

6. Optional – The Bank will provide an outline on how the City will be engaged to support its credit needs. (Attachment F)
7. All proposals submitted to the City of Scranton are **REQUIRED** to include a certificate of insurance of the prospective bidder's insurance coverage. The City **REQUIRES** the successful bidder to carry Professional Liability insurance at a minimum of \$1,000,000 occurrence/aggregate. All insurance coverages must be kept in effect during the contract period. The loss of insurance coverages could result in voiding the contract.
8. All proposals submitted are required to include signed affirmative action certifications & disclosures - See Attachments G, H, I & J.

### **BACKGROUND AND OBJECTIVES**

The City of Scranton is a Home Rule Charter municipality governed jointly by a mayor and city council. The City of Scranton has determined that it is in the best interest of the operation of the City to seek proposals for general depository banking services for anticipated funds from the American Rescue Plan. The request for proposal affects only those components of the banking relationship identified in the document and does not affect either other components of the banking relationships maintained by the City of Scranton or those relationships maintained by component units of the City of Scranton.

The objective of this Request for Proposal is to identify the banking institution that can offer the highest quality service at the best value to the City of Scranton. The City, through the banking relationship, intends to maximize deposit availability and interest earnings, maximize deposit security, and minimize cost and management time. The City is interested in obtaining the best mix of services to meet our specific banking needs. The expectation of the City is to award a depository with an interest earnings proposal which is market based. The City also will expect standard service pricing, if applicable, will be minimized in the proposal. Proposers must stay up-to-date on guidance and regulations issued by the Secretary of Treasury specific to American Rescue Plan funds, and shall comply with all legal requirements for said funds.

An important aspect of this proposal is to obtain market rates (priced off of the federal funds rate) of interest on all funds held in our accounts with limited associated risks. The City requires that the bank represents, warrants and covenants that, at all times, the assets pledged by the Bank as Collateral will comply with Act 72 of 1971. In accordance with Section 6 of the Act, the Bank will provide a report to the Depositor regarding the aggregate Applicable Public Deposits being secured by the Collateral on, at least, an annual basis. The Bank will determine the value of Collateral in good faith based on recognized valuation sources.

### **LENGTH OF RELATIONSHIP**

The City of Scranton is interested in establishing a stable relationship with your bank. To do this, the City would like to develop an agreement with an original term of four (4) years with an option to renew for four additional years. After the initial four years, fees can be renegotiated should this be deemed necessary. The proposal and subsequent banking agreement will include these terms.

Either party with a 60-day written notice may terminate the agreement for any reason. The City of Scranton can terminate the agreement immediately should in its sole opinion information be received relating to the declining creditworthiness of the bank, adverse changes to the portfolio

collateralizing the City's funds held by the bank, or the Bank's reluctance to engage the City based on credit needs.

### SELECTION CRITERIA

The City will evaluate each proposal received based on the following criteria:

- ◆ Creditworthiness;
- ◆ Investment of Funds;
- ◆ Cost and Flexibility of Services;
- ◆ Accessibility and Ability to Provide Services Efficiently and Effectively through Automation;
- ◆ Funds Deposited and Collateralized in Accordance with all Federal, State and Local Laws, and in accordance with the further limitations in this request as they may relate to collateralization requirements;
- ◆ Industry experience with governmental organizations, including Distressed Municipalities (references to be supplied).
- ◆ Interest rate and/or earnings credit rate paid on all time deposit accounts.
- ◆ Overall best value for the City of Scranton.
- ◆ An overview of the support the bank has provided to the City of Scranton over the past five years.
- ◆ Reporting;
- ◆ The bank will provide a listing of branch offices located in the City of Scranton.

The City of Scranton will use a 100 point rating scale to determine the selection. The scale will be based on the following criteria:

1. 20 points  
The City of Scranton will evaluate the fee-based cost of the banking relationship and the earnings potential of balances maintained at the bank. The City of Scranton will also evaluate the service delivery in the context of those services with specific applicability to local government regardless of cost;
2. 20 points  
The experience of the relationship team assigned to the City will be considered with a specific interest in the level of understanding of government banking. The City will expect that the relationship team, consisting of the assigned relationship manager, treasury management officer, and credit officer will have a level of experience in government banking reflective of managing a relationship with the degree of complexity associated with the City of Scranton;
3. 20 points  
The City will consider the importance of the number of branch offices located in the City of Scranton and the convenience of the branch office assigned to the City of Scranton banking relationship;
4. 20 points  
The City of Scranton will evaluate the bank's commitment to the City over a seven year period, including the extent of the banks transactional relationship's to the City of that time period;
5. 20 points  
The City will evaluate references which have a similar need base to the City of Scranton.

**TERMS AND CONDITIONS**

Please be aware that this is a request for professional services, and not a competitive bid. The terms and conditions of this proposal process are as follows:

1. The City of Scranton reserves the right to reject any or all RFQ's;
2. The City of Scranton may waive any irregularities or informalities and select the best RFQ in the opinion of the City;
3. The City of Scranton may render the Quote invalid due to unauthorized modifications of specification forms or terms.
4. The City further reserves the right to make a selection on the basis of an interview process and will consider the overall responsiveness to the requirements of this Request.
5. The City of Scranton is not obligated to accept the lowest cost RFQ.

**SECTION II  
RFP TIMETABLE**

The RFP will be available to interested institutions on or after May 7th, 2021.

All proposals are due and will be opened on Wednesday, June 2, 2021 at 10:00 a.m.

Final selection will occur after review and approval by the Review Committee no later than June 7, 2021.

Service implementation will be scheduled to begin according to an agreed upon schedule between the City of Scranton and the bank.

**SECTION III  
SCOPE OF BANKING SERVICES**

This section describes a list services the City of Scranton intends to use as a bank customer. There are questions embedded in this section that are repeated in the proposal instructions.

Our objective in requesting services is to maximize our efficiency and effectiveness in the interaction between the City of Scranton and the bank. The City of Scranton may use additional services if the results enhance the cost/benefit relationship. Should you determine that additional services would be beneficial, please include these additional services in your response and any related costs should the City of Scranton wish to use this benefit.

### DEPOSIT AND DISBURSEMENT SERVICES

Services related to the acceleration of the availability of funds for investment & disbursement - Specific to American Recovery Plan funding. Please provide the cost of such service.

#### RECEIPT OF FUND & DEPOSIT

The City of Scranton may use remote/desktop electronic deposit of checks received.

#### WIRE TRANSFER IN

The City of Scranton may use wire transfers to move funds between the City's financial institutions for investment and debt service purposes.

#### ACH DEPOSITS

The City of Scranton receives various deposits through ACH funding from the state, the county, and other third-party intermediaries. The City of Scranton requires the ability to initiate ACH debits to our customer's accounts and to other accounts in other banks. All deposits received via ACH should require no prior notification of the bank and should be available for withdrawal immediately.

### \*\*DISBURSEMENT SERVICES

Disbursement services are those relating to the disbursement of funds from the bank.

#### WIRE TRANSFERS OUT

Wire transfers are initiated by the City of Scranton to transfer funds from our bank accounts to other financial institutions for investment and debt service purposes. The City of Scranton will not accept the requirement of going to a local branch to initiate a wire transfer, although this option should be available as appropriate. The preferable methodology is to provide wire transfer services by electronic platform or by voice initiative repetitive telephone method, or both.

If required, the City agrees to notify a designated person at the bank prior to noon of any outgoing wire transfers. The City expects that wire transfers ordered by noon will be received by the destination party by 2:00 p.m. or otherwise with same day availability.

#### ACH DEBITS

The City of Scranton requires the ability to block certain ACH Debits and to set some accounts to notify and receive approval for all attempted debits.

#### BETWEEN FUND TRANSFERS

The City of Scranton may require transfers between funds through the online banking system. If the accounts are set up as zero balance accounts, the system must allow for an override and not deny the transaction based on the zero balance.

### ZERO-BALANCE SWEEP ACCOUNTS

The City of Scranton will consider the use of a zero-balance account structure to provide the mechanism to have the total amount of our float fully invested as appropriate. It is an important consideration that our funds continue to be fully invested at market rates.

A bank balance disregarding the sweep transactions must be available for purposes of balancing each individual account to a non-zero balance. This balance / statement will be obtained by the City of Scranton electronically and through traditional statements.

### ACCOUNT RECONCILIATION/CHECK DISBURSEMENT SERVICES

The City requires a system that the bank provides that will allow us to obtain an electronic listing of cleared checks from the bank via the Internet. The information transmitted must include check number, account, and date paid. In addition, some method for obtaining a physical image of both sides of the check for audit purposes is required.

The City will consider Positive Pay methodologies for some accounts for both check and debit transactions. If available, please include a description of these methodologies and related costs.

### MONTHLY REPORTING

The financial institution will, as requested by the Business Administrator or his designee, provide the City of Scranton with a detailed statement of activity listing each transaction and ending daily bank balance. Also, a listing of the cleared checks in numerical order must be provided. This listing should include the check number, check clearing amount, and the date the check was cleared. Also, this report must include a total of cleared checks for the month. The City should receive these reports within 5 days following a request. If these statements are delivered electronically, please describe the method of delivery.

The City also requires an Account Analysis Report including all per item fees and earnings credit calculations on a monthly basis. This report may be delivered electronically.

Proposers shall certify that they will stay up-to-date on guidance and regulations issued by the Secretary of Treasury specific to American Rescue Plan funds, and shall comply with all reporting requirements.

### ELECTRONIC/INTERNET BANKING SERVICES

A critical component of the request for proposal is the technological capability of the banks on-line banking system. In addition to addressing all services previously described, the City wishes to evaluate how business may be conducted through the bank via electronic services. Please describe your financial institution's ability to provide the following services via a secure Internet site:

- ◆ Previous day and historical balance and transaction reporting;
- ◆ Current day reporting of all electronic transactions (wire and ACH) and check; presentment reports on a Controlled Disbursement Account;

- ◆ Reporting on returned deposits, returned ACHs, returned wires and Notification of Charges (NOCs);
- ◆ Initiation of book transfer, repetitive Fed wire, and non-repetitive Fed wires;
- ◆ Maintenance of repetitive book and Fed wire instructions
- ◆ Submission of stop payment;
- ◆ Review of previous day or historical check images;
- ◆ Bank Automated Interchange (BAI) or other file type downloads of paid checks;
- ◆ View all account activity;
- ◆ Remote check deposit;
- ◆ Inter-account transfers and wire transfers.

Included with this information should be complete details of fees and prices for such services. It is anticipated that significant savings on stop payment and transaction initiation could be achieved by utilizing such systems.

Also included should be a detailed description of recommended technology necessary to utilize these services. Please also describe the bank's response time to upgrading online systems for compatibility with new versions of Windows and Internet Explorer.

### INVESTMENT SERVICES

The effective and efficient cash management system accelerates receipts of funds, delays disbursement of funds, and minimizes idle cash balances. Each of these objectives has been discussed in detail previously within this section of the Request for Banking Services. A truly exceptional system; however, should be measured on the full investment of cash at market rates with very little or no risk associated with the program. Investment of City funds will fully comply with Act 10 of 2016.

In lieu of the standard interest checking product, the City of Scranton will consider suggestions relating to an alternate or supplementary investment program you will provide us. These suggestions must include the following information:

1. The method used to fully collateralize our account balance in excess of FDIC insurance. Should a repurchase agreement be considered, please explain the type of investment, which will be used in this buy/sell agreement. A separate repurchase agreement will be required for these types of transactions. Also, describe the safekeeping arrangement for the investments held relating to the repurchase agreement or the bank's independent trust company. All collateral must be held and valued by third parties.
2. Explain the calculation of the daily interest rate including the specific interest index and source of information (i.e. Wall Street Journal).
3. Explain the calculation of interest earned on a monthly basis (i.e. 360-365 day basis, average daily balance, average monthly interest rate, calculated daily based on daily rate and daily balance).
4. Provide description of the amount of cash balance on which the interest calculation is based such as collected funds and reserve amounts.

5. Any additional information you deem necessary for the City to fully understand your suggested investment vehicle.

The City of Scranton is conservative and adverse to funds risk. However, a well-administered cash management system can provide market rates of return without exposure to risks.

#### SECTION IV BANK CREDIT EVALUATION

Although properly structured collateral offers the City of Scranton insurance against financial institution credit problems, the City would be remiss in not evaluating the prospective bank's creditworthiness. Although this will not be the primary evaluating criteria, it will be used to include a financial institution in our proposal process.

The City will utilize the standard rating methodology to evaluate your financial institution. Should you be rated unfavorably by this rating system, the City will notify you of this fact and allow you to respond accordingly. Additionally, please include your most recent audited financial statement for our review.

