

**PHILADELPHIA REDEVELOPMENT AUTHORITY**

**1234 MARKET STREET, 16<sup>TH</sup> FLOOR  
PHILADELPHIA, PA 19107**

**BOARD MEETING  
WEDNESDAY, SEPTEMBER 14, 2016**

**Open Session – 4:00 P.M.**

**A G E N D A**

**APPROVAL OF BOARD MINUTES**

Meeting of August 10, 2016

<b>I.</b>	<b><u>ADMINISTRATIVE</u></b>	<b><u>Page</u></b>
(a)	Robert Ganter Contractors, Inc. Fire Administration Building Roof Deck Plaza Renovation <b>Contractor Service Agreement</b>	(1)
(b)	Philadelphia Redevelopment Authority <b>Policy Regarding Outstanding Unsigned Redevelopment Agreements, Development Agreements and Property Sale Offers</b>	(4)
(c)	1600-36 North Broad Street <b>Grant of Easement to American Multi-Cinema, Inc. and 1600 Broad Associates, LP</b>	(6)
<b>II.</b>	<b><u>DEVELOPMENT</u></b>	
(a)	Auburn Urban Renewal Area Cari Schemm 3031 Collins Street <b>Selection of Redeveloper</b>	(14)
(b)	Global Leadership Academy Charter School 4635-37 W. Girard Avenue <b>Modification to Resolution No. 2016-55</b>	(19)

## **AGENDA**

Board Meeting of September 14, 2016

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- (c) New Kensington-Fishtown Urban Renewal Area (24)  
George C. Dunson & Catherine Dunson  
2511 Sepviva Street  
**Selection of Redeveloper & Self-Amortizing Loan**
- (d) New Kensington-Fishtown Urban Renewal Area (28)  
Blue Truck Enterprises LLC  
2476 Jasper Street & 2478 Jasper Street  
**Selection of Redeveloper**
- (e) East Poplar Urban Renewal Area (33)  
BMK Properties, LLC  
942, 948, 950, 962, 981, 983, 985-987,  
993, 995, 996-98, 1010 and  
101 N. Marshall Street  
**Amendatory Agreement**

### **III. REAL ESTATE**

- Vacant Property Review Committee (38)  
**Conveyance of Properties**

### **IV. ADD ON ITEM**

**Page**

IV.

- Model Cities Urban Renewal Area (1)  
Beech Interplex, Inc. and 1600  
Broad Street Associates, L. P.  
1600-36 N. Broad Street  
**Amendment and Restatement of  
Resolution No. 2015-147 (adopted  
December 9, 2015)  
Consent to Subdivision and Restructuring of  
Ground Lease**

# PHILADELPHIA REDEVELOPMENT AUTHORITY

## BOARD MEETING MINUTES

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A meeting of the Board of Directors of the Philadelphia Redevelopment Authority was held on Wednesday, August 10, 2016, commencing at 4:06 P.M. in the offices of the Philadelphia Redevelopment Authority, being its regular meeting place, 16th floor, 1234 Market Street, Philadelphia, Pennsylvania, pursuant to proper notices.

### ROLL CALL

The following members of the Board of Directors reported present: Anne Fadullon, Chairman; James Cuorato, Vice Chairman; Cynthia Figueroa, 2<sup>nd</sup> Vice Chair and Assistant Secretary; and Rob Dubow, Treasurer.

After taking the Oath of Office, the following new member of the Board of Directors was present: Duane Bumb, Secretary.

The following members of the Authority staff were present: Gregory Heller, Ryan D. Harmon, Esquire, David Thomas, Tania Nikolic, Tracy Pinson-Reviere, Brian Romano, Susan Callanen, Zena Holland, Mary Fogg and Elizabeth Bonaccorso.

Also in attendance: Chester Skaziak, Resident; Jacqueline Dunn, City Finance; and Elizabeth Downey, Records Department.

### ANNOUNCEMENTS

Prior to voting by the Board, Ms. Fadullon provided the public opportunity to comment.



### COMMUNICATIONS

Ms. Fadullon presented the letter of resignation from Mr. Epps. Ms. Fadullon thanked Mr. Epps on behalf of the Board and the Authority staff for his past months of service on the Board.

Ms. Fadullon then presented the letter dated July 14, 2016, from the Honorable James F. Kenney, Mayor of the City of Philadelphia, to Mr. Bumb, appointing Mr. Bumb to the Board of the Philadelphia Redevelopment Authority with a term to expire on March 28, 2018.

Mr. Harmon announced that the first order of business was administering the oath of office to Mr. Bumb as the newest member of the Authority's Board of Directors.

Mr. Harmon then administered the swearing in of Mr. Bumb, after which he was greeted with words of welcome and good wishes by the members of the Board and staff.



Ms. Fadullon informed the members of the Board, staff and public that Mr. Bumb will fill the vacant position of Secretary with the resignation of Mr. Epps.

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-85**

**RESOLUTION ELECTING SECRETARY OF THE BOARD OF DIRECTORS**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that **DUANE BUMB**, a Board member, is hereby elected as its **SECRETARY** in accordance with Article III, Section 7 of the Authority's By-Laws.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa and Mr. Dubow.



**MINUTES**

Ms. Fadullon called for a motion to approve the minutes of the Board meeting of July 13, 2016.

Upon motion made and duly seconded, the minutes of July 13, 2016 were approved.



**ADMINISTRATIVE**

**Mr. Harmon presented "Item III (a) – Appointing Directors & Officers of HOPP, Inc." in substance with the attached Fact Sheet hereto.**

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-86**

**RESOLUTION APPOINTING CERTAIN AUTHORITY EMPLOYEES TO SERVE AS DIRECTORS AND OFFICERS OF HOUSING OPPORTUNITIES PROGRAM PHILADELPHIA, INC.**

**WHEREAS**, the Board desires to appoint certain Authority employees to serve as directors and officers of Housing Opportunities Program Philadelphia, Inc. ("HOPP").

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that the following employees of the Authority are appointed to serve in the following director and officer positions for HOPP:

<u>Authority Employee</u>	<u>HOPP Director/Officer Position</u>
David Thomas	Chair/President
Tania Nikolic	Vice Chair/Vice President
Marla Clark	Treasurer/Treasurer

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**Mr. Harmon presented "Item III (b) – Loan Payoffs, Escrow Agreement and Abatement of Interest and Penalties for Lena Street Associates, Blakestone Limited Partnership, Lower Germantown Limited Partnership and Lower Germantown II Limited Partnership" in substance consistent with the attached Fact Sheet hereto.**

Additional Comments and Discussion

Ms. Fadullon if interest would be abated if settlement occurs on the Lena Street Loan and Blakestone Loan but not the LG Loan and the LGII Loan. Mr. Harmon responded that interest on the loans would be abated only in the event all loans were timely paid off.

Mr. Dubow asked if the escrowed interest on the Lena Street Loan and Blakestone Loan would be kept by the Authority if settlement did not occur on the LG Loan and the LGII Loan. Mr. Harmon confirmed that it would and stated that the Authority is the actual escrow agent as well.

