



1234 Market St., 16<sup>th</sup> Floor, Philadelphia PA 19107  
philadelphialandbank.org

**Board of Director's Meeting**

**January 11, 2018**

**3:30 PM**

**Agenda**

	Page
1. Roll Call	
2. Public Comment	
3. Approval of Minutes for the Meeting of December 14, 2017	(1)
4. Executive Director Report	
5. Resolution Approving Amendment to By-laws	(22)
6. Resolution Approving Davenport/Professional Services Contract Extension	(27)
7. Update on Property Transfers	(35)
8. Land Bank Acquisition and Sales Report	(36)
9. Adjournment	

**This meeting is open to the public**

# **PHILADELPHIA LAND BANK**

## **BOARD MEETING MINUTES**

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A Regular Meeting of the Board of Directors of the Philadelphia Land Bank was held on Thursday, December 14, 2017 commencing at 3:45 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**

Mr. Dunbar called the meeting to order at 3:45 p.m.

### **ANNOUNCEMENT**

Steve Cusano, Senior Counsel, announced that prior to today's Public Session, the Board held an Executive Session regarding that certain litigation matter entitled "Ori C Feibush and OCF Holdings LLC v. Kenyatta Johnson, the Philadelphia Land Bank, and the City of Philadelphia", filed in the U.S. District Court for the Eastern District of Pennsylvania, case number 2017-CV-3134 WB. During the Executive Session, Steve Cusano also advised the Board on the Sunshine Act. The Board also received information regarding the acquisition of certain real estate.

### **Agenda Item 1**

#### **Roll Call**

The following members of the Board of Directors reported present: Christian Dunbar, Michael Koonce, Rick Sauer, Majeedah Rashid, Lauren Vidas, Dominique Casimir, Courtney Voss, Richard DeMarco and Blane Stoddart.

The following members of the Board were not present: Paulette Adams and Jennifer Kates.

The following staff members were present: Angel Rodriguez, Steve Cusano, Esq., Christi Jackson, Andrea Saah, Brian Romano, Jamila Davis and Elizabeth Bonaccorso.

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, proceeded with business.

### **Agenda Item 2**

#### **Public Comment**

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

Mr. Dunbar recognized Winnie Braxton from Braxton Strategies. Ms. Braxton commended the Land Bank and the Board for doing a great job. Mr. Braxton stated it's the 5th year anniversary of the PA Statute creating Land Banks and that she has been sharing the Philadelphia Land Bank's strategic plan with other municipalities as a model of what a Land Bank should be. Mr. Dunbar thanked Ms. Braxton for her comments.

There were no other comments from the public.

**Agenda Item 3**  
**Approval of Board Minutes**

Mr. Dunbar called for a motion to approve the minutes of the Board meeting of November 9, 2017.

Lauren Vidas made a motion to approve the minutes of the Board meeting of November 9, 2017. The motion was seconded by Richard DeMarco.

Upon motion made and duly seconded, the Board approved the minutes of the November 9, 2017 Board meeting as presented.

**Agenda Item 4**  
**Resolution Regarding Election of Secretary and Treasurer and**  
**Correction of Minutes of the October 12, 2017 Board Meeting**

Mr. Cusano informed the Board that there was a typographical error in the minutes of October 12, 2017 and in Resolution No. 2017-42 where it was incorrectly reflected that Lauren Vidas was nominated and elected Treasurer and Michael Koonce was nominated and elected Secretary. However, in fact, Lauren Vidas was nominated and elected Secretary and Michael Koonce was nominated and elected as Treasurer at the October 12, 2017 Board meeting.

Mr. Dunbar called for a motion approving the election of Secretary and Treasurer of the Philadelphia Land Bank and correction of the Board Minutes of the October 12, 2017 Board meeting.

Majeedah Rashid made a motion to approve this resolution. Rick Sauer seconded the motion.

Upon motion made and duly seconded, the Board approved the resolution approving the election of Secretary and Treasurer of the Philadelphia Land Bank and correction of the Board minutes of the October 12, 2017 Board meeting as follows:

**RESOLUTION NO. 2017 - 54**

**RESOLUTION REGARDING ELECTION OF SECRETARY AND TREASURER  
OF THE PHILADELPHIA LAND BANK AND CORRECTION OF MINUTES OF THE  
OCTOBER 12, 2017 BOARD MEETING**

**WHEREAS**, a meeting of the Board of Directors of the Philadelphia Land Bank (the "Board") was held on October 12, 2017.

**WHEREAS**, due to a typographical error, the minutes of the October 12, 2017 Board meeting (the "Oct. 2017 Minutes") and Resolution 2017-42 both incorrectly reflect that Lauren Vidas was nominated and elected Treasurer and Michael Koonce was nominated and elected Secretary.

**WHEREAS**, notes taken by Steve Cusano - Senior Counsel and Christi Jackson – Director of Property Management all confirm that Lauren Vidas was actually nominated and

elected Secretary and Michael Koonce was actually nominated and elected Treasurer at the October 12, 2017 Board meeting.

**WHEREAS**, in order to correct this discrepancy, the Board deems it necessary and in the best interest of the Philadelphia Land Bank to amend the Oct. 2017 Minutes and Resolution 2017-42 pursuant to the terms of this Resolution.

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

1. The Oct. 2017 Minutes and Resolution 2017-42 are hereby amended to correctly recognize that the following members of the Board of Directors were nominated and elected as Officers of the Philadelphia Land Bank on October 12, 2017 in the following capacities, to hold office for one year or until their successors are appointed and qualified:

Chair:	Christian Dunbar
Vice Chair:	Jennifer Kates
Secretary:	Lauren Vidas
Treasurer:	Michael Koonce

2. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
3. This Resolution shall take effect retroactive to October 12, 2017 upon adoption by the Board.

#### **Agenda Item 5**

#### **Executive Director Report**

Mr. Rodriguez updated the Board on staffing. Mr. Rodriguez stated that a bi-lingual specialist has been hired for the front desk and will begin next Monday. Mr. Rodriguez stated that the Clerk III position testing is scheduled. Mr. Rodriguez further stated that the Senior Real Estate Development Specialist III has been posted internally and the Land Bank will begin looking outside for potential candidates.

Next, Mr. Rodriguez addressed potential acquisitions and stated that staff has identified 320 properties for this upcoming year. Staff has met with the City Law Department and Revenue Department to acquire these properties.

Mr. Rodriguez explained that staff has identified those properties with TICs and those will be taken to Sheriff sale. Mr. Rodriguez stated that he is working to have acquisitions requests completed in bulk. Mr. Rodriguez further stated that a detailed report will be worked on the next couple of months and distributed to the Board members.

Next, Mr. Rodriguez provided an update on dispositions. Mr. Rodriguez indicated a goal of 25 to 30 properties a month assuming all proper approvals and barring any complications.

Next, Mr. Rodriguez stated that at the February 2018 Board meeting he will submit a draft report to the Board showing acquisitions over the next fiscal year. Mr. Rodriguez further stated that Land Bank is working with district council members to determine those properties for disposition.

Next, Mr. Rodriguez stated that staff and the Board of Directors need to review the Strategic Plan and revise as needed. In early spring 2018, the Land Bank is planning to issue an RFP and meet with stakeholders to discuss the Strategic Plan.

Next, Mr. Rodriguez informed the Board that we are working on revising the Disposition Policy including collaborating with PHDC, City, and PRA

Mr. Sauer stated that it was his belief that the Disposition Policy was not being followed by all City agencies uniformly. Mr. Rodriguez replied that the Disposition Policy was approved by City Council, and VPRC and the Land Bank closely adhere to it; however he cannot speak on behalf of the other agencies.

Mr. Koonce believes that there are different interpretations on the Disposition Policy and that all agencies need to better understand the policy.

Mr. Koonce asked if the Land Bank has the personnel to accomplish its goals and if there is staff at the Senior Project Manager level. Mr. Rodriguez discussed the qualifications and experience needed for this position. However, all qualified candidates offered the position found other employment and that the Land Bank will continue to search for qualified candidates.

Ms. Vidas then asked why 26 out of the 81 properties on the resolution to acquire tax delinquent properties (see item # 9) do not include a proposed use. Mr. Rodriguez explained that there are various factors in determining a proposed use such as: location, local needs, and obtaining input from City Council.

Blane Stoddart left the meeting.

Mr. Sauer suggested that, if the Board approves the resolution today, the staff can report back to the Board once a proposed use is determined.

Ms. Vidas stated that part of Land Bank's responsibility is to get these properties back on City's tax revenue by disposing of properties in the Land Bank's inventory. Mr. Rodriguez replied that location is an important factor when determining proposed use.

Ms. Vidas stated that she is reluctant to increase acquisition capacity when the Land Bank is not sure of a proposed use. Mr. Rodriguez responded that future status reports regarding proposed use will be provided to the Board. Ms. Vidas replied that it's not about more information, but being provided detailed information.

