                             | <b>substantial l...</b><br>28: 6       | 39: 1 44: 10, 24                         |
| 17: 2 18: 24                             | <b>Suarez</b> (117)<br>2: 6 4: 1, 10, 11 | <b>success</b> (3)<br>21: 12 68: 14    | 54: 6, 8 58: 2, 11                       |
| 36: 11 39: 15, 18                        | 4: 21 5: 6, 13, 14                       | 71: 19                                 | 58: 14 66: 8, 24                         |
| 39: 24 40: 8, 9                          | 6: 2, 21, 23 7: 6                        | <b>successful</b> (1)<br>69: 22        | 67: 1 76: 2, 4                           |
| 41: 12, 17 42: 12                        | 8: 22 10: 4, 11                          | <b>substantially...</b><br>42: 7       | 80: 25 81: 4                             |
| 42: 17 49: 15                            | 10: 17, 20 11: 9                         | <b>system</b> (2)<br>32: 8 77: 24      | <b>systems</b> (1)<br>81: 18             |
| 68: 16 72: 8                             | 11: 10, 20, 24                           | <b>system</b> (2)<br>32: 8 77: 24      |  |
| 78: 1 85: 2, 6                           | 12: 1, 15 13: 14                         | <b>systems</b> (1)<br>81: 18           |  |
| <b>stated</b> (1)<br>79: 1               | 13: 24 14: 7                             |  |  |
| <b>state's</b> (3)<br>14: 17 17: 9 42: 8 | 20: 12 21: 7, 7                          | <b>T</b>                               |  |
| <b>stating</b> (1)<br>21: 3              | 21: 16 22: 20                            | <b>T</b> (2)<br>85: 1, 1               |  |
| <b>statutes</b> (1)<br>51: 14            | 23: 9, 14, 17, 23                        | <b>take</b> (6)<br>10: 21 19: 2 47: 8  |  |
| <b>statutory</b> (1)<br>81: 13           | 24: 2 25: 9, 11                          | 64: 13 71: 3                           |  |
| <b>stemming</b> (1)<br>48: 18            | 26: 8, 21, 22                            | 79: 5                                  |  |
| <b>stenographi c...</b><br>85: 10        | 27: 8, 14 29: 24                         | <b>taken</b> (4)<br>1: 10 25: 5 55: 14 |  |
| <b>step</b> (1)<br>12: 4                 | 31: 6, 22 32: 14                         | 85: 10                                 |  |
| <b>Steve</b> (11)                        | 32: 18 34: 9, 25                         | <b>takes</b> (3)<br>18: 15, 20 22: 4   |  |
|  | 35: 24 36: 21                            | <b>taking</b> (1)<br>9: 2              |  |
|  | 37: 7, 14, 16, 24                        | <b>talk</b> (5)<br>30: 3 36: 22 47: 3  |  |
|  | 38: 6, 7, 18                             | 47: 6 61: 15                           |  |
|  |  | <b>talked</b> (1)                      |  |

|                       |                      |                    |                      |
|-----------------------|----------------------|--------------------|----------------------|
| 31: 23                | 6: 13                | 24: 17, 18 25: 1   | 73: 1, 11, 14, 20    |
| <b>talking (1)</b>    | <b>testimony (8)</b> | 25: 2, 14, 16, 21  | 74: 1, 4, 5, 8, 9    |
| 13: 25                | 1: 9 13: 8 41: 21    | 25: 25 26: 6       | 75: 25 76: 11        |
| <b>tap (1)</b>        | 42: 20, 25 58: 12    | 28: 8, 20 30: 4, 5 | 77: 2, 3, 7, 9, 17   |
| 50: 12                | 76: 1 85: 10         | 30: 8, 14, 16, 19  | 78: 11, 14, 14, 20   |
| <b>targeted (1)</b>   | <b>than (7)</b>      | 31: 5, 10, 12, 20  | 78: 24 79: 4, 5, 8   |
| 72: 22                | 15: 21 19: 17        | 31: 23 32: 2, 8, 8 | 79: 13, 15, 19, 21   |
| <b>targeting (1)</b>  | 39: 22 40: 11        | 32: 11, 23, 25     | 79: 25 81: 9, 13     |
| 73: 17                | 41: 4 42: 9          | 33: 2, 4, 11, 13   | 81: 17, 20, 25, 25   |
| <b>tax (18)</b>       | 71: 21               | 33: 13, 16, 20     | 82: 1, 3, 3, 4, 9    |
| 14: 22, 24 15: 4      | <b>thank (56)</b>    | 34: 10, 11, 13, 19 | 82: 14 83: 10, 12    |
| 17: 8 18: 8, 22       | 4: 1 7: 7 8: 22      | 34: 20, 21, 22, 22 | 85: 7, 8, 12         |
| 19: 13 20: 1          | 10: 24 11: 20, 22    | 34: 23, 24 35: 7   | <b>that's (32)</b>   |
| 24: 19 28: 23         | 12: 15 14: 7         | 35: 11, 23, 24, 25 | 6: 25 15: 8 18: 4    |
| 46: 10, 20 49: 14     | 17: 19, 21 20: 12    | 36: 13, 16, 19, 21 | 19: 11, 11, 18, 24   |
| 51: 24 69: 10, 10     | 21: 13 22: 13        | 37: 3, 7, 8, 8, 23 | 19: 25 20: 3, 8      |
| 72: 17, 24            | 23: 6, 23 25: 9      | 38: 23, 25 39: 1   | 22: 11 23: 4         |
| <b>taxes (2)</b>      | 26: 8, 10 29: 22     | 39: 10, 19 41: 5   | 24: 14 30: 17        |
| 15: 25 69: 16         | 29: 24 35: 24        | 41: 11, 11, 20, 23 | 36: 4 41: 20         |
| <b>taxpayers (2)</b>  | 37: 14 44: 5         | 42: 2, 4, 6, 8, 12 | 45: 5 51: 8          |
| 18: 23 22: 6          | 45: 3 47: 10         | 42: 20, 24 44: 11  | 57: 23 60: 10, 11    |
| <b>team (12)</b>      | 48: 23, 24 52: 2     | 45: 15, 18, 19     | 63: 7, 18 66: 17     |
| 13: 4, 5 14: 10       | 52: 6, 22 53: 20     | 46: 6, 11, 16      | 68: 17 71: 14, 22    |
| 17: 13, 16 18: 5      | 55: 25 56: 9, 10     | 47: 19 48: 7, 21   | 72: 11 74: 3, 11     |