## Board Action

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

### RESOLUTION NO. 2016-87

#### **RESOLUTION AUTHORIZING THE AUTHORITY TO ABATE INTEREST AND PENALTIES ON THE CERTAIN LOANS GIVEN BY THE AUTHORITY TO LENA STREET ASSOCIATES, BLAKESTONE LIMITED PARTNERSHIP, LOWER GERMANTOWN II LIMITED PARTNERSHIP AND LOWER GERMANTOWN LIMITED PARTNERSHIP PROVIDED THE PRINCIPAL BALANCES OF SUCH LOANS ARE PAID AND TO ENTER INTO AN ESCROW AGREEMENT REGARDING SAME**

**WHEREAS**, the Authority previously made or was assigned the following loans (the "Loans"):

1. Loan to Lena Street Associates ("Lena Street") in the principal sum of Four Hundred Thousand Dollars (\$400,000) (the "Lena Street Loan") which is secured by a Mortgage (the "Lena Street Mortgage") on the property located at and known as 5429-43 Lena Street, Philadelphia, Pennsylvania (the "Lena Street Premises");

2. Loan to Blakestone Limited Partnership ("Blakestone") in the principal sum of Six Hundred Seventy Thousand Nine Hundred Dollars (\$670,900) (the "Blakestone Loan") which is secured by an Open-End Mortgage (the "Blakestone Mortgage") on the property located at and known as 6657-59 Blakemore Street, Philadelphia, Pennsylvania, 530-34 Vernon Road, Philadelphia, Pennsylvania, and 6526-34 Germantown Avenue, Philadelphia, Pennsylvania (together, the "Blakestone Premises");

3. Loan to Lower Germantown II Limited Partnership ("LGII LP") in the principal sum of One Million Fifty-Nine Thousand Seven Hundred Thirty-Six Thousand Dollars (\$1,059,736) (the "LGII Loan") which is secured by an Open-End Mortgage (the "LGII Mortgage") on the property located at and known as 50 and 56 E. Collom Street, 67, 83 and 85-87 Church Lane, 45-51 E. Garfield Street, 4949-51 and 5007 Germantown Avenue, 5417 Lena Street (including a 953 square foot section of the parcel located at 5423-5427 Lena Street, which is adjacent to 5417 Lena Street), 5512-14 and 5513-15 Lena Street, 117 Manheim Street and 36-46 and 63 E. Wister Street, Philadelphia, Pennsylvania (together, the "LGII Premises");

4. Loan to Lower Germantown Limited Partnership ("LG LP") in the principal sum of One Million Two Hundred Twenty-Five Thousand Dollars (\$1,225,000) (the "LG Loan") which is secured by a Mortgage (the "LG Mortgage") on the property located at and known as 72-74 E. Collom Street, 101 E. Collom Street, 4928 Germantown Avenue, 4930 Germantown Avenue, 4942 Germantown Avenue, 4948 Germantown Avenue, 5009 Germantown Avenue, 5118-20 Lena Street, 5421 Lena Street and 5423-27 Lena Street, Philadelphia, Pennsylvania (together, the "LG Premises");

**WHEREAS**, Lena Street, Blakestone, LGII LP and LG LP have requested that the Authority abate the interest in penalties relative to the respective Loans, provided the outstanding principal due and owing under each of the Notes is fully paid;

**WHEREAS**, No prior payment of principal has been made on any of the Loans;

**WHEREAS**, Lena Street and Blakestone wish to pay off the Lena Street Loan and Blakestone Loan, respectively, and authorization is sought to release the lien of each of the Lena Street Mortgage and the Blakestone Mortgage, as amended by the Blakestone Modification;

**WHEREAS**, Simultaneously with such payoff, the Authority seeks authorization to place the interest due and owing on the Lena Street Loan and Blakestone Loan, respectively, as of the date of payoff (the "Escrow Funds"), into escrow with the Authority.

**WHEREAS**, Provided the full principal amount of the LG Loan and the LGII Loan are paid to the Authority in full by 5:00 p.m. on October 31, 2016, the Authority seeks authorization to release the Escrow Funds to Lena Street and Blakestone and abate the interest and penalties due owing under the LG Note and the LGII Note - if such payment is not received by the Authority by 5:00 p.m. on October 31, 2016, the Authority is entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone;

**WHEREAS**, The Authority seeks authorization to enter into an Escrow Agreement which memorializes the aforementioned terms.

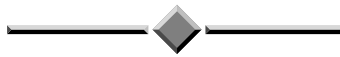
**NOW THEREFORE, BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that the Authority is authorized to abate the interest and penalties on the aforementioned Loans subject to the following terms and conditions and to enter into an Escrow Agreement on the following terms and conditions:

1. Provided the full amount of principal and interest due on the Lena Street Loan and the Blakestone Loan are paid to the Authority, authorization is provided to place the interest due and owing on the Lena Street Loan and Blakestone Loan, respectively, as of the date of payoff (the "Escrow Funds"), into escrow with the Authority;
2. Provided the full principal amount of the LG Loan and the LGII Loan are paid to the Authority in full by 5:00 p.m. on October 31, 2016, the Authority is authorized to release the Escrow Funds to Lena Street and Blakestone and abate the interest and penalties due owing under the LG Note and the LGII Note;
3. If the full principal amount of the LG Loan and the LGII Loan are not paid to the Authority in full by 5:00 p.m. on October 31, 2016, the Authority is entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**Ms. Nikolic presented "Item III (c) – Conveyance of City Properties to Philadelphia Land Bank" in substance consistent with the attached Fact Sheet hereto.**

*Additional Comments and Discussion*

Ms. Nikolic informed the Board that the 2543 Fairhill Street property is to be deleted from the transfer list because it hadn't yet been approved for transfer to Land Bank by City Council.

**Board Action**

Ms. Fadullon called for a motion on the amended resolution. Upon motion made and duly seconded, the amended resolution was approved as follows:

**RESOLUTION NO. 2016-88**

**PHILADELPHIA LAND BANK – RESOLUTION AUTHORIZING THE ACCEPTANCE OF TITLE FROM THE CITY OF PHILADELPHIA TO VARIOUS PROPERTIES AND CONVEYANCE OF SUCH PROPERTIES BY THE PHILADELPHIA REDEVELOPMENT AUTHORITY TO THE PHILADELPHIA LAND BANK**

**WHEREAS**, Act 153 of 2012, 68 Pa. C.S.A. § 2101, *et seq.* (the "Land Bank Act") authorized the City of Philadelphia ("City") to create a land bank in accordance with the Land Bank Act; and

**WHEREAS**, the City, in Bill No. 130156-A (approved December 18, 2013), authorized the creation of the Philadelphia Land Bank and provided for its appointment, powers and duties; and

**WHEREAS**, Section 16-705 of The Philadelphia Code authorizes the City's Commissioner of Public Property to convey real property to the Philadelphia Redevelopment Authority, without consideration, for subsequent transfer to the Philadelphia Land Bank; and

**WHEREAS**, the properties identified on Exhibit "A" to this Resolution have been deemed surplus property by the City and the transfer of such properties to the Philadelphia



Redevelopment Authority for subsequent transfer to the Philadelphia Land Bank will promote the public purposes for which the City created the Land Bank; and

**WHEREAS**, pursuant to (i) City Council Resolution No. 160420 adopted on May 12, 2016 (with respect to the 2<sup>nd</sup> Councilmanic District Office), (ii) City Council Resolution No. 160412 adopted on May 12, 2016 (with respect to the 5<sup>th</sup> Councilmanic District Office), and (iii) City Council Resolution No. 160423 adopted on May 12, 2016 (with respect to the 7<sup>th</sup> Councilmanic District Office), the City has authorized transfer of the properties identified on Exhibit "A" to this Resolution to the Philadelphia Redevelopment Authority for subsequent transfer to the Philadelphia Land Bank;