Mr. Koonce pointed out that dispositions will be slow because the Land Bank needs more staffing and that, at this time, there is not enough staff to process all the EOI's being submitted.

Mr. Sauer requested that showing potential acquisitions on a map would be helpful. Mr. Koonce further requested that workforce housing projects and market rate be included on a map as well.

Mr. Rodriguez indicated that the properties on the resolution to acquire tax delinquent properties has been paired down from previous lists and that properties in the 5th and 7th Districts are at risk of being sold at tax sale if the Land Bank does not acquire.

**Agenda Item 6**  
**Finance Committee Report**

Mr. Koonce provided a Finance Committee update regarding the budget.

Blane Stoddart returned to the meeting.

**Agenda Item 7**  
**Resolution Approving the FY 2018 Land Bank Budget**

Mr. Rodriguez stated that the budget allocates \$600,000 in sources/uses because insurance costs decreased by approximately \$600,000. Mr. Rodriguez stated that the budget reflects the acquisition of 320 properties, fully staffed, and the approval of a transfer ordinance for \$500,000. Mr. Rodriguez further stated that he expects the transfer ordinance to be introduced to City Council in the near future. Mr. Rodriguez asked the Board to approve the budget as presented.

Mr. Dunbar called for a motion to approve Philadelphia Land Bank Operating Budget for Fiscal Year Ending 2018.

Mr. Koonce made a motion to approve this resolution. Courtney Voss seconded the motion.

Upon motion and duly seconded, the Board approved the resolution approving Philadelphia Land Bank Operating Budget for Fiscal Year Ending 2018 as follows:

**RESOLUTION NO. 2017 - 55**

**RESOLUTION APPROVING PHILADELPHIA LAND BANK  
OPERATING BUDGET FOR FISCAL YEAR ENDING 2018**

**WHEREAS**, the Board of Directors of the Philadelphia Land Bank (the "**Board**") was presented with the proposed budget for the fiscal year ending 2018 (attached to this Resolution), which itemizes the categories and amounts of expenses required to fund operations of the Philadelphia Land Bank ("**2018 Operating Budget**"); and

**WHEREAS**, section 309 of the Bylaws of the Philadelphia Land Bank ("**Bylaws**") requires that adoption or amendment of the annual budget be approved by a majority of the "entire Board of Directors" (defined in section 101 of the Bylaws as the total number of Directors that the Land Bank would have if there were no vacancies); and

**WHEREAS**, the Board deems it necessary and in the best interest of the Land Bank to approve and adopt the 2018 Operating Budget.

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

1. The 2018 Operating Budget, as presented to the Board and attached to this Resolution, is hereby approved and adopted by a majority of the "entire Board of Directors".
2. The Land Bank staff will provide the Board with quarterly financial reporting comparing actual expenditures to the fiscal year end 2018 budgeted expenses.

3. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
4. This Resolution shall take effect immediately upon adoption by the Board.

**CONTINUED ON THE FOLLOWING PAGE**

PHILADELPHIA LAND BANK DRAFT FISCAL 2018 OPERATING BUDGET @ 12/08/17  
JULY 1, 2017 TO JUNE 30, 2018

<b>SALARIES</b>	<b>941,500</b>	<b>(1)</b>
Share of DHCD Support Salaries	152,000	A
Share of PHDC Admin Salaries	206,500	B
<b>Fringe Benefits</b>		
FICA	72,000	
Pensions	145,000	(2)
Health Benefits		
Major Medical	237,200	(3)
Prescription Plan	64,000	(4)
Dental	15,900	
Vision	1,100	
Life Insurance	6,200	
Group Legal	2,700	
Worker's Compensation	11,300	
Unemployment Comp	14,600	
<b>Total Fringes</b>	<b>570,000</b>	
<b>TOTAL LAND BANK SALARIES &amp; FRINGES</b>	<b>1,870,000</b>	
<b>Purchase of Services</b>		
Telephone	21,700	
Training, Travel & Conferences	15,000	
Parking, Gas & Mileage	5,200	
Postage	3,100	
Advertising	10,000	
<b>Professional Services</b>		
Legal Fees	30,000	
Parcel Reconciliation Consultant	30,000	
Audit and Accounting Consulting	42,000	
Payroll & Realist System	6,100	
Strategic Plan	75,000	(5)
Repair & Property Maintenance	6,100	
Rent of Office Space	40,000	
Insurance	264,219	(6)
Insurance broker fees	25,000	(7)
<b>Total Purchase of Services</b>	<b>573,419</b>	
<b>Materials &amp; Supplies</b>		
Books, Publications, Dues	5,000	
Office Material & Supplies	5,000	
Printing	10,100	
<b>Total Materials &amp; Supplies</b>	<b>20,100</b>	
<b>Equipment</b>		
Tools and Equipment	1,300	
Auto	5,000	(8)
<b>Total Equipment</b>	<b>6,300</b>	
<b>Information Services &amp; Technology</b>		
Information Technology improvement	95,000	
Software licenses	30,500	
Purchase of data services	6,000	
Purchase and maintenance of equipment	3,900	
	<b>105,400</b>	
<b>Real Estate</b>		
Acquisition & Disposition		
City & SRC Lien Payments	2,069,400	(9)
Sheriff Sale Processing Fees	491,000	(10)
Appraisals	40,000	
Surveys	226,500	(11)
Filing Fees	123,500	(12)
Storm Water Management	530,000	
Emergency Property Maintenance	600,000	(13)
	<b>4,070,400</b>	
<b>Total Costs All Categories</b>	<b>6,845,619</b>	



**PHILADELPHIA LAND BANK  
FISCAL 2018 OPERATING BUDGET  
JULY 1, 2017 TO JUNE 30, 2018  
12/8/2017**

**Revenue**

VPRC 2017 Net proceeds b/f	\$	595,619	(i)
PLB FY 2017 Direct Sales	\$	1,000,000	(ii)
PLB FY 2018 Direct Sales	\$	1,000,000	(iii)
General Fund Request	\$	850,000	(iv)
FY 2017 Land Bank Resources b/f	\$	2,700,000	(v)
Pending Transfer Ordinance request	\$	500,000	(vi)
	\$	<u>6,645,619</u>	

**Assumptions**

- (i) FY 2017 Net VPRC sales proceeds b/f
- (ii) Projected PLB sales through 06/30/2017.
- (iii) Projected PLB sales through 06/30/2018.
- (iv) General fund allocation received November 2017
- (v) Retained Cash balance brought forward @ 6/30/2017.
- (vi) Pending Transfer Ordinance request

**Agenda Item 8**  
**Resolution Adopting Spending Authority**

Mr. Rodriguez presented a resolution adopting spending authority to acquire tax delinquent properties. Mr. Rodriguez stated that this resolution authorizes spending authority of \$575,000 to bid for tax delinquent properties and that this resolution is in addition to the authority granted in the resolution approving acquisition of tax delinquent properties which is the next item on today's agenda.

Mr. Sauer asked about our prior discussions concerning acquisitions and if the Board is being asked to also approve the list attached to the resolution approving acquisition of tax delinquent properties in addition to this resolution adopting spending authority. Mr. Rodriguez replied yes and informed the Board that some properties will likely fall off the list; however, the goal is for the Land Bank to acquire 325 properties in the next year.

Mr. Rodriguez further informed the Board that the staff is working with the City's Law Department to more efficiently acquire properties using the priority bid.

Mr. Koonce suggested having a conversation about acquiring the proper amount of parcels for each category - such as green space, side yards, etc - and asked whether the Board should more carefully review these resolutions since acquisition of these properties could take 9 to 12 months to complete. Mr. Rodriguez referred to the bar chart of planned acquisitions (by category based on a historic approved list) which was handed out to the Board. Mr. Rodriguez stated that the Land Bank's spending authority hits these markers with 63 parcels with TIC's identified.

Mr. Koonce asked how many properties were acquired this year and Ms. Saah replied twenty. Mr. Koonce asked how that compares to the Land Bank's goals and Mr. Rodriguez stated that he will present a report to the Board in February 2018.

Mr. Dunbar stated that Mr. Rodriguez just came on Board as the Executive Director in September and that there is a lot of work that needs to be done as an entire organization.

Mr. Stoddart stated there should be an annual acquisition goal. Mr. Rodriguez responded that it may be more beneficial to set acquisition goals on a quarterly basis.

Mr. Dunbar pointed out that the MOU was only executed in October 2017 and during the next fiscal year a lot more discussion regarding acquisitions is needed.

Mr. Rodriguez stated that the Strategic Plan Review process needs to be discussed as well and determine what changes need to be made.

Mr. Sauer asked if these resolutions are for this year or the upcoming year. Mr. Rodriguez responded that we plan to expend the amount for spending authority in the current fiscal year (new calendar year). Mr. Dunbar pointed out that the numbers seem lopsided because the staff has been behind the eight ball with respect to acquisitions and meeting the plan's goals.

Mr. Dunbar called for a motion to approve the resolution adopting spending authority to acquire tax delinquent properties.

