



Whitehall Township Industrial & Commercial Development Authority
The Resource to Start & Grow Your Business
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May 18, 2020

Board of Directors

President
Kent Newhart (2023)

Vice President
Vito G. Gallo (2021)

Secretary
Diane Davidson
(2022)

Treasurer
Stephanie Colbry
(2022)

Cheryl Huckabee
Washington (2023)

Benn Smith (2020)

Jeffrey Warren (2020)

Rhonda Bastian
(2022)

Cara Butz (2022)

Executive Director
Vacant

Solicitor
Joseph Zator II, Esq.

Assistant Solicitor
Jennifer Alderfer,
Esq.

Welcome Zoomers! (Kent) - Meeting conducted utilizing ZOOM Meetings online

Virtual Role Call: Kent Newhart, Vito Gallo, Diane Davidson, Stephanie Colbry, Cheryl Huckabee-Washington, Benn Smith, Rhonda Bastian, Cara Butz, Jennifer Alderfer - Asst Solicitor

1. Approval of Minutes-March 16, 2020 (Diane)-Attachment 1; no comments; no changes.

Motion to Approve – Cheryl Huckabee-Washington
2nd – Benn Smith

Kent Newhart – Yes, Vito Gallo - Yes, Diane Davidson - Yes, Stephanie Colbry - Yes, Cheryl Huckabee-Washington - Yes, Benn Smith - Yes, Rhonda Bastian - Yes, Cara Butz – Yes; All Approved; None Opposed.

Plan to post the Approved Minutes to the website.

2. Financials (Stephanie)-Attachment 2

-Update on Officer’s meeting, May 4, 2020 - expenses are stable right now; not any significant updates to the financials through 4/30/2020.

Kent requested clarification for payment of the insurance payment; Stephanie clarified it is listed on the updated expense sheet. We received reimbursement for expenses that were previously submitted.

-Township submission - Working with Stephanie (at ATA) for the Audit; due end of July. Should be completed well before that due date.

- WTICDA current budget projection discussion (Stephanie) - Stephanie has a template established.

Motion to Approve the Financials – Rhonda Bastian
2nd – Cheryl Huckabee-Washington

Kent Newhart – Yes, Vito Gallo - Yes, Diane Davidson - Yes, Stephanie Colbry - Yes, Cheryl Huckabee-Washington - Yes, Benn Smith - Yes, Rhonda Bastian - Yes, Cara Butz – Yes; All Approved; None Opposed.

3. President’s Update (Kent)

-Update on Formation of a General Purpose Municipal Authority

- not able to get much moving forward due to COVID-19 and immediate needs being addressed. The Township didn’t feel that they had any additional funds available to assist WTICDA financially. WTICDA was

asked if we could truly fund the General Purpose Authority. The Township was going to go to their Solicitor to research and get the opinion. GPA does include development. Waiting to get back on the agenda with the Township, as the state of emergency calms down.

-New GP Municipal Authority legal opinion update: IDA grant or loans are allowable (Jennifer) - There are rumors of large projects with the local hospitals, that with the GPA we could have been of assistance; which we cannot as WTICDA. Also, the purchase of a fire truck would also be something the GPA could purchase, without hurting the rating of debt for the Township. Could also be used to refinance existing the debt the Township has, if we can find a better rate. The Township approved a \$1.75m state-of-the-art aerial firetruck.

4. Mayor's Report (Mike) - not available to attend

- Township economic development activity updates
- Reminder PA State Ethic Forms were due to Larissa (by April 3)

5. Commissioner's Report - (Jeff)

- MacArthur Rd., St Luke's facility has been approved for the SE corner of MacArthur Rd & Schadt Ave. More parking, improved landscaping, moving back.
- Muhlenberg College is approved to install new softball/baseball fields.
- Warehouse off near Ironton Rail trail was approved.
- JCPenney's bankruptcy – unsure how that will affect our local store. – other comments included past publications showed our location was very strong sales.
- Bravo is permanently closed; they were having financial problems prior to COVID-19 pandemic
- Sears lease runs until next year; although there has been a lot of interest in that location including the automotive center.