#### SECTION V BANKING SERVICE FEES

Banking services can be paid for by one of two methods. The City requests that your proposal response include both the use of compensating balances and the direct charge methods for any resulting deficiency.

This document includes a listing of the number of transactions used during a normal month for each banking service. It is understood that the direct service fees may change during the period of this proposal. Please provide us with per item cost and the annual cost for each service.

Also, please provide us with your compensating balance calculations, including current earnings credit rate, and your policies relating to the evaluation of this established balance.

#### \*\*SECTION VI WAIVER OF FORMALITIES

The City of Scranton reserves the right to waive any formalities applicable to any provisions contained within the Request for Proposal – Banking Services.

#### BIDDER'S ETHICS AND COLLUSION

**Collusive Bidding:** Any bank that submits more than one proposal in such a manner as to make it appear that one of the proposals submitted is competitive with that of a different bidder, or any two or more banks that agree to fix their respective proposals in such a manner as to be awarded the contract shall be disqualified from further consideration of award of this contract and shall be subject to any applicable penalties under the law.

**Bribery:** Any bank that attempts to influence a City official to award this contract to such bidder's banking institution by promising to provide or by providing to such City official any

gratuity, entertainment, commission or any other gift, in exchange for a promise to award the contract to such banking institution shall be disqualified from further consideration of award of this contract and shall be subject to any applicable penalties under the law.

**Conflict of Interest:** Any bank that knows of any City official having a material direct or indirect financial interest in such bidder's banking institution shall be required to submit a written statement, along with the Form of Proposal, detailing such interest. Failure to disclose a known such financial interest shall result in the bank's disqualification from further consideration of award of this contract.



ATTACHMENT A  
DATA SUBMISSION DOCUMENT

THIS PROPOSAL, WHICH INCLUDES ATTACHMENTS A, B, C AND D  
(With OPTIONAL E AND F) MUST BE RECEIVED IN THE  
OFFICE OF THE CITY CONTROLLER IN A SEALED ENVELOPE NO LATER THAN  
10:00 a.m.  
June 2, 2021  
TO THE ATTENTION OF:

John Murray  
City Controller  
City of Scranton  
340 North Washington Avenue  
2<sup>nd</sup> Floor  
Scranton, PA 18503

NAME OF BANK: \_\_\_\_\_

CONTACT PERSON: \_\_\_\_\_

STREET ADDRESS: \_\_\_\_\_

CITY/STATE/ZIP: \_\_\_\_\_

TELEPHONE NUMBER: \_\_\_\_\_

FAX NUMBER: \_\_\_\_\_

EMAIL \_\_\_\_\_

## Attachment G. Affirmative Action Certification

During the term of this contract, Bidder agrees as follows:

- (1) Bidder shall not discriminate against any employee, applicant for employment, independent contractor or any other person because of race, color, religious creed, ancestry, national origin, age, sex or handicap. Bidder shall take affirmative action to insure that applicants are employed, and that employees or agents are treated during employment, without regard to their race, color, religious creed, ancestry, national origin, age, sex or handicap. Such affirmative action shall include, but is not limited to the following: employment, upgrading, demotion or transfer; recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training. Bidder shall post in conspicuous places, available to employees, agents, applicants for employment, and other persons, a notice to be provided by the contracting agency setting forth the provision of this affirmative action certification.
- (2) Bidder shall, in advertisements or requests for employment placed by it or on its behalf, state all qualified applicants will receive consideration for employment without regard to race, color, religious creed, ancestry, national origin, age, sex or handicap.
- (3) Bidder shall send each labor union or workers' representative with which it has a collective bargaining agreement to other contract or understanding, a notice advising said labor union or worker's representative of its commitment to this affirmative action certification. Similar notice shall be sent to every other source of recruitment regularly utilized by bidder.
- (4) It shall be no defense to a finding of noncompliance with this affirmative action certification that bidder has delegated some of its employment practices to any union, training program, or other source of recruitment which prevents it from meeting its obligations. However, if the evidence indicates that the bidder was not on notice of the third-party discrimination or made a good faith effort to correct it, such a factor shall be considered in mitigation in determining appropriate sanctions.
- (5) Where the practices of a union or of any training program or other source of recruitment will result in the exclusion of minority group persons, so bidder will be unable to meet its obligations under this affirmative action certification, bidder shall then employ and fill vacancies through other affirmative action employment procedures.
- (6) Bidder shall comply with all state and federal laws prohibiting discrimination in hiring or employment opportunities. In the event of bidder's noncompliance with affirmative action certification of this contract or with any such laws, this contract may be terminated or suspended, in whole or in

part, and bidder may be declared temporarily ineligible for further City of Scranton contracts, and other sanctions may be imposed and remedies invoked.

- (7) Bidder shall furnish all necessary employment documents and records to, and permit access to its books, records, and accounts by, the City of Scranton Department of Business Administration, for purposes of investigation to ascertain Compliance with the provision of this certification. If bidder does not possess documents or records reflecting the necessary information requested, it shall furnish such information on reporting forms supplied by the City of Scranton Department of Business Administration.
- (8) Bidder shall actively recruit minority subcontractors or subcontractors with substantial minority representation among their employees.
- (9) Bidder shall include the provisions of this affirmative action certification in every subcontract, so that such provisions will be binding upon each subcontractor.
- (10) Bidder's obligations under this clause are limited to the bidder's facilities within Pennsylvania, or where the contract is for purchase of goods manufactured outside of Pennsylvania, the facilities at which such goods are actually produced.

DATE: \_\_\_\_\_

\_\_\_\_\_  
(Name of Bidder)

BY \_\_\_\_\_

TITLE \_\_\_\_\_

Attachment H. Certificate of Non-Segregated Facilities

The bidder certifies that he does not maintain or provide for his employees and segregated facilities at any of his establishments, and that he does not permit his employees to perform their services at any location under his control where segregated facilities are maintained. The Bidder certifies further that he will not maintain or provide for his employees any segregated facilities at any of his establishments, and that he does not permit his employees to perform their services at any location under his control where segregated facilities are maintained. The Bidder agrees that a breach of this certification will be a violation of the Equal opportunity clause in any contract resulting from acceptance of his bid. As used in this certification, the term "segregated Facilities," means any waiting rooms, work areas, restrooms and washrooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing directive or are in fact segregated on the basis of race, color, religion, or national origin, because of habit, local custom, or otherwise. The Bidder agrees that (except where he has obtained identical certifications from proposal sub-contractors for specific time periods) he will obtain identical certifications from proposed sub-contractors prior to the award of sub-contracts exceeding \$10,000 which are not exempt from the provisions of the Equal Opportunity clause, and that he will retain such certification in his files.

NOTE: The penalty for making false statements in offers is prescribed in 18 U.S.C. §1001.

DATE: \_\_\_\_\_

\_\_\_\_\_  
(Name of Bidder)

BY \_\_\_\_\_

TITLE \_\_\_\_\_

Attachment I. Non-Collusion Affidavit of Prime Bidder

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

\_\_\_\_\_, being  
first duly sworn, deposes and says that:

1. He is \_\_\_\_\_  
(Owner, partner, officer, representative or agent)

of \_\_\_\_\_, the Bidder that has  
submitted the bid;

2. He is fully informed respecting the preparation and contents of the attached Bid and of all pertinent circumstances respecting such Bid;
3. Such Bid is genuine and is not a collusive or sham Bid;
4. Neither the said Bidder nor any of its officers, partners, owners, agents, Representatives, employees or parties in interest, including this affiant, has in any way colluded, conspired, connived or agreed, directly or indirectly with any other Bidder, firm or person to submit a collusive or sham Bid in connection with the Contract for which the attached Bid has been submitted or to refrain from bidding in connection with such Contract, or has in any manner, directly or indirectly, sought by agreement or collusion or communication or conference with any other Bidder, or to Bidder, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the City of Scranton (Local Public Agency) or any person interested in the proposed Contract; and;
5. The price or prices quoted in the attached Bid are fair and proper and are not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the bidder or any of its agents, representatives, owners, employees or parties in interest, including this affiant.

Non-Collusion Affidavit  
Signature Page

Signed \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

(TITLE)

SUBSCRIBED AND SWORN TO BEFORE ME

THIS \_\_\_\_\_ DAY OF \_\_\_\_\_  
\_\_\_\_\_, 20 \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

(TITLE)

MY COMMISSION EXPIRES \_\_\_\_\_  
\_\_\_\_\_, 20 \_\_\_\_\_

## 5. Disclosures by Current Contractors

List of Municipal Officials  
Mayor of Scranton  
Scranton City Councilpersons  
Scranton Controller  
Scranton Tax Collector

1. Provide the names and titles of all individuals providing professional services to the City including advisors and subcontractors, if any. After each name, please provide the responsibilities of that person with regard to the professional services provided to the City of Scranton.
  - List the names of any of the above individuals who are current or former officials or employees of the City of Scranton and their position;
  - List the names of any of the above individuals who has been a registered federal or state lobbyist and the date of the most recent renewal/registration.
2. Since January 1, 2015, have any of the individuals identified in paragraph two above been employed by the City of Scranton. If yes, please identify the individual by his/her name and position with the City of Scranton and dates of employment.
3. Since January 1, 2015, has the Contractor employed paid compensation to a third party intermediary, agent, or lobbyist to directly or indirectly communicate with any individual on the list of municipal officials in connection with any transaction or investment involving the Contractor and the City of Scranton. This question does not apply to any officer or employee of the Contractor who is acting within the scope of the Contractor's standard professional duties on behalf of the Contractor including the actual provision of legal, accounting, engineering, real estate, or other professional advice, services or assistance pursuant to its professional services contract with the City of Scranton.
4. Since January 1, 2015 has any agent, officer, director, or employee of the Contractor solicited a third party to make a political contribution to any municipal official or candidate for municipal office in the City of Scranton or to the political party or political committee for whom the solicitation was made. If yes, please identify the agent, officer, director, or employee who made the solicitation; the individual or individuals who were solicited, and the municipal officers, candidates, political party, or political committee for whom the solicitation was made.
5. Since January 1, 2015, has the contractor, officer, director, executive-level employee, or owner of at least five percent (5%) of the company made any contribution to a municipal official or candidate for municipal office in the City of Scranton. If yes, please identify the recipient, the amount, and the date of the contribution.
6. Does the Contractor have a direct financial, commercial, or business relationships with any individual on the List of Municipal Officials. With regard to every municipal official for which the answer is yes, identify that individual and provide a detailed written description of that relationship.
7. Since January 1, 2015, has the Contractor, officer, director, executive-level employee, or owner of at least five percent (5%) of the company conferred any gift of more than nominal value to any

individual on the list of Municipal Officials. A gift includes money, services, loans, travel, and entertainment, at value or discounted value. With regard to every municipal official for which the answer is yes, identify the recipient, the gift, and the date it was conferred.

8. Regarding the provision of professional services to the City of Scranton, are you aware of any conflicts of interest, whether apparent, potential, or actual, with respect to any officer, director, or employee of the Contractor and officials or employees of the City of Scranton. If yes, please provide a detailed written explanation of the circumstances which you believe provide a basis to conclude that an apparent, potential, or actual conflict of interest may exist.

9. Please provide the name(s) and person(s) completing this form. One of the individuals identified by the Contractor in paragraph two must participate in completing this form and must sign the verification statement below.

#### VERIFICATION

I, \_\_\_\_\_, hereby state that I am the owner of

\_\_\_\_\_ and that I am authorized to make this verification.

I verify that the facts set forth herein for entities providing professional services to the City of Scranton are true and correct to the best of my knowledge, information, and belief. I understand that false statements herein are made subject to penalties of 18 P.A.C.S section 4904 relating to unsworn falsification to authorities.

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Signed: \_\_\_\_\_

Date: \_\_\_\_\_



# Fidelity BANK

June 2, 2021

Mr. John Murray  
City Controller  
City of Scranton  
340 N. Washington Ave.  
Scranton, PA 18503

Dear Mr. Murray:

Fidelity Bank is pleased to submit the enclosed Proposal for the American Recovery Plan ("ARP") Depository Banking Services for the City of Scranton (the "City"). We appreciate the opportunity to enhance our existing relationship with the City. Our service team of local bankers has provided detailed responses to the questions and requirements outlined in your request.

As a community bank headquartered in Lackawanna County, and with three branches within the City, we believe strongly in helping local businesses, public entities and organizations grow and prosper. Our team will work to deliver innovative and efficient products and services to ensure the City receives the best financial assistance available.

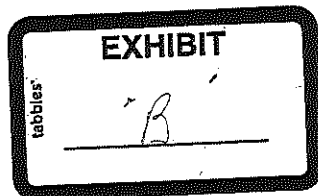
By choosing Fidelity Bank, the City is choosing a partner and a trusted financial advisor dedicated to taking the time to understand the City's unique needs. Given Fidelity Bank's understanding of the City's intention for these funds, we believe the City will be best served utilizing the investment management services of Fidelity Bank Wealth Management's Fiduciary Trust Division in conjunction with Fidelity Bank's traditional banking services provided through Fidelity Bank's Commercial Banking Division.