Blane Stoddart made a motion to approve this resolution with an expiration date of March 31, 2018. Courtney Voss seconded the motion.

Upon motion and duly seconded, the Board approved the resolution adopting spending authority as follows:

**RESOLUTION NO. 2017 – 56**

**RESOLUTION GRANTING AUTHORIZATION TO ACQUIRE TAX DELINQUENT PROPERTY, SUBJECT TO CERTAIN TERMS AND CONDITIONS**

**WHEREAS**, the Commonwealth Land Bank Act, 68 Pa. C.S.A. §§ 2101, *et seq.*, ("**Land Bank Act**") authorizes a land bank to acquire property exposed for sale under the Municipal Claim and Tax Lien Law, 53 P.S. §§ 7101, *et seq.*;

**WHEREAS**, section 16-705(2) of the Philadelphia Code authorizes the Philadelphia Land Bank ("**Land Bank**") to acquire real property or interests in real property through all legal means, subject to certain stated terms and conditions;

**WHEREAS**, section 16-705(3)(b) of the Philadelphia Code authorizes the Land Bank to acquire tax delinquent properties at tax sales conducted by, or on behalf of, the City of Philadelphia ("**Tax Sale Properties**");

**WHEREAS**, the Land Bank finds the acquisition of Tax Sale Properties which meet the criteria of its Strategic Plan can be better managed by delegating the authority to bid for and acquire Tax Sale Properties.

**NOW THEREFORE, BE IT HEREBY RESOLVED** by the Board of Directors of the Philadelphia Land Bank (the "**Board**") that:

1. The Board Chair, the Board Vice-Chair and the Executive Director are each hereby authorized to bid for and acquire Tax Sale Properties in accordance with this Resolution, the Land Bank Act, the Philadelphia Code, and any Memorandum of Understanding to which the Land Bank is a party.
2. The maximum expenditure for acquisition of Tax Sale Properties authorized by this Resolution shall not exceed Five Hundred and Seventy Five Thousand Dollars (\$575,000) without further approval and authorization of the Board.
3. For all Tax Sale Properties acquired under this Resolution, the Executive Director shall report at each Regular Meeting of the Board on a cumulative basis: (a) the property address; (b) the amount paid; and (c) the proposed disposition use of the property in a category shown in the Strategic Plan.
4. Upon request of a majority of the Board, Land Bank staff shall provide such other information to allow the Board to properly supervise and control this delegation of authority.
5. Those Land Bank staff authorized to execute and deliver documents on behalf of the Land Bank under Resolution 2017-43 are hereby authorized to execute and deliver any and all applications, contracts, and other documentation necessary or desirable to carry out the purpose and intent of this Resolution.
6. This Resolution shall not affect, or be deemed to reduce, any authority or amounts to acquire Tax Sale Properties which the Board has granted or authorized in any other resolution, including, without limitation, Resolution 2017-57.

7. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
8. This Resolution shall take effect immediately upon adoption by the Board. The authorization provided in this Resolution shall expire on March 31, 2018 unless extended by further action by the Board.

**Agenda Items 9**  
**Resolution Approving Acquisition of Properties**

Mr. Rodriguez presented a resolution approving acquisition of tax delinquent properties. This resolution would allow the Land Bank to bid for and acquire the properties identified on the attachment to the resolution in addition to the spending authority in the resolution adopting spending authority to acquire tax delinquent properties.

Mr. Dunbar called for a motion to approve the resolution approving acquisition of tax delinquent properties.

Michael Koonce made a motion to approve this resolution. Courtney Voss seconded the motion.

Upon motion made and duly seconded, the Board approved the resolution approving the authorization acquisition of tax delinquent properties as follows:

**RESOLUTION NO. 2017 - 57**

**RESOLUTION AUTHORIZING ACQUISITION OF  
TAX DELINQUENT PROPERTIES**

**WHEREAS**, the Commonwealth Land Bank Act, 68 Pa. C.S.A. §§ 2101, *et seq.*, ("**Land Bank Act**") authorizes a land bank to acquire property exposed for sale under the Municipal Claim and Tax Lien Law, 53 P.S. §§ 7101, *et seq.*;

**WHEREAS**, section 16-705(2) of the Philadelphia Code authorizes the Philadelphia Land Bank ("**Land Bank**") to acquire real property or interests in real property through all legal means, subject to certain stated terms and conditions;

**WHEREAS**, section 16-705(3)(b) of the Philadelphia Code authorizes the Land Bank to acquire tax delinquent properties at tax sales conducted by, or on behalf of, the City of Philadelphia ("**Tax Sale Properties**");

**WHEREAS**, the Land Bank desires to acquire certain tax delinquent properties at tax sale as identified on the list attached to this Resolution (collectively, "**Properties**"); and

**WHEREAS**, the Board of Directors of the Philadelphia Land Bank (the "**Board**") acknowledges that, the Land Bank may not have the ability to acquire all of the Properties if a property becomes ineligible for purchase under any law or any Memorandum of Understanding to which the Land Bank is a party.

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

1. The Land Bank is hereby authorized to acquire the Properties in accordance with the Land Bank Act, the Philadelphia Code, and any Memorandum of Understanding to which the Land Bank is a party.
2. The timing for acquisition of the Properties shall be at the discretion of the Executive Director. For all Properties acquired under this Resolution, the Executive Director shall report at each Regular Meeting of the Board on a cumulative basis: (a) the property address; (b) the amount paid; and (c) the proposed disposition use of the property in a category shown in the Strategic Plan.
3. Those Land Bank staff authorized to execute and deliver documents on behalf of the Land Bank under Resolution 2017-43 are hereby authorized to execute and deliver any and all applications, contracts, and other documentation necessary or desirable to carry out the purpose and intent of this Resolution.
4. Any and all costs and expenses incurred to bid for and acquire any of the Properties under this Resolution shall not affect, or be deemed to reduce, any authority or amounts to acquire Tax Sale Properties which the Board has granted or authorized in any other resolution, including, without limitation, Resolution 2017-56.
5. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
6. This Resolution shall take effect immediately upon adoption by the Board.

	OPA NUMBER	TIC	PROPERTY ADDRESS	CC DISTRICT	LAND BANK DECISION	PROPOSED USE (subject to change)
1	243063600		3714 BROWN ST	3	Under Review	TBD - clarification requested from DCM
2	243085700		709 N DE KALB ST	3	Under Review	TBD - clarification requested from DCM
3	281411400	Yes	2653 W SILVER ST	4	Under Review	Community Garden
4	341219007	Yes	529 N 62ND ST	4	Under Review	Development of community center (nonprofit arm of church)
5	341219015	Yes	531R N 62ND ST	4	Under Review	Development of community center (nonprofit arm of church)
6	882967025	Yes	531 N 62ND ST	4	Under Review	Development of community center (nonprofit arm of church)
7	344193700		704 N 63RD ST	4	Under Review	Sideyard
8	371174400		2503 N WARNOCK ST	5	Under Review	Community Garden
9	371175300		2521 N WARNOCK ST	5	Under Review	Community Garden
10	371176600		2547 N WARNOCK ST	5	Under Review	Community Garden
11	371179400		2508 N WARNOCK ST	5	Under Review	Community Garden
12	371193900	Yes	2506 N 11TH ST	5	Under Review	Community Garden

13	371347800		1004 W ARIZONA ST	5	Under Review	Community Garden
14	371347900		1006 W ARIZONA ST	5	Under Review	Community Garden
15	371387300		1019 W CUMBERLAND ST	5	Under Review	Community Garden
16	371387500		1023 W CUMBERLAND ST	5	Under Review	Community Garden
17	321040100		1435 DIAMOND ST	5	Under Review	Community Garden
18	371165800		2318 N 10TH ST	5	Under Review	Community Garden
19	371165900		2320 N 10TH ST	5	Under Review	Community Garden
20	371166200		2326 N 10TH ST	5	Under Review	Community Garden
21	371166300		2328 N 10TH ST	5	Under Review	Community Garden
22	371166400		2330 N 10TH ST	5	Under Review	Community Garden
23	371174700		2509 N WARNOCK ST	5	Under Review	Community Garden
24	371174800		2511 N WARNOCK ST	5	Under Review	Community Garden
25	371383700	Yes	723 W CUMBERLAND ST	5	Under Review	Community Garden
26	371383800	Yes	725 W CUMBERLAND ST	5	Under Review	Community Garden
27	371383900	Yes	727 W CUMBERLAND ST	5	Under Review	Community Garden
28	471269800		1726 RIDGE AVE	5	Under Review	Economic Development Site
29	372444700		734 W ALLEGHENY AVE	5	Under Review	Garden/Open Space
30	292027800	Yes	2713 W FLORA ST	5	Under Review	Housing
31	372086100		2937 N 8TH ST	5	Under Review	Sidyard
32	471276010	Yes	1603 N BOUVIER ST	5	Under Review	Workforce Housing
33	152320200		1516 HARMER ST	5	Under Review	Workforce Housing
34	292097300		1537 N 28TH ST	5	Under Review	Workforce Housing
35	292097800		1545 N 28TH ST	5	Under Review	Workforce Housing
36	292113500	Yes	1463 N NEWKIRK ST	5	Under Review	Workforce Housing
37	202163000		1528 N 9TH ST	5	Under Review	TBD - clarification requested from DCM
38	202163400		1536 N 9TH ST	5	Under Review	TBD - clarification requested from DCM
39	291264100		2410 CLIFFORD ST	5	Under Review	TBD - clarification requested from DCM
40	291264700		2422 CLIFFORD ST	5	Under Review	TBD - clarification requested from DCM
41	291265300		2434 CLIFFORD ST	5	Under Review	TBD - clarification requested from DCM
42	291265400		2436 CLIFFORD ST	5	Under Review	TBD - clarification requested from DCM
43	291336100	Yes	1516 N 25TH ST	5	Under Review	TBD - clarification requested from DCM
44	291336300	Yes	1520 N 25TH ST	5	Under Review	TBD - clarification requested from DCM
45	321258300	Yes	2027 N 19TH ST	5	Under Review	TBD - clarification requested from DCM
46	322218100	Yes	2625 W MONTGOMERY AVE	5	Under Review	TBD - clarification requested from DCM