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Philadelphia Redevelopment Authority to accept title from the City of Philadelphia to those properties identified on Exhibit "A," hereto, and for the conveyance and preparation, execution, acknowledgment and delivery of deeds to the Philadelphia Land Bank, without consideration, pursuant to Chapter 16-700 of The Philadelphia Code.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER AUTHORIZING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

**EXHIBIT "A"**

**Properties Owned by the City of Philadelphia to be Conveyed to the Philadelphia Land Bank through the Philadelphia Redevelopment Authority**

2nd Councilmanic District Properties

1266 S 28Th St  
1268 S 28Th St  
1310 S 28Th St  
1216 S 31St St  
1818 S 58Th St  
1942 S 60Th St  
2009 S 70Th St  
2011 S 70Th St  
2013 S 70Th St  
2619 S 70Th St  
2058 S 71St St  
2064 S 71St St  
2107 S 71St St

2101 - 03 S 72Nd St  
2715 Annin St  
7356 Chelwynde Ave  
1316 S Cleveland St  
1318 S Cleveland St  
1349 S Corlies St  
2117 Earp St  
2445 Federal St  
2024 Gerritt St  
2026 Gerritt St  
2030 Gerritt St  
2618 Holbrook St  
2723 Ingram St  
2022 Kimball St  
6538 Kingsessing Ave  
2610 Latona St  
2613 Latona St  
2704 Manton St  
2559 S Millick St  
1709 Point Breeze Ave  
1711 Point Breeze Ave  
1913 S Redfield St  
1919 S Redfield St  
1921 S Redfield St  
6025 Reinhard St  
6059 Reinhard St  
6081 Reinhard St  
6129 Reinhard St  
6146 Reinhard St  
1932 S Salford St  
5716 Springfield Ave  
6045 Trinity St  
6013 Upland St  
6050 Upland St  
7024 Upland St  
7150 Upland St  
3002 Wharton St  
5709 Woodland Ave  
7222 Woodland Ave  
7120 Yocum St

5th Councilmanic District Properties

836 N. 19Th St  
1207 W. Cambria Street

7th Councilmanic District Properties

2916 - 24 N 02Nd St  
2926 N 02Nd St  
3401 N 02Nd St  
2018 N 03Rd St  
2238 N 03Rd St  
2410 N 03Rd St  
1707 N 04Th St  
1820 N 04Th St  
1923 N 04Th St  
3042-64 N 04Th St  
1804 N 05Th St  
1806 N 05Th St  
2166 N 05Th St  
3316 N 05Th St  
1537 N 06Th St  
1543 N 06Th St  
1619 N 06Th St  
2423 N 06Th St  
2619 N 06Th St  
4209 N 09Th St  
1916 E Arizona St  
1918 E Arizona St  
1922 E Arizona St  
301 W Berks St  
415 W Berks St  
417 W Berks St  
419 W Berks St  
433 W Berks St  
437 W Berks St  
447 W Berks St  
537 W Berks St  
1724 N Bodine St  
1736 N Bodine St  
1766 N Bodine St  
1768 N Bodine St  
1770 N Bodine St  
1772 N Bodine St  
2015 N Bodine St  
2957 Boudinot St  
353 E Cambria St  
412 E Cambria St  
540 E Cambria St  
218 Cecil B Moore Ave  
244 Cecil B Moore Ave

139-67 E Clearfield St  
641 E Clearfield St  
628 E Clementine St  
115 E Cumberland St  
166 W Cumberland St  
524 Diamond St  
2448 Duncan St  
516 Edgley St  
537 Edgley St  
2738 Emerald St  
316 W Erie Ave  
2511 N Fairhill St  
1651 Fillmore St  
2449 N Front St  
456 W Glenwood Ave  
4743 Griscom St  
4707 Hawthorne St  
2034 Hope St  
2245 N Howard St  
2529 N Howard St  
134 W Huntingdon St  
1913 John St  
1818 Kinsey St  
3743 L St  
2031 N Lawrence St  
2036 N Lawrence St  
4235 Leiper St  
1912 N Leithgow St  
1916 N Leithgow St  
2133 N Leithgow St  
2356 N Leithgow St  
2432 N Leithgow St  
2451 N Leithgow St  
2559 N Leithgow St  
2952 N Leithgow St  
2954 N Leithgow St  
2961 N Leithgow St  
2976 N Leithgow St  
2980 N Leithgow St  
3022 N Leithgow St  
3519 N Marshall St  
2313 Mascher St  
2516 Mascher St  
2518 Mascher St  
3303 Mascher St  
12 E Montgomery Ave

4552 Mulberry St  
4702 Mulberry St  
2201 Mutter St  
2203 Mutter St  
2207 Mutter St  
2209 Mutter St  
2240 Mutter St  
2244 Mutter St  
2905 Mutter St  
178 W Norris St  
182 W Norris St  
184 W Norris St  
419 W Norris St  
433 W Ontario St  
435 W Ontario St  
1923 N Orianna St  
2233 N Orianna St  
2947 N Orianna St  
2960 N Orianna St  
2033 N Orkney St  
2035 N Orkney St  
2213 N Orkney St  
2347 N Orkney St  
2349 N Orkney St  
2414 N Orkney St  
2735 N Orkney St  
2953 N Orkney St  
3057 N Orkney St  
3063 N Orkney St  
1832 Orthodox St  
1922 Orthodox St  
4228 Paul St  
1905 N Philip St  
1907 N Philip St  
1909 N Philip St  
1919 N Philip St  
2048 N Philip St  
2050 N Philip St  
2257 N Philip St  
2457 N Philip St  
2520 Potter St  
3335 Rand St  
3426 N Randolph St  
3637 N Randolph St  
2303 N Reese St  
2524 N Reese St

2526 - 32 N Reese St  
2534 - 42 N Reese St  
702 W Russell St  
2721 - 77 Ruth St  
3048 Ruth St  
4181 Salem St  
229 W Sergeant St  
3215 Shelbourne St  
3221 Shelbourne St  
1907 E Sterner St  
517 W Susquehanna Ave  
519 W Susquehanna Ave  
4338 Tackawanna St  
4643 Tackawanna St  
4675 Tackawanna St  
236 E Tioga St  
1841 Wakeling St  
1843 Wakeling St  
901 E Westmoreland St  
905 E Westmoreland St  
802 E Willard St  
150 W York St

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**DEVELOPMENT**

**Ms. Pinson presented "Item IV (a) – Modification to Resolution No. 2016-67" in substance consistent with the attached Fact Sheet hereto.**

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-89**

**MODIFICATION TO RESOLUTION NO. 2016-67 TO REFLECT CHANGES IN DEVELOPER PLANS FOR 1620-26 CECIL B. MOORE AVENUE, LOCATED IN THE NORTH PHILADELPHIA REDEVELOPMENT AREA, CECIL B. MOORE URBAN RENEWAL AREA**

**WHEREAS**, on June 8, 2016, by Resolution No. 2016-67 the Authority approved the redeveloper selection of 1620 Cecil B Moore LLC as the Redeveloper of 1620-26 Cecil B. Moore Avenue; and

**WHEREAS**, the plans have been revised to increase the multi-family dwellings from nine (9) to eleven (11) units with commercial on the first floor; and

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, Resolution No. 2016-67 is modified to reflect the plan revision for 1620-26 Cecil B. Moore Avenue located within the North Philadelphia Redevelopment Area, Cecil B. Moore Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Three Hundred and Seventy Thousand Dollars (\$370,000.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Urban Renewal Plan; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**Ms. Pinson-Reviere presented "Item IV (b) – Selection of Redeveloper, LRCJ, LLC" in substance consistent with the attached Fact Sheet hereto.**

*Additional Comments and Discussion*

Ms. Fadullon asked if the City tax clearance was received by the Authority. Ms. Pinson-Reviere replied yes.