The highlights of our proposal are as follows:

- The Fidelity Bank service team chosen to support the City in this undertaking consists of a select group of bankers from both the Commercial Banking Division of Fidelity Bank and the Wealth Management Fiduciary Trust Division of Fidelity Bank.
- Your Fidelity Bank service team includes: Jack Ferrett, Senior Vice President and Commercial Relationship Manager. Jack has more than 35 years of encompassing banking experience with which to guide the City in its decision making; William J. Fennie III, CFA, Vice President and Investment Officer. Will, a City of Scranton resident, is a Chartered Financial Analyst (CFA) and directs and leads the process and investment of client funds held in the Fiduciary Trust Division of Fidelity Bank Wealth Management; and Lori Barrett, Esq., Assistant Vice President and Trust Officer. Lori, also a City of Scranton resident, is a licensed Pennsylvania attorney with more than 25 years of legal and banking experience.
- Full access to our executive management, wealth management, commercial bankers and retail bankers will be available to the City, as well.
- Fidelity Bank will assess a maximum fee of \$2,500 per month for the investment, management, and safekeeping of ARP funds through an Investment Management Account ("IMA") held in the



NMLS# 440404  
Member FDIC



**bankatfidelity.com**



**800.388.4380**

# Fidelity BANK

Mr. John Murray  
June 2, 2021  
Page 2

Fiduciary Trust Division of Fidelity Bank Wealth Management. While the funds are invested, the account will earn market rates of interest with minimal risk.

- Fidelity Bank will provide a complimentary operating checking account with all fees and expenses related to the account, transactions and cash management services included at no additional expense to the City.
- We have provided experienced and knowledgeable references, and we encourage the City to speak with them to gain additional perspective on the abilities and standards of service of Fidelity Bank.

Fidelity Bank has been a partner and trusted financial advisor to the City of Scranton for more than a decade. In 2010 and 2011, Fidelity Bank provided leadership to a bank syndication that provided TAN financing. Currently, Fidelity Bank Wealth Management's Fiduciary Trust Division provides significant investment management and paying agent services to the City. Moreover, Fidelity has prudently managed nearly \$14,000,000 in the City of Scranton's Workers Compensation Trust Fund for more than 10 years. Our paying agent services ensure timely collection and remittance of the City's tax receipts and prompt and accurate payment of the City's liabilities.

Fidelity Bank employs more than 300 individuals, 105 of whom work in the City of Scranton. We have 20 branches, eight of which are in Lackawanna County and three of which are within the City limits in Green Ridge, downtown Scranton, and West Scranton. Our Operations Center and the downtown Scranton office are conveniently located adjacent to City Hall. In short, our team lives and works in our market and is confident that our proposal will meet and exceed your expectations. The City has access to a local team of professionals located next door to your offices, and your relationship team is available 24 hours a day, 7 days a week. Within this proposal, you will also find an outline of the products and services that represent the full suite of financial services available to the City. We have also included information that may be of interest to your employees and staff.

We appreciate the existing relationship we have with the City of Scranton. Our goal is to enhance our connection, and we feel strongly that we are in a unique position to offer both the best in financial assistance and the time and attention the City deserves. With our existing relationship as a guide, the implementation of this ARP proposal with the City will be seamless.

I welcome the opportunity to meet with you in person at your convenience to discuss our proposal in more detail and answer any questions you may have.

Very respectfully yours,



Timothy P. O'Brien  
Senior Executive Vice President & Chief Lending Officer



NMLS# 440404  
Member FDIC

**bankatfidelity.com**



**800.388.4380**



**Response to  
Request for Qualification Proposal  
American Recovery Plan (ARP)  
Depository Banking Services**

**Presented by:**



**To:  
City of Scranton**



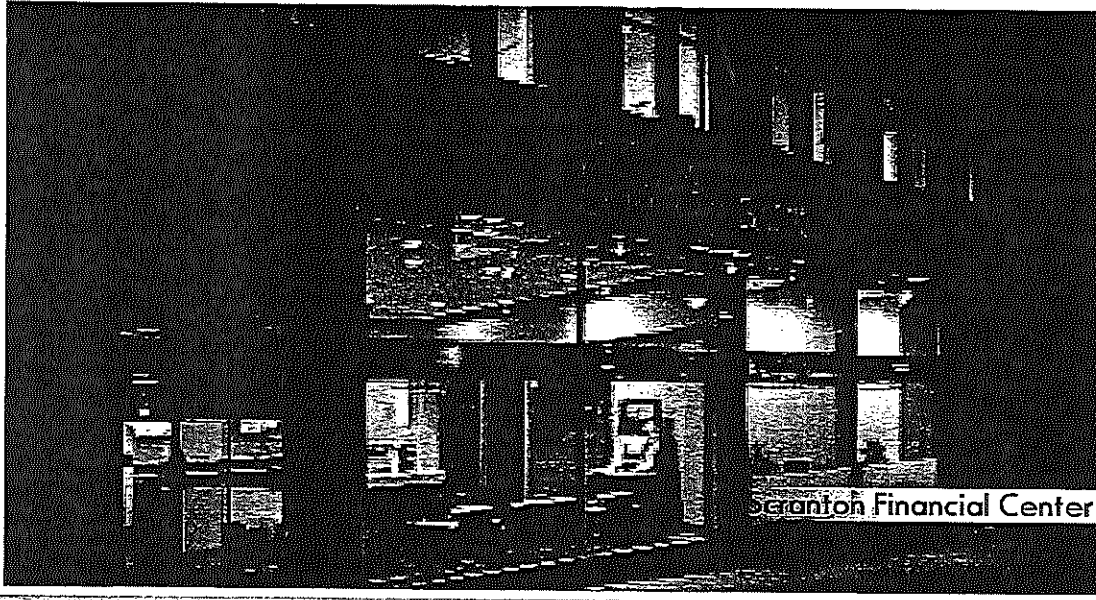
**June 2, 2021**





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## A note from the President

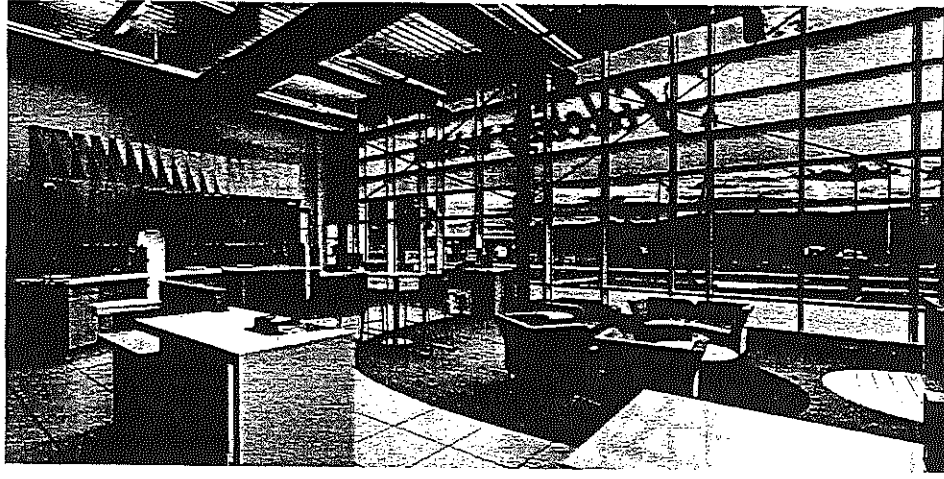
Thank you again for providing Fidelity Bank with the opportunity to submit a proposal for the financial relationship with your organization. Please find within this proposal a thorough outline of our recommendations highlighting the products and services that in our professional opinion, may best suit both your current needs and future financial goals.

Fidelity Bank sincerely appreciates the opportunity you've given us. We welcome the chance to build a long-standing relationship with you by remaining focused on providing you with the exceptional customer experience you deserve, and by proactively providing you recommendations and solutions that meet your needs today and into the future. We feel strongly that we are in a unique position to be able to offer you not only the best in financial assistance, but also the utmost time, attention and service.

If you have any questions or if there is anything else I can help you with, please don't hesitate to call me at your convenience.

Best Regards,

Daniel J. Santaniello  
President & Chief Executive Officer  
Fidelity Bank



## About Us

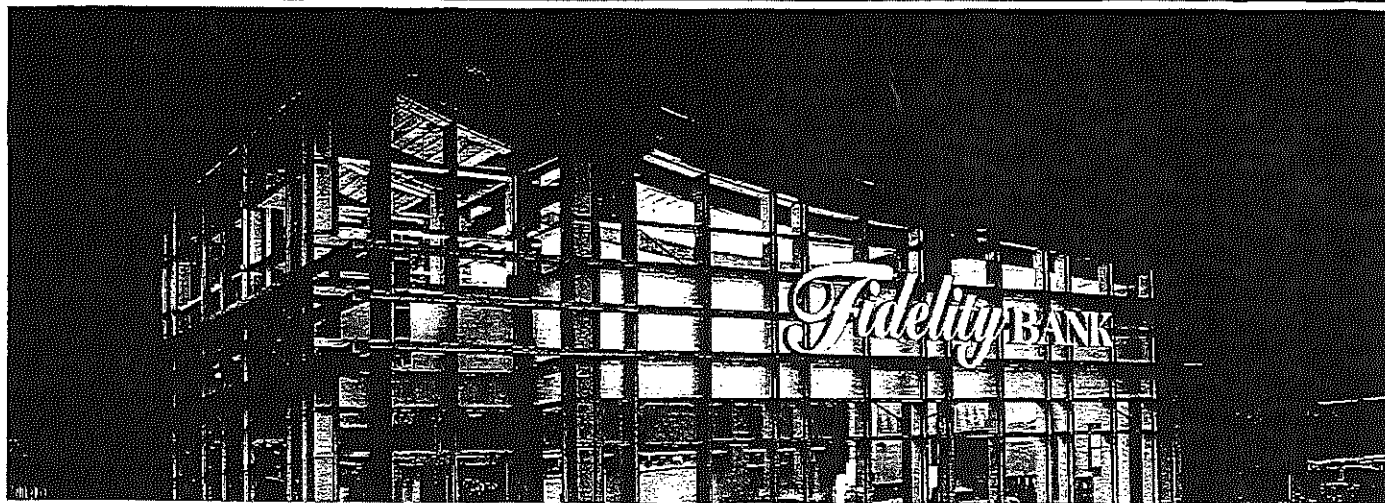
Looking at Fidelity Bank's rich history, you can clearly see over 119 years of accomplishments based on trust, solid relationships, integrity, and a deep commitment to our customers, shareholders, employees, and community. The same values that have guided Fidelity Bank throughout its history - relationships, integrity, commitment, passion, innovation, and success - are the standards of behavior that will guide our actions and relationships both now and into the future.

A community bank headquartered locally, Fidelity Bank has grown to meet the expanding needs of the communities it serves. Named one of the "Top 200 Community Banks" in the country by American Banker, Fidelity has offices throughout Northeastern Pennsylvania.

Our full-service bank has:

- Wealth Management, featuring Trust, Private Banking, and Brokerage services
- A Mortgage Center that has set itself apart as the #1 Mortgage Lender in Lackawanna County
- Digital Banking tools to provide banking services 24 hours a day, 7 days a week from any smart phone or mobile device
- A full array of consumer and business banking products
- A Customer Care Center open 7 days a week for full service banking by calling 800-388-4380
- Online services at our website, [www.bankatfidelity.com](http://www.bankatfidelity.com)

Thank you for allowing us the opportunity to serve your needs.