47	324001800	Yes	2533 W OXFORD ST	5	Under Review	TBD - clarification requested from DCM
48	324003300		2619 W OXFORD ST	5	Under Review	TBD - clarification requested from DCM
49	324003400		2621 W OXFORD ST	5	Under Review	TBD - clarification requested from DCM
50	324077400	Yes	2606 W MONTGOMERY AVE	5	Under Review	TBD - clarification requested from DCM
51	152286300		4R NOLANS CT	5	Under Review	TBD - clarification requested from DCM
52	202162900	Yes	1526 N 9TH ST	5	Under Review	TBD - clarification requested from DCM
53	292007300		2703 W GEORGE ST	5	Under Review	TBD - clarification requested from DCM
54	292018000		2718 W HARPER ST	5	Under Review	TBD - clarification requested from DCM
55	324053400		2913 CECIL B MOORE AVE	5	Under Review	TBD - clarification requested from DCM
56	183214600		258 DIAMOND ST	7	Under Review	Affordable Housing
57	183214700		260 DIAMOND ST	7	Under Review	Affordable Housing
58	183214900		264 DIAMOND ST	7	Under Review	Affordable Housing
59	183215200		270 DIAMOND ST	7	Under Review	Affordable Housing
60	183440200		2030 GERMANTOWN AVE	7	Under Review	Commercial
61	183440600		2038 GERMANTOWN AVE	7	Under Review	Commercial
62	885843560		2002 N RANDOLPH ST	7	Under Review	Commercial Site
63	885843640		2012 N RANDOLPH ST	7	Under Review	Commercial Site
64	885845180		2016 N RANDOLPH ST	7	Under Review	Commercial Site
65	885846420		2036 N RANDOLPH ST	7	Under Review	Commercial Site
66	885847320		2042 N RANDOLPH ST	7	Under Review	Commercial Site
67	192264400		2967 N FAIRHILL ST	7	Under Review	Community Garden
68	433390700		4213 N 9TH ST	7	Under Review	Community Garden
69	433390300		4205 N 9TH ST	7	Under Review	Community Garden
70	183030200	Yes	527 W MONTGOMERY AVE	7	Under Review	Development Site
71	313137300		1946 E YORK ST	7	Under Review	Sidyard
72	191399300	Yes	301 W SUSQUEHANNA AVE	7	Under Review	TBD - clarification requested from DCM
73	183218000		428 DIAMOND ST	7	Under Review	TBD - clarification requested from DCM
74	191403200		515 W SUSQUEHANNA AVE	7	Under Review	TBD - clarification requested from DCM
75	885327660		2751 KENSINGTON AVE	7	Under Review	TBD - clarification requested from DCM
76	324040300		2808 CECIL B MOORE	5	Under Review	Affordable Housing

		AVE			
<b>77</b>	885198740	2013 GERMANTOWN AVE	7	Under Review	Commercial
<b>78</b>	292017200	2702 W HARPER ST	5	Under Review	Housing
<b>79</b>	292043700	2810 MASTER ST	5	Under Review	Workforce Housing
<b>80</b>	471038500	1534 W STILES ST	5	Under Review	Workforce Housing
<b>81</b>	885835100	1651 N 8TH ST	5	Under Review	TBD - clarification requested from DCM

**Agenda Item 10**  
**Resolution Approving the Disposition of Properties**

**1443 N. Dover Street (side yard)**

Mr. Dunbar stated that Item 10(b) disposition of 1443 N. Dover Street is being tabled because it was not yet approved by City Council. Mr. Rodriguez stated that is correct.

**641 E. Clearfield Street (side yard)**

Brian Romano, Project Manager, requested that the Board authorize the disposition of 641 E. Clearfield Street to Guillermina Santos, the adjacent property owner. Mr. Romano informed the Board that (i) Ms. Santos has been maintaining the property; (ii) the disposition price is nominal since this qualifies as side yard eligible; (iii) Councilwoman Sanchez has issued a support letter; (iv) the project received VPRC approval on October 10, 2017 and City Council Resolution on December 14, 2017; and (v) Ms. Santos is compliant with the City's Revenue Department and has no outstanding tax obligations.

Mr. Koonce requested that the fact sheet include the required improvements.

Ms. Vidas asked if staff could track the costs to acquire on the fact sheet. Mr. Rodriguez replied that staff is working with the City's IT Department to better track acquisition costs.

Mr. Dunbar called for a motion to approve the resolution authorizing the conveyance of 641 E. Clearfield Street to Guillermina Santos.

Courtney Voss made a motion to approve this resolution. Michael Koonce seconded the motion.

Upon motion made and duly seconded, the Board approved the resolution authorizing the conveyance of 641 E. Clearfield Street to Guillermina Santos as follows:

**RESOLUTION NO. 2017 – 58**

**RESOLUTION AUTHORIZING CONVEYANCE OF  
641 E. CLEARFIELD STREET TO GUILLERMINA SANTOS**

**WHEREAS**, Section 16-707 of the Philadelphia Code authorizes the Philadelphia Land Bank ("Land Bank") to convey, exchange, sell, transfer, lease, grant or mortgage interests in real property of the Land Bank, subject to approval of the Vacant Property Review Committee and resolution by Philadelphia City Council, and subject further to the terms and conditions of



Section 16-707; and

**WHEREAS**, the Vacant Property Review Committee reviewed the proposed transfer of 641 E. Clearfield Street (the "Property") at its public meeting held on October 10, 2017 and Philadelphia City Council approved conveyance of the Property by Resolution No. 171095, adopted on December 14, 2017.

**WHEREAS**, the Board of Directors has determined that it is in the best interest of the Land Bank to convey the Property; and

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

1. The conveyance of the Property to Guillermina Santos for nominal consideration as a side/rear yard is in the best interests of the Land Bank and is hereby approved;
2. The conveyance of the Property complies with all terms and conditions of Section 16-707 of the Philadelphia Code;
3. The Executive Director, Director of Property Management, and Senior Counsel are each hereby authorized, in the name of and on behalf of the Land Bank, to prepare, execute, deliver, and perform any and all agreements, deeds, and other documents as may be necessary or desirable to consummate the conveyance of the Property, which shall contain such terms and conditions as the Executive Director and Senior Counsel shall deem necessary or appropriate, and, when so executed and delivered by the Land Bank shall constitute the valid and binding obligations of the Land Bank; and
4. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
5. This Resolution shall take effect immediately upon adoption by the Board.

#### **Agenda Item 11**

#### **Resolution for Appointment to the Strategic Plan Committee**

Mr. Cusano presented a resolution appointing Blane Stoddart to the Strategic Plan Committee.

Mr. Dunbar called for a motion to appoint Blane Stoddart to the Strategic Plan Committee. Majeedah Rashid made a motion to approve this resolution. Courtney Voss seconded the motion. Upon motion made and duly seconded, the Board approved the resolution appointing Blane Stoddart to the Strategic Plan Committee as follows:

#### **RESOLUTION NO. 2017 - 59**

#### **RESOLUTION APPOINTING BLANE STODDART TO THE STRATEGIC PLAN COMMITTEE**

**WHEREAS**, Section 310 of the Bylaws of the Philadelphia Land Bank authorizes the Board of Directors (the "**Board**"), by a majority vote of the entire Board, to designate one or more standing advisory and ad hoc committees, whose members may be comprised of both Board members and other individuals who are not Board members; and

**WHEREAS**, the Board desires to appoint Blane Stoddart to the Strategic Plan Committee pursuant to this Resolution.

**NOW THEREFORE, BE IT RESOLVED** by the Board that:

1. Blane Stoddart is hereby appointed a member of the Strategic Plan Committee.
2. This Resolution shall take effect immediately upon adoption by the Board.