Ms. Pinson-Reviere informed the Board that the redeveloper will have fencing and grating work done to the property.

Mr. Heller asked what type of business was adjacent to the subject property. Ms. Pinson-Reviere responded that it was a plumbing business.

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-90**

**RESOLUTION SELECTING LRCJ, LLC AS REDEVELOPER OF 6709 CROWSON STREET PROPERTY NOT LOCATED WITHIN A REDEVELOPMENT AREA, OR URBAN RENEWAL AREA**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that LRCJ, LLC is hereby selected as Redeveloper of 6709 Crowson Street, property not located within an Redevelopment Area or Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Four Thousand Nine Hundred Seventy Five Dollars (\$4,975.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**Mr. Romano presented "Item IV (c) – Amending Resolution No. 2016-48" in substance consistent with the attached Fact Sheet hereto.**

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:



**RESOLUTION NO. 2016-91**

**RESOLUTION AMENDING THE DISPOSITION PRICE OF 2501-2525 N. AMERICAN STREET, INCLUDING 211-217 W. CUMBERLAND STREET AND 2502-2532 N. PHILIP STREET, LOCATED IN THE NORTH PHILADELPHIA REDEVELOPMENT AREA, AMERICAN STREET INDUSTRIAL CORRIDOR URBAN REVEWAL AREA**

**WHEREAS**, on April 13, 2016, the Philadelphia Redevelopment Authority Board adopted Resolution No. 2016-48, which authorized a disposition price of Two Hundred Thirty-Three Thousand Six Hundred Dollars (\$233,600) for the conveyance of 2501-2525 N. American Street, including 211-217 W. Cumberland Street and 2502-2532 N. Philip Street, to 2501 American Real Estate LLC;

**WHEREAS**, the Philadelphia Redevelopment Authority Board is requested to authorize an amended disposition price of Two Hundred Thirty One Thousand Three Hundred Fifty-Five Dollars (\$231,355), based on the decrease in square footage of the aforementioned properties.

**NOW THEREFORE, BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that Resolution No. 2016-48, adopted on April 13, 2016, shall be amended to approve a reduced disposition price of Two Hundred Thirty-One Thousand Three Hundred Fifty-Five Thousand Dollars (\$231,355) for the conveyance of 2501-2525 N. American Street, including 211-217 W. Cumberland Street and 2502-2532 N. Philip Street, to 2501 American Real Estate LLC.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**Ms. Callanen presented "Item IV (d) – sale of Renovated Single Family Property, 2325 Watkins Street" in substance consistent with the attached Fact Sheet hereto.**

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-92**

**RESOLUTION AUTHORIZING THE SALE OF 2325 WATKINS STREET**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that Authorization is given for the sale of property owned by the Authority located at 2325 Watkins Street, Philadelphia, Pennsylvania, to Maria Kaganovich for the purchase price of One Hundred Twenty-One Thousand Dollars (\$121,000), with a 6% seller's assist; the purchase being consistent with the fair market value of the property.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**HOUSING FINANCE / NSP**

**Ms. Holland presented "Item V - Approval of Pre-Development Loan with Nueva Esperanza, Inc." in substance consistent with the attached Fact Sheet hereto.**

*Additional Comments and Discussion*

Ms. Fadullon asked what funding source is being used for the Authority Loan. Mr. Thomas stated the funding source would be either HOME or CDBG funds; however, it has not been determined yet.

**Board Action**

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-93**

**RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A RECOURSE CONSTRUCTION PREDEVELOPMENT LOAN AGREEMENT WITH NUEVA ESPERANZA, INC. IN AN AMOUNT OF UP TO ONE MILLION SEVEN HUNDRED FIFTY THOUSAND DOLLARS (\$1,750,000)**

**NOW BE IT RESOLVED**, by the Philadelphia Redevelopment Authority ("Authority"), that the Authority is authorized to enter into a recourse construction loan agreement ("Authority Loan") with Nueva Esperanza, Inc. ("Borrower") under the following terms and conditions:

1. The Authority is providing a construction predevelopment loan in the amount up to One Million Seven Hundred Fifty Thousand Dollars (\$1,750,000) (the "Authority Loan"). The proceeds of the Authority Loan will be used to assist in the predevelopment activities associated with the Roberto Clemente Homes located at 3921-61 North 5<sup>th</sup> Street ("the Project").
2. The term of the Authority Loan will be for eight (8) months at 0% interest from the date of the Authority Loan closing and will be secured by a first lien mortgage on the Project. In the event the Project does not move to construction development, the Authority Loan will be due and payable in full. If the Project goes to construction development and upon approval from the Authority Board, the Authority Loan will be transferred to a limited partnership entity created for the development of the Project and converted into a non-recourse loan.
3. Disbursement of the Authority Loan proceeds will be contingent upon the following:
  - i. Borrower's ownership of the Project.
  - ii. Satisfactory tax status certification issued on all predevelopment team members.
  - iii. All necessary Authority approvals from various departments.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER AUTHORIZING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing resolution: Ms. Fadullon, Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.



**REAL ESTATE**

**Ms. Nikolic presented "Item VI – Conveyance of Properties" in substance consistent with the attached Fact Sheet hereto.**

*Additional Comments and Discussion*

Ms. Fadullon recused herself at this time. Mr. Cuorato took over chairing the meeting.

Mr. Cuorato asked if the two (2) self-amortizing mortgage disposition properties would be used as sideyards. Ms. Nikolic replied yes.

**Board Action**

Mr. Cuorato called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:

**RESOLUTION NO. 2016-94**

**VACANT PROPERTY REVIEW COMMITTEE PROGRAM - RESOLUTION AUTHORIZING ACCEPTANCE OF TITLE FROM THE CITY OF PHILADELPHIA TO VARIOUS PROPERTIES AND DISPOSITION OF SUCH PROPERTIES**

**WHEREAS**, certain properties have been acquired by the City and determined to be surplus to the needs of the City;

**WHEREAS**, the Vacant Property Review Committee has recommended to the Commissioner of Public Property that the surplus property listed below be made available for disposition in accordance with the provisions of Section 16-400 of the Philadelphia Code;

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for a consideration of \$1.00:

<b><u>Address</u></b>	<b><u>Grantee(s)</u></b>
2031 Reed Street	Women's Community Revitalization Project
1400 & 1410 South Taylor Street	Women's Community Revitalization Project
1413 & 1415 South Taylor Street	Women's Community Revitalization Project
1418 & 1420 South Taylor Street	Women's Community Revitalization Project
1421 & 1422 South Taylor Street	Women's Community Revitalization Project
1424 & 1426 South Taylor Street	Women's Community Revitalization Project
1428 & 1430 South Taylor Street	Women's Community Revitalization Project
2120 North 3 <sup>rd</sup> Street	Ruth P. Rivera-Perez

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for the following consideration:

<u>Address</u>	<u>Grantee(s)</u>	<u>Price</u>
1729 West Wingohocking Street	Gibbs McShore III	\$11,809.43 (LAMA)
2926 North 3 <sup>rd</sup> Street	Eduardo Cortes	\$ 7,983.89 (LAMA)

**FURTHER RESOLVING** that for each of the foregoing conveyances, the Philadelphia Redevelopment Authority will provide a self-amortizing loan in the amount of the purchase price for a term of 10 years at 0% interest that will be secured by a mortgage on the property. The amount of the obligation will decrease by 10% each year for the 10 year period that the buyer remains in compliance with the Authority's Land Disposition Policy.