## **BEST BANK FOR CLIENTS TO BANK - 2020**

- Increased the number of Mobile Deposit users by over 40% and the number of Business Mobiliti users by 86% by investing in cutting-edge technology for smartphones and tablets
- Originated more residential mortgage loans in Northeastern Pennsylvania over the last 11 years than any other financial institution, providing over \$866 million in mortgage financing to 4,468 homeowners
- Lent over \$233.1 million to 1,013 families to help finance their homes in 2020
- Originated 4,914 business loans totaling over \$572.1 million to help local communities prosper. This includes 2,541 Paycheck Protection Program (PPP) loans of over \$235.5 million

## **BEST BANK FOR SHAREHOLDERS TO INVEST - 2020**

- Increased shareholders' equity by 56% for a total of \$166.7 million
- Returned more capital to the shareholders than the previous year for the 6th consecutive year

## **BEST BANK FOR THE COMMUNITY TO PROSPER - 2020**

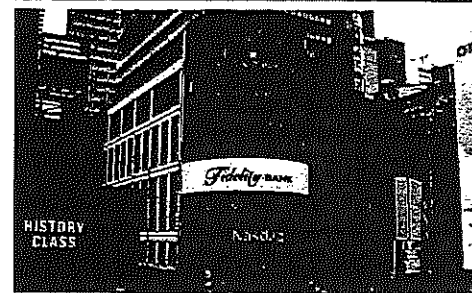
- Fidelity Bank provided over \$1.3 million in philanthropic support to organizations, groups, schools and universities and clubs throughout the community
- Over the last four years, Fidelity Bankers have donated nearly 8,293 hours to help a countless number of Lackawanna, Luzerne, and Northampton County non-profit and community organizations through the Volunteer Time Off (VTO) program

## **SOME OF THE DONATIONS AND IN-KIND SUPPORT MADE TO ORGANIZATIONS INCLUDING:**

- American Red Cross
- Big Brothers Big Sisters of the Lehigh Valley
- Boys & Girls Clubs
- Children's Advocacy Center
- Children's Home of Easton
- F.M. Kirby Center for the Performing Arts
- Greater Scranton, Pittston and Wilkes Barre YMCAs
- Greater Valley YMCA
- Hispanic Center of the Lehigh Valley
- Johnson College
- Lackawanna College
- Marywood University
- Northampton County Historical & Genealogical Society
- Penn State University
- Safe Harbor
- Totts Gap Arts Institute
- Scranton Cultural Center
- United Way
- Wilkes Barre/Scranton International Airport
- Wilkes University
- Women's Resource Center
- WVIA

**AND DOZENS OF OTHER GROUPS AND ORGANIZATIONS NEAR AND DEAR TO THE COMMUNITIES WE SERVE.**

8



## HEADQUARTERS:

101 North Blakely Street, Dunmore, PA

## LEADERSHIP:

**Daniel J. Santaniello**  
President  
Chief Executive Officer

**Timothy O'Brien**  
Senior Executive Vice President  
Chief Lending Officer

**Salvatore R. DeFrancesco, Jr.**  
Executive Vice President  
Chief Financial Officer

**Michael J. Pacyna, Jr.**  
Executive Vice President  
Chief Business Development Officer

**Eugene J. Walsh**  
Executive Vice President  
Chief Operating Officer

**Kerry Lobel**  
Senior Vice President  
Chief Information Officer

**Joann Marsili**  
Senior Vice President  
Marketing and Digital Sales Director

**Mary T. McNichols**  
Senior Vice President  
Human Resources Director

**Nicholas Parise**  
Senior Vice President  
Director of Wealth Management

## LOCATIONS:

20 Offices in Lackawanna,  
Luzerne and Northampton Counties

30,000 ATMs available nationwide

\*Based on peer community bank and HMDA data

Fidelity Bank has been serving the individuals, families and businesses of Northeastern Pennsylvania for over 119 years. Today, Fidelity Bank operates 20 offices throughout Lackawanna, Luzerne, and Northampton Counties, along with the Fidelity Bank Wealth Management Minersville Office in Schuylkill County. A full-service Customer Care Center serves as a virtual branch, accepting and assisting those clients who prefer to open accounts and transact business via telephone, chat or online. Additionally, Fidelity Bank offers full-service Trust & Investment Departments, a Mortgage Center, and an array of personal and business banking products and services.

We're continuing our mission of exceeding client expectations through a unique banking experience. Even as we constantly strive to deliver the best in banking, one thing has never changed - our commitment to the communities we serve. The Bank provides 24 hours, 7 days a week service to clients through branch offices, online at [www.bankatfidelity.com](http://www.bankatfidelity.com), and through the Customer Care Center at 1-800-388-4380.

## BEST BANK

**FOR OUR BANKERS TO WORK, OUR CLIENTS TO BANK,  
OUR SHAREHOLDERS TO INVEST, AND OUR COMMUNITY TO PROSPER**

- Awarded 5 Star "Superior" rating from independent industry watchdog, Bauer Financial, for 6th consecutive year
- Recognized "Top 200 Community Banks in the U.S." for 7 years in a row by American Banker
- Earned 'Top Customer Ratings of Pandemic Performance', March 2021, by Banking Northeast
- Rated 'Top 5' in Total Return to Shareholders for the 3rd year in a row by Kafafian Consulting Group
- Ranked #1 community bank mortgage lender in Northeastern Pennsylvania for 11th consecutive year\*
- Voted "Best Bank" by readers of the Times Tribune seven times
- Won "Business of the Year" in the Greater Scranton Chamber of Commerce's SAGE Awards, 2021

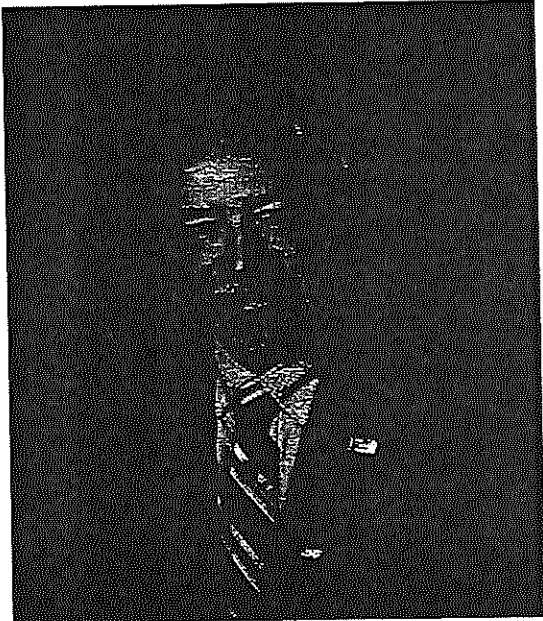
## A RECORD YEAR - 2020

- Generated net income of \$13 million, or \$2.84 per share
- Increased net interest income by 39%, or \$12,470,000
- Achieved a record year-end level of loans in excess of \$1.1 billion
- Achieved a record year-end level of deposits with an increase by \$673.8 million, or 80.6% when compared to 2019
- Set record level non-interest income totaling \$14.7 million, or a 43.9% increase over 2019

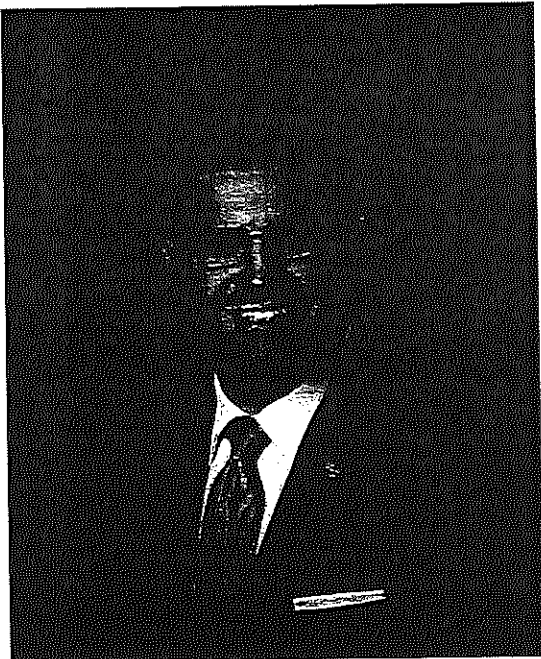




## Your Fidelity Bankers



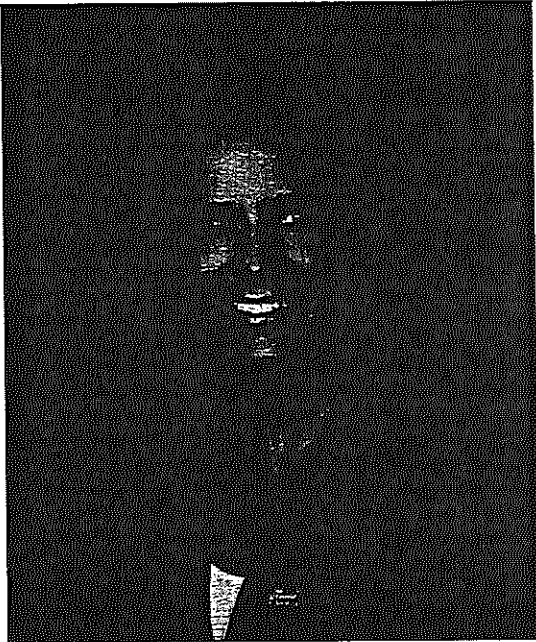
**John (Jack) Ferrett**  
Senior Vice President &  
Business Relationship Manager  
Fidelity Bank  
101 N. Blakely St.  
Dunmore, PA 18512  
T: (570) 504-2235  
C: (570) 466-8924  
[jack.ferrett@fddb.com](mailto:jack.ferrett@fddb.com)



**William J. Fennie III, CFA**  
Vice President &  
Trust Investment Officer  
Fidelity Bank  
101 N. Blakely St.  
Dunmore, PA 18512  
T: (570) 504-8084  
[william.fennie@fddb.com](mailto:william.fennie@fddb.com)



## Your Fidelity Bankers



**Lori Barrett**

Assistant Vice President, Trust Officer  
& Relationship Manager

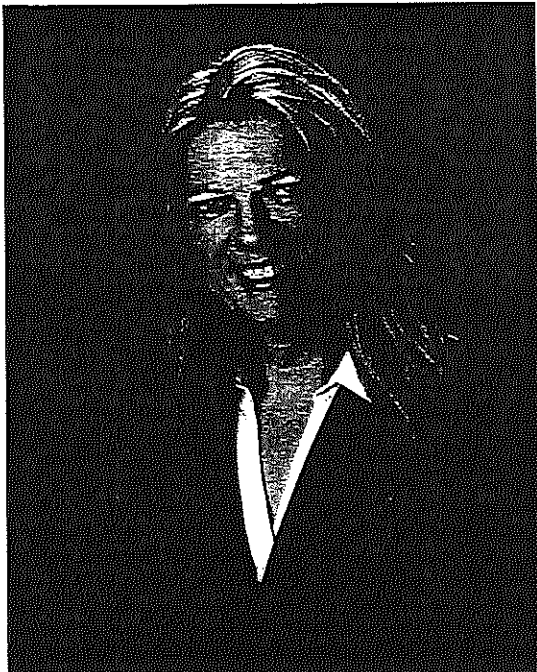
Fidelity Bank

101 N. Blakely St.

Dunmore, PA 18512

C: (570) 504-2242

[lori.barrett@fddb.com](mailto:lori.barrett@fddb.com)



**Sharon Mullaney**

Senior Vice President &  
Business Services Manager

338 N. Washington Ave.

Scranton, PA 18503

T: (570) 504-8079

C: (570) 780-8391

[sharon.mullaney@fddb.com](mailto:sharon.mullaney@fddb.com)



## STATEMENT OF NEEDS

As a community bank, Fidelity Bank believes strongly in helping local businesses and organizations grow and prosper. Our Bank works to deliver innovative and efficient products and services so that it can offer the City of Scranton the best financial assistance available. By choosing Fidelity Bank, you're choosing a proven trusted financial advisor dedicated to taking the time to understand your unique needs by providing financial assistance to the City, as well as City employees.

Fidelity Bank is pleased to submit the enclosed proposal in response to your Request for Qualification. We agree to a four-year term with an option to renew for four additional years. After the initial four years, the Bank reserves the right to adjust pricing for services depending on transaction volumes, balances, and services utilized at that time. The rate of interest on the investment program will vary according to prevailing market rates.

### Recommendations

Within this proposal, you will find an outline of the products and services that represent the full suite of financial services for our business clients. We have also included information that may be of interest to your employees and staff.

Based on the information provided to us for analysis, we have prepared a proposal that is competitive and comprehensive. Based on our knowledge of the City's strategic objectives to maximize revenue and contain expenses, we are confident that our proposal will exceed your expectations.

### Client References

We are proud of the long-standing relationships we have established with our clients and are pleased to provide the following client references, all of whom will be happy to speak with you, should you desire to contact them.

- County of Lackawanna
  - Edward Karpovich, Treasurer (570) 963-6731
- Kingston Borough
  - Paul Keating, Municipal Administrator (570) 288-4576
- Wyoming Valley Sanitary Authority
  - Sandra Bartosiewicz, Director of Budget & Finance (570) 825-9785

### Summary

Fidelity Bank has provided services to government entities of all sizes for over 115 years. The references we have provided can attest to our success in meeting and exceeding their needs. We continuously update our products and services, and invest in technology, personnel and the resources required to provide our clients with the best solutions to maximize cash flow, improve efficiency and streamline operations.



