

Board of Directors Meeting

March 12, 2015

3:30 p.m.

Agenda

- 1 Roll Call
- 2 Public Comment
- 3 Approval of Minutes
- 4 Updates
 - a. Michael Koonce
 - b. John Carpenter
- 5 Information Items
 - a. Procurement policy
 - b. Upcoming procurement for Web Development services
 - c. Upcoming procurement for Strategic Planning services
 - d. Upcoming procurement for Deed Research Intern services
 - e. Acquisition policy for nominally priced real property
 - f. Financial Report
- 6 Revised Budget for FY 2015
- 7 Public Comment policy
- 8 Fels contract extension
- 9 Delegations of contracting authority to Executive Director
- 10 Adjournment

FY 2015 Revenue & Expenses: July 1, 2014 to June 30, 2015

	Budget	YTD Through 12-31-2014	Available Balance
Revenue	\$ 4,107,800	\$ 2,079,000 (1)	\$ 2,028,800
Expenses			
Payroll			
Salaries	\$ 1,167,000	\$ 186,870	\$ 980,130
FICA	\$ 70,200	\$ 12,690	\$ 57,510
Fringe Benefits	\$ 731,900	\$ 64,831	\$ 667,069
	\$ 1,969,100	\$ 264,391	\$ 1,704,709
Purchase of Services			
Telephone	\$ 8,100	\$ 171	\$ 7,929
Training, Travel & Conferences	\$ 25,000	\$ 1,837	\$ 23,163
Parking & Mileage	\$ 17,600	\$ 700	\$ 16,900
Postage	\$ 5,100		\$ 5,100
Advertising & Promotions	\$ 50,000		\$ 50,000
Professional Services	\$ 656,500	\$ 294,852 (2)	\$ 361,648
Repair & Maintenance	\$ 317,500		\$ 317,500
Rent of Office Space	\$ 114,500	\$ 9,805	\$ 104,695
Insurance	\$ 591,400	\$ 7,305	\$ 584,095
	\$ 1,785,700	\$ 314,669	\$ 1,471,031
Materials & Supplies			
Books & Other Publications	\$ 10,100	\$ 778	\$ 9,322
Office Material & Supplies	\$ 5,000	\$ 1,210	\$ 3,790
Printing	\$ 40,200	\$ 1,875	\$ 38,325
	\$ 55,300	\$ 3,863	\$ 51,437
Equipment			
Tools & Equipment	\$ 225,300	\$ 673	\$ 224,627
Auto	\$ 22,400		\$ 22,400
	\$ 247,700	\$ 673	\$ 247,027
Real Estate Acquisition	\$ 50,000	\$ -	\$ 50,000
	\$ 50,000	\$ -	\$ 50,000
Total Costs	\$ 4,107,800	\$ 583,595	\$ 3,524,204
FY 2015 Net Revenue	\$ -	\$ 1,495,405	\$ -

(1) * Initial PRA funding of \$1,804,000 commitment received 10/10/2014

* \$275,000 City Of Philadelphia Commitment received 10/31/2014

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Professional Services (2)

Fels institute of Government	\$	113,089
Interface Studios	\$	174,620
Sage Communications	\$	5,000
Deaf Hearing Communication Centre	\$	528
Summit Court Reporting	\$	1,190
ADP Payroll Services	\$	41
Filing Fees	\$	384
	\$	<u>294,852</u>

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Schedule of Assets, Liabilities and Net Position
December 31, 2014

Assets

Current Assets

Cash	\$	1,805,048
Accounts Receivable (PRA)	\$	1,632,709

Total Current Assets	\$	<u>3,437,757</u>
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Liabilities

Accounts Payable (PHDC)		138,352
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Total Liabilities	\$	<u>138,352</u>
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Net Position

Restricted Funding	\$	3,299,405
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Total Net Position	\$	<u>3,299,405</u>
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1234 Market St., 17th Floor, Philadelphia PA 19107
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MEMORANDUM

March 12, 2015

To: Board of Directors

From: John Carpenter, Deputy Executive Director

Re: Revised Budget for FY 2015

A handwritten signature in black ink, appearing to be "JC", is written over the "From:" line.