**FURTHER RESOLVING**, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for the following consideration:

<u>Address</u>	<u>Grantee(s)</u>	<u>Appraised/LAMA Value</u>
413 Mercy Street	Arda Yanik	\$32,000.00 (Appraisal)
1804 East Oakdale Street	Metropoly, LLC	\$33,000.00 (Appraisal)
1830 East Oakdale Street	Metropoly, LLC	\$37,000.00 (Appraisal)

**FURTHER AUTHORIZING** the Executive Director with the advice of General Counsel to allow modifications and corrections to this Resolution necessary or desirable to carry out its purposes and intents.

**BE IT FURTHER RESOLVED** that authorization is hereby given to the preparation execution, acknowledgment and delivery of any other documentation deemed necessary or desirable in order to carry out the foregoing under terms and conditions acceptable to Authority counsel.

Voting for the foregoing resolution Ms. Figueroa, Mr. Bumb, Mr. Cuorato and Mr. Dubow.

One (1) abstention: Ms. Fadullon.



At this time Ms. Fadullon resumed chairing the Board meeting.

**OLD BUSINESS**

Ms. Fadullon inquired if there was any old business for the Board. No old business was presented to the Board.



**NEW BUSINESS**

Ms. Fadullon inquired if there was any new business for the Board. Mr. Skaziak addressed the Board with his concerns about Brooklyn Heights and identified several properties of concern. Mr. Skaziak stated that there are a total of thirty-seven (37) properties which are tax delinquent. Mr. Skaziak asked if the Authority would take these properties back into the Authority inventory. Mr. Heller requested that Mr. Skaziak email the property information and addresses to him and that he will look into the matter. Mr. Heller provided Mr. Skaziak with his business card at the meeting.



**ADJOURNMENT**

There being no further business to come before the Board, Ms. Fadullon declared the meeting adjourned at 4:21 P.M.

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SECRETARY TO THE BOARD



## BOARD FACTSHEET

Meeting of August 10, 2016

Appointment of (3) Authority employees to serve as Directors and Officers of Housing Opportunities Program Philadelphia, Inc.

### Nature of Transaction:

Appointment of three (3) Authority employees to serve as directors and officers of Housing Opportunities Program Philadelphia, Inc. ("HOPP"), a non-profit corporation created to perform services for the City's Office of Health and Opportunity ("OHO"). HOPP is entirely funded by OHO.

### BACKGROUND:

The bylaws of Housing Opportunities Program Philadelphia, Inc. require the Authority Board to appoint three (3) Authority employees to serve as directors of HOPP for a three (3) year term and to annually appoint officers of HOPP. The other two (2) directors and officers will be City of Philadelphia employees who will be appointed by the City of Philadelphia. The Board is requested to appoint the following employees of the Authority to serve in the following director and officer positions for HOPP:

#### Authority Employee/Position

David Thomas/Deputy Executive Director

Tania Nikolic/Deputy Executive Director

Marla Clark/Assistant Director

#### HOPP Position

Chair/President

Second Vice Chair/Vice President

Treasurer/Treasurer

### COMMENTS OR OTHER CONDITIONS:

None.

Proposed Resolution attached.

Prepared by: Ryan Harmon



## BOARD FACTSHEET

Meeting of August 10, 2016

Loan Payoffs, Escrow Agreement and Abatement of Interest and Penalties

Lena Street Associates, Blakestone Limited Partnership, Lower Germantown Limited Partnership and Lower Germantown II Limited Partnership

**Nature of Transaction:** Authorization to abate interest and penalties on the following Authority loans (the "Loans") provided the principal balance due and owing on each of the Loans is paid in full:

Loans:

A. Lena Street Loan: LENA STREET ASSOCIATES, a Pennsylvania limited partnership ("**Lena Street**"), by a certain Mortgage dated May 22, 1990, and recorded May 30, 1990, in the City of Philadelphia Department of Records (the "**Recorder's Office**") at Mortgage Book M 2210, Page 400, et seq. (the "**Lena Street Mortgage**"), granted and conveyed unto the Philadelphia Housing Development Corporation ("**PHDC**"), its successors and assigns, a security interest in the property located at and known as 5429-43 Lena Street, Philadelphia, Pennsylvania (the "**Lena Street Premises**"), to secure payment of a Note (the "**Lena Street Note**") in the principal sum of Four Hundred Thousand Dollars (\$400,000) (the "**Lena Street Loan**"). Pursuant to that certain Assignment dated October 5, 1993 (the "**Assignment**"), PHDC assigned the Lena Street Mortgage and Lena Street Note to the Authority.

B. Blakestone Loan: BLAKESTONE LIMITED PARTNERSHIP, a Pennsylvania limited partnership ("**Blakestone**"), by a certain Open-End Mortgage dated February 13, 1997, and recorded February 28, 1997, in the Recorder's Office at Mortgage Book M 0455, Page 557, et seq. (the "**Blakestone Mortgage**"), granted and conveyed unto the Authority and its successors and assigns a security interest in the property located at and known as 6657-59 Blakemore Street, Philadelphia, Pennsylvania, 530-34 Vernon Road, Philadelphia, Pennsylvania, and 6526-34 Germantown Avenue, Philadelphia, Pennsylvania (together, the "**Blakestone Premises**"), to secure payment of a Note (the "**Blakestone Note**") in the principal sum of Six Hundred Fifty Thousand Dollars (\$650,000) (the "**Original Blakestone Loan**"). Pursuant to that certain Allonge and Amendment to Note dated May 11, 1998 (the "**Blakestone Allonge**") and that certain Mortgage Modification Agreement dated May 11, 1998 (the "**Blakestone Modification**"), the Original Blakestone Loan was increased to Six Hundred Seventy Thousand Nine Hundred Dollars (\$670,900) (the Original Blakestone Loan, as increased by the Blakestone Allonge and Blakestone Modification, the "**Blakestone Loan**").



C. LGII Loan: LOWER GERMANTOWN II LIMITED PARTNERSHIP, a Pennsylvania limited partnership ("**LGII LP**"), by a certain Open-End Mortgage dated October 6, 1994, and recorded October 31, 1994, in the Recorder's Office at Mortgage Book M 337, Page 040, et seq. (the "**LGII Mortgage**"), granted and conveyed unto the Authority and its successors and assigns a security interest in the property located at and known as 50 and 56 E. Collom Street, 67, 83 and 85-87 Church Lane, 45-51 E. Garfield Street, 4949-51 and 5007 Germantown Avenue, 5417 Lena Street (including a 953 square foot section of the parcel located at 5423-5427 Lena Street, which is adjacent to 5417 Lena Street), 5512-14 and 5513-15 Lena Street, 117 Manheim Street and 36-46 and 63 E. Wister Street, Philadelphia, Pennsylvania (together, the "**LGII Premises**"), to secure payment of a Note dated October 6, 1994 (the "**LGII Note**"), in the principal sum of One Million Fifty-Nine Thousand Seven Hundred Thirty-Six Thousand Dollars (\$1,059,736) (the "**LGII Loan**").