**Agenda Item 12**  
**Update on Liability Insurance**

Mr. Rodriguez provided the Board with an update on liability insurance and indicated that a different insurance carrier has been selected. The commercial general liability insurance that was previously budgeted for \$720,000 is now approximately \$139,000 from 12/9/17 to 7/1/18. The policy ended on December 9, 2017.

Mr. Stoddart asked who was the previous carrier and Mr. Cusano responded that the insurance broker is Conner Strong & Buckelew, the previous carrier was Tokio Marine, and the new carrier is Western World Insurance Company.

**Agenda Item 13**  
**Resolution Authorizing the Purchase of Liability Insurance Policy for Land Bank**

Mr. Cusano presented the resolution authorizing the purchase of liability insurance.

Mr. Dunbar called for a motion to approve the resolution authorizing the purchase of liability insurance.

Blane Stoddart made a motion to approved this resolution. Michael Koonce seconded the motion.

Upon motion made and duly seconded, the Board approved the resolution authorizing the purchase of liability insurance as follows:

**RESOLUTION NO. 2017 - 60**

**RESOLUTION AUTHORIZING THE PURCHASE  
OF COMMERCIAL GENERAL LIABILITY INSURANCE**

**WHEREAS**, Resolution 2017-28 authorized the Land Bank to execute a Limited Power of Attorney appointing the Philadelphia Housing Development Corporation ("PHDC") to act as the Land Bank's agent to take all necessary and appropriate actions required to enter into a one (1) year contract with Connor, Strong, and Buckelew ("Conner") to provide insurance brokerage services for PHDC and the Land Bank;

**WHEREAS**, that certain Limited Power of Attorney dated June 12, 2017 ("Limited POA") authorizes PHDC to act for and on behalf of the Land Bank and to exercise all necessary and appropriate power, authority, and control to solicit, negotiate, execute documents, pay, and

take other actions required to procure and maintain adequate insurance coverage for the Land Bank;

**WHEREAS**, pursuant to the Limited POA, PHDC instructed Conner to solicit quotes for commercial general liability insurance;

**WHEREAS**, Conner provided a quote for the purchase of commercial general liability insurance from Western World Insurance Company ("**WWIC**") with the following coverages, deductible, premium, and term:

**Commercial General Liability**

Bodily Injury and Property Damage	\$1,000,000/occurrence
Personal and Advertising Injury	\$1,000,000/occurrence
Damage to Premises Rented	\$100,000/occurrence
Medical Expenses (Any One Person)	\$5,000/any one person
General Aggregate (not products/completed ops)	\$2,000,000/aggregate
Products/Completed Operations	\$2,000,000/aggregate
Deductible	\$1,000 (BI/PD)

**Employee Benefits Liability**

Each Claim	\$1,000,000
Aggregate	\$1,000,000

**Premium**

\$138,695

**Term**

December 9, 2017 to July 1, 2018 ("**Partial Policy Year**")

**WHEREAS**, the purpose of the Partial Policy Year is to allow the Land Bank's policy to run concurrently with PHDC's policy for convenience purposes;

**WHEREAS**, as authorized under the Limited POA, after consultation with Land Bank staff, PHDC procured commercial general liability insurance for the Land Bank pursuant to this Resolution; and

**WHEREAS**, the Board of Directors of the Philadelphia Land Bank (the "**Board**") deems it necessary and in the best interest of the Land Bank to confirm and, as needed authorize, the purchase of commercial general liability insurance pursuant to this Resolution.

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

4. The purchase of commercial general liability insurance from WWIC for the Partial Policy Year with the coverages, deductible, and premium set forth in this Resolution is hereby confirmed and authorized.
5. Those Land Bank staff authorized to execute and deliver documents on behalf of the Land Bank pursuant to Resolution 2017-43 are hereby authorized to execute and deliver any and all applications, contracts, and other documentation necessary or desirable to carry out the purpose and intent of this Resolution.

6. That all actions previously taken and all agreements and documents executed and delivered by the Executive Director for the purchase of commercial general liability insurance pursuant to this Resolution prior to the date this Resolution is adopted by the Board are hereby approved, ratified and affirmed.
7. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
8. This Resolution shall take effect immediately upon adoption by the Board.

**Board Item 14**  
**Resolution Approving Amendment to By-laws**

Mr. DeMarco left the meeting.

Mr. Dunbar stated that Item 14 is being tabled.

**Board Item 15**  
**Resolution Adopting Schedule of Regular Board of Director Meetings for 2108**

Mr. Cusano presented the resolution adopting the Philadelphia Land Bank Schedule of the Regular Board of Directors Meetings for 2018. Mr. Cusano further stated that no proxy voting or call-ins are allowed.

Mr. Dunbar called for a motion to approve the resolution adopting the Philadelphia Land Bank Schedule of the Regular Board of Directors Meetings for 2018.

Michael Koonce made a motion to approve this resolution. Dominique Casimir seconded the motion.

Upon motion made and duly seconded, the Board approved the resolution adopting the Philadelphia Land Bank Schedule of the Regular Board of Directors Meetings for 2018 as follows:

**RESOLUTION NO. 2017 – 61**

**RESOLUTION ADOPTING PHILADELPHIA LAND BANK SCHEDULE OF  
REGULAR BOARD OF DIRECTORS MEETINGS FOR 2018**

**NOW THEREFORE, BE IT HEREBY RESOLVED** by the Board of Directors of the Philadelphia Land Bank (the "**Board**") that:

1. For calendar year 2018, the regular meetings of the Board shall be held at 3:30 p.m. Eastern Prevailing Time on the following dates:

January 11, 2018  
February 8, 2018  
March 8, 2018  
April 12, 2018  
May 10, 2018  
June 14, 2018

July 12, 2018  
August 23, 2018  
September 13, 2018  
October 11, 2018  
November 8, 2018  
December 13, 2018

2. All regular meetings of the Board shall be held in the 17<sup>th</sup> Floor Boardroom at 1234 Market Street, Philadelphia, PA 19107.
3. Public notice of such schedule shall be given as required by the Pennsylvania Sunshine Act, 65 Pa.C.S.A. §§ 701, *et seq.*
4. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
5. This Resolution shall take effect immediately upon adoption by the Board.

**Board Item 16 and Board Item 17**  
**Update on Property Transfers and Land Bank Acquisition and Sales Report**

Andrea Saah reported on property transfers, acquisitions, and sales. She indicated that October and November figures do not include August and September. Ms. Saah stated that the Land Bank acquired 9 properties in the month of November and that there were no inner agency transfers.

**Board Item 18**  
**Adjournment**

There being no further business to come before the Board, Mr. Dunbar called for a motion to adjourn the meeting.

Michael Koonce made a motion to adjourn the meeting. Lauren Vidas seconded the motion.

Upon motion and duly seconded, the Board approved to adjourn the meeting.

Mr. Dunbar declared the meeting adjourned at 4:45 p.m.

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**SECRETARY TO THE BOARD**

PHILADELPHIA LAND BANK

Board of Directors

Regular Scheduled Meeting Thursday, December 14, 2017

3:30 PM

GUEST SIGN-IN SHEET

NAME

COMPANY

E-MAIL ADDRESS

1) Kerry Porter

2) Briana Wilkins

3) Yael Lerner

4) Winnie Branton

5) Louis Balleszi

6) Rosamund Horne

7) Andrews, Anita

8)

9)

10)

11)

Porter 1748@gmail.com

BrianaWilkins@gmail.com

yael327@gmail.com

wbranton@brantonstrategies.com

lballeszi@gmail.com

rosamund.horne@gmail.com

anita@infinityint'lmedia.com

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**MEMORANDUM**

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To: Board of Directors  
From: Steve Cusano, Esq.   
Date: January 11, 2018  
Re: **RESOLUTION AMENDING THE BYLAWS OF THE PHILADELPHIA LAND BANK**

The attached Resolution proposes certain amendments to the Bylaws of the Philadelphia Land Bank ("Bylaws") for the purpose of providing clarity especially in relation to Chapter 21 of Title 68 of the PA Consolidated Statutes ("Act") and Chapter 16-500 of the Philadelphia Code ("Ordinance").

Pursuant to Article VI of the Bylaws, each member of the Board is required to have received this attached Resolution at least ten (10) days prior to today's meeting. Since this was not done, today's meeting will only be a discussion of the proposed amendments. A vote to adopt this Resolution will occur at the Board's February meeting.

The proposed amendments to the Bylaws are shown on the attached Resolution. All words shown with a strikethrough (~~strikethrough~~) are deletions and all words underlined and italicized (*underlined and italicized*) are additions. The following summarizes each proposed amendment.

Section 101 – The term "Directors" is not used in the Bylaws. The correct term is "Board members".

Section 102 – This change is for consistency with §16-704 of the Ordinance.