| 18: 12, 21 50: 13     | 56: 16 57: 16        | 49: 11, 17, 18, 25 | 78: 16 79: 18        |
| 52: 17 57: 24         | 58: 15, 18 60: 18    | 50: 1, 3, 5, 7, 8  | <b>the (991)</b>     |
| 58: 2                 | 61: 11 64: 5, 25     | 50: 11, 12, 16, 17 | 1: 9, 12, 13 4: 1, 2 |
| <b>technical (4)</b>  | 65: 21, 25 66: 20    | 50: 18 51: 4, 5, 8 | 4: 4, 19, 24, 24     |
| 5: 2 15: 11 17: 2     | 72: 25 73: 5, 6      | 51: 10, 16, 16, 21 | 5: 1, 3, 5, 24 6: 1  |
| 47: 12                | 73: 10 75: 12        | 52: 3, 5, 22, 23   | 6: 3, 4, 8, 12, 14   |
| <b>technology (1)</b> | 78: 19 80: 18        | 53: 1 54: 20, 21   | 6: 15 7: 2, 6, 7, 9  |
| 39: 21                | 81: 5 82: 10, 21     | 54: 25 55: 10, 14  | 7: 13, 14, 16, 16    |
| <b>Ted (1)</b>        | 83: 9                | 55: 18, 25 56: 1   | 7: 17, 18, 20, 20    |
| 57: 21                | <b>thanks (8)</b>    | 56: 4, 9, 12, 14   | 7: 21, 22, 24, 24    |
| <b>tell (1)</b>       | 18: 24 19: 4         | 58: 10, 12, 20     | 7: 25, 25 8: 1, 1    |
| 17: 25                | 20: 11 26: 4         | 59: 20, 24 60: 5   | 8: 3, 5, 7, 7, 8, 10 |
| <b>tenacity (1)</b>   | 49: 7 53: 3 58: 4    | 60: 7, 15, 15, 17  | 8: 15, 15, 15, 20    |
| 52: 19                | 69: 24               | 60: 24, 25 61: 4   | 8: 25 9: 1, 3, 4, 7  |
| <b>ten-year (3)</b>   | <b>that (295)</b>    | 61: 5, 11, 12, 13  | 9: 9, 12, 13, 14     |
| 36: 16 55: 9, 15      | 5: 7 6: 4, 12, 12    | 62: 5, 8, 24 63: 1 | 9: 16, 18, 19, 20    |
| <b>term (3)</b>       | 6: 24 8: 8, 23, 25   | 63: 4, 6, 21, 23   | 9: 23, 24, 24, 25    |
| 40: 10, 12 55: 8      | 9: 3, 4, 13, 18      | 63: 24, 25 64: 3   | 10: 2, 2, 5, 5, 6, 7 |
| <b>terms (6)</b>      | 10: 24, 25 11: 5     | 64: 6, 14, 16, 16  | 10: 8, 13, 14, 16    |
| 24: 13 30: 22         | 13: 5, 6, 11, 13     | 64: 20, 24, 24     | 10: 18, 21, 21, 22   |
| 42: 8 55: 19          | 14: 11, 23 16: 6     | 66: 7, 9 67: 3, 7  | 10: 22, 24 11: 1     |
| 66: 17 67: 12         | 16: 24 17: 4, 15     | 67: 8, 9, 11, 13   | 11: 1 12: 1, 2, 2    |
| <b>testified (10)</b> | 17: 17, 25 18: 8     | 67: 14, 14, 22, 24 | 12: 3, 3, 6, 7, 10   |
| 7: 5 14: 6 24: 1      | 18: 11, 13, 16, 17   | 67: 25 68: 2, 4    | 12: 12, 12, 13, 14   |
| 27: 18 44: 25         | 18: 18, 19, 21, 21   | 68: 10, 11, 13, 24 | 12: 18, 18, 19, 19   |
| 54: 8 58: 14          | 18: 25 19: 3, 5, 6   | 69: 5, 6, 11, 15   | 12: 21, 22, 23, 24   |
| 67: 1 76: 5 81: 4     | 19: 8, 15, 18, 20    | 69: 18, 19, 23     | 12: 24, 25 13: 2     |
| <b>testify (1)</b>    | 19: 21, 22 20: 4     | 70: 4, 5, 11, 19   | 13: 3, 5, 6, 12, 16  |
| 6: 10                 | 20: 6, 9 21: 3, 10   | 71: 7, 25 72: 8    | 13: 17, 19, 21       |
| <b>testifying (1)</b> | 22: 8, 10 24: 6      | 72: 15, 20, 22     | 14: 7, 8, 10, 13     |

|                      |                      |                      |                      |
|----------------------|----------------------|----------------------|----------------------|
| 14: 15, 15, 16, 18   | 33: 9, 14, 15, 18    | 50: 10, 10, 11, 12   | 67: 4, 8, 9, 11, 13  |
| 14: 19, 20, 20, 21   | 33: 22, 23, 23, 25   | 50: 14, 15, 16, 19   | 67: 13, 14, 15, 17   |
| 14: 22, 23, 23       | 34: 1, 10, 11, 13    | 50: 23, 24, 24       | 67: 17, 18, 18, 22   |
| 15: 1, 1, 3, 4, 5, 8 | 34: 14, 16, 17, 19   | 51: 1, 4, 5, 6, 7, 8 | 67: 24 68: 2, 4, 8   |
| 15: 8, 9, 12, 14     | 34: 22 35: 1, 3, 7   | 51: 11, 13, 14, 14   | 68: 8, 10, 11, 12    |
| 15: 16, 17, 19, 20   | 35: 9, 10, 10, 12    | 51: 16, 17, 18, 22   | 68: 14, 17, 18, 20   |
| 15: 22, 22, 23, 25   | 35: 15, 16, 21       | 51: 24 52: 7, 9, 9   | 68: 21 69: 4, 6, 8   |
| 16: 1, 1, 2, 3, 4, 5 | 36: 3, 4, 7, 8, 12   | 52: 12, 16, 18, 19   | 69: 9, 11, 11, 12    |
| 16: 6, 7, 8, 16, 18  | 36: 14, 17, 17, 18   | 52: 19, 19, 22       | 69: 12, 13, 15, 16   |
| 16: 19, 21, 21, 22   | 36: 20, 23, 24       | 53: 23, 24, 24       | 69: 22 70: 3, 3, 4   |
| 16: 24, 25, 25       | 37: 3, 5, 8, 11, 16  | 54: 4, 5, 11, 13     | 70: 5, 7, 8, 9, 12   |
| 17: 2, 4, 6, 6, 7, 8 | 37: 17, 18, 20, 22   | 54: 17, 18, 22, 24   | 70: 14, 15, 15, 16   |
| 17: 8, 9, 11, 13     | 38: 19, 19, 21, 23   | 54: 24 55: 1, 1, 2   | 70: 16, 17, 17, 20   |
| 17: 14, 15, 24, 24   | 38: 24 39: 4, 5, 6   | 55: 4, 5, 6, 6, 8, 8 | 70: 21, 21 71: 1     |
| 18: 1, 1, 4, 5, 6    | 39: 9, 11, 11, 12    | 55: 8, 9, 11, 11     | 71: 2, 3, 4, 5, 7    |
| 18: 11, 11, 15, 16   | 39: 12, 13, 14, 15   | 55: 13, 14, 15, 16   | 71: 12, 12, 14, 15   |
| 18: 18, 19, 20, 23   | 39: 16, 17, 18, 22   | 55: 17, 17, 20, 22   | 71: 19, 23, 23, 24   |
| 18: 23, 24 19: 1     | 39: 23, 24, 25, 25   | 55: 23, 23, 24       | 71: 25, 25 72: 2     |
| 19: 3, 6, 8, 9, 13   | 40: 1, 3, 4, 6, 6, 8 | 56: 2, 4, 6, 7, 7    | 72: 7, 13, 14, 14    |
| 19: 14, 22 20: 1     | 40: 8, 9, 9, 10, 10  | 56: 13, 17, 18       | 72: 14, 16, 17, 17   |
| 20: 2, 2, 3, 4, 4, 5 | 40: 10, 11, 11, 12   | 57: 14, 15, 17, 19   | 72: 18, 21, 21, 23   |
| 20: 6, 13 21: 4, 5   | 40: 12, 13, 15, 17   | 57: 20, 20, 21, 21   | 72: 23 73: 2, 3, 4   |
| 21: 6, 8, 8, 8, 9, 9 | 40: 18, 19, 20, 23   | 57: 23, 24 58: 1     | 73: 7, 8, 11, 12     |