6. Old Business/Project Updates

- Loan Pool Projects (Benn/Vito)- See Attachments 3 (loan pool spreadsheet) & Attachment 4

Benn – 2 outstanding loans Blue August and MP Square loans ; both have same primary borrower and separate co-signers. The April payment did not come in; Benn followed up with Howard for payment. Had been told the borrowers status had change, although nothing clearly stated. We received the Penrose Authorization letter – one of the co-signers on the MP Square loan, balance is ~ \$26k; the Blue August balance is ~ \$43k. Our portion of those is \$5200 and \$7000 respectively. The letter from Michael Penrose the primary borrower is no longer able to make payments. However since his house is listed as collateral on the loan, Michael will be paying the loan. We recently received the April payment. They will continue to be funneled through Howard Lieberman. Noticed that the \$14 admin fee was not paid on the MP Square loan. Howard stated the Michael Penrose never agreed to paying the admin fee. Jennifer (solicitor) suggests sending the Default letter, since the last payment was last, to reserve our rights against the original borrower. The Blue August loan has had no activity. The co-borrower, borrower's parents, have not communicated or made any payments. Benn will work on drafting the Default letter on that. Need to be sent to every address we have on file; registered mail. Benn also reached out to the lead lender on this; not been able to connect yet.

-Blue August/ MP Squared Loan-letter and rescheduling meeting possible sale of ice cream equipment - there has been renewed interest in the equipment. Vito was in contact with Howard to coordinate viewing the equipment. Vito is concerned about the sale of the equipment goes to WTICDA, not to the seller directly. Jennifer suggested we would need approval of the sales price to the loan pool participants. Vito – if we can get this sold, the check would be payable to WTICDA for distribution; not to the loan recipient of her proxy. Northampton-Lehigh County Loan pool may be ahead of WTICDA as lien holder; Benn is reviewing for further clarification. The good news there are 3 properties tied to these loans. The borrower, Mia is in a liquidation mode.

-State Historical District Grant for Thomas Ironworks:

- Update from Artefact, Inc. (Vito)-reimbursement from state - Received first \$2500 installment that was submitted for the work that has been done Artefact. Unsure of status due to interruption of progress because of the virus.
- Update on Formation of 501(c)?-status and name and scope of new 501 c; (Kent) - Appears it would be best to apply for 501c3 status for the organization. The anticipation is that you will collect \$50,000 or less for the first 3 years, you can file the 501c3 Easy Application for \$275 application fee. Processing is another \$150.
 - Motion to form a 501c3 and file the Easy application for Formation - Cheryl Huckabee-Washington
 - 2nd – Vito Gallo
 - Kent Newhart – Yes, Diane Davidson - Yes, Stephanie Colbry - Yes, Benn Smith - Yes, Rhonda Bastian - Yes, Cara Butz – Yes; Jeff Warren – Yes; All Approved; None Opposed.
 - Vito added – Artefact is going to be delayed a bit too, due to fieldwork that needs to be done and not able to be done due to the COVID-19 pandemic shutting down all activities.

-State Audit/Completion of PA IDA Annual Report Form and Allocation Bulletin Info. on IDAs in PA for 2019 due to DCED July 31, 2020;

- Vito confirmed Stephanie is working with Stephanie at ATA to get this completed.

7. New Business

- **New website updates by LA Interactive** (Vito) the following items are being updated on the website. He confirmed they are tracking analytics and Vito will email out for all to review.
 - **Covid-19 assistance for small businesses**
 - **2020 meeting schedule**
 - **Meeting Minutes**
 - **Board member pictures needed**
 - **Facebook volunteer (Rhonda)** - Happily accepted position. Cheryl and Diane assist. We will work on disabling old FB pages, since we do not have Admin access; then create a new FB page.
 - **LinkedIn** - Stephanie and Cheryl will work on creating a new one.
 - **Township Newsletter Spring/Summer 2020** - link to that article on the website

- **Board member renewals for 2020-Jeff Warren and Benn Smith** - Vito asked that they connect with the Township to confirm if they want to continue with the board. Kent encouraged that they apply for re-appointment as their skills are essential and appreciated. Jeff recommended getting that submitted to Larissa, the Township Secretary.
- **Dairy Update** – Jeff asked if there has been any updates on the Dairy. Kent stated he had informally reached out to the new owners a while ago; however there doesn't seem to be anything to motivate them to do anything.

8. Next Meeting: September 21, 2020

9. Adjourn - Motion to Adjourn – Vito Gallo, 2nd – Benn Smith

- Kent Newhart – Yes, Diane Davidson - Yes, Stephanie Colbry - Yes, Benn Smith - Yes, Rhonda Bastian - Yes, Cara Butz – Yes; Jeff Warren – Yes; Cheryl Huckabee-Washington – Yes; All Approved; None Opposed.