Your Fidelity Bank team has over 100 years of combined experience working with clients in the public sector. We have provided banking services to the City since 1999 and look forward to continuing to assist the City with prudent fiscal planning. Your relationship team will include the following individuals who are available 24 hours a day, 7 days a week:

- Daniel J. Santaniello, President & Chief Executive Officer
- Timothy P. O'Brien, Senior Executive Vice President & Chief Lending Officer
- John M. Ferrett, Senior Vice President & Business Relationship Manager
- Sharon Mullaney, Senior Vice President & Business Services Manager
- William J. Fennie III, CFA, Vice President & Trust Investment Officer
- Lori Barrett, Assistant Vice President, Trust Officer & Relationship Manager

City personnel will have full contact information for the above individuals, including cell phone numbers, office phone numbers and email addresses.

Our goal is to enable the City of Scranton to evolve and advance its banking services to meet the needs of the City, its employees and community, long into the future. This happens through continual investment in our people, technology and solutions to meet those needs. We feel strongly that we are in a unique position to offer the City of Scranton not only the best in financial assistance, but also the utmost time, attention and service.



## SCOPE OF BANKING AND INVESTMENT MANAGEMENT SERVICES

Fidelity Bank's traditional banking services and investment management services will help the City of Scranton prudently invest, safekeep, and distribute the ARP funds. It is Fidelity Bank's goal to partner with the City to develop a full understanding of the goals, objectives, time horizon, liquidity needs, and unique circumstances surrounding ARP projects as the City utilizes these funds to encourage sustainable economic growth. We believe it is essential to develop a customized solution involving investments and traditional banking services to achieve the City's objectives. The sections below will detail Fidelity Bank's ability to deliver both traditional banking services and investment management.

### Account Structure and Fees

1. An investment management account (IMA) would be established. This IMA will be linked to an operating checking account with the majority of the ARP funds being held in the IMA. Within the IMA, the funds would be invested in conservative, short duration assets in compliance with Act 10 of 2016 to earn market rates of interest with very little to no risk.
2. Fidelity Bank will charge a maximum of \$2,500 per month for the management and safe keeping of these ARP funds in the IMA. Please see attachment B for more details on fees and expenses.
3. Fidelity Bank will provide complimentary operating checking accounts associated with the ARP funds with all fees and expenses related to the account, transactions and cash management services included at no additional expense to the City.
4. All business accounts will be serviced as Fidelity Muni-Choice Checking Accounts.
5. The Zero Balance Accounting service will be used to facilitate automated transfer of funds between various accounts, if desired.

### Deposit Services

1. **Receipt of Funds & Deposit -- Remote Deposit Capture** - On-site scanning of check deposits using our Remote Deposit Capture service. Checks scanned until 6:00 PM will be deposited on the same business day. Bank personnel will install the scanner and related software on your computers. Training will be provided in-person. Our scanners process 55 checks/minute.

We can also support transmission of image cash letter files and would work with the City to test and implement that service, if desired. The file specifications required are Check 21/ICL Format X9.37. File transmission requirements are SFTP with PGP Encryption or Website.



2. **Wire Transfers In** – Incoming wire transfers received by 5:00 PM are posted the same business day. Business Online Banking is updated hourly with incoming wire transfer activity.
3. **ACH Deposits** – All deposits received via ACH will not require prior notification to the Bank and will be available for immediate withdrawal. Also, the City will have online access to detailed payment information that accompanies any incoming corporate ACH EDI transaction.
4. **Automatic Drafting of Payments** – Initiate ACH debits to customer accounts and to move funds between City accounts at other banks using our ACH Origination service. Files can be created in the ACH module or imported from your accounting program.
5. **Branch Banking** - Fidelity Bank has three branches in Scranton that are easily accessible to the City; most notably, our Downtown Scranton office located next-door to City Hall. The close proximity will make it easy to quickly and conveniently get cash and other deposits to the Bank. All branches have notaries on-site, should the City require use of that service. A list of all of our branches is enclosed for your reference.

#### Disbursement Services

1. **Wire Transfers Out** - Wire transfers can be initiated using the Wire Transfer module within Business Online Banking, by phone, fax, or in-person at any of our branches. The cut-off time for requesting outgoing wire transfers is 3:00 PM.
2. **ACH Debits – Incoming ACH Activity** - We currently do not offer the ability to block certain ACH debits or require approval for ACH debits prior to posting. We strongly encourage a daily review of all incoming ACH activity to quickly identify and report any unauthorized items to the bank.
3. **Between Fund Transfers** – Our Business Online Banking service provides the ability to transfer funds online, real-time, between all designated accounts. Account transfers are not permitted between zero balance accounts.
4. **Automatic Vendor & Employee Payments** - Our ACH Origination service can be used to send electronic payments to vendors, employees, or any other party. Consumer and corporate debit and credit transactions must be sent at least one business day in advance of the effective date. Files must be received by 5:00 PM for next-day settlement. If needed, the City may send same-day ACH transactions for amounts of \$100,000 or less by 2:00 PM to ensure same-day processing.
5. **Zero Balance Sweep Accounts** – The Zero Balance Accounting service may be used to facilitate automated transfer of funds among various business checking accounts. Please see the Investment Services section for detail regarding our proposed investment program and how funds may be transferred under that structure.



6. **Account Reconciliation/Check Disbursement Services** - Our Business Online Banking service will provide the City with the ability to easily export paid check data for account reconciliation. Data can be exported into QuickBooks, Microsoft Money or CSV file format. Data that can be exported includes check number, transaction date and dollar amount. Deposit and other disbursement information can also be exported.

#### Fraud Protection/Risk Mitigation

Our services will help the City to mitigate internal and external fraud using technology and information.

1. **Check Activity** - To mitigate financial loss due to fraud or unauthorized check activity, we recommend adding **Positive Pay** to all City checking accounts. This service provides detailed information regarding paid and issued checks. Positive Pay fraud detection matches check issue information that the City provides to the Bank, to the checks presented to the Bank for payment in our branches or from other banks.

Positive Pay is easy to use – just input data into our Positive Pay module when checks are issued or import a check issue file through Business Online Banking. Data that must be provided includes check number, check amount, issue date and payee name. If a presented item does not match the information provided by the City, it will be pulled and presented to the City in Business Online Banking for review the following morning. The City must notify the Bank whether to pay or return exception items by 1:00 PM. Items are returned that day. Our Electronic Banking department will work with the City to prepare and test the file. Files can be uploaded in notepad or CSV format in Excel.

2. **Outgoing ACH Activity** - ACH files will not be released until the Bank has received confirmation of file totals from the City. This confirmation may be initiated via phone or fax to the Bank by an authorized contact at the City. The City can also establish dual approval procedures when originating ACH transactions, where one person creates the file, and a second individual is required to approve the file prior to it being sent to the Bank for processing.
3. **Outgoing Wire Activity** - Bank personnel will call an authorized individual at the City for confirmation prior to releasing a wire transfer request that was sent online. When requests are initiated in-person at a branch, our branch personnel ensure the individual requesting the wire transfer is an authorized individual on the account and follow strict customer identification procedures prior to executing the request.

The City can also establish dual approval procedures when initiating wire transfers online, where one person creates the request, and a second individual is required to approve the request prior to it being sent to the Bank for processing. The City can choose to create its own templates or require the Bank to establish them. If the Bank creates the templates, then the only information that can be changed is the dollar amount and description.



4. **Online Banking Access** - The City will be able to administer online access for employees. The City will control who can access what – accounts, transaction types, business services – ACH, wire transfer, remote deposit, etc. The Bank also uses multifactor authentication which requires a second level of customer authentication, in addition to the standard User ID and Password. This second level of authentication is a token. The user would have a 4-digit PIN that must be entered with the random code displayed on the token. Once successfully signed on, a 4-digit confirmation code is displayed on the screen. This code should match one displayed on the token to ensure the user is on the Bank's trusted site.

The Bank can serve as security administrator for the City, completing all requests for additions, deletions, and changes; or the City may appoint data security administrators to perform those functions.

The City can allow online users to view check images or block them from seeing them at an account level. Our system provides images of the front and back of all paid checks and deposited items. We also provide copies of all deposit tickets online. These images may be cut and pasted or printed.

#### **Monthly Reporting**

Monthly account statements are available to view in Business Online Banking and can also be provided by mail. Paid checks can be listed in numerical or date paid order (your choice). The statement provides a total of cleared checks. Images can be viewed online and printed or provided upon request. Information is available for 15 months online.

An Account Analysis statement will not be generated since fees will not be assessed for checking account activity and cash management services.

#### **Electronic/Internet Banking Services**

Our Business Online Banking service is a secure and flexible solution that delivers high-performance, online cash management features the City can utilize to leverage information to enhance control, reporting and mitigate risk. Business Online Banking offers 24x7 online banking that is user-friendly. There is no fee for this service.

Listed below are some of the features and functionality of the service:

- Interactive, integrated dashboard/home page offers quick access to a variety of real-time transaction functions
- Funds management – ACH, wire transfer, internal account transfers
- Current and historical balance and transaction activity – updated real-time
- View images of all deposits and paid checks
- Establish E-alerts
- E-document management





- Online bill payment
- Access to ACH, Wire Transfer, Positive Pay, and Remote Deposit services
- Transaction search and export capabilities
- Extended transaction history – 15 months
- Multifactor authentication
- Administrative functions – assign roles and responsibilities to users
- Initiate stop payments
- View and export bank account activity and monthly statements

Previous day information is updated after nightly posting of transactions and available early the following morning (usually before 7 AM). Current or intra-day information is updated real-time, with the exception of incoming wire transfers which are updated hourly.

Notice of a returned deposited item is shown the following business day in Business Online Banking. A notice will also be sent via US mail the following business day. The item will be re-presented a second time by us. If returned again, a notice and copy of the item will be sent to the City via US mail. The City would see the returned deposited item adjustment the next business day in Business Online Banking.

*The City may register for a check collection service for its accounts at Fidelity Bank. The service, known as Double Check, receives any returned deposited items of \$2,500 or less from consumers and processes them for collection. Items greater than \$2,500 and any checks drawn on business accounts follow the process listed in the above paragraph.*

The City will be informed of returned ACH transactions and notifications of change via secure email.

All reporting processes and services are web-based and are available through one portal. The computer or laptops used must run Windows 10 or later and Internet Explorer 11 or later. We also support other web browsers, including Edge and Chrome. The Bank, along with its vendors, monitors the road maps for all current technologies to ensure we plan for compatibility with new versions of all supported software. Upgrades of our platforms to support updated versions of internet browsers and operating systems are implemented on a regular basis.



### Investment Management Services

Fidelity Bank Wealth Management has two divisions. The Bank's Fiduciary Trust Division has more than 700 personal, corporate, governmental accounts under management and employs twelve (12) full time officers and staff. Collectively, the professionals of the fiduciary division have more than 200 years of combined experience in the investment, banking, and trust arenas. We pride ourselves on the personalized service we provide, and we take the time to know our clients and prepare thoughtful, customized solutions to meet their needs. The second division of Fidelity Bank Wealth Management is Fidelity Asset Management Services. This brokerage division offers securities through LPL Financial. Our Fiduciary Trust Division is representing Fidelity Bank in the response to this RFQ. Currently the City of Scranton has several accounts with Fidelity Bank's Fiduciary Trust Division including investment management accounts and our corporate trust's paying agent and debt services capabilities.

At the center of the Fidelity Bank Fiduciary Trust Division's investment process is the Trust Investment Strategy Committee. The committee is chaired by William J. Fennie III, CFA VP and Trust Investment Officer. Daniel J. Santaniello, President and CEO, Salvatore R. DeFrancesco, CPA, CFO, Nicholas A. Parise, SVP and Director of Wealth Management, Theresa M. Hinton, Esq., VP and Senior Trust Officer, and James T. O'Brien, VP and Trust Officer are voting members. This committee discusses and provides multilevel analyses of the economic and investment environments, including valuations, interest rates, spreads and direction, and the effect of economic forecasts on asset classes and client portfolios.

Fidelity Bank Wealth Management invests significant time and resources in data, technology, and research to support its investment process. Fidelity Bank Wealth Management maintains subscriptions to Bloomberg Terminal, Morningstar Direct, Blue Chip Financial Forecasts, research and analysis from Vanguard, JP Morgan, Mid Atlantic Capital, among other various fund and trading partners.

Under our trust powers, we are bound to be a fiduciary. To us, being a fiduciary is the normal course of business. The clientele that Fidelity Bank Wealth Management serves is wide and varied. Many of our clients are long-standing customers of Fidelity Bank and choose to have their assets managed by our Wealth Management Department.