Section 104 – Removing "entire" is for consistency with §2105(d)(3) of the Act. The addition of "the Board" is for clarity. The last sentence was taken from §106 of the Bylaws. It would be more appropriate if this sentence were also located in §104 of the Bylaws.

Section 106 – Replacing "two-thirds" with "majority", removing the first instance of "entire", and removing "held at two (2) consecutive regular Board meetings" is for consistency with §2105(d)(3) of the Act. Removing the second instance of "entire" is for consistency with §2105(b)(4) of the Act.

Section 204 – These changes are to remove a redundancy and for convenience and clarity.

Section 205 – This change is for convenience.

Section 206 – These changes are for clarity.

Section 303 – These changes are for clarity.

Section 305 – This change is for consistency with §2105(g)(1)(ii) of the Act.

Section 309 – These changes are for clarity and consistency with §2105(h) of the Act.

Section 310 – These changes are for convenience and clarity.

RESOLUTION NO. 2018 - \_\_\_\_\_

RESOLUTION AMENDING THE BYLAWS  
OF THE PHILADELPHIA LAND BANK

**WHEREAS**, section 309 of the Bylaws of the Philadelphia Land Bank (the "**Bylaws**") provides that the Bylaws may be amended by a majority of the entire Board of Directors.

**WHEREAS**, the Board of Directors of the Philadelphia Land Bank (the "**Board**") deems it necessary and in the best interest of the Philadelphia Land Bank to amend the Bylaws pursuant to this Resolution.

**WHEREAS**, each member of the Board was provided this Resolution at least ten (10) days prior to the meeting at which this Resolution is to be voted upon in accordance with Article VI of the Bylaws.

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

1. This Resolution shall take effect immediately upon adoption by the Board.
2. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
3. All words shown with a strikethrough (~~strikethrough~~) are hereby removed from the Bylaws. All words underlined and italicized (*underlined and italicized*) are hereby added to the Bylaws.
4. Sections 101, 102, 104, 106, 204, 205, 206, 303, 305, 309, and 310 of the Bylaws are hereby amended as follows:

**101. Powers; Number and Appointment**

The affairs and activities of the Philadelphia Land Bank ("Land Bank") shall be managed and controlled and its powers exercised by a Board of Directors (the "Board"), except as otherwise provided by statute or these Bylaws. The Board shall be composed of eleven (11) members: five (5) members shall be appointed by the Mayor of the City of Philadelphia ("Mayor"); five (5) members shall be appointed by majority vote of all the members of the Council of the City of Philadelphia ("City Council"); and one (1) member shall be appointed by majority vote of the other members of the Board. As used in these bylaws "the entire Board of Directors" means the total number of *Board members* ~~Directors~~ that the Land Bank would have if there were no vacancies.

**102. Qualifications**

Members shall include individuals with expertise in relevant areas, including but not limited to planning, real estate development, open space, and architecture. Members must live or have a primary office in the City of Philadelphia *and may not be an elected public official*. At least four



(4) members must be employees, members, or board members of nonprofit or advocacy organizations working in the field of housing or community development, or of civic associations, with each appointing authority to appoint two (2) such members. These members must have particular knowledge of conditions and needs in neighborhoods with significant rates of vacant and/or publicly-owned properties.

#### **104. Required Attendance at Meetings**

A member who fails to attend three (3) consecutive meetings of the Board, without good cause, may be removed by a majority vote of the **entire** Board of Directors at any time up to sixty (60) days after the date of the third (3rd) missed meeting. The Board shall request the appointing authority for that member to appoint a new member or, in the event that ~~it~~ **the Board** is the appointing authority, **the Board** shall appoint a new member. **A member removed under Section 104 shall be ineligible for reappointment to the Board unless the reappointment is confirmed unanimously by the Board of Directors.**

#### **106. Removal**

In addition to removal as permitted in Section 104, a member may be removed from the Board by a ~~two-thirds~~ **majority** vote of the **entire** Board of Directors ~~held at two (2) consecutive regular Board meetings~~ for conviction of a felony, misdemeanor involving moral turpitude or a violation of the ethical standards adopted by the Board. A member removed under ~~Section 104 or~~ Section 106 shall be ineligible for reappointment to the Board unless the reappointment is confirmed unanimously by the **entire** Board of Directors.

#### **204. Secretary**

The Secretary shall supervise the preparation and maintenance of the books and records of the Land Bank, shall supervise the preparation of minutes, and record votes of and attendance at all meetings of the Board and its committees **as required by law**, shall supervise the service of all notices required to be given by the Land Bank, shall maintain a current list of the members, ~~shall supervise the preparation and maintenance of a record of the proceedings of the Board and its committees in a journal of proceedings to be kept for such purpose~~, and shall perform ~~all other duties incident to the office of Secretary and~~ such other duties as may be assigned to him or her by the Board or the Chair. The Secretary shall ensure the safe custody of the seal of the Land Bank which may be affixed to all proceedings and resolutions of the Board and to all contracts, deeds and other instruments executed by the Land Bank. **The Secretary shall preside at all meetings of the Board when the Chair and Vice Chair are not present.**

#### **205. Treasurer**

The Treasurer shall have general supervisory authority over the financial affairs of the Land Bank. The Treasurer, or such other person as authorized by resolution of the Board, shall (i) supervise the preparation and maintenance of the annual report of the Land Bank, (ii) supervise the filing of all required financial tax returns and other regulatory reports, (iii) be responsible for the care and custody of all funds of the Land Bank and deposit the same in the name of the Land Bank in such bank or banks as the Board may select, (iv) sign all orders and checks for the payment of money, and shall pay out and disburse such monies under the direction of the Board, (v) keep regular books, written or computerized, of accounts showing receipts and expenditures, and (vi) render to the Board, when requested, an account of the Treasurer's transactions and also of the financial

condition of the Land Bank. Except as otherwise authorized by resolution of the Board, all such orders and checks shall be countersigned by the Chair or Vice Chair. The Treasurer shall perform such other duties as may be assigned to him or her by the Board or the Chair. **The Treasurer shall preside at all meetings of the Board when the Chair, Vice Chair, and Secretary are not present.**

### **206. Additional Personnel**

The Land Bank may **employ** or engage through a management **or other** agreement, an executive director, counsel and legal staff, technical experts, and other individuals and may approve the qualifications, compensation, and benefits of those performing such services for the Land Bank. Such individuals shall be deemed to be staff of the Land Bank.

### **303. Annual Meeting**

The Annual Meeting of the Board shall be held on such date and time designated by the Chair, but shall be held no later than January of each Fiscal Year unless otherwise extended by majority vote of the **entire** Board of Directors. At the Annual Meeting, the Land Bank shall establish a schedule of its regularly scheduled monthly meetings for the **calendar** year which will be published on the Land Bank's website, elect officers of the Board from among themselves and such other officers as the Board may determine.

### **305. Special Meetings**

The Chair may, when he or she deems it expedient, and shall upon the written request of a majority of the **entire** Board of Directors, call a Special Meeting of the Board for the purpose of transacting any business designated in the call. The call for a Special Meeting may be mailed (via electronic mail) or delivered to each member of the Board or may be mailed (via regular mail) to the business or home address of each member. Such notice must be posted to the Land Bank's website and be sent in a manner ensuring that it will be received at least 24 hours in advance of the time of the Special Meeting. The call shall state the purposes, time and place of the Special Meeting and that no business shall be considered other than as designated in the call.

### **309. Quorum**

At all meetings of the Board, a majority of the Board of Directors shall constitute a quorum for the purpose of transacting business. If at any meeting of the Board, there shall be less than a quorum present, a majority of those members present may adjourn the meeting from time to time until a quorum shall be present. Except as set forth below, all actions of the Board may be taken by a vote of the majority of the members present and voting at any meeting where a quorum exists. Action of the Board on the following matters must be approved by a majority of the entire Board of Directors

- (i) adoption, repeal, or amendment of bylaws **(subject to Article VI);**
- (ii) adoption, repeal, or amendment of rules **on (a) duties of officers, (b) attendance and participation of members in regular and special meetings; (c) procedures to remove a member by a majority vote of the other members for failure to comply with a rule; or (d) other matters** governing the conduct of the Land Bank;

- (iii) hiring or firing of an employee or contractor of the Land Bank (this function may, by majority vote of the entire Board of Directors, be delegated by the Board to a specified officer or committee of the Land Bank);
- (iv) incurring of debt;
- (v) adoption or amendment of the annual budget;
- (vi) sale, lease, encumbrance or alienation of real property or personal property with a value of more than Fifty Thousand Dollars (\$50,000).

A resolution relating to dissolution of the Land Bank must be approved by a vote of two-thirds of the entire Board of Directors. A member may request a recorded vote on any resolution or action of the Land Bank.