| 21: 10, 15, 16, 17   | 40: 24 41: 2, 3, 5   | 58: 3, 5, 7, 8, 9    | 73: 13, 16, 17, 25   |
| 22: 2, 3, 5, 8, 9    | 41: 6, 6, 7, 11, 14  | 58: 11, 17, 18, 19   | 74: 4, 13, 14, 18    |
| 22: 12, 14 23: 5     | 41: 15, 16, 18, 21   | 58: 21, 22, 22, 23   | 74: 23 75: 10, 11    |
| 23: 9, 10, 11, 18    | 41: 23 42: 2, 6, 8   | 58: 23, 25 59: 2     | 75: 14, 15, 20, 22   |
| 24: 3, 5, 9, 10, 11  | 42: 8, 12, 13, 14    | 59: 4, 6, 9, 10, 10  | 75: 23, 25 76: 7     |
| 24: 12, 12, 13, 13   | 42: 16, 16, 16, 17   | 59: 11, 12, 12, 13   | 76: 11, 14, 15, 15   |
| 24: 13, 14, 16, 18   | 42: 17, 17, 19, 24   | 59: 14, 14, 15, 16   | 76: 16, 17, 18, 20   |
| 24: 19, 20, 21, 21   | 42: 25 43: 2, 3      | 59: 16, 17, 19, 19   | 76: 21, 22, 22, 23   |
| 24: 23, 25 25: 2     | 43: 23, 24, 24       | 59: 20, 21, 22, 23   | 77: 2, 3, 6, 6, 7, 9 |
| 25: 3, 4, 6, 7, 7, 7 | 44: 11, 14, 15, 18   | 59: 23, 25, 25       | 77: 10, 12, 13, 13   |
| 25: 12, 14, 18, 19   | 44: 20 45: 2, 5, 6   | 60: 1, 2, 3, 5, 8    | 77: 14, 15, 16, 19   |
| 25: 20, 20, 22, 23   | 45: 10, 14, 15, 15   | 60: 11, 11, 12, 12   | 77: 19, 22, 23, 25   |
| 25: 24, 25, 25       | 45: 16, 17, 17, 19   | 60: 17, 17, 19, 24   | 78: 1, 4, 6, 7, 8    |
| 26: 1, 2, 6, 6, 12   | 45: 20, 20, 22, 23   | 61: 3, 16, 16, 16    | 78: 11, 15, 16, 23   |
| 26: 12 27: 9, 9      | 45: 24, 24, 24, 25   | 61: 20, 21, 24       | 78: 24 79: 3, 4, 6   |
| 27: 13, 20, 21, 22   | 46: 2, 2, 2, 3, 4, 5 | 62: 1, 2, 4, 5, 7    | 79: 7, 8, 9, 10, 13  |
| 27: 25 28: 1, 2, 4   | 46: 5, 6, 7, 7, 9    | 62: 12, 13, 18, 19   | 79: 16, 18, 20, 20   |
| 28: 6, 7, 8, 9, 10   | 46: 10, 12, 13, 13   | 62: 21, 23, 25       | 79: 24, 25, 25       |
| 28: 12, 13, 15, 17   | 46: 14, 14, 15, 17   | 63: 1, 2, 2, 5, 5, 5 | 80: 1, 19, 21, 22    |
| 28: 20, 21, 24, 24   | 46: 18, 19, 19, 21   | 63: 8, 9, 9, 10, 11  | 80: 22, 23 81: 2     |
| 29: 1, 2, 4, 6, 8, 9 | 46: 22, 23, 23, 24   | 63: 14, 15, 16, 17   | 81: 6, 7, 7, 8, 9    |
| 29: 11, 12, 12, 14   | 47: 4, 4, 4, 6, 7, 8 | 63: 17, 21, 21, 22   | 81: 12, 14, 15, 15   |
| 29: 14, 17, 19, 19   | 47: 14, 17, 19, 21   | 63: 22, 25 64: 6     | 81: 16, 19, 23       |
| 29: 20, 25 30: 1     | 47: 22, 23, 25       | 64: 8, 11, 12, 13    | 82: 4, 5, 5, 6, 7, 9 |
| 30: 4, 5, 7, 7, 8, 9 | 48: 2, 5, 5, 6, 9    | 64: 14, 15, 15, 16   | 82: 12, 13 84: 5     |
| 30: 10, 11, 15, 16   | 48: 10, 12, 12, 13   | 64: 16, 18, 18, 22   | 85: 6, 7, 8, 8, 9    |
| 30: 17, 21, 25       | 48: 18 49: 1, 2, 4   | 65: 1, 4, 19, 22     | 85: 10, 13, 15, 16   |
| 31: 11, 12, 21, 23   | 49: 4, 9, 9, 11, 13  | 65: 22 66: 3, 4, 7   | <b>thei r (14)</b>   |
| 31: 24, 25 32: 12    | 49: 15, 16, 17, 19   | 66: 10, 11, 11, 12   | 30: 1 33: 7 35: 7    |
| 32: 19, 20, 22, 23   | 49: 21, 23, 24       | 66: 13, 15, 16, 16   | 40: 15 44: 17        |
| 32: 24, 25 33: 5     | 50: 1, 2, 4, 6, 6, 8 | 66: 19, 19 67: 2     | 46: 17 55: 21        |

|  |  |   |   |
|--|--|---|---|
| 56: 7, 13 60: 13<br>68: 22 70: 10, 13<br>74: 9   | 33: 17 35: 10<br>40: 9, 12 41: 4, 8<br>43: 3 44: 10<br>46: 16 49: 11<br>50: 3, 24 51: 25<br>56: 11 58: 11, 19<br>62: 7, 15 63: 23<br>64: 9, 20 68: 15<br>69: 1, 1, 15, 18<br>70: 11, 11, 12, 12<br>70: 13, 19 71: 4<br>71: 5, 6, 7, 8, 9<br>71: 23 74: 9, 15<br>79: 22 82: 3, 4, 6<br>82: 14 | 33: 21 34: 4, 6<br>34: 17, 18, 19<br>35: 2, 9, 11, 19<br>35: 22 36: 2, 5<br>36: 10 37: 1<br>38: 23, 24 40: 15<br>41: 1, 23 46: 20<br>47: 2, 8 48: 4, 6<br>48: 8, 17, 17<br>49: 5, 8, 20, 22<br>50: 1, 18, 20<br>51: 21, 23, 23<br>52: 1, 20, 24<br>54: 2, 3, 11, 15<br>54: 20 58: 19<br>59: 21, 24 60: 2<br>60: 11, 14, 21, 23<br>61: 2, 19 62: 25<br>63: 1, 9 66: 21<br>66: 21 68: 7, 14<br>68: 16 69: 17, 20<br>69: 25 70: 1, 24<br>70: 25 71: 5, 11<br>71: 15, 19, 20<br>72: 1, 3 73: 9<br>75: 16 76: 25<br>78: 25 | 28: 11 30: 7, 11<br>31: 25 32: 16, 19<br>32: 22 34: 17<br>36: 3 40: 19<br>41: 6 44: 8<br>55: 11 60: 7, 9<br>61: 7 71: 15<br>76: 25 77: 24<br>81: 1  |
| <b>them (5)</b><br>8: 21 10: 23<br>34: 24 42: 23<br>44: 10   | <b>they're (1)</b><br>68: 22   | <b>thorough (2)</b><br>52: 7 53: 12   | <b>throughout (4)</b><br>18: 18 42: 11<br>67: 18 69: 6  |
| <b>then (22)</b><br>4: 21 14: 9 32: 18<br>34: 10 35: 18, 22<br>41: 6 47: 5, 21<br>55: 7 58: 2<br>62: 19, 23 63: 20<br>66: 8 67: 20<br>69: 14, 23 72: 20<br>74: 17 79: 24<br>80: 21   | <b>They've (1)</b><br>39: 19   | <b>those (26)</b><br>15: 24 20: 1 25: 1<br>25: 4 33: 18<br>35: 6, 13 37: 16<br>39: 12 46: 25<br>59: 1 62: 13<br>63: 24 64: 6<br>67: 22, 23 68: 12<br>72: 3 73: 4<br>74: 10, 13 75: 25<br>78: 13 81: 19, 20<br>82: 3   | <b>ticking (1)</b><br>41: 15  |
| <b>there (42)</b><br>1: 14 6: 24 8: 14<br>9: 22 10: 14<br>13: 11 16: 14<br>19: 11, 13, 18<br>30: 13 31: 2, 19<br>32: 7 33: 11, 15<br>33: 24 35: 21<br>41: 8, 13 46: 8<br>46: 11, 14, 15<br>49: 25 51: 21<br>55: 16 56: 1<br>59: 18 60: 5<br>67: 11, 25 68: 9<br>69: 9, 10, 14<br>76: 1, 11 77: 1, 5<br>79: 12 81: 25 | <b>thing (6)</b><br>21: 24 25: 13<br>70: 16 71: 22, 22<br>72: 13   | <b>thought (1)</b><br>62: 25  | <b>time (26)</b><br>8: 19 9: 2 18: 15<br>29: 1, 18 30: 1<br>30: 11 33: 5, 16<br>34: 22 35: 9<br>40: 1, 11 46: 20<br>47: 8 49: 12, 18<br>54: 25, 25 55: 10<br>60: 21 63: 5<br>70: 6, 13, 18<br>78: 22  |