Currently, Fidelity Bank Wealth Management invests and manages funds for multiple municipalities and local governmental organizations in Northeast Pennsylvania. In the Bank's course of business, we are quite familiar with Act 10 of 2016 and its implementation in municipalities portfolios. The current allocation of the IMA would be composed of the 10 Act of 2016 approved asset classes and weights below:

<u>Asset Class</u>	<u>Recommended Current Allocation</u>	<u>Range</u>
Money Market Mutual Funds	50%	0-100%
US Treasury Securities	35%	0-50%
Repurchase Agreements	15%	0-50%



US Agency Securities	0%	0-40%
US Agency Mortgage-Backed Securities	0%	0-40%
PA G.O. Municipal Bonds	0%	0-50%
Certificates of Deposit	0%	0-20%
	<u>100%</u>	

Name	Yield to Maturity	Yield to Worst	Years to Maturity	BB Composite Rating	OAD	OAS
Proposed Allocation	0.14	0.14	1.36	AAA	1.19	0.3

Data as of 5/31/2021 provided by Bloomberg, LP.

This is based on data for 5/31/2021 provided by Bloomberg, LP. Actual performance, yield and return of the account will vary and are subject to market conditions, investment selection and general economic conditions. All investment recommendations are subject to change based on current market conditions. Past performance is no guarantee of future results. All investment strategies and investments involve risk of loss and nothing within this report should be construed as a guarantee of any specific outcome or profit. Assets held in the IMA are subject to risk, including the loss of principal. Investment are not FDIC insured - No Bank Guarantee - May Lose Value. OAD – Option Adjusted Duration is a measure of price sensitivity to a parallel shift in the constant maturity treasury curve. OAS – Option Adjusted Spread to the Treasury Curve of similar maturity. Yield to Worst – Yield of a bond whose coupon payments are reinvested semi-annually.

1. If the City chooses to utilize Fidelity Bank’s Fiduciary Division, an investment management account (IMA) would be established. This IMA will be linked to an operating checking account with the majority of the ARP funds being held in the IMA. Within the IMA, the funds would be invested in conservative, short duration assets in compliance with Act 10 of 2016 to earn market rates of interest with very little to no risk. Collateralization of these assets in the IMA would not be required as the Bank would be utilizing Act 10 of 2016 approved investments which may include, U.S. Government Securities, U.S. Government Agencies & Instruments, G.O. Pennsylvania Municipal Bonds, Commercial Paper, SEC-Registered Money Market Funds, and Repurchase Agreements. Repurchase agreements, if utilized, would be collateralized by US Government Treasury and Agency Securities. Fixed Income Securities will be custodied at Bank of New York Mellon. 1940 Act Mutual Funds will be custodied at Mid Atlantic Trust Company. SEC registered Money Market Mutual Funds will be provided by Federated Hermes Investors. Securities are priced daily through FIS.

Assets held in the in the operating checking account in excess of FDIC insurance limits would be collateralized via the Pooling Method in accordance with Act 72 of 1971. Public funds are collateralized through the pledging of appropriate securities or other instruments, as noted below:

- US Government Agency Bonds and Mortgage-Backed Securities held in a Pooled Asset Account at the Federal Reserve Bank of Philadelphia. Municipal Securities are held in a Pooled Asset Account at First Tennessee Bank, Memphis, TN.
- A letter of credit maintained in the City’s name at the Federal Home Loan Bank of Pittsburgh



2. The investments held in the IMA will earn market rates of interest that will vary based on the market environment. These investments will not be tied to a specific interest rate index. However, the assets will be invested in vehicles which are in compliance with Act 10 of 2016. The frequency at which investment vehicles pay interest and dividends can vary. Some investment vehicles pay monthly, while others pay quarterly, semi-annually, annually, or at maturity.
3. Most investment vehicles calculate their interest and dividend payments on daily accrual factor with payouts pro-rated based on the actual holding period of each investor.
4. The City's funds in the IMA would be fully invested in Act 10 of 2016 approved securities, at all times, except when investments are sold for distributions to the operating checking account. These funds will be invested to earn market rates of interest with very little to no risk. Funds in the operating checking account will not earn interest.
5. Fidelity Bank Wealth Management employs a data driven investment process to build portfolios tailored to the needs of our clients. Should the City of Scranton select Fidelity Bank to manage, invest, and safekeep their ARP funds, Fidelity Bank will work with the City to understand their plans, projects, and cash outlays. With open and constructive lines of communication, Fidelity Bank believes we can help the City make the most of these funds and demonstrate to the City our core value of being the best bank to help our community prosper.



### Employee Financial Wellness Program

Our *Fidelity Bank at Work* program supports your employees' financial wellness and helps them make the most of their money. Our staff will personally visit your workplace and meet with your employees, or your employees can visit any branch location to enroll in the program. We can also provide a customized email offer to distribute to your employees, who may then visit our website to enroll.

Features of the program include:

- An exclusive Checking account – Receive up to a \$200 bonus with direct deposit of payroll (with specific met criteria). Checking includes a full range of financial tools along with value-added perks that will help you gain access to extra interest on Certificates of Deposit and deposit products, plus much more.
- A Fidelity Bank Visa® Check Card - Free Fidelity ATM transactions and \$6.00 in foreign ATM fees reimbursed per statement cycle per account.
- An optional Statement Savings account – encourages planning for the unexpected and can be used for overdraft protection. Overdraft protection set-up fee is waived, per transfer fee applies.
- \$300 off Mortgage closing costs when financing through Fidelity Bank
- Anytime, anywhere banking with our Online Banking, Mobile Banking, Mobile Deposit, Web Bill Pay, Popmoney, 7-Day-A-Week Customer Care and 24/7 Telephone Link
- Free consultative appointment with a Fidelity Bank Wealth Management Advisor providing financial planning assistance as well as access to investment management and a full-service brokerage service
- Free Cashier's Checks
- First year rent free on a 3"x5" safe deposit box

Fidelity Bank will also provide educational financial wellness seminars and workshops for your employees, at your request. Topics include: Planning for Retirement, Buying Your First Home, Planning for Your Children's Education, How to Plan for Life Changing Events, Tips for Improving Your Credit Score and Protecting Yourself from Identity Theft and Scams. We can also customize a seminar based on your request.

### Bank Credit Evaluation

The Bank's 2020 Annual Report, which includes our most recent audited financial statements, is enclosed.

### Banking Service Fees

Fees for all business checking accounts and related cash management services will be waived; therefore, a compensating balance will not be required, and no per-item fees will apply.



Data Submission Documents

Attachments A – E and G-J are enclosed as requested.

Please note that upon review of Attachment G – Affirmative Action Certification, our legal counsel made minor changes to the wording as follows:

- Section (4) – last sentence, restructured as follows “...such a factor shall be considered in mitigation in determining *the occurrence of any violation and for purposes of mitigation in determining* appropriate sanctions.”
- Section (6) – second sentence, word “knowing” added as follows “In the event of bidder’s *knowing* noncompliance...”
- Section (9) – “Bidder shall include the provisions of this affirmative action certification in every subcontract *arising under this contract...*”



## Value Added for Employees and Staff

### Consumer Loans

Fidelity Bank understands that your staff may need a specific type of loan to fit their personal borrowing needs. We offer a complete selection of loan options including: personal loans, auto loans, student loans, installment loans, mortgages and preferred lines of credit. With a local underwriting staff, turnaround for all loans is both quick and efficient.

### Financial and Retirement Planning Services

**Our intention is to understand the wants and needs of our clients and help bring confidence and clarity to their financial futures.**

Fidelity Bank Wealth Management works with its clients to develop comprehensive and customized financial plans based on each client's goals, needs and objectives. The team at Fidelity Bank Wealth Management consists of bankers with vast knowledge and varied backgrounds in wealth management and financial planning. Our experience, resources and expertise are the keys to helping clients achieve their financial goals. Fidelity Bank Wealth Management proudly offers the following services:

- Financial Planning
- Investment Management
- Brokerage and Insurance Services
- Trust and Fiduciary Services
- Individual Retirement Accounts
- 401(k) Plans
- Estate Administration Services
- Private Banking

Our team works daily to deliver innovative and efficient products and services so that we can offer the best financial advice and assistance available to our clients including individuals, families, non-profit institutions, municipalities, and businesses.

*Investments are NOT insured by the FDIC or any other government agency, are NOT guaranteed by the Bank or any affiliate, are NOT obligations or deposits of the Bank or any affiliate, and DO involve investment risks including the possible loss of principal.*



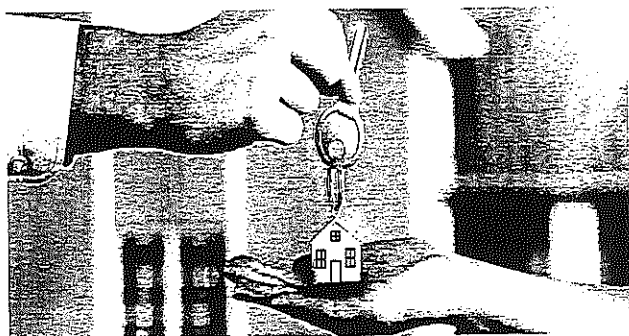
## Home Buyer Program

Fidelity Bank will waive up to \$500 in closing costs, which include and is limited to the cost of appraisal fees, bank representative fee (which may, at the discretion of the customer, include the customer's legal representation fee if using the Bank representative for closing,) and Bank settlement fee. This offer cannot be combined with any other Fidelity Bank offer. Highlights include:

- 97% financing on a one-unit primary residence
- Allowance of gift funds from relatives
- Seller's Assistance up to 6% with 10% down and up to 3% with less than 10% down
- As little as 3% down for purchase of a primary residence
- Special programs available for first time home buyers and jumbo mortgages

## Construction Program highlights:

- Three-day quick approval on Construction Loans
- Flexible "interest only" construction period
- Customer chooses construction period (6, 9 or 12 months)







## Fidelity Bank at Work

Financial wellness solutions for your employees for a financially healthier, more productive workforce!

Fidelity Bank at Work is a customized program that supports your employees' financial wellness and helps them make the most of their money. Our staff will personally visit your workplace to meet with your employees, or your employees can visit any branch location to enroll in the program. We can also provide a customized payroll flyer to distribute to your employees out in the field or who may work different work shifts.

Features of the Fidelity Bank at Work program include:

- An Exclusive Checking account – new customers receive up to a \$200 bonus with direct deposit of payroll (with specific met criteria). Checking includes a full range of financial tools along with value-added perks that will help you gain access to discounts on bank products and much more.
- A Fidelity Bank Visa® Check Card - Free Fidelity ATM transactions and \$6.00 in foreign ATM fees reimbursed per statement cycle per account.
- An optional Statement Savings account – encourages planning for the unexpected and can be used for overdraft protection. Overdraft protection set-up fee is waived, per transfer fee applies. Vacation and Christmas Club accounts are also available.
- Anytime, anywhere banking with our Online Banking, Mobile Banking, Mobile Deposit, Web Bill Pay, 7-Day-A-Week Customer Care and 24/7 Telephone Link.
- Financial planning assistance – a full-service brokerage service.
- Customized on-site seminars for your employees at no cost to you – topics include Planning for Retirement, Buying Your First Home, Planning for Your Children's Education, Avoiding Identity Theft and Scams, Understanding Your Credit Score and How to Plan for Life Changing Events.



## MONEY PASS® ATM NETWORK

Fidelity Bank offers you access to the MoneyPass ATM Network where you have access to more than 32,000 ATMs. It's easy to find ATMs at [www.moneypass.com](http://www.moneypass.com) or inside your Fidelity Banking mobile app.



## Branch Offices

### Abington Office

1311 Morgan Hwy.  
Clarks Summit, PA 18411

### Back Mountain Office

2363 Memorial Hwy.  
Dallas, PA 18612

### Bangor Office

303 Pennsylvania Ave.  
Bangor, PA 18013

### Bethlehem Office

2 West Broad St.  
Bethlehem, PA 18018

### Customer Care Center

Open 7 days a week  
Phone: 800-388-4380

### Dunmore Office

101 North Blakely St.  
Dunmore, PA 18512

### Easton Office

46 Centre Square  
Easton, PA 18042

### Forks Township Office

1250 Braden Blvd.  
Easton, PA 18040

### Green Ridge Office

111 Green Ridge St.  
Scranton, PA 18509

### Keystone

#### Industrial Park

1232 Keystone Industrial  
Park Rd.  
Dunmore, PA 18512

### Kingston Office

247 Wyoming Ave.  
Kingston, PA 18704

### Martins Creek Office

6626 Main St.  
Martins Creek, PA 18063

### Minersville Office

#### Fidelity Bank Wealth

#### Management

252 Sunbury St.  
Minersville, PA 17954

### Moosic Office

4010 Birney Ave.  
Moosic, PA 18507

### Mount Bethel Office

2118 Delaware Dr.  
Mount Bethel, PA 18343

### Mountain Top Office

1 South Mountain Boulevard  
Mountain Top, PA 18707

### Nazareth Office

44 South Broad St.  
Nazareth, PA 18064

### Peckville Office

1598 Main St.  
Peckville, PA 18452

### Pittston Office

225 Kennedy Blvd.  
Pittston, PA 18643

### Scranton Financial Center

338 North Washington Ave.  
Scranton, PA 18503

### West Scranton Office

400 South Main Ave.  
Scranton, PA 18504

### Wind Gap Office

45 North Broadway  
Wind Gap, PA 18091



## ATTACHMENT B – PROPOSED SERVICES, FEES AND EARNINGS

### Proposed Services:

Fidelity Bank's recommendations to the City for banking products and investment services are outlined in the section of this proposal entitled, "Scope of Banking and Investment Management Services." Please see pages 14 through 23.