D. LG Loan: LOWER GERMANTOWN LIMITED PARTNERSHIP, a Pennsylvania limited partnership ("**LG LP**"), by a certain Mortgage dated November 9, 1992, and recorded June 3, 1993, in the Recorder's Office at Mortgage Book M 0421, Page 118, et seq. (the "**LG Mortgage**"), granted and conveyed unto PHDC and its successors and assigns a security interest in the property located at and known as 72-74 E. Collom Street, 101 E. Collom Street, 4928 Germantown Avenue, 4930 Germantown Avenue, 4942 Germantown Avenue, 4948 Germantown Avenue, 5009 Germantown Avenue, 5118-20 Lena Street, 5421 Lena Street and 5423-27 Lena Street, Philadelphia, Pennsylvania (together, the "**LG Premises**"), to secure payment of a Note dated November 9, 1992 (the "**LG Note**"), in the principal sum of One Million Two Hundred Twenty-Five Thousand Dollars (\$1,225,000) (the "**LG Loan**"). Pursuant to the Assignment, PHDC assigned the LG Mortgage and LG Note to the Authority.

#### COMMENTS OR OTHER CONDITIONS:

Lena Street, Blakestone, LGII LP and LG LP have requested that the Authority abate the interest in penalties relative to the respective Loans, provided the outstanding principal due and owing under each of the Notes is fully paid. No prior payment of principal has been made on any of the Loans.

The accrued interest outstanding as of May 5, 2016 on the Loans is as follows:

Lena Street Loan	-	\$320,758.88
Blakestone Loan	-	\$117,409.59
LGII Loan	-	\$216,331.31
LG Loan	-	\$273,426.71

Lena Street and Blakestone wish to pay off the Lena Street Loan and Blakestone Loan, respectively, and authorization is sought to release the lien of each of the Lena Street Mortgage and the Blakestone Mortgage, as amended by the Blakestone Modification. Simultaneously with such payoff, the Authority seeks authorization to place the interest due and owing on the Lena Street Loan and Blakestone Loan, respectively, as of the date

of payoff (the "**Escrow Funds**"), into escrow with the Authority. Provided the full principal amount of the LG Loan and the LGII Loan are paid to the Authority in full by 5:00 p.m. on October 31, 2016, the Authority seeks authorization to release the Escrow Funds to Lena Street and Blakestone and to abate the interest and penalties due owing under the LG Note and the LGII Note. If such payment is not received by the Authority by 5:00 p.m. on October 31, 2016, the Authority is entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone.

The Authority seeks authorization to enter into an Escrow Agreement which memorializes the aforementioned terms.

Proposed Resolution is attached

Prepared by: Ryan Harmon



## BOARD FACTSHEET

Meeting of August 10, 2016

Conveyance of City Properties to Philadelphia Land Bank

**Nature of Transaction:** The Philadelphia Redevelopment Authority (the "PRA") will facilitate the conveyance of title of properties owned by the City of Philadelphia (the "City") Public Property to the Philadelphia Land Bank:

- The conveyance of these properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.
- The City properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 2<sup>nd</sup>, 5<sup>th</sup> and 7<sup>th</sup> Councilmanic District Offices.
- Pursuant to (i) City Council Resolution No. 160420 adopted on May 12, 2016 (with respect to the 2<sup>nd</sup> Councilmanic District Office), (ii) City Council Resolution No. 160412 adopted on May 12, 2016 (with respect to the 5<sup>th</sup> Councilmanic District Office), and (iii) City Council Resolution No. 160423 adopted on May 12, 2016 (with respect to the 7<sup>th</sup> Councilmanic District Office), the City authorized transfer of the properties listed below to the Philadelphia Redevelopment Authority for subsequent transfer to the Philadelphia Land Bank.

## PROPERTY INFORMATION:

**City Conveyance:** The City properties attached hereto as Exhibit "A" will be conveyed the Philadelphia Redevelopment Authority for the subsequent conveyance to the Philadelphia Land Bank, without consideration, pursuant to Chapter 16-700 of The Philadelphia Code.

EXHIBIT "A"2nd Councilmanic District Properties

1266 S 28Th St  
1268 S 28Th St  
1310 S 28Th St  
1216 S 31St St  
1818 S 58Th St  
1942 S 60Th St  
2009 S 70Th St  
2011 S 70Th St  
2013 S 70Th St  
2619 S 70Th St  
2058 S 71St St  
2064 S 71St St  
2107 S 71St St  
2101 - 03 S 72Nd St  
2715 Annin St  
7356 Chelwynde Ave  
1316 S Cleveland St  
1318 S Cleveland St  
1349 S Corlies St  
2117 Earp St  
2445 Federal St  
2024 Gerritt St  
2026 Gerritt St  
2030 Gerritt St  
2618 Holbrook St  
2723 Ingram St  
2022 Kimball St  
6538 Kingsessing Ave  
2610 Latona St  
2613 Latona St  
2704 Manton St  
2559 S Millick St  
1709 Point Breeze Ave  
1711 Point Breeze Ave  
1913 S Redfield St  
1919 S Redfield St  
1921 S Redfield St  
6025 Reinhard St  
6059 Reinhard St  
6081 Reinhard St  
6129 Reinhard St

6146 Reinhard St  
1932 S Salford St  
5716 Springfield Ave  
6045 Trinity St  
6013 Upland St  
6050 Upland St  
7024 Upland St  
7150 Upland St  
3002 Wharton St  
5709 Woodland Ave  
7222 Woodland Ave  
7120 Yocum St

**5th Councilmanic District Properties**

836 N. 19Th St  
1207 W. Cambria Street

**7th Councilmanic District Properties**

2916 - 24 N 02Nd St  
2926 N 02Nd St  
3401 N 02Nd St  
2018 N 03Rd St  
2238 N 03Rd St  
2410 N 03Rd St  
1707 N 04Th St  
1820 N 04Th St  
1923 N 04Th St  
3042-64 N 04Th St  
1804 N 05Th St  
1806 N 05Th St  
2166 N 05Th St  
3316 N 05Th St  
1537 N 06Th St  
1543 N 06Th St  
1619 N 06Th St  
2423 N 06Th St  
2619 N 06Th St  
4209 N 09Th St  
1916 E Arizona St  
1918 E Arizona St  
1922 E Arizona St

301 W Berks St  
415 W Berks St  
417 W Berks St  
419 W Berks St  
433 W Berks St  
437 W Berks St  
447 W Berks St  
537 W Berks St  
1724 N Bodine St  
1736 N Bodine St  
1766 N Bodine St  
1768 N Bodine St  
1770 N Bodine St  
1772 N Bodine St  
2015 N Bodine St  
2957 Boudinot St  
353 E Cambria St  
412 E Cambria St  
540 E Cambria St  
218 Cecil B Moore Ave  
244 Cecil B Moore Ave  
139-67 E Clearfield St  
641 E Clearfield St  
628 E Clementine St  
115 E Cumberland St  
166 W Cumberland St  
524 Diamond St  
2448 Duncan St  
516 Edgley St  
537 Edgley St  
2738 Emerald St  
316 W Erie Ave  
2511 N Fairhill St  
2543 N Fairhill St  
1651 Fillmore St  
2449 N Front St  
456 W Glenwood Ave  
4743 Griscom St  
4707 Hawthorne St  
2034 Hope St  
2245 N Howard St  
2529 N Howard St  
134 W Huntingdon St  
1913 John St  
1818 Kinsey St  
3743 L St  
2031 N Lawrence St