| <b>Thereafter (2)</b><br>47: 19, 24  | <b>things (6)</b><br>18: 16, 17 19: 5<br>30: 8 39: 21<br>40: 1   | <b>though (2)</b><br>9: 20 16: 16   | <b>times (2)</b><br>42: 11 61: 1  |
| <b>therefore (1)</b><br>29: 16   | <b>think (23)</b><br>9: 8 16: 23 18: 5<br>21: 11, 25 23: 20<br>25: 15 31: 2<br>32: 20 33: 23<br>36: 1 42: 24<br>50: 17 52: 1, 6<br>57: 25 60: 15, 19<br>68: 5 69: 25<br>70: 23 72: 12<br>73: 13  | <b>third (1)</b><br>71: 1   | <b>timing (1)</b><br>28: 24   |
| <b>there's (1)</b><br>51: 3  | <b>third-party (3)</b><br>71: 1, 2, 3  | <b>those (26)</b><br>15: 24 20: 1 25: 1<br>25: 4 33: 18<br>35: 6, 13 37: 16<br>39: 12 46: 25<br>59: 1 62: 13<br>63: 24 64: 6<br>67: 22, 23 68: 12<br>72: 3 73: 4<br>74: 10, 13 75: 25<br>78: 13 81: 19, 20<br>82: 3   | <b>to (443)</b><br>4: 4 6: 2, 2, 3, 5, 6<br>6: 8, 9, 13, 13, 17<br>6: 24 7: 1, 10, 13<br>8: 3, 5, 18, 24<br>9: 2, 4, 10, 19, 20<br>9: 24, 25 10: 13<br>10: 14 11: 1, 4<br>12: 4, 7, 8, 12, 17<br>13: 5, 8, 25 14: 7<br>14: 8, 9, 10, 10<br>14: 12, 19 15: 7<br>15: 8, 13, 14, 17<br>15: 23 16: 8, 11<br>16: 18, 24 17: 7<br>17: 14, 15, 15, 16<br>17: 22, 22 18: 7<br>18: 8, 9, 12, 13<br>18: 15, 16, 17, 18<br>18: 19, 22, 23, 24<br>18: 24, 24, 25<br>19: 5, 6, 13, 16<br>19: 17, 23, 24, 24<br>19: 25 20: 3, 7<br>20: 13, 13, 16, 17 |
| <b>these (16)</b><br>24: 24 29: 1 32: 1<br>32: 13, 21 36: 19<br>39: 25 40: 14, 18<br>45: 10 63: 24<br>68: 23 69: 9<br>71: 3 73: 15<br>81: 11   | <b>this (115)</b><br>6: 5 8: 18, 25<br>12: 5 14: 12, 22<br>15: 1, 10 16: 15<br>16: 19 17: 13, 17<br>18: 12, 14, 21, 22<br>19: 3 20: 8 21: 3<br>21: 4, 7, 11 22: 4<br>24: 4, 5 25: 4, 12<br>25: 18 28: 4<br>29: 1 30: 11, 15<br>30: 16 31: 23   | <b>threshold (1)</b><br>55: 18  | <b>through (28)</b><br>4: 24 7: 22 8: 4<br>14: 8, 14 17: 10<br>19: 19 20: 5   |
| <b>they (62)</b><br>9: 13, 16, 18 13: 4<br>13: 6 14: 10, 11<br>17: 17 20: 2, 13<br>30: 20, 21 31: 13<br>32: 11, 11 33: 8   |  |   |   |

|                      |                     |                          |                          |
|----------------------|---------------------|--------------------------|--------------------------|
| 21: 1, 5, 11, 14     | 57: 19, 25 58: 1    | 18: 12 36: 14            | <b>transi ti on n...</b> |
| 21: 15, 17, 19, 25   | 58: 17, 18, 23, 25  | 55: 2 60: 13             | 33: 8 34: 3              |
| 22: 1, 4, 6, 9       | 59: 1, 7, 8, 11, 13 | 70: 15 72: 8             | <b>translated (1)</b>    |
| 23: 11 24: 7, 11     | 59: 19 60: 1, 8     | <b>told (1)</b>          | 74: 6                    |
| 24: 12, 15, 18       | 60: 13, 13, 16, 22  | 64: 11                   | <b>treated (1)</b>       |
| 25: 6, 12 26: 11     | 60: 22, 25 61: 1    | <b>Toll (1)</b>          | 76: 22                   |
| 26: 13, 15 28: 5     | 61: 4, 4, 13, 14    | 69: 2                    | <b>tremendous (2)</b>    |
| 28: 14, 17, 21, 25   | 61: 17, 21, 23      | <b>Tom (1)</b>           | 14: 25 69: 4             |
| 29: 7, 7, 13, 18     | 62: 5, 6, 7, 8, 10  | 23: 19                   | <b>trending (1)</b>      |
| 29: 20, 23 30: 3     | 62: 11, 12, 24      | <b>too (7)</b>           | 71: 12                   |
| 30: 9, 10, 13, 16    | 63: 10, 11, 14, 23  | 11: 24 29: 18            | <b>true (2)</b>          |
| 31: 10, 13, 21       | 63: 25 64: 7, 9     | 31: 23 50: 23            | 42: 2 85: 9              |
| 32: 1, 1, 2, 2, 7, 8 | 64: 10, 16 65: 3    | 56: 11 63: 22            | <b>truly (2)</b>         |
| 32: 12, 12, 20, 21   | 65: 16, 24 66: 6    | 71: 6                    | 71: 19 72: 1             |
| 33: 2, 9, 14, 16     | 66: 7, 7, 16, 23    | <b>Toro (7)</b>          | <b>trust (1)</b>         |
| 33: 17, 18, 20, 21   | 66: 24 67: 5, 5     | 13: 10, 20 14: 4         | 50: 3                    |
| 33: 21, 25 34: 1     | 68: 3, 6, 9, 11, 19 | 17: 23 18: 9             | <b>try (3)</b>           |
| 34: 1, 4, 9, 10, 15  | 68: 22, 23 69: 2    | 19: 4, 15                | 18: 8 39: 22             |
| 34: 17, 19, 21       | 69: 5, 7, 8, 9, 11  | <b>total (5)</b>         | 56: 15                   |
| 35: 1, 5, 8, 12, 14  | 69: 12, 13, 14, 20  | 7: 16 10: 8 26: 3        | <b>trying (2)</b>        |
| 35: 17, 18, 19, 20   | 69: 20, 25 70: 1    | 60: 10 62: 5             | 20: 16 22: 6             |
| 36: 1, 4, 13, 15     | 70: 6, 7, 9, 9, 11  | <b>totaling (1)</b>      | <b>turn (12)</b>         |
| 36: 17, 18, 22       | 70: 16, 18, 19, 20  | 15: 25                   | 6: 10 12: 7 14: 9        |
| 37: 17 38: 1, 24     | 70: 21, 21, 24, 24  | <b>totally (1)</b>       | 17: 22 18: 9             |
| 38: 25 39: 4, 7, 7   | 71: 6, 7, 8, 10, 11 | 18: 10                   | 20: 13 47: 2, 5          |
| 39: 9, 10, 13, 13    | 71: 13, 13, 16, 16  | <b>touched (3)</b>       | 48: 25 57: 25            |
| 39: 17, 20, 23, 23   | 71: 18, 24 72: 3    | 25: 11 30: 5 36: 2       | 69: 20 76: 1             |
| 39: 24 40: 1, 4      | 72: 16, 20 73: 9    | <b>toward (1)</b>        | <b>turnaround (1)</b>    |