### **310. Committees**


The Board by resolution passed by a majority vote of the ~~entire~~ Board of Directors may designate one or more standing ~~advisory~~ and ad hoc committees, with each committee consisting of one or more members and may include individuals who are not members of the Board. The Board may designate one or more members as alternate members of a committee, who may replace an absent or disqualified member at a meeting of the committee. ~~In the absence or disqualification of a member of a committee, the members thereof present at a meeting and not disqualified from voting, whether or not they constitute a quorum, may unanimously appoint another member to act at the meeting in place of such absent or disqualified member. Members of advisory committees may include members and individuals who are not members.~~

ADOPTED ON \_\_\_\_\_

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**MEMORANDUM**

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To: Board of Directors  
From: Steve Cusano, Esq.   
Date: January 11, 2018  
Re: **RESOLUTION AUTHORIZING AMENDMENT NO. 2 TO AGREEMENT FOR  
PROFESSIONAL SERVICES BETWEEN PHILADELPHIA LAND BANK AND THE  
DAVENPORT GROUP, USA, LTD.**

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Below is a summary of Amendment No. 2.

**Purpose:** LAMA and Website maintenance and service - (i) software bug fixes and major updates; (ii) user manuals, and tutorials; (iii) one update per month for any new parcel, ownership, and address; (iv) one day of on-site training each year; (v) insubstantial configuration change requests (website is at no charge); (vi) design of new forms, new reports, or the customization of an existing form or report.

**Term:** Extended until December 31, 2018.

**Renewal Terms:** Land Bank has the option to extend the Term for four (4) consecutive renewal terms of one (1) year each by providing Davenport with written notice at any time prior to the end of the then current Term or Renewal Term.

**Termination:** Land Bank can, at any time, terminate without penalty, with or without cause, upon delivery of written notice to Davenport.

**Compensation:**

- From 1/1/2018 to 12/31/2018, Land Bank pays \$24,032.
- For the first Renewal Term (1/1/2019 - 12/31/2019), Land Bank pays \$26,032 plus the percentage of increase or decrease of CPI.
- For the second Renewal Term (1/1/2020 - 12/31/2020), Compensation is increased or decreased by the percentage of increase or decrease of CPI.
- For the third Renewal Term (1/1/2021 - 12/31/2021), Compensation is increased or decreased by the percentage of increase or decrease of CPI.
- For the fourth Renewal Term (1/1/2022 - 12/31/2022), Compensation is increased or decreased by the percentage of increase or decrease of CPI.
- Change in CPI is capped at no more than four percent (4%) per year.

**RESOLUTION NO. 2018 - \_\_\_\_**

**RESOLUTION AUTHORIZING AMENDMENT NO. 2  
TO AGREEMENT FOR PROFESSIONAL SERVICES BETWEEN  
PHILADELPHIA LAND BANK AND THE DAVENPORT GROUP, USA, LTD.**

**WHEREAS**, the Board of Directors of the Philadelphia Land Bank (the "**Board**") deems it necessary and in the best interest of the Land Bank to enter into Amendment No. 2 to Agreement for Professional Services between The Philadelphia Land Bank and The Davenport Group, USA, Ltd. ("**Amendment No. 2**"), a copy of which is attached to this Resolution.

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

1. The Land Bank is hereby authorized to enter into Amendment No. 2.
2. Those Land Bank staff authorized to execute and deliver documents on behalf of the Land Bank pursuant to Resolution 2017-43 are hereby authorized to execute and deliver any and all applications, contracts, and other documentation necessary or desirable to carry out the purposes and intents of this Resolution.
3. The Executive Director with the advice of Senior Counsel may modify Amendment No. 2; provided, that any modifications are, in the opinion of Senior Counsel, not materially adverse to the Land Bank's interests.
4. The Executive Director with the advice of Senior Counsel may modify this Resolution as may be necessary or desirable to carry out its purposes and intents.
5. This Resolution shall take effect immediately upon adoption by the Board.

**ADOPTED:** \_\_\_\_\_

**AMENDMENT NO. 2**  
**TO**  
**AGREEMENT FOR PROFESSIONAL SERVICES**  
**BETWEEN**  
**PHILADELPHIA LAND BANK**  
**AND**  
**THE DAVENPORT GROUP, USA, LTD.**

This Amendment No. 2 ("Amendment No. 2") is made and entered into as of January \_\_\_\_\_, 2018, effective retroactive to January 1, 2018 (the "Effective Date"), by and between the Philadelphia Land Bank (the "Land Bank") and The Davenport Group, USA, Ltd. ("Davenport")

**RECITALS**

**WHEREAS**, the Land Bank and Davenport entered into an Agreement for Professional Services dated January 1, 2016 as amended by Amendment No. 1 to Agreement for Professional Services dated January 1, 2017 (collectively, the "Agreement");

**WHEREAS**, the Land Bank and Davenport entered into an Agreement for Professional Services dated December 28, 2016 (the "Website Agreement") in which Davenport agreed to perform certain services in connection with the Land Bank's website (the "Website"); and

**WHEREAS**, the Land Bank and Davenport mutually desire to amend the terms of the Agreement.

**NOW THEREFORE**, in consideration of the foregoing and of the mutual covenants and agreements herein set forth, the parties hereto, intending to be legally bound hereby, do covenant and agree as follows.

1. The Recitals set forth above are incorporated herein as though set forth in full.
2. In the Agreement, the term "Software", "LAMA System", and "LAMA" means and refers to the "LAMA Software" and all modules and components thereof for its proper and convenient maintenance, operation, and usage including, without limitation, all modifications, upgrades, and bug fixes.
3. Paragraph 5 of the Agreement is deleted in its entirety and replaced with the following:

"5. Term. The term of this Agreement shall begin on the Effective Date and shall continue in full force and effect until December 31, 2018, unless extended or terminated pursuant to Paragraph 6 of this Agreement (as may be extended, the "Term")."

4. Paragraph 6 of the Agreement is deleted in its entirety and replaced with the following:

"6. Extension and Termination by the Land Bank / Default.

(a) The Land Bank shall have the right, at any time, to terminate this Agreement without penalty, with or without cause, upon delivery of written notice of such termination to Davenport. Upon receipt of such notice, Davenport shall discontinue its performance of Services as promptly as is reasonably possible and shall attempt to minimize further charges to the Land Bank.

(b) The Land Bank has the option to extend the Term for four (4) consecutive renewal terms of one (1) year each (each "Renewal Term"). The Land Bank may exercise its option to extend the Term by providing Davenport with written notice at any time prior to the end of the then current Term or Renewal Term, as the case may be."

5. Paragraph 7 of the Agreement is deleted in its entirety and replaced with the following:

"7. Compensation and Method of Payment.

(a) As compensation for the Services, for the period commencing on 1/1/2018 and ending on 12/31/2018, the Land Bank agrees to pay Davenport the sum of Twenty-Four Thousand Thirty-Two Dollars (\$24,032) (as may be adjusted, the "Compensation") no later than March 1, 2018.

(b) For the first Renewal Term (1/1/2019 - 12/31/2019), the Compensation shall be:

(i) increased by Two Thousand Dollars (\$2,000); and

(ii) increased or decreased (rounded to the nearest dollar) by the product of (A) the Compensation and (B) a percentage equal to the percentage of increase or decrease of the CPI (as defined below) for October 2017 as compared to the CPI for October 2018.

By way of example only, if the CPI for October 2017 is 245.225 and the CPI for October 2018 is 252.168, then the percentage change would be 2.831% higher in December 2018 as compared to October 2017; therefore, the Compensation for the year beginning January 2019 would increase by 2.831% to \$24,228 (\$23,561+\$667).

(c) For the second Renewal Term (1/1/2020 - 12/31/2020), the Compensation shall be increased or decreased (rounded to the nearest dollar) by the product of (A) the Compensation and (B) a percentage

equal to the percentage of increase or decrease of the CPI for October 2018 as compared to the CPI for October 2019.

(d) For the third Renewal Term (1/1/2021 - 12/31/2021), the Compensation shall be increased or decreased (rounded to the nearest dollar) by the product of (A) the Compensation and (B) a percentage equal to the percentage of increase or decrease of the CPI for October 2019 as compared to the CPI for October 2020.

(e) For the fourth Renewal Term (1/1/2022 - 12/31/2022), the Compensation shall be increased or decreased (rounded to the nearest dollar) by the product of (A) the Compensation and (B) a percentage equal to the percentage of increase or decrease of the CPI for October 2020 as compared to the CPI for October 2021.

(f) The "CPI" shall mean the Consumer Price Index for All Urban Consumers, U.S. city average, all items, (1982-1984 = 100), not seasonally adjusted, as published by the United States Department of Labor, Bureau of Labor Statistics.

(g) Notwithstanding anything to the contrary contained in this Agreement, except as set forth in Paragraph 7(b)(i), in no event shall the Compensation in any calendar year during the Term increase or decrease by more than four percent (4%) as compared to the immediately prior calendar year.

(h) Compensation for the current Renewal Term shall be paid by the Land Bank no later than March 1<sup>st</sup> of the current Renewal Term."