### Fees:

Fidelity Bank will charge a maximum of \$2,500 per month for the investment, management, and safekeeping of ARP funds through the City's opening and maintaining an Investment Management Account to be held in the Fiduciary Trust Division of the Fidelity Bank Wealth Management. While the funds are invested, the account will earn market rates of interest at minimal risk.

All fees associated with the complimentary business checking account(s) and related cash management services will be included in the investment management fee outlined above.

### Earnings:

The operational checking account(s) will be interest free. The IMA will house the bulk of the ARP funds. In this IMA, the funds will earn market rates of interest at minimal risk. The funds will be invested in the opportunity set of approved investment vehicles as detailed in PA Act 10 of 2016. Based on the current market conditions, the proposed allocation in the Investment Management Services Section has a current annualized yield of 0.14%, which is based on data as of 5/31/2021 provided by Bloomberg, LP. Actual performance, yield, and return of the account will vary and are subject to market conditions, investment selection and general economic environments. At this current anticipated yield of 0.14% and the investment of \$35,000,000 into the IMA, this portfolio should generate income of approximately \$49,000 over the next 12 months.

All investment recommendations are subject to change based on current market conditions. Past performance is no guarantee of future results. All investment strategies and investments involve risk of loss and nothing within this report should be construed as a guarantee of any specific outcome or profit. Assets held in the IMA are subject to risk, including the loss of principal. Investment are not FDIC insured - No Bank Guarantee - May Lose Value.



### ATTACHMENT C – PROPOSED IMPLEMENTATION SCHEDULE

The Bank has assigned a team to coordinate the opening of the City's accounts and services to our bank. The team will include representatives from our Wealth Management, Operations, Electronic Banking, Commercial Banking and Business Services departments, as well as our Downtown Scranton Office and Management. This team will work with your staff to identify account and service requirements. Meetings will be held on a weekly basis and action steps documented.

Fidelity Bank will provide phone and web-based instruction to your employees for use of our Business Services, including Business Online Banking, Remote Deposit, ACH and Wire Transfer services. Should the City desire on-site training, we would be happy to accommodate that as well.

We anticipate opening of all accounts and services to occur within two weeks. During that time, required documentation would be completed, accounts opened and services implemented, testing completed, training conducted and scanners installed.

The Bank will meet with the City at least quarterly to review the relationship, address any concerns and identify opportunities to improve cash flow or operating efficiencies.

Your relationship team can be reached during and after hours. The City will have after-hours contact information, including cell phone numbers, for all team members.

Also, our Electronic Banking group provides excellent, user-friendly support to our clients. They can be reached during the hours of 8:30 AM – 5 PM Monday-Friday. Our Customer Care Center can also provide support and they can be reached from 8 AM – 8 PM Monday-Friday, and 8 AM – 2 PM Saturday, and 8 AM – 1 PM Sunday.

In addition, the Bank provides online instructional videos, available via the following link, to view demos and information related to Business Online Banking, Remote Deposit, Business Bill Pay and Positive Pay. Link: <https://www.bankatfidelity.com/resources/instructional-videos/#>

Our implementations are typically structured as follows once we meet with the City to determine account needs and obtain all information necessary for account opening.

A. Within two business days of above meeting:

- Provide the City of Scranton with documentation to open Muni-Choice Checking and Investment accounts
- Provide the City of Scranton with documentation required to implement all Treasury Management services



- B. Within two business days of receiving completed documentation for Treasury Management services:
- Create Business Online Banking and PAL credentials and deliver to the City of Scranton employees
  - Implement ZBA, Remote Deposit, Wire Transfer and ACH Origination services
  - Provide MICR spec forms and order any checking account supplies needed
  - Schedule training for all Business Online Banking services.
  - Coordinate Positive Pay file testing
- C. After receiving the ARP funds into the Investment Management Account (IMA), within three business days Fidelity Bank will invest those funds into Act 10 of 2016 approved investment vehicles to earn market rates of interest with very little to no risk.
- D. At a date decided upon by the City of Scranton:
- Install Remote Deposit scanners and provide training on-site
  - Provide training for all online services, including Business Online Banking, ACH Origination, Wire Transfer and Positive Pay
- E. Implement Positive Pay service upon successful completion of file testing.
- F. Conduct ongoing meetings with the City of Scranton during the training and implementation process to ensure all accounts and services are working properly and to resolve any issues that may arise.

# Fidelity BANK

June 2, 2021

City of Scranton  
Mr. John Murray, City Controller  
340 North Washington Avenue  
Scranton, PA 18503

RE: Request for Qualification

Dear Mr. Murray:

Kindly allow this letter to confirm our bank understands the City requires the use of the Pooling Method of collateralization for public deposits in excess of the FDIC \$250,000 coverage. Please know that Fidelity Bank will invest the City's funds in accordance with Act 72 of 1971 and adhere to this requirement.

Should you need anything else in this regard please do not hesitate to call me at the number below.

Best Regards,



Timothy P. O'Brien  
Senior Executive Vice President & Chief Lending Officer  
Fidelity Deposit and Discount Bank  
101 N. Blakely St.  
Dunmore, PA 18512  
(570) 504-2230



NMLS# 440404  
Member FDIC

31  
**bankatfidelity.com**



**800.388.4380**



## ATTACHMENT E – OUR COMMITMENT TO THE CITY OF SCRANTON

Fidelity Bank has enjoyed the relationship it has had with the City of Scranton and holds it in high regard, not only from a banking perspective, but as a partner within the community in which our employees work and live.

We have been a trusted financial advisor to the City of Scranton for many years. In 2010 and 2011, we were part of a large bank group that provided TAN financing for \$9,500,000 each year. The Bank took the lead in providing that financing in the past, and will work with the City and other banks, if needed in the future, to provide the best financing solutions for the City.

Currently, Fidelity Bank Wealth Management's Fiduciary Trust Division provides significant investment management and paying agent services to the City of Scranton. Fidelity Bank has prudently managed nearly \$14,000,000 in the City of Scranton's Workers Compensation Trust Fund for more than 10 years. Additionally, Fidelity Bank's Corporate Trust Services has provided the following recent Paying Agents Services to the City:

- Paying Agent for 2020 and 2021 Tax Anticipation Note
  - Fidelity receives daily tax payments from Berkheimer
  - Fidelity sends a daily wire to the City for 40% of the funds received
  - Monthly wire a payment to the note holder
  - In 2020, Fidelity Bank received \$13,022,069.61 for the City
  - In 2021, as of May 28<sup>th</sup> 2021, Fidelity Bank received \$8,282,449.86 for the City
- Paying Agent for 2016 Bond Issue, principal and interest payments in 2020 were \$1,878,000
- Paying Agent for 2017 Bond Issue, principal and interest payments in 2020 were \$1,031,000
- Paying Agent for City annual payments to PLGIT and DCED
- As Single Point Paying agent Fidelity Bank sends semiannual payment to M&T Bank for Bond Issue that M&T acts a paying agent (2020: \$4,508,512.50; 2021: \$728,356.25)

We have also supported the collection and processing of City real estate tax payments in our branches and through our lockbox system.

The City has maintained multiple depository accounts with us since 1999 and we look forward to expanding our relationship to include the accounts and services included in this Request for Proposal. Our approach is consultative, with a focus on creating efficient processes and maximizing cash flow. Our objectives are simple – help the City make money, save money and save time.

We are proud to provide banking services to over 6,800 households and businesses in the City of Scranton. We have over 12,000 depository accounts with balances of over \$250 million and more than 21,000 loans and lines of credit with balances of over \$120 million. We are ranked as the #1 mortgage lender in Lackawanna County and currently have 569 mortgage loans for City residents, with outstanding balances close to \$20 million.

Over the last five years, the Bank has made donations of \$1,754,000 as part of the Pennsylvania Department of Community and Economic Development's Educational Improvement Tax Credit



(EITC) program to approved organizations in the City of Scranton. These contributions are used for educational improvement and learning programs.

Fidelity Bank is proud of our employees' commitment to community involvement. Since 2016, our employees have volunteered over 2,500 hours to organizations located within the City of Scranton.

The Bank employs more than 300 individuals, of which 105 work in the City of Scranton. The Bank has three branches (Green Ridge, Downtown Scranton and West Scranton) in Scranton, and our Operations Center which is located adjacent to City Hall.



**ATTACHMENTS  
DATA SUBMISSION DOCUMENTS**

**Attachment G. Affirmative Action Certification**

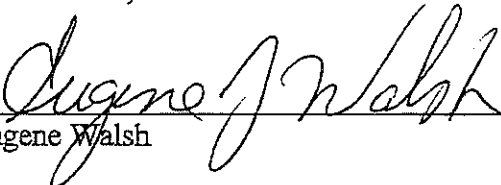
During the term of this contract, Bidder agrees as follows:

- (1) Bidder shall not discriminate against any employee, applicant for employment, independent contractor or any other person because of race, color, religious creed, ancestry, national origin, age, sex or handicap. Bidder shall take affirmative action to insure that applicants are employed, and that employees or agents are treated during employment, without regard to their race, color, religious creed, ancestry, national origin, age, sex or handicap. Such affirmative action shall include, but is not limited to the following: employment, upgrading, demotion or transfer; recruitment advertising; layoff or termination; rates of pay or other forms of compensation; and selection for training. Bidder shall post in conspicuous places, available to employees, agents, applicants for employment, and other persons, a notice to be provided by the contracting agency setting forth the provision of this affirmative action certification.
- (2) Bidder shall, in advertisements or requests for employment placed by it or on its behalf, state all qualified applicants will receive consideration for employment without regard to race, color, religious creed, ancestry, national origin, age, sex or handicap.
- (3) Bidder shall send each labor union or workers' representative with which it has a collective bargaining agreement to other contract or understanding, a notice advising said labor union or worker's representative of its commitment to this affirmative action certification. Similar notice shall be sent to every other source of recruitment regularly utilized by bidder.
- (4) It shall be no defense to a finding of noncompliance with this affirmative action certification that bidder has delegated some of its employment practices to any union, training program, or other source of recruitment which prevents it from meeting its obligations. However, if the evidence indicates that the bidder was not on notice of the third-party discrimination or made a good faith effort to correct it; such a factor shall be considered in mitigation in determining the occurrence of any violation and for purposes of mitigation in determining appropriate sanctions.

- (5) Where the practices of a union or of any training program or other source of recruitment will result in the exclusion of minority group persons, so bidder will be unable to meet its obligations under this affirmative action certification, bidder shall then employ and fill vacancies through other affirmative action employment procedures.
- (6) Bidder shall comply with all state and federal laws prohibiting discrimination in hiring or employment opportunities. In the event of bidder's knowing noncompliance with affirmative action certification of this contract or with any such laws, this contract may be terminated or suspended, in whole or in part, and bidder may be declared temporarily ineligible for further City of Scranton contracts, and other sanctions may be imposed and remedies invoked.
- (7) Bidder shall furnish all necessary employment documents and records to, and permit access to its books, records, and accounts by, the City of Scranton Department of Business Administration, for purposes of investigation to ascertain Compliance with the provision of this certification. If bidder does not possess documents or records reflecting the necessary information requested, it shall furnish such information on reporting forms supplied by the City of Scranton Department of Business Administration.
- (8) Bidder shall actively recruit minority subcontractors or subcontractors with substantial minority representation among their employees.
- (9) Bidder shall include the provisions of this affirmative action certification in every subcontract arising under this contract so that such provisions will be binding upon each subcontractor.
- (8) Bidder obligations under this clause are limited to the bidder's facilities within Pennsylvania, or where the contract is for purchase of goods manufactured outside of Pennsylvania, the facilities at which such goods are actually produced.