| 40: 18, 20, 25       | 73: 11, 14 74: 1    | 17: 6                    | 69: 4                    |
| 41: 4, 12, 18, 21    | 74: 5, 14, 16, 18   | <b>towards (10)</b>      | <b>turns (1)</b>         |
| 41: 22, 23, 24       | 74: 19 75: 16       | 9: 18 19: 2 25: 12       | 62: 5                    |
| 42: 4, 9, 13, 15     | 76: 2, 2, 8, 18     | 45: 13, 22, 23           | <b>two (6)</b>           |
| 42: 18, 18, 19, 23   | 77: 11, 16, 22      | 46: 10, 13, 17           | 28: 25 35: 3             |
| 43: 2, 3, 5 45: 1    | 78: 7, 7, 8, 8, 10  | 60: 1                    | 48: 19 59: 2             |
| 45: 7, 11, 12, 16    | 78: 12, 15, 23      | <b>tower (1)</b>         | 76: 24 79: 3             |
| 45: 20, 24, 25       | 79: 10, 20, 22, 24  | 7: 12                    | <b>two-and-a-ha...</b>   |
| 46: 7, 15, 16        | 80: 25 81: 13, 14   | <b>town (3)</b>          | 35: 12                   |
| 47: 2, 2, 3, 4, 5, 6 | 81: 19, 21, 22, 24  | 68: 18 70: 15, 16        | <b>type (1)</b>          |
| 47: 21 48: 1, 6      | 81: 25 82: 8, 8     | <b>Township (3)</b>      | 49: 13                   |
| 48: 12, 12, 18, 25   | 82: 14, 16, 19      | 3: 2 6: 15 39: 16        | <b>typical ly (2)</b>    |
| 48: 25 49: 1, 3, 9   | 83: 13, 14          | <b>tradi ti onal (1)</b> | 42: 3 63: 20             |
| 49: 12, 16, 18, 20   | <b>today (26)</b>   | 69: 16                   |                          |
| 49: 21, 22, 25       | 4: 2, 25 6: 15, 25  | <b>tranced (1)</b>       | <hr/> <b>U</b> <hr/>     |
| 50: 2, 5, 5, 8, 18   | 7: 9 12: 2, 17      | 60: 4                    | <b>UHAC (4)</b>          |
| 50: 19, 20, 22, 25   | 13: 3 14: 21        | <b>tranches (3)</b>      | 62: 2, 16, 18            |
| 51: 5, 7, 13, 14     | 23: 10 27: 9        | 60: 3, 7, 9              | 64: 23                   |
| 51: 15 52: 4, 8      | 38: 19, 22 43: 24   | <b>transacti on (1)</b>  | <b>Ul timately (1)</b>   |
| 52: 12, 15, 16, 17   | 45: 4 53: 24        | 59: 24                   | 39: 22                   |
| 52: 19, 21, 21, 21   | 57: 15 58: 21, 22   | <b>transcri pt (2)</b>   | <b>uncertai nti e...</b> |
| 52: 22, 24 53: 1     | 66: 4 67: 4         | 28: 3 85: 9              | 16: 18                   |
| 54: 10, 12, 16, 17   | 75: 15, 21 76: 7    | <b>transferred (1)</b>   | <b>uncertai nty (1)</b>  |
| 54: 20, 23 55: 9     | 80: 22 81: 7        | 77: 22                   | 16: 2                    |
| 55: 16 56: 2, 3      | <b>together (8)</b> | <b>transi ti on (3)</b>  | <b>under (12)</b>        |
| 56: 10, 15, 18, 21   | 7: 17 14: 16        | 77: 11, 18 80: 19        | 12: 19, 22, 23           |

|   |   |  |   |
|---|---|--|---|
| 16: 16 17: 9<br>29: 19 41: 12<br>50: 1 54: 24<br>68: 9 69: 16<br>73: 3<br><b>understand (2)</b><br>18: 25 32: 23<br><b>understandi n. . .</b><br>9: 3 60: 22 63: 19<br><b>understood (2)</b><br>70: 12 78: 24<br><b>undertake (1)</b><br>68: 23<br><b>undertaken (1)</b><br>32: 6<br><b>undertaki ng (1)</b><br>31: 24<br><b>undertaki ngs. . .</b><br>32: 21<br><b>unfortunate (1)</b><br>41: 11<br><b>Unfortunatel . . .</b><br>40: 25<br><b>Uni form (1)</b><br>62: 2<br><b>uni nterrupte. . .</b><br>77: 13, 17 78: 13<br><b>uni t (1)</b><br>74: 9<br><b>uni ts (15)</b><br>45: 12 62: 4, 4, 11<br>62: 15, 20, 22<br>64: 17, 18, 19, 20<br>64: 21 70: 4, 13<br>72: 16<br><b>Unl ess (1)</b><br>19: 20<br><b>unmute (3)</b><br>6: 9 13: 24 20: 17<br><b>unnecessary (1)</b><br>6: 6<br><b>unrei mbursed. . .</b><br>68: 2<br><b>unrestri cted. . .</b><br>79: 9, 25<br><b>unsuccessful . . .</b><br>48: 1<br><b>up (38)</b><br>6: 11 10: 21, 25<br>13: 6 17: 15<br>18: 18 20: 5<br>22: 9 26: 11<br>27: 8 29: 7 32: 5<br>32: 10 33: 22 | 34: 11, 16, 17, 24<br>35: 20 36: 1<br>37: 17 43: 2<br>47: 22 48: 4<br>49: 18 52: 8<br>55: 10, 14 56: 18<br>64: 7 68: 5<br>70: 18 73: 16, 21<br>73: 24 74: 14<br>79: 19 82: 8<br><b>upcomi ng (2)</b><br>29: 9 35: 3<br><b>updated (3)</b><br>30: 24 31: 1<br>72: 16<br><b>updates (2)</b><br>81: 12, 12<br><b>upon (6)</b><br>8: 15 25: 11 30: 5<br>36: 2 38: 22<br>77: 23<br><b>up-front (1)</b><br>50: 2<br><b>Urban (1)</b><br>58: 6<br><b>us (18)</b><br>4: 22, 23 6: 5, 7<br>6: 13 13: 4 14: 8<br>18: 5, 7, 15, 22<br>31: 25 33: 22<br>34: 22 56: 12<br>66: 6 80: 24<br>81: 1<br><b>usage (1)</b><br>77: 16<br><b>USDA (4)</b><br>40: 20, 25 41: 20<br>42: 18<br><b>USDA's (1)</b><br>40: 19<br><b>use (10)</b><br>6: 8 16: 22 29: 20<br>31: 13 33: 14<br>34: 1 39: 23<br>40: 9 42: 1<br>64: 13<br><b>used (6)</b><br>7: 13 33: 17 41: 4<br>45: 11 46: 6<br>72: 20<br><b>user (1)</b><br>28: 19<br><b>usi ng (6)</b><br>29: 8 33: 18 | 41: 24, 25 49: 10<br>77: 14<br><b>usually (1)</b><br>70: 5<br><b>uti lities (2)</b><br>33: 1 76: 23<br><b>uti lity (10)</b><br>76: 8, 9, 18 77: 12<br>77: 13, 16 78: 5<br>79: 10, 16 80: 1<br><b>uti lize (2)</b><br>16: 23 50: 4<br><b>uti lized (4)</b><br>39: 13 46: 7<br>59: 13, 16  | <b>vi deo (1)</b><br>23: 20<br><b>vi deoconfere. . .</b><br>1: 11<br><b>VIII (3)</b><br>47: 16, 20 49: 16<br><b>vi olati on (1)</b><br>5: 4<br><b>vi rtually (2)</b><br>13: 4 56: 5<br><b>vi sion (2)</b><br>52: 19 72: 10<br><b>vol atile (1)</b><br>16: 2<br><b>vol untari ly (1)</b><br>78: 6<br><b>vol unteer (1)</b><br>7: 14<br><b>votes (4)</b><br>23: 4 65: 19<br>75: 11 80: 17<br><b>voti ng (1)</b><br>12: 5<br><b>vouch er (1)</b><br>49: 22<br><b>vouch ers (1)</b><br>49: 23 |