Attached is a revised budget for the rest of the current fiscal year. This budget reflects our better understanding of the Land Bank's financial needs during this startup year, reducing projected expenditures in areas including staffing, fringe benefits, and administrative expenses, while adding some additional resources for professional services and interns to better support some of the one-time expenses incurred during the startup.

We will use this budget as a framework for all future financial reporting for the remainder of this fiscal year.

RESOLUTION NO. 2015 -

**RESOLUTION APPROVING PHILADELPHIA LAND BANK
REVISED OPERATING BUDGET FOR FISCAL YEAR 2015**

WHEREAS, on July 31, 2014 the Board of Directors approved the Land Bank Operating Budget for Fiscal Year 2015 (“Operating Budget”);

WHEREAS, after reviewing Land Bank operations and expenditures through December 2014, the Board desires to revise the Operating Budget to better reflect past and prospective expenditures; and

WHEREAS, a majority of the entire Board of Directors of the Philadelphia Land Bank has voted in favor of adopting the Revised Fiscal Year 2015 Operating Budget.

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Land Bank that:

1. The Revised Operating Budget for Fiscal Year 2015, as presented to this Board and attached hereto, is hereby approved.
2. The Board will continue to receive quarterly financial reporting comparing actual expenditures to Fiscal Year 2015 budgeted expenses.

PHILADELPHIA LAND BANK
 FISCAL 2015 OPERATING BUDGET (Mid-year adjusted)
 JULY 1, 2014 TO JUNE 30, 2015

	Original	Adjusted	Variance
SALARIES	917,000	741,200	(175,800)
<i>Share of PHDC Admin Salaries</i>	<i>250,000</i>	<i>165,050</i>	<i>(84,950)</i>
<u>Fringe Benefits</u>			
FICA	70,200	56,700	(13,500)
Pensions	313,700	174,400	(139,300)
Health Benefits			
Major Medical	293,500	153,700	(139,800)
Prescription Plan	75,000	60,000	(15,000)
Dental	15,100	8,000	(7,100)
Vision	900	500	(400)
Life Insurance	12,000	12,000	0
Group Legal	1,800	720	(1,080)
Worker's Compensation	7,500	7,500	0
Unemployment Comp	12,400	16,000	3,600
Total Fringes	802,100	489,520	(312,580)
<u>Purchase of Services</u>			
Telephone	8,100	4,900	(3,200)
Training, Travel & Conferences	25,000	25,000	0
Parking & Mileage	17,600	17,600	0
Postage	5,100	5,100	0
Advertisement & Promotions	50,000	30,000	(20,000)
Professional Services (1)	656,500	642,000	(14,500)
Repair & Maintenance	317,500	317,500	0
Rent of Office Space	114,500	62,250	(52,250)
Insurance	591,400	311,400	(280,000)
Total Purchase of Services	1,785,700	1,415,750	(369,950)
<u>Materials & Supplies</u>			
Books, Publications, Dues	10,100	10,100	0
Office Material & Supplies	5,000	5,000	0
Printing	40,200	20,200	(20,000)
Total Materials & Supplies	55,300	35,300	(20,000)
<u>Equipment</u>			
Tools and Equipment (2)	225,300	235,300	10,000
Auto	22,400	22,400	0
Total Equipment	247,700	257,700	10,000
Real Estate Acquisition	50,000	50,000	0
Total Costs All Categories	4,107,800	3,154,520	(953,280)
Redevelopment Authority Funding	3,607,800	2,879,520	(728,280)
City General Funds	500,000	275,000	(225,000)
Total Sources	4,107,800	3,154,520	(953,280)
Notes:			
<u>Professional Services</u>			
Legal Fees (labor)	31,250	31,250	0
Strategic Planning (2015 & 2016)	175,000	300,000	125,000
Law Dept	150,000		(150,000)
Record Dept O/T	75,000		(75,000)
Communications		25,000	25,000
Audit and Accounting Consulting	65,500	50,000	(15,500)
Deed Filing Fees	35,000	35,000	0
PRA/Fels Interns and related costs	100,000	175,000	75,000
Other	24,750	25,750	1,000
Total	656,500	642,000	(14,500)
			0
<u>Tools & Equipment</u>			
Website and Software Development	100,000	100,000	0
Software Licensing	25,000	25,000	0
Application Development	75,000	75,000	0
Computer Hardware	20,000	30,000	10,000
Other	5,000	5,300	300
Total	225,000	235,300	10,300