6. Paragraph 8(d) of the Agreement is deleted in its entirety and replaced with the following:

"(d) The Software provided to the Land Bank under this license allows the Land Bank, subject to Paragraph 8(e), to perpetually use, not own, the Software. The title, ownership rights, and intellectual property rights in and to this Software remain with Davenport. Subject to Paragraph 8(e), Davenport hereby grants to the Land Bank an irrevocable, royalty-free, multi-user, and perpetual license to use, but not own, the Software including, without limitation, all modifications, upgrades, and bug fixes to the Software. Davenport hereby further grants to the Land Bank an irrevocable, royalty-free, and perpetual license to create training manuals and videos for the Software for the sole purpose of training users of the Software."

7. Paragraph 8(e) of the Agreement is deleted in its entirety and replaced with the following:

"(e) The Software is provided to the Land Bank as a multi-user, site license. The Land Bank is permitted to install the Software on any and all workstations and mobile computers owned or controlled by the Land Bank, the Philadelphia Redevelopment Authority, the Philadelphia Housing Development Corporation, Philadelphia City Council or any other Philadelphia governmental or quasi-governmental agency or entity, and Davenport hereby consents to the installation and use of the Software by such entities. Nothing herein shall be deemed to amend the number of concurrent users (being 25) pursuant to that certain



Agreement for Professional Services between the Land Bank and Davenport dated May 5, 2017."

8. Attachment A to the Agreement is deleted in its entirety and replaced with Attachment A attached to this Amendment No. 2 and made a part hereof.
9. Paragraph 13 of the Agreement is deleted in its entirety and replaced with the following:

"13. Notices. All notices or communications that are required or desired to be given or made hereunder shall be sufficiently given or made only if delivered personally or if sent prepaid by: (i) registered or certified mail, return receipt requested; or (ii) overnight courier of national recognition (such as UPS or Federal Express) to the party for whom intended, at the address of such party set forth below or at such other address of which such party shall have given written notice in the manner provided herein, and all notice and communications given or made hereunder shall be deemed given on the date mailed.

For the Philadelphia Land Bank at:  
Angel Rodriguez  
Executive Director  
Philadelphia Land Bank  
1234 Market Street, 16th Floor  
Philadelphia, PA 19107

With a copy to:  
Steve Cusano  
Senior Counsel  
Philadelphia Land Bank  
1234 Market Street, 16th Floor  
Philadelphia, PA 19107

For Licensee at:  
Jerry P. Davenport  
The Davenport Group USA, Ltd.  
651 W Terra Cotta Avenue, Suite 231  
Crystal Lake, Illinois 60014"

10. Except as set forth in this Amendment No. 2, the Agreement is unaffected and shall continue in full force and effect in accordance with its terms. If there is a conflict between this Amendment No. 2 and the Agreement, the terms of this Amendment No. 2 will prevail.
11. The Agreement, as amended, shall be governed by and construed in accordance with the laws of the Commonwealth of Pennsylvania. The parties to this Agreement agree to submit to the jurisdiction of courts, whether federal or state, located in Philadelphia Pennsylvania.
12. This Amendment No. 2, including, without limitation, Attachment A, represents the entire agreement between the Land Bank and Davenport as to the subject matter hereof and supersedes all prior negotiations, representations or agreements as to the subject matter hereof.

13. No determination by any court, governmental body or otherwise that any provision of the Agreement or any amendment thereof is invalid or unenforceable in any instance shall affect the validity or enforceability of (a) any other provision thereof, or (b) such provision in any circumstance not controlled by such determination. Each such provision shall be valid and enforceable to the fullest extent allowed by, and shall be construed wherever possible as being consistent with applicable law.
14. Neither party shall be deemed to have waived the exercise of any right which it holds under the Agreement, as amended, unless such waiver is made expressly and in writing (and, without limiting the generality of the foregoing, no delay or omission by any party hereto in exercising any such right shall be deemed a waiver of its future exercise). No such waiver made in any instance involving the exercise of any such right shall be deemed a waiver as to any other such instance, or any other such right. Any remedy set forth in the Agreement, as amended, shall be in addition to all other remedies otherwise available in law or equity.
15. This Amendment No. 2 may be executed in one or more counterparts, each of which counterparts shall constitute an original and all of which counterparts together shall constitute one and the same Amendment No. 2. The delivery by either party of an executed signature page by either facsimile or email shall have the same legally binding effect as the delivery of an original signature.
16. Any and all agreements set forth in the Agreement which, by its or their nature, would reasonably be expected to be performed after the expiration or earlier termination of the Agreement shall survive and be enforceable after the expiration or earlier termination of the Agreement, including, without limitation, those terms and provisions related to indemnification. Any and all liabilities, actual or contingent, which shall have arisen during the Term shall survive the expiration or earlier termination of the Agreement.

**CONTINUED ON THE FOLLOWING PAGE  
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**IN WITNESS WHEREOF**, the duly authorized representatives of the parties hereby caused this Amendment No. 2 to be duly executed.

Witness

**THE DAVENPORT GROUP USA, LTD.**

\_\_\_\_\_  
Name:  
Title:

BY: \_\_\_\_\_  
Jerry P. Davenport  
President

Witness

**PHILADELPHIA LAND BANK**

\_\_\_\_\_  
Name:  
Title:

BY: \_\_\_\_\_  
Angel Rodriquez  
Executive Director

# Philadelphia Land Bank Parcel Reconciliation Report, January 1, 2018

Property Transfer Status for Properties Approved for Transfer/Acquisition	CITY	PHDC	PRA	TAX	PRIVATE	TOTAL
Properties Approved for Transfer/Acquisition	1230	775	297	62	1	2365
Properties Withheld from Transfer to PLB	57	11	95			174
Properties Under Review for Transfer to PLB	34	38	19			91
Properties In Process of Transfer to/Acquisition by PLB	18	4	11	0	0	33
Properties Transferred to/Acquired by PLB	1111	722	171	62	1	2067*
Properties Sold by PLB	53	37	4	0	0	94
Properties Remaining in PLB	1058	685	167	62	1	1973
Public Agency Properties Not Approved for Transfer, Possibly Available (Status: Available, Available (non-residential))	2485	0	668			3153

Milestones for Properties Still to be Conveyed to PLB	CITY 52	PHDC 42	PRA 30	TAX	PRIVATE	TOTAL
Properties under review for suitability for transfer	34	38	19			91
Waiting for surveys, corrective deeds, sheriff's deeds, or a resolution	18	4	7	0	0	29
Deed exhibit drafted, ready for City attorney review (PUB, PHDC)	0	0				0
Deed exhibit under DOR review (PUB, PHDC, PRA)	0	0	0			0
Deed exhibit has been reviewed by DOR (PUB, PHDC, PRA)	0	0	4			4
Second deed exhibit has been drafted (PUB ONLY)	0					0
Deed has been sent for execution (PUB/PRA, PHDC, PRA)	0	0	0			0
Deed in process of being recorded	0	0	0	0	0	0
Additional properties transferred to PLB since 11/30/17 (PUB/PRA, PHDC, PRA, TAX, PRIVATE)	0	0	0	8	0	8

\* The total number conveyed to the land bank to date, including tax sale and private acquisitions. Properties sold have not been deducted from this total.

# Philadelphia Land Bank Approved Dispositions Report (as of 1/1/2018)

	YEAR 1 7/1/2016 – 6/30/2017				YEAR 2 7/1/2017 – 6/30/2018			
Disposition Type	Strategic Plan Goals	No. of Lots Approved	No. of Units To Be Built	Strategic Plan Goals	No. of Lots Approved (YTD)	No. of Units To Be Built (YTD)	Increase Over Last Month	
Side Yards	45 lots	4 lots		81 lots	2 lots		1 lot	
Total Housing/Mixed Use	170 units	100 lots	155 units	205 units	17 lots	29 units	0 lots/0 units	
20 % at 30% or below of AMI	34	6	9	41	0	0	0	
30 % at 60% or below of AMI	50	54	80	62	0	0	0	
25 % at 120% or below of AMI	43	24	37	51	15	26	0	
25 % non-income restricted	43	16	29	51	2	3	0	
Business Expansions	3 lots	2 lots		6 lots	0 lots		0 lots	
Gardens/Open Space	33 lots	0 lots		33 lots	0 lots		0 lots	
Total Disposition Approvals	251	106 lots*	155 units	120 lots/205 units	19 lots	29 units	1 lot	

\*As of 1/1/2018, 94 lots approved for disposition in Year 1 have been conveyed.

+ As of 1/1/2018, 0 lots approved for disposition in Year 2 have been conveyed.

# VPRC Approved Dispositions Report (as of 1/1/2018)

Disposition Type	YEAR 1 7/1/2016 – 6/30/2017		YEAR 2 7/1/2017 – 6/30/2018	
	No. of Lots Sold		No. of Lots Sold (YTD)	Increase Over Last Month
Side Yards	34		27	4
Other Sales	38		13	0
Nonprofit (Gardens/Open Space)	10		9	0
Nonprofit (Other)	3		3	
Total Disposition Approvals	85		52	4