| <b>V</b>  |   |  | <b>W</b>  |
|   |   | <b>Val ley (2)</b><br>3: 5 27: 10<br><b>val orem (3)</b><br>46: 10 69: 10, 16<br><b>vari ous (4)</b><br>19: 19 60: 3<br>77: 24 81: 13<br><b>veh i cl es (1)</b><br>77: 22<br><b>vend or (1)</b><br>9: 24<br><b>vend ors (1)</b><br>78: 10<br><b>Verderame (1)</b><br>66: 18<br><b>very (31)</b><br>8: 22 11: 21 18: 2<br>18: 2, 3 20: 12<br>21: 13 29: 22<br>40: 21 42: 3<br>45: 3 49: 12<br>50: 9, 16, 25<br>52: 7 53: 20<br>56: 11, 16 58: 15<br>58: 20 60: 18, 19<br>60: 20 61: 18<br>64: 3, 17 65: 25<br>78: 19 79: 2<br>80: 18<br><b>vest ed (1)</b><br>12: 24<br><b>veter an (1)</b><br>48: 16<br><b>veter ans (3)</b><br>45: 8, 13 48: 16<br><b>vi a (1)</b><br>1: 10 | <b>wal k (4)</b><br>4: 23 14: 8 31: 25<br>81: 1<br><b>wal ked (1)</b><br>32: 19<br><b>Wal l (3)</b><br>3: 2 6: 15 7: 3<br><b>Wal ter (1)</b><br>61: 20<br><b>WALTERS (2)</b><br>61: 19 62: 21<br><b>want (15)</b><br>6: 17 21: 5, 11, 14<br>21: 14 51: 7<br>52: 16, 17, 24<br>58: 18 64: 10<br>66: 6 69: 6 71: 7<br>82: 8<br><b>wanted (17)</b><br>8: 24 21: 1, 25<br>25: 12 33: 2<br>36: 1, 13 41: 22<br>42: 18 50: 22<br>51: 15 52: 15<br>60: 24 61: 1, 4                               |

|   |  |   |   |
|---|--|---|---|
| 62: 24 73: 11<br><b>warehouse (3)</b><br>59: 4, 9, 15<br><b>was (50)</b><br>7: 5 8: 8, 8 10: 24<br>21: 3 23: 20<br>25: 14, 21, 21, 23<br>25: 24 28: 13<br>29: 25 31: 2, 7, 7<br>31: 19 36: 23<br>37: 3, 3, 4, 5, 6, 8<br>37: 21, 23 39: 22<br>40: 18 42: 25<br>47: 12, 19, 20<br>51: 10, 12, 12<br>52: 7, 14 54: 8<br>54: 20 60: 19, 22<br>63: 1 64: 16<br>67: 7 71: 16<br>72: 3 74: 4, 5<br>77: 20 81: 4<br><b>wasn't (3)</b><br>35: 7 37: 20 51: 6<br><b>wastewater (2)</b><br>54: 16, 17<br><b>watch (1)</b><br>18: 3<br><b>watches (1)</b><br>18: 5<br><b>water (9)</b><br>3: 5 27: 10 54: 19<br>54: 19 67: 19<br>77: 12, 16 81: 16<br>81: 18<br><b>waterfall (2)</b><br>60: 5, 7<br><b>waterfront (1)</b><br>67: 18<br><b>Waters (2)</b><br>58: 8 64: 10<br><b>way (6)</b><br>9: 13 13: 15<br>41: 21 48: 18<br>52: 22 71: 12<br><b>Wayne (1)</b><br>48: 2<br><b>we (198)</b><br>4: 21 5: 8, 24<br>6: 22 9: 10, 15<br>9: 18, 21, 22, 25<br>10: 2, 13, 15, 19<br>11: 3 12: 12<br>13: 7 16: 17, 23<br>17: 4, 12, 25 | 18: 2, 3, 3, 12, 13<br>18: 13, 18, 19, 20<br>18: 21, 25 19: 1<br>19: 2, 3, 7, 15, 16<br>19: 16, 17, 17, 18<br>19: 20, 21, 22<br>20: 22, 25 21: 17<br>21: 25 22: 17<br>23: 24 24: 6<br>25: 6, 25 26: 6<br>26: 15 27: 9<br>29: 22 30: 15, 18<br>30: 19 31: 1, 2<br>31: 22 32: 25<br>33: 4, 20, 21<br>34: 1, 3, 4, 5, 7<br>34: 15, 20, 20, 22<br>34: 24 35: 5, 6<br>35: 11 36: 1, 3<br>36: 10, 11, 13, 13<br>36: 17 37: 9, 25<br>40: 17, 22, 23, 24<br>41: 8, 14, 17, 20<br>41: 21, 22, 23<br>42: 1, 4, 6, 7, 12<br>42: 14, 17, 18, 20<br>43: 5 44: 9, 11<br>44: 15, 19 45: 4<br>46: 13, 20, 25<br>48: 4, 7 49: 15<br>49: 17, 23 50: 7<br>50: 8, 9, 11, 12<br>50: 16, 18 51: 2<br>51: 4, 16 52: 4<br>52: 11 54: 6, 15<br>55: 12, 14, 19<br>56: 5, 6, 15, 21<br>57: 18 58: 2, 6<br>58: 20 60: 16, 21<br>60: 25 61: 12, 13<br>61: 15, 22 62: 3<br>62: 10, 13, 17<br>63: 13, 14 64: 2<br>65: 3 66: 11, 15<br>66: 20 67: 4, 21<br>68: 13, 19, 23<br>69: 5 70: 2, 25<br>71: 10, 15, 16, 17<br>71: 21 72: 19<br>73: 2, 5, 8, 14, 17<br>74: 17 75: 22<br>76: 11 78: 18, 23<br>78: 24 79: 24<br>80: 23, 24 82: 16 | 84: 3<br><b>weakness (1)</b><br>16: 8<br><b>week (1)</b><br>38: 23<br><b>weeks (2)</b><br>72: 23 79: 4<br><b>Weiss (14)</b><br>27: 13, 16, 22, 25<br>31: 17 32: 4, 17<br>34: 2, 15 36: 6<br>36: 24 37: 9, 15<br>37: 23<br><b>welcome (1)</b><br>78: 18<br><b>well (27)</b><br>17: 23 18: 5<br>22: 12, 15 27: 15<br>28: 23 30: 6, 12<br>30: 18 32: 11<br>36: 20 41: 10<br>44: 5 48: 15<br>49: 4, 20 52: 1<br>53: 13 54: 10<br>56: 16 69: 3<br>74: 17 75: 24<br>78: 9 82: 5, 15<br>83: 12<br><b>went (2)</b><br>19: 23 74: 4<br><b>were (22)</b><br>8: 7 10: 18 15: 19<br>18: 1 24: 24<br>25: 19 26: 3<br>28: 8 30: 4<br>36: 11, 12 39: 12<br>41: 24 56: 11<br>63: 25 67: 13<br>70: 21 73: 7, 15<br>74: 10 78: 24<br>81: 12<br><b>weren't (1)</b><br>34: 12<br><b>We'll (1)</b><br>65: 16<br><b>we're (9)</b><br>19: 6 31: 11, 20<br>39: 3 41: 18<br>55: 2 63: 24<br>71: 13 76: 6<br><b>we've (12)</b><br>15: 18 32: 4, 6, 9<br>32: 10 36: 7, 9<br>41: 9, 10 55: 10 | 55: 17 69: 8<br><b>what (40)</b><br>10: 7 18: 2, 3<br>19: 16 21: 12<br>30: 3, 13, 18, 22<br>31: 16 32: 18<br>33: 4 34: 1 36: 7<br>36: 23 37: 7<br>41: 4, 21 46: 25<br>47: 1 55: 19<br>60: 11, 22 61: 2<br>62: 10, 16 63: 4<br>63: 8 67: 11, 14<br>68: 7 69: 19<br>70: 12, 13 71: 5<br>71: 21 72: 6, 17<br>72: 21 74: 3<br><b>whatever (3)</b><br>9: 7 10: 7 32: 14<br><b>what's (6)</b><br>25: 16 55: 20<br>78: 17, 17, 17<br>81: 7<br><b>wheel house (1)</b><br>40: 16<br><b>when (17)</b><br>6: 11 18: 13, 17<br>19: 9 40: 17<br>41: 20 54: 21<br>61: 13 67: 10<br>70: 8 71: 2 72: 3<br>72: 7, 23 73: 15<br>73: 24 78: 23<br><b>whenever (2)</b><br>29: 20 33: 14<br><b>where (8)</b><br>30: 18 33: 5 46: 9<br>60: 5 67: 16<br>70: 2 71: 11<br>73: 23<br><b>whereas (1)</b><br>64: 22<br><b>whereby (1)</b><br>46: 5<br><b>whether (2)</b><br>63: 13 82: 6<br><b>which (42)</b><br>5: 3 8: 11 12: 4<br>13: 25 15: 7<br>16: 11 17: 4<br>18: 6, 7 24: 9<br>29: 6, 15 30: 24<br>30: 25 31: 2<br>33: 19 34: 1 |