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MEMORANDUM

March 12, 2015

To: Board of Directors

From: John Carpenter, Deputy Executive Director

Re: Public Comment Policy

A handwritten signature in blue ink, appearing to be "JC", is written over the name "John Carpenter" in the "From:" field.

The attached public comment policy is based on policies used in Philadelphia City Council, and has been adapted for use by the Land Bank after significant public input and discussion at our last board meeting. These policies were designed to encourage public comments, while at the same time allowing the board to efficiently conduct its business.

These policies will be published on the land bank's website once they are approved.

RESOLUTION NO. 2015 -

**RESOLUTION ADOPTING A PUBLIC COMMENT POLICY FOR
PHILADELPHIA LAND BANK**

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Land Bank that the Public Comment Policy attached hereto as an Exhibit to this Resolution is hereby adopted.

PHILADELPHIA LAND BANK
Proposed POLICY ON PUBLIC COMMENT

The Board recognizes its obligation under the Commonwealth's Sunshine Act to allow public comment on matters under deliberation at each public Board meeting and welcomes and encourages such public comment. The Board also recognizes its responsibility for proper governance of the Land Bank and the need to conduct its business in an orderly and efficient manner. Accordingly, the Board hereby adopts this Policy to govern public participation in Board meetings.

1. At each meeting of the Board, opportunity shall be provided for residents of the City of Philadelphia (the "City"), taxpayers of the City and other interested parties to comment on actions and resolutions that are listed on the agenda for that meeting of the Board prior to official action by the Board.
2. Those who wish to provide public comment shall be limited to three (3) minutes, or such other time period as the Chair may allow. The Chair may place additional reasonable limitations on public comment to permit the Board to conduct its meetings and to maintain order, including limiting repetitious comments.
3. Land Bank staff shall maintain a list of persons who have requested the opportunity to provide comment at the next scheduled meeting of the Board. Persons wishing to be placed on the list should provide notice using the Land Bank's website. Anyone may ask to be added to the list on the day of a Board meeting. Generally, public comment shall be received in the order in which persons appear on the list; however, depending on the topic to be addressed, the Board Secretary may place the individual either at the beginning or end of the agenda.

4. Once the list is exhausted, the Chair shall ask if any other person wishes to provide public comment, and if there is no response, the opportunity for public comment at that meeting shall be closed.

5. Individuals seeking to speak must be recognized by the Chair. Before providing comment, the individual shall state his or her name, address, group affiliation, if applicable, and the subject to be addressed.

6. If in the Chair's judgment there is not sufficient time at a meeting for public comment, the Chair may announce that the public comment period will be deferred to the next Board meeting, provided that no action shall be taken on a resolution unless there was an opportunity for public comment prior to official action on that resolution.

7. The Board may provide an opportunity at the end of an open meeting for public comment on other Land Bank matters that are not scheduled for official action. This segment of each Board meeting shall be a maximum of thirty (30) minutes per session.

MEMORANDUM

March 12, 2015

To: Board of Directors

From: John Carpenter, Deputy Executive Director 

Re: Extension of University of Pennsylvania Fels Institute contract to support deed research project

Background: In 2013, the City of Philadelphia asked PRA to support a review of the deeds of the properties in the combined inventories of PRA, PHDC, and the City's Department of Public Property. This review is intended to identify and correct long-standing problems in the legal record of public property ownership. The review, coordinated with the City Law and Records Departments, Survey District, and PRA attorneys, is being conducted in anticipation of property conveyance either directly to redevelopers or to the Philadelphia Land Bank. This work will facilitate the conveyance of property with clear and marketable title. Approximately eight current and former students, guided by principal staff from Penn's Fels Institute, are engaged under this contract. The PRA selected University of Pennsylvania, Fels Institute to do this work, under an initial contract and a series of extensions that ended in December 2014.