2036 N Lawrence St  
4235 Leiper St  
1912 N Leithgow St  
1916 N Leithgow St  
2133 N Leithgow St  
2356 N Leithgow St  
2432 N Leithgow St  
2451 N Leithgow St  
2559 N Leithgow St  
2952 N Leithgow St  
2954 N Leithgow St  
2961 N Leithgow St  
2976 N Leithgow St  
2980 N Leithgow St  
3022 N Leithgow St  
3519 N Marshall St  
2313 Mascher St  
2516 Mascher St  
2518 Mascher St  
3303 Mascher St  
12 E Montgomery Ave  
4552 Mulberry St  
4702 Mulberry St  
2201 Mutter St  
2203 Mutter St  
2207 Mutter St  
2209 Mutter St  
2240 Mutter St  
2244 Mutter St  
2905 Mutter St  
178 W Norris St  
182 W Norris St  
184 W Norris St  
419 W Norris St  
433 W Ontario St  
435 W Ontario St  
1923 N Orianna St  
2233 N Orianna St  
2947 N Orianna St  
2960 N Orianna St  
2033 N Orkney St  
2035 N Orkney St  
2213 N Orkney St  
2347 N Orkney St  
2349 N Orkney St  
2414 N Orkney St  
2735 N Orkney St

2953 N Orkney St  
3057 N Orkney St  
3063 N Orkney St  
1832 Orthodox St  
1922 Orthodox St  
4228 Paul St  
1905 N Philip St  
1907 N Philip St  
1909 N Philip St  
1919 N Philip St  
2048 N Philip St  
2050 N Philip St  
2257 N Philip St  
2457 N Philip St  
2520 Potter St  
3335 Rand St  
3426 N Randolph St  
3637 N Randolph St  
2303 N Reese St  
2524 N Reese St  
2526 - 32 N Reese St  
2534 - 42 N Reese St  
702 W Russell St  
2721 - 77 Ruth St  
3048 Ruth St  
4181 Salem St  
229 W Sergeant St  
3215 Shelbourne St  
3221 Shelbourne St  
1907 E Sterner St  
517 W Susquehanna Ave  
519 W Susquehanna Ave  
4338 Tackawanna St  
4643 Tackawanna St  
4675 Tackawanna St  
236 E Tioga St  
1841 Wakeling St  
1843 Wakeling St  
901 E Westmoreland St  
905 E Westmoreland St  
802 E Willard St  
150 W York St




**BOARD FACTSHEET**

Meeting of August 10, 2016

Modification to Resolution No. 2016-67

Selection of Redeveloper - 1620-26 Cecil B. Moore Avenue

**NAME OF DEVELOPER/APPLICANT:** 1620 Cecil B Moore LLC

**Nature of Transaction:** The Board is requested to modify Resolution No. 2016-67, approved June 8, 2016, selecting 1620 Cecil B Moore LLC ("1620") as developer of 1620-26 Cecil B. Moore Avenue. 1620 has submitted revised plans to increase the multi-family dwelling from nine (9) to eleven (11) units with commercial on the first floor.

**Legal Entity/Other Partners (if applicable):** 1620 Cecil B Moore LLC

- Shawn Bullard – Managing Member – 100%

**Mailing Address:** 1611 W. Montgomery Avenue, Philadelphia, PA 19121

**PROPERTY INFORMATION:** 1620-26 Cecil B. Moore Avenue

**Description:** 6,566 sq. ft., vacant lot **Zoning:** CMX-25 **Use:** Commercial Mixed Use

**Disposition Value:** \$370,000.00

At the direction of the Council person, the sale of the property is being handled as a direct sale to the applicant; therefore, the disposition price was established through an independent appraisal.

**FINANCING:**

The developer is purchasing the property listed above; documentation of available funds in an amount no less than the total project cost has been provided, see attached outline of sources and uses.

**COMMENTS OR OTHER CONDITIONS:**

Acquisition and commencement of construction of the proposed project is estimated to start in fall, 2016, with construction completion by fall, 2018.

The Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

## Item IV (a)

Per Chapter 17-1600 of the Philadelphia Code, the Economic Opportunity Plan ranges have been approved by the City at MBE – 18% and WBE – 7%. This developer is new to the PRA, and therefore, no past performance has been recorded.

Proposed Resolution and supporting project information are attached (sources & uses, site map and photographs, EOP).

Prepared by: Tracy Pinson-Reviere, Project Manager  
Reviewed by: Tania Nikolic

**BOARD FACTSHEET**

Meeting of August 10, 2016  
 Selection of Redeveloper  
 6709 Crowson Street

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**NAME OF DEVELOPER/APPLICANT:** LRCJ, LLC

**Nature of Transaction:** Selection of redeveloper to construct a parking lot for adjacent business.

**Legal Entity/Other Partners (if applicable):** Lee Hecht

**Mailing Address:** 126 Executive Drive, Ambler, PA 19002

**PROPERTY INFORMATION:** 6709 Crowson Street

**Description:** 3,000 sq. ft., vacant lot      **Zoning:** RSA-5      **Use:** Mixed-Use

**Disposition Value:** \$4,975.00

Property value was established by the LAMA upfront pricing model and advertised for sale on [www.PhillyLandWorks.org](http://www.PhillyLandWorks.org); the applicant's expression of interest was the only submission received for this property.

**FINANCING:**

The developer is purchasing the property listed above; documentation of available funds in an amount no less than the total project cost has been provided, see attached outline of sources and uses.

**COMMENTS OR OTHER CONDITIONS:**

Acquisition and commencement of construction of the proposed project is estimated to start in fall, 2016, with construction completion within eighteen (18) months.

The Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

Per Chapter 17-1600 of the Philadelphia Code, the construction costs are under \$250,000 and the Developer has executed an EOP addendum promising to make a good faith effort in regards to hiring MBE/WBE/DBE.

Proposed Resolution and supporting project information are attached (sources & uses, site map and photograph).

Prepared by: Tracy Pinson-Reviere, Project Manager

Reviewed by: Tania Nikolic

**BOARD FACTSHEET**

Meeting of August 10, 2016

Amend Resolution No. 2016-48

2501-2525 N. American Street including 211-217 W. Cumberland Street and 2502-2532 N. Philip Street

**NAME OF DEVELOPER/APPLICANT:** 2501 American Real Estate LLC

**Nature of Transaction:** The Board is requested to amend Resolution No. 2016-48, which was approved on April 13, 2016. This amendment will allow for the authorization of a revised disposition price of Two Hundred Thirty-One Thousand Three Hundred Fifty-Five Thousand Dollars (\$231,355) for the above parcels.

Upon selecting the applicant as redeveloper in April 2016, the disposition price of Two Hundred Thirty-Three Thousand Six Hundred Dollars (\$233,600) was presented to the Board. This parcel was listed as a competitive sale with a price of Two Hundred Fifty Thousand Dollars (\$250,000). Because of existing encroachments the square footage was decreased allowing for a disposition price of Two Hundred Thirty-Three Thousand Six Hundred Dollars (\$233,600). After an examination of the proposed plan, Control Point Associates ("surveyor") discovered that the square footage was incorrect by another 2,271 square feet; therefore, decreasing the price to Thirty-One Thousand Three Hundred Fifty-Five Thousand Dollars (\$231,355). These prices were based on a square foot rate of \$8.21.