|---|--|---|---|

|                      |                      |                      |                       |
|----------------------|----------------------|----------------------|-----------------------|
| 36: 15 39: 16        | 52: 8 56: 18         | 62: 18 65: 19        | 42: 1 47: 1           |
| 40: 4, 11, 19        | 57: 25 58: 11        | 68: 3 69: 19         | 48: 25 52: 4          |
| 49: 2 51: 23         | 59: 9 61: 24         | 70: 14 71: 15        | 53: 1 55: 18          |
| 52: 1 54: 19, 23     | 62: 1, 3, 4, 20, 22  | 72: 9 74: 6          | 56: 2, 3, 10 59: 7    |
| 55: 5 58: 5 62: 6    | 63: 2, 4, 4, 14      | 75: 11, 21 77: 7     | 59: 13, 14 61: 14     |
| 62: 12, 14, 17       | 64: 7, 21, 21        | 78: 7 79: 25         | 62: 12 63: 12         |
| 63: 12 67: 9         | 68: 10 69: 13, 16    | 80: 16, 19, 24       | 64: 9 66: 9           |
| 71: 13 73: 23        | 69: 23 71: 17        | 81: 21, 22, 24, 24   | 67: 17, 21, 23        |
| 76: 16, 24 77: 22    | 72: 13, 15, 22       | 82: 6 85: 15         | 69: 15, 18, 19        |
| 79: 3 81: 8          | 73: 20 74: 14        | <b>wi thi n (11)</b> | 73: 4, 18 74: 15      |
| <b>while (3)</b>     | 75: 25 76: 11, 24    | 7: 14 9: 11 17: 17   | 76: 1 77: 7, 22       |
| 16: 15, 22 77: 4     | 77: 1, 5, 10, 12     | 18: 19 25: 7         | 78: 12 79: 22         |
| <b>whittle (2)</b>   | 77: 14, 17 79: 3     | 59: 20 67: 13        | 80: 25 82: 14, 19     |
| 18: 16, 16           | 79: 13, 15, 19       | 76: 16, 18, 21       | <b>woul dn' t (2)</b> |
| <b>who (20)</b>      | 81: 20               | 77: 12               | 12: 9 40: 24          |
| 7: 2 17: 23 18: 4    | <b>William (3)</b>   | <b>with out (1)</b>  | <b>wound (1)</b>      |
| 44: 15, 17, 18       | 2: 3 7: 2, 4         | 49: 13               | 20: 5                 |
| 54: 4 57: 24         | <b>window (1)</b>    | <b>WITNESS (1)</b>   | <b>wrappi ng (1)</b>  |
| 58: 1, 6, 8 61: 3    | 55: 15               | 4: 19                | 41: 2                 |
| 61: 17, 23 66: 16    | <b>Wini tsky (4)</b> | <b>women (1)</b>     | <b>W-E-I -S-S (1)</b> |
| 70: 10 72: 3         | 23: 19 38: 20, 21    | 52: 22               | 27: 25                |
| 75: 22, 23 79: 3     | 39: 3                | <b>Wood (1)</b>      |                       |
| <b>whole (2)</b>     | <b>win-win (2)</b>   | 57: 18               | X                     |
| 10: 19 51: 21        | 52: 1 72: 1          | <b>woods (1)</b>     | <b>XI 01556 (2)</b>   |
| <b>why (4)</b>       | <b>Wirkowski (4)</b> | 19: 1                | 1: 12 85: 19          |
| 9: 15 20: 9 22: 11   | 23: 18, 25 26: 2, 5  | <b>work (9)</b>      | Y                     |
| 30: 25               | <b>wish (1)</b>      | 17: 14 21: 11, 17    | <b>yeah (3)</b>       |
| <b>Wiel kotz (7)</b> | 65: 22               | 32: 7 52: 25         | 31: 17 33: 3 36: 8    |
| 27: 15, 17, 24       | <b>wishes (1)</b>    | 55: 1, 7 70: 19      | <b>year (34)</b>      |
| 28: 3 44: 14, 23     | 23: 7                | 83: 9                | 9: 5, 11, 20 12: 13   |
| 51: 20               | <b>with (87)</b>     | <b>worked (2)</b>    | 12: 21 13: 1          |
| <b>will (107)</b>    | 6: 25 7: 17 8: 3     | 17: 24 18: 12        | 14: 14, 22, 23        |
| 6: 18 9: 3 10: 25    | 8: 10, 16 13: 3      | <b>worki ng (6)</b>  | 16: 12, 12, 16        |
| 14: 3 15: 12, 24     | 14: 15, 16 15: 1     | 14: 16 19: 1         | 18: 7, 18 19: 10      |
| 16: 9, 23 17: 7      | 16: 2, 8 17: 14      | 32: 10 49: 21        | 19: 23 20: 5          |
| 17: 10 18: 8         | 17: 15 18: 4, 6, 8   | 50: 15 56: 4         | 24: 21 29: 5          |
| 19: 18, 21, 24       | 18: 10, 19, 21       | <b>works (5)</b>     | 30: 15, 17 34: 7      |
| 20: 6, 13 22: 7, 8   | 21: 17 23: 4         | 45: 5 48: 3 50: 1    | 34: 8 36: 10, 11      |
| 23: 14, 16 24: 7     | 24: 15 27: 20        | 50: 19 72: 8         | 36: 17 41: 10, 22     |
| 24: 9, 12, 15        | 29: 2, 2 32: 10      | <b>world (1)</b>     | 50: 4, 5 59: 21       |
| 26: 11 29: 8, 22     | 32: 25 33: 15, 20    | 62: 17               | 63: 16, 17 77: 20     |
| 32: 15 33: 3, 11     | 33: 21, 22 34: 2     | <b>worst (1)</b>     | <b>years (18)</b>     |
| 33: 14, 23, 24       | 35: 19 36: 18        | 10: 4                | 15: 5, 10, 18 19: 9   |
| 34: 14, 21 35: 5     | 39: 1, 1 41: 15      | <b>worth (1)</b>     | 25: 8 28: 25          |
| 35: 11, 20, 22       | 41: 16 42: 12        | 31: 19               | 35: 3, 12 36: 8, 9    |
| 36: 19, 21 37: 25    | 45: 13, 16 47: 12    | <b>woul d (55)</b>   | 36: 19 39: 20         |
| 38: 3, 21 39: 2      | 49: 21 50: 15, 16    | 4: 23 6: 12 10: 7    | 55: 13 68: 16         |
| 40: 3, 4 42: 5, 9    | 50: 17, 17, 23       | 10: 12, 14, 21       | 77: 15, 25 81: 14     |
| 43: 2 44: 8          | 51: 22 52: 20        | 12: 4 14: 11         | 82: 5                 |
| 45: 10, 14, 18, 20   | 53: 1 54: 3 56: 4    | 17: 22 24: 18        | <b>year's (1)</b>     |