In July of 2014 the Land Bank formally assumed responsibility for this work and the research team moved into PHDC's offices. As this work has progressed, it has evolved into a deeper and more complex project than we originally understood, as there were substantially more corrections needed than we originally expected. We now expect this project to be finished at the end of this calendar year.

We are requesting one further contract extension with the University of Pennsylvania to allow this work to continue under their guidance until the end of March of this year, as the University has made it clear that they no longer wish to support this work. We expect to issue a new request for proposals this month for these services through the remainder of this year.

The attached resolution authorizes us to extend the contract and increase compensation by \$39,600 for this last three month period.

RESOLUTION NO. 2015 -

RESOLUTION AUTHORIZING EXTENSION OF TRAINING AND CONSULTING SERVICES AGREEMENT WITH THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA, ACTING THROUGH ITS FELS INSTITUTE OF GOVERNMENT

WHEREAS, by Resolution 2014 - 5, adopted on August 14, 2014, the Land Bank accepted the assignment of a Training and Consulting Services Agreement with The Trustees of the University of Pennsylvania, acting through its Fels Institute of Government ("Fels"), to provide graduate level students to assist in the review, analysis and preparation of land records for properties owned by Philadelphia Redevelopment Authority, the City of Philadelphia and Philadelphia Housing Development Corporation in preparation for transfer of properties to the Philadelphia Land Bank (the "Fels Contract");

WHEREAS, the Fels Contract, as amended by a First Amendment, a Second Amendment and a Third Amendment, provides for Maximum Compensation of \$198,000 and a Contract Period to end on December 31, 2014;

WHEREAS, the work being performed under the Fels Contract must continue and the time for completion of that work must be extended to allow Fels to complete its Scope of Services; and

WHEREAS, the Land Bank and Fels wish to enter into a Fourth Amendment to the Fels Contract to provide for additional compensation and to extend the Contract Period.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Philadelphia Land Bank that:

1. The Executive Director may enter into a Fourth Amendment to the Fels Contract to (a) increase compensation by an additional \$39,600 for a total maximum compensation not to exceed \$237,600; and (b) extend the Contract Period to March 31, 2015, all other terms and conditions of the Fels Contract as hereby amended to remain in full force and effect.
2. The Executive Director is hereby authorized to prepare, execute and deliver a Fourth Amendment to the Fels Contract with terms and conditions necessary to effectuate the purposes of this Resolution in form and substance acceptable to Land Bank General Counsel.



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MEMORANDUM

March 12, 2015

To: Board of Directors

From: John Carpenter, Deputy Executive Director 

Re: Delegation of Contracting Authority to Executive Director

Based on our discussion at the February board meeting, we propose that the Board delegate authority to the Executive Director to enter into contracts for services, supplies and material if a contract does not exceed \$50,000, the services purchased fall within the maximum budget authorization for the corresponding line item, and the procurement generally follows the City's procurement requirements.

The Executive Director will report to the Board at its next public meeting information regarding the need for, and terms of, each such authorized contract.

This action will allow the Land Bank to operate more efficiently and expeditiously, while maintaining clear accountability to the board.

A resolution is attached.

RESOLUTION NO. 2015 -

RESOLUTION GRANTING THE EXECUTIVE DIRECTOR AUTHORIZATION TO ENTER INTO CERTAIN CONTRACTS IN AMOUNTS NOT TO EXCEED \$50,000

WHEREAS, the Land Bank Board finds that the operations of the Land Bank would benefit by allowing the Executive Director to award contracts and approve purchases within certain dollar limits and consistent with the Land Bank Operating Budgets.