DATE: June 2, 2021

Fidelity Deposit & Discount Bank  
(Name of Bidder)

BY:   
Eugene Walsh

TITLE: EVP & COO

Attachment H. Certificate of Non-Segregated Facilities

The bidder certifies that he does not maintain or provide for his employees and segregated facilities at any of his establishments, and that he does not permit his employees to perform their services at any location under his control where segregated facilities are maintained. The Bidder certifies further that he will not maintain or provide for his employees any segregated facilities at any of his establishments, and that he does not permit his employees to perform their services at any location under his control where segregated facilities are maintained. The Bidder agrees that a breach of this certification will be a violation of the Equal opportunity clause in any contract resulting from acceptance of his bid. As used in this certification, the term "segregated Facilities," means any waiting rooms, work areas, restrooms and washrooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing directive or are in fact segregated on the basis of race, color, religion, or national origin, because of habit, local custom, or otherwise. The Bidder agrees that (except where he has obtained identical certifications from proposal sub-contractors for specific time periods) he will obtain identical certifications from proposed sub-contractors prior to the award of sub-contracts exceeding \$10,000 which are not exempt from the provisions of the Equal Opportunity clause, and that he will retain such certification in his files.

NOTE: The penalty for making false statements in offers is prescribed in 18 U.S.C. §1001.

DATE: 6-1-2021

Fidelity Deposit & Discount Bank  
(Name of Bidder)  
BY Eugene J. Walsh  
Eugene Walsh EVP & COO  
TITLE \_\_\_\_\_

Attachment I. Non-Collusion Affidavit of Prime Bidder

STATE OF Pennsylvania

COUNTY OF Lackawanna

Timothy P. O'Brien, being first duly sworn, deposes and says that:

1. He is a representative  
(Owner, partner, officer, representative or agent)

of Fidelity Deposit & Discount Bank, the Bidder that has submitted the bid;

2. He is fully informed respecting the preparation and contents of the attached Bid and of all pertinent circumstances respecting such Bid;
3. Such Bid is genuine and is not a collusive or sham Bid;
4. Neither the said Bidder nor any of its officers, partners, owners, agents, representatives, employees or parties in interest, including this affiant, has in any way colluded, conspired, connived or agreed, directly or indirectly with any other Bidder, firm or person to submit a collusive or sham Bid in connection with the Contract for which the attached Bid has been submitted or to refrain from bidding in connection with such Contract, or has in any manner, directly or indirectly, sought by agreement or collusion or communication or conference with any other Bidder, or to Bidder, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the City of Scranton (Local Public Agency) or any person interested in the proposed Contract; and;
5. The price or prices quoted in the attached Bid are fair and proper and are not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the bidder or any of its agents, representatives, owners, employees or parties in interest, including this affiant.

Non-Collusion Affidavit  
Signature Page

Signed [Handwritten Signature]

Senior Executive Vice President & Chief Lending Officer  
(TITLE)

SUBSCRIBED AND SWORN TO BEFORE ME THIS 28 DAY OF May, 2021

Bryanne S. Caruso  
(TITLE)

MY COMMISSION EXPIRES September 26, 2023

Commonwealth of Pennsylvania - Notary Seal  
Bryanne S. Caruso, Notary Public  
Lackawanna County  
My commission expires September 26, 2023  
Commission number 1352274

**J. Disclosures by Current Contractors**

List of Municipal Officials  
Mayor of Scranton  
Scranton City Councilpersons  
Scranton Controller  
Scranton Tax Collector

1. Provide the names and titles of all individuals providing professional services to the City including advisors and subcontractors, if any. After each name, please provide the responsibilities of that person with regard to the professional services provided to the City of Scranton.

- List the names of any of the above individuals who are current or former officials or employees of the City of Scranton and their position;

NONE

- List the names of any of the above individuals who has been a registered federal or state lobbyist and the date of the most recent renewal/registration.

NONE

2. Since January 1, 2015, have any of the individuals identified in paragraph two above been employed by the City of Scranton. If yes, please identify the individual by his/her name and position with the City of Scranton and dates of employment.

N/A

3. Since January 1, 2015, has the Contractor employed paid compensation to a third party intermediary, agent, or lobbyist to directly or indirectly communicate with any individual on the list of municipal officials in connection with any transaction or investment involving the Contractor and the City of Scranton. This question does not apply to any officer or employee of the Contractor who is acting within the scope of the Contractor's standard professional duties on behalf of the Contractor including the actual provision of legal, accounting, engineering, and real estate, or other professional advice, services, or assistance pursuant to its professional services contract with the City of Scranton.

N/A

4. Since January 1, 2015 has any agent, officer, director, or employee of the Contractor solicited a third party to make a political contribution to any municipal official or candidate for municipal office in the City of Scranton or to the political party or political committee for whom the solicitation was made. If yes, please identify the agent, officer, director, or employee who made the solicitation; the individual or individuals who were solicited, and the municipal officers, candidates, political party, or political committee for whom the solicitation was made.

NO

5. Since January 1, 2015, has the contractor, officer, director, executive-level employee, or owner of at least five percent (5%) of the company made any contribution to a municipal official or candidate for municipal office in the City of Scranton. If yes, please identify the recipient, the amount, and the date of the contribution.

N/A

6. Does the Contractor have a direct financial, commercial, or business relationships with any individual on the List of Municipal Officials. With regard to every municipal official for which the answer is yes, identify that individual and provide a detailed written description of that relationship.

N/A

7. Since January 1, 2015, has the Contractor, officer, director, executive-level employee, or owner of at least five percent (5%) of the company conferred any gift of more than nominal value to any individual on the list of Municipal Officials. A gift includes money, services, loans, travel and entertainment, at value or discounted value. With regard to every municipal official for which the answer is yes, identify the recipient, the gift, and the date it was conferred.

N/A

8. Regarding the provision of professional services to the City of Scranton, are you aware of any conflicts of interest, whether apparent, potential, or actual with respect to any officer, director, or employee of the Contractor and officials or employees of the City of Scranton. If yes, please provide a detailed written explanation of the circumstances which you believe provide a basis to conclude that an apparent, potential or actual conflict of interest may exist.

NO

9. Please provide the name(s) and person(s) completing this form. One of the individuals identified by the Contractor in paragraph two must participate in completing this form and must sign the verification statement below.

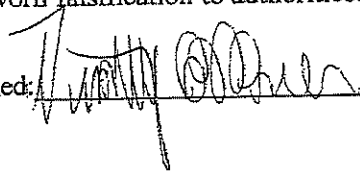
Timothy P. O'Brien  
Senior Executive Vice President & Chief Lending Officer

#### VERIFICATION

I, Timothy P. O'Brien, hereby state that I am authorized to make this verification.

I verify that the facts set forth herein for entities providing professional services to the City of Scranton are true and correct to the best of my knowledge, information, and belief. I understand that false statements herein are made subject to penalties of 18 P.A.C.S section 4904 relating to unsworn falsification to authorities.

Signed:



Date:

May 22, 2021



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
05/28/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> Joyce, Jackman & Bell, LLC 9 N. Main Street Pittston PA 18640-0490	<b>CONTACT NAME:</b> Janice Waleski <b>PHONE (A/C, No, Ext):</b> (570) 654-5505 <b>E-MAIL ADDRESS:</b> jwaleski@jbins.com	<b>FAX (A/C, No):</b> (570) 654-8275
	<b>INSURER(S) AFFORDING COVERAGE</b>	
<b>INSURED</b> Fidelity Deposit & Discount Bank Inc, DBA: Fidelity D & D Bancorp Inc 101 N Blakely Street Dunmore PA 18512	<b>INSURER A:</b> Great Northern Ins Co	
	<b>INSURER B:</b> Federal Insurance Company	
	<b>INSURER C:</b> Lackawanna Casualty Co.	
	<b>INSURER D:</b> Great American Security Insurance Company	
	<b>INSURER E:</b> Coalition Insurance & Corvus	
	<b>INSURER F:</b>	

**COVERAGES**      **CERTIFICATE NUMBER:** CL2152832944      **REVISION NUMBER:**


THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDITIONAL INSURED	SUBROGATION	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC OTHER:			35859783	06/01/2021	06/01/2022	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000 Employee Benefits \$ 1,000,000
A	<b>AUTOMOBILE LIABILITY</b> <input checked="" type="checkbox"/> ANY AUTO OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> 10 SCHEDULED AUTOS NON-OWNED AUTOS ONLY			73542301	06/01/2021	06/01/2022	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ Funeral Expense Benefits \$ 2,500
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> EXCESS LIAB OCCUR CLAIMS-MADE DED RETENTION \$			79851556	06/01/2021	06/01/2022	EACH OCCURRENCE \$ 15,000,000 AGGREGATE \$ 15,000,000
C	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		Y/N N	N/A AM0610181511	06/01/2021	05/01/2022	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
D	Directors & Officers E&O Coverage			DNOE416653	12/20/2020	12/20/2021	\$5,000,000 Limit

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

Evidence of Coverage. Cyber Liability applies with \$5M Limit, Coalition Insurance & Corvus

**CERTIFICATE HOLDER**      **CANCELLATION**

City of Scranton 340 North Washington Ave Scranton PA 18503	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE 
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# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
05/28/2021

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**IMPORTANT:** If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

<b>PRODUCER</b> Joyce, Jackman & Bell, LLC 9 N. Main Street Pittston PA 18640-0490	CONTACT NAME: Janice Waleski PHONE (A/C, No, Ext): (570) 654-5505      FAX (A/C, No): (570) 654-8275 E-MAIL ADDRESS: jwaleski@jjbins.com														
<b>INSURED</b> Fidelity Deposit & Discount Bank Inc. 101 N Biakely Street Dunmore PA 18512	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: center;">INSURER(S) AFFORDING COVERAGE</th> <th style="text-align: center;">NAIC #</th> </tr> <tr> <td>INSURER A: Great Northern Ins Co</td> <td></td> </tr> <tr> <td>INSURER B: Federal Insurance Company</td> <td></td> </tr> <tr> <td>INSURER C: Lackawanna Casualty Co.</td> <td></td> </tr> <tr> <td>INSURER D: Great American Security Insurance Company</td> <td></td> </tr> <tr> <td>INSURER E: Chubb</td> <td></td> </tr> <tr> <td>INSURER F:</td> <td></td> </tr> </table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A: Great Northern Ins Co		INSURER B: Federal Insurance Company		INSURER C: Lackawanna Casualty Co.		INSURER D: Great American Security Insurance Company		INSURER E: Chubb		INSURER F:	
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INSURER D: Great American Security Insurance Company															
INSURER E: Chubb															
INSURER F:															

**COVERAGES**      **CERTIFICATE NUMBER:** CL2152832941      **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	INSUR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<b>COMMERCIAL GENERAL LIABILITY</b> <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR see attached GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:			35859783	06/01/2020	06/01/2021	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/OP AGG \$ 2,000,000 Employee Benefits \$ 1,000,000
A	<b>AUTOMOBILE LIABILITY</b> <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY <input type="checkbox"/> 10			73542301	06/01/2020	06/01/2021	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ Funeral Expense Benefits \$ 2,500
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED    RETENTION \$			79851556	06/01/2020	06/01/2021	EACH OCCURRENCE \$ 15,000,000 AGGREGATE \$ 15,000,000
C	<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b> ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y / N <b>N</b>	N / A	AM0610181511	06/01/2020	06/01/2021	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
D	Directors & Officers E&O Coverage			DNOE416653	12/20/2020	12/20/2021	\$5,000,000 Limit

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)  
 Evidence of Coverage. Cyber Liability applies with \$5M Limit, Chubb Insurance Co.

<b>CERTIFICATE HOLDER</b> City of Scranton 340 North Washington Ave Scranton PA 18503	<b>CANCELLATION</b> SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE 
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ATTACHMENT A  
DATA SUBMISSION DOCUMENT

THIS PROPOSAL, WHICH INCLUDES ATTACHMENTS A, B, C, D  
(With OPTIONAL E AND F), G, H, I, J, K MUST BE RECEIVED IN  
THE  
OFFICE OF THE CITY CONTROLLER IN A SEALED ENVELOPE NO LATER THAN  
10:00 a.m.  
June 2, 2021  
TO THE ATTENTION OF:

John Murray  
City Controller  
City of Scranton  
340 North Washington Avenue  
2<sup>nd</sup> Floor  
Scranton, PA 18503

NAME OF BANK: Fidelity Deposit & Discount Bank

CONTACT PERSON: Lori Barrett, AVP Trust Officer and Relationship Manager  
John Ferrett, SVP and Relationship Manager

STREET ADDRESS: 101 N. Blakely Street  
Dunmore, PA 18512

CITY/STATE/ZIP: \_\_\_\_\_

TELEPHONE NUMBER: 570.504.2242 Lori Barrett  
570.504.2235 John Ferrett

FAX NUMBER: 570.504.0273

lori.barrett@fddb.com

Jack.Ferrett@fddb.com

EMAIL \_\_\_\_\_

ATTACHMENT A  
DATA SUBMISSION DOCUMENT

THIS PROPOSAL, WHICH INCLUDES ATTACHMENTS A, B, C, D  
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EMAIL \_\_\_\_\_