| 45: 21, 23 46: 7     | 56: 6, 7, 13         | 25: 6 28: 21         | 14: 12                |
| 46: 8, 11, 15        | 57: 18, 19 59: 16    | 29: 16 30: 3, 9      | <b>yes (80)</b>       |
| 47: 8 49: 23         | 59: 21 60: 15, 23    | 32: 19 39: 10        | 4: 11, 13, 15, 17     |
| 50: 12 51: 25        | 61: 22, 23 62: 2     | 40: 6, 9, 11, 12     |                       |



|                      |                     |                  |                 |
|----------------------|---------------------|------------------|-----------------|
| 4: 19 5: 14, 16      | 48: 24 49: 10       | \$10 (1)         | \$55 (1)        |
| 5: 18, 20, 22 7: 1   | 51: 13 52: 2, 5, 6  | 31: 19           | 16: 15          |
| 11: 10, 12, 14, 16   | 52: 21, 22, 25      | \$12.1 (1)       | \$6 (1)         |
| 11: 18 12: 11        | 53: 20 55: 25       | 60: 1            | 24: 21          |
| 20: 20 22: 22, 24    | 56: 6, 7, 9, 16     | \$13,304.88 (1)  | \$6,300,000 (1) |
| 23: 1, 3, 16         | 57: 16, 25 58: 2    | 8: 2             | 39: 8           |
| 26: 22, 24 27: 1     | 58: 15 60: 18       | \$130 (1)        | \$6.16 (1)      |
| 27: 3, 5 38: 7, 9    | 61: 11 64: 5, 11    | 28: 5            | 37: 12          |
| 38: 11, 13, 15, 21   | 64: 25 65: 16, 21   | \$14 (1)         | \$7.5 (1)       |
| 43: 12, 14, 16, 18   | 65: 22, 24, 25      | 45: 7            | 60: 10          |
| 43: 20 45: 2         | 66: 6, 20, 24       | \$15 (3)         | \$9 (1)         |
| 51: 12 53: 8, 10     | 67: 9, 10 68: 15    | 34: 6, 8 35: 20  | 31: 2           |
| 53: 12, 15, 18       | 68: 21 69: 8, 21    | \$155,000 (1)    |                 |
| 57: 3, 5, 7, 9, 11   | 70: 1, 6, 7, 10, 13 | 16: 1            | #               |
| 61: 10 62: 21        | 70: 24 71: 16, 21   | \$16 (1)         | #3 (3)          |
| 64: 4 65: 10, 12     | 72: 12, 25 73: 5    | 24: 20           | 6: 15 7: 3, 8   |
| 65: 14, 18 68: 5     | 73: 6, 10, 25, 25   | \$16,400,000 (1) | #50082008 (1)   |
| 68: 6 74: 12, 24     | 75: 6, 12 76: 2     | 19: 19           | 85: 20          |
| 75: 1, 3, 5, 9       | 78: 18, 19 79: 1    | \$16.8 (1)       | 1               |
| 80: 8, 10, 12, 15    | 80: 18, 25 81: 1    | 35: 17           | 1st (2)         |
| 82: 24 83: 1, 3, 5   | 81: 5 82: 10, 19    | \$17,413.50 (1)  | 37: 4 78: 12    |
| 83: 7, 19, 21, 23    | 82: 19, 22 83: 9    | 8: 1             | 1,092 (1)       |
| 83: 25 84: 2         | <b>your (12)</b>    | \$18 (1)         | 8: 17           |
| <b>yet (3)</b>       | 6: 10, 11, 12       | \$19 (1)         | 1.2 (1)         |
| 9: 22 19: 1 63: 14   | 21: 17 26: 9        | 70: 18           | 50: 8           |
| <b>Yitz (7)</b>      | 30: 6 34: 13        | \$2,077,348.8... | 1.4 (1)         |
| 27: 12, 16, 22, 25   | 39: 1 56: 11        | 7: 21            | 42: 11          |
| 31: 15 33: 4, 10     | 65: 23 66: 17       | \$2,143,522.2... | 1.5 (1)         |
| <b>you (146)</b>     | 83: 9               | 7: 18            | 16: 16          |
| 4: 1, 23 6: 7, 7, 11 | <b>yours (4)</b>    | \$2.1 (1)        | 1.75 (1)        |
| 6: 13, 18, 21, 23    | 7: 6 45: 2 54: 14   | 45: 23           | 63: 2           |
| 6: 25 7: 7 8: 22     | 67: 2               | \$20 (1)         | 10:00 (1)       |
| 10: 24 11: 20, 22    | <b>yourself (2)</b> | 28: 13           | 1: 14           |
| 11: 24 12: 9, 15     | 6: 9 20: 18         | \$3.3 (1)        | 100 (2)         |
| 12: 22 14: 7         | <b>you' ll (1)</b>  | 47: 16           | 59: 5 61: 25    |
| 16: 13 17: 19, 21    | 63: 15              | \$30,000 (1)     | 102-unit (1)    |
| 17: 25 18: 13        | <b>you' re (1)</b>  | 46: 1            | 59: 5           |
| 20: 12, 16, 16, 19   | 70: 9               | \$300,000 (1)    | 11 (1)          |
| 20: 22, 24 21: 12    | <b>you' ve (2)</b>  | 9: 9             | 55: 13          |
| 21: 12, 13 22: 7     | 22: 3 27: 21        | \$334,875.77 (1) | 110 (1)         |
| 22: 13 23: 6, 14     | <b>Y-I-T-Z (1)</b>  | 8: 13            | 64: 2           |
| 23: 17, 23 24: 23    | 28: 1               | \$35,454.95 (1)  | 1101 (1)        |
| 25: 9, 11, 22        |                     | 8: 1             | 67: 8           |
| 26: 1, 8, 8, 10      | <b>Z</b>            | \$37 (1)         | 12 (2)          |
| 27: 12 29: 22, 23    | <b>zero (2)</b>     | 29: 4            | 1: 6 3: 3       |
| 29: 24 30: 5         | 10: 10 14: 24       | \$4.3 (2)        | 12,806 (1)      |
| 31: 10, 14, 15, 25   | <b>Zoom (1)</b>     | 45: 22 47: 21    | 8: 16           |
| 32: 14, 15 33: 20    | 66: 11              | \$4.5 (1)        | 12.2 (1)        |
| 33: 20 34: 18        |                     | 67: 5            | 35: 18          |
| 35: 14, 24 36: 22    | <b>\$</b>           | \$40 (2)         | 12: 12 (1)      |
| 37: 8, 14 41: 14     | \$1,750,000 (2)     | 29: 9 30: 14     | 84: 5           |
| 41: 23 42: 6, 22     | 58: 24 59: 7        | \$5.14 (1)       | 120 (1)         |
| 44: 4, 6, 6 45: 3    | \$1.75 (1)          | 37: 12           | 49: 24          |
| 47: 10 48: 17, 23    | 45: 18              |                  |                 |