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Land Bank that:

1. The Executive Director may on behalf of the Land Bank enter into contracts for supplies, materials and services in amounts not to exceed \$50,000, inclusive of all amendments and extensions, which are consistent with the corresponding line item in the then current Land Bank Operating Budget.

2. The Executive Director shall report at the next scheduled meeting of the Board all contracts executed since his/her last report, including the vendor, the contract amount and the type of service purchased for each such contract and such other information as the Board may need or request to allow the Board to properly supervise and control this delegation of authority.

3. The Executive Director is hereby granted authorization to execute and deliver all such contracts and documents necessary or convenient to carry out the foregoing authorization.



BOARD MEETING MINUTES

A meeting of the Board of Directors of the Philadelphia Land Bank was held on Thursday, February 12, 2015 commencing at 3:35 p.m. in the offices of the Philadelphia Housing Development Corporation, being its regular meeting place, 17th Floor, 1234 Market Street, Philadelphia, Pennsylvania, pursuant to proper notices.

CALL TO ORDER

Ms. Rashid called the meeting to order at 3:35 p.m.

ROLL CALL

The following members of the Board of Directors reported present: Majeedah Rashid, Chair; Paul L. Badger, Jr., Vice Chair; Jennifer Kates, Secretary; Deborah McColloch, Treasurer; Anjali Chainani; Christian Dunbar (arriving 3:43 p.m.); Nora Lichtash; Angel Rodriguez; Jennifer Rodriguez; Courtney Voss (arriving 3:38 pm).

The following member of the Board of Directors was not present: Herbert Wetzel.

The following members of PHDC and OHCD staff were present: Michael Koonce, John Carpenter, Nicholas Scafidi, Esquire, Christi Jackson, Victoria Welch and Paul Chrystie.

Public Attendees: The list of public attendees is attached to these minutes.

A quorum of directors was present and the meeting, having been duly convened, was ready to proceed with business.



Agenda Item 5 **Public Comment**

Ms. Rashid asked if any member of the public wished to comment upon any item on the Board's agenda.

Mr. Holt referenced the Board's resolution appointing an Executive Director and General Counsel and asked the term of those appointments. Mr. Scafidi responded that the Board's resolution provides that these individuals will serve until replaced by the Board.

Mr. Jihad Ali: (a) stated his displeasure with the Board conducting pre-Board meetings which he believes violates the Sunshine Act; (b) asked the Board to publish not only its agenda but the staff recommendations and underlying documents related to agenda items to allow a meaningful opportunity to provide public comment; (c) noted that he finds the Land Bank website difficult to use; (d) asked whether the PHDC Board of Directors are involved with Land Bank matters; and (e) noted that Conflict of Interest Disclosures for Board members are not filed with the Department of Records.

At the Chair's request, Mr. Scafidi responded that State Appellate law allows the Board to meet to conduct informational and fact-finding sessions as long as no agency business is deliberated or official action taken; that the Land Bank and PHDC Boards are separate and independent legal bodies; and that he would look into the filing of disclosure forms.

The Board will consider the publication of supporting documents along with the meeting agenda. Mr. Carpenter noted that the Land Bank's new website should be operational soon.



Agenda Item 3
Approval of Board Minutes

Ms. Rashid called for a motion to approve the minutes of the Board meeting of January 26, 2015.

Upon motion made and duly seconded, the minutes of January 26, 2015 were approved as presented.



Agenda Item 4
Progress Report

Ms. Rashid requested Mr. Carpenter to present a progress report outlining recent and prospective activities for the Land Bank. A copy of Mr. Carpenter's report is attached to these minutes.

The Board discussed creation of policies on open data and appointing a standing committee dedicated to internal enhancements of current data and information technology programs and improved access for the public and community partners. This committee should seek the input of our end-users.

After presentation of the revised FY 15 budget, the Board deferred consideration until the March meeting to allow the public an opportunity to comment. However, the Board did approve payment under the existing Fels contract for services in excess of the \$100,000 current authorization, but not to exceed the \$175,000 revised budget line item.



Agenda Item 6
Professional Services Contract with Micro Implementation Training, Inc.

Mr. Carpenter requested the Board to approve a contract with Micro Implementation Training, Inc. in an amount not to exceed \$17,000. Micro will provide installation, training and transition support for development of the Land Bank accounting system.

This system will require purchase of additional computer memory and a licensing agreement, all as further explained in Mr. Carpenter's memorandum.

The Board discussed the cost for the services, the qualifications of Micro, its ability to accommodate system upgrades and whether there was sufficient computer memory capacity for future expansion.

Ms. Voss asked whether the public had notice of this proposed contract and Mr. Carpenter stated that notice was provided as an agenda item.

Board Action

Upon motion made and duly seconded, the Chair asked for a roll call of the Members.

Voting in favor: Majeedah Rashid, Paul L. Badger, Jr., Jennifer Kates, Deborah McColloch, Anjali Chainani, Christian Dunbar, Nora Lichtash, Angel Rodriguez and Jennifer Rodriguez.

Opposed: Courtney Voss

The Chair noted that a majority of members voted in the affirmative and that the resolution was approved as follows:

RESOLUTION NO. 2015 - 6

**RESOLUTION AUTHORIZING A PROFESSIONAL SERVICES CONTRACT WITH
MICRO IMPLEMENTATION TRAINING, INC.**

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Philadelphia Land Bank that authorization is hereby given for the Land Bank to enter into a professional services contract with Micro Implementation Training, Inc. to provide installation, training and transition support for development of the Land Bank accounting system, with a maximum compensation, including out-of-pocket expenses, not to exceed Seventeen Thousand Dollars (\$17,000).

FURTHER RESOLVING, that the Executive Director of the Land Bank is authorized to prepare, execute and deliver an Agreement necessary to effectuate the purposes of this Resolution which shall contain such terms and conditions as the Executive Director and General Counsel shall deem necessary or appropriate to protect the interests of the Land Bank.



Agenda Item 7
Right To Know Policy

Ms. Rashid noted that the proposed Right To Know Policy had been discussed at the January Board meeting and has been made available to the public.

Board Action

Ms. Rashid called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved by unanimous vote of the Board as follows:

RESOLUTION NO. 2015 - 7

**RESOLUTION ADOPTING A RIGHT TO KNOW POLICY FOR
PHILADELPHIA LAND BANK**



OLD BUSINESS

Ms. Rashid recognized Mr. Ali who wished to raise a concern regarding the past Board resolution delegating certain banking responsibilities to Land Bank staff. The Board considered Mr. Ali's comments and General Counsel's opinion of the legality of that delegation. The Board will give this matter further consideration at a future time.

ADJOURNMENT

There being no further business to come before the Board, Ms. Rashid declared the meeting adjourned at 4:47 p.m.

SECRETARY TO THE BOARD

MEMORANDUM

Date: February 12, 2015
To: Board of Directors
From: John Carpenter
Re: Update

Marketing: Bids are due back on the land bank's first requests for proposals on February 20. Last week we published answers to the questions that were raised at our pre-bid briefing in January, and emailed those answers to everyone who attended.

Information systems and analytics: We have been further refining the content for our new website and will begin reviewing that content with internal and external stakeholders over the next two or three weeks. Our staff is working with the Davenport group to develop and publish improvements to the map, list, and expression of interest application on the Phillylandworks website in March. We also anticipate publishing a request for proposals to help us design and build the next generation of the Phillylandworks application in March.

Administrative matters: Last week we issued a notice of contracting opportunity for an insurance broker, and publish an advertisement to support that outreach. We anticipate working with the city's risk management office to expand this outreach in the coming days.

We also published the annual schedule of board meetings on our website, in a local newspaper, and in our reception area.

PHILADELPHIA LAND BANK

Board of Directors

Thursday, February 12, 2015

3:30pm

GUEST SIGN-IN SHEET

NAME

E-MAIL ADDRESS

COMPANY

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