Applicant proposes to construct a warehouse/food distribution center along the American Street Industrial Corridor.

**Mailing Address:** 801-25 Spring Garden Street, Philadelphia, PA 19123

**PROPERTY INFORMATION:** 2501-2525 N. American Street including 211-217 W. Cumberland Street and 2502-2532 N. Philip Street

**Description:** 28,167 sq. ft., vacant lot,      **Zoning:** I2      **Use:** Warehouse/  
Food Distribution Center

**Disposition Price:** \$231,355.00

Proposed Resolution and supporting project information are attached (site map and photograph).

Prepared by: Brian Romano, Project Manager

Reviewed by: Tania Nikolic

**BOARD FACTSHEET**

Meeting of August 10, 2016

Sale of Renovated Single Family Property

2325 Watkins Street

**NAME OF DEVELOPER/APPLICANT:** Maria Kaganovich

**Nature of Transaction:** The Board is requested to authorize the sale of the Authority-owned renovated property located at 2325 Watkins Street ("Property") in the Point Breeze neighborhood.

**Mailing Address:** 2717 Sears St. Philadelphia, Philadelphia, PA 19146

**PROPERTY INFORMATION:** 2325 Watkins Street, Philadelphia, PA 19146

**Description:** 1,013 sq. ft.; 2 bed/1 bath      **Use:** Residential Single Family

**Sale Price:** \$121,000

The Property is a renovated single-family home in move-in condition. The Property was listed for sale on the Multiple Listing Service (MLS) for \$115,000 and marketed to homebuyers at or below 80% Area Median Income.

The Authority has received an agreement of sale from Maria Kaganovich for One Hundred Twenty-One Thousand Dollars (\$121,000), with a 6% seller's assist. Ms. Kaganovich submitted all required documentation and meets income guidelines.

**COMMENTS OR OTHER CONDITIONS:**

Staff recommends approval of this offer.

Buyer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violations of City and L&I codes.

Proposed Resolution and supporting project information are attached (site map and photographs).

Prepared by: Susan Callanen

Reviewed by: Tania Nikolic



## BOARD FACTSHEET

Meeting of August 10, 2016  
 Approval of Pre-Development Loan  
 Roberto Clemente Homes  
 Located at 3921-61 North 5<sup>th</sup> Street

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**NAME OF OWNER/DEVELOPER:** Nueva Esperanza, Inc.

**NATURE OF TRANSACTION:** Authorization for the Authority to enter into a recourse loan agreement with Nueva Esperanza, Inc. in the amount up to One Million Seven Hundred Fifty Thousand Dollars (\$1,750,000) (the "Authority Loan"). The proceeds of the Authority Loan will be used to provide predevelopment funding for Roberto Clemente Homes, a low-income housing tax credit project containing thirty-eight (38) affordable rental units. The predevelopment activities will consist of asbestos abatement and interior demolition.

**Legal Entity:** Nueva Esperanza, Inc. (Borrower)

**PROPERTY INFORMATION:** Roberto Clemente Homes (Project)

Address: 3921-61 North 5<sup>th</sup> Street

Total Pre-Development Cost: \$1,750,000

### FINANCING:

The Authority Loan will be structured with a term of eight (8) months at 0% interest from the date of the Authority Loan closing. In the event the Project does not go to construction development, the Authority Loan will be due and payable in full from the Borrower. If the Project goes to construction development and upon approval from the Authority Board, the Authority Loan will be transferred to the limited partnership entity created for the development of the Project and converted into a non-recourse loan.

### COMMENTS OR OTHER CONDITIONS:

The City has approved the Economic Opportunity Plan. The Authority Housing Construction Department has approved the predevelopment construction costs for the project. Loan closing is contingent upon Borrower acquiring ownership of the project.

Proposed Resolution is attached

Prepared by: Zena Holland, Housing Development Officer  
 Reviewed by: David S. Thomas, Deputy Executive Director



## BOARD FACTSHEET

Meeting of August 10, 2016

City of Philadelphia Vacant Property Review Committee

**Nature of Transaction:** PRA will facilitate the conveyance of title from the City to identified Grantees listed below.

- All Grantees have been selected by VPRC. The VPRC serves as an advisory committee and recommends to the City Commissioner of Public Property what City surplus properties should be made available for disposition in accordance with Chapter 16-400 of the City Code.
- The conveyance of these properties to the Grantees for reuse will relieve the City of the care; maintenance and management of the properties and help arrest blight in the neighborhoods and restore the properties to productive use.
- Properties and Grantees listed below were approved by the VPRC for disposition and a Resolution authorizing the disposition by the PRA was approved by City Council.

### PROPERTY INFORMATION:

- 1) Nominal Disposition:** The following fourteen (14) properties will be conveyed at nominal under the Gift Property Program.

<u>Address</u>	<u>Grantee</u>
2031 Reed Street	Women's Community Revitalization Project
1400 & 1410 South Taylor Street	Women's Community Revitalization Project
1413 & 1415 South Taylor Street	Women's Community Revitalization Project
1418 & 1420 South Taylor Street	Women's Community Revitalization Project
1421 & 1422 South Taylor Street	Women's Community Revitalization Project
1424 & 1426 South Taylor Street	Women's Community Revitalization Project
1428 & 1430 South Taylor Street	Women's Community Revitalization Project
2120 North 3 <sup>rd</sup> Street	Ruth P. Rivera-Perez

- 2) Self-amortizing Mortgage Disposition:** The following two (2) properties will be conveyed at fair market value as determined by LAMA, with a self-amortizing mortgage for the purchase price.

<u>Address</u>	<u>Grantee</u>	<u>Price</u>
1729 West Wingohocking Street	Gibbs McShore III	\$11,809.43 (LAMA)
2926 North 3 <sup>rd</sup> Street	Eduardo Cortes	\$7,983.89 (LAMA)

**3) Fair Market Disposition:** The following three (3) properties will be conveyed at fair market value as established by appraisals obtained by the Office of Housing and Community Development of the City of Philadelphia or by the LAMA pricing model:

<u>Address</u>	<u>Grantee</u>	<u>Appraisal/LAMA Value</u>
413 Mercy Street	Arda Yanik	\$32,000.00 (Appraisal)
1804 East Oakdale Street	Metropoly, LLC	\$33,000.00 (Appraisal)
1830 East Oakdale Street	Metropoly, LLC	\$37,000.00 (Appraisal)





BOARD FACTSHEET  
 Meeting of September 14, 2016  
 Approval of Contractor Service Agreement  
 Robert Ganter Contractors, Inc.  
 Fire Administration Building Roof Deck Plaza Renovation

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**NATURE OF TRANSACTION:**

The approval of a Contractor Service Agreement between the Authority and Robert Ganter Contractors, Inc., for the Fire Administration Building Plaza Roof Deck Renovation project located at 240 Spring Garden Street.

**SELECTION PROCESS:**

On June 17, 2016, The Authority advertised the construction bid documents for the project. The Authority received two (2) bids from pre-qualified contractors. Robert Ganter Contractors, Inc. has been accepted as the lowest responsible bidder:

**Robert Ganter Contractors, Inc.**

595 Pumping Station Road  
 Quakertown, PA 18951  
 Total Base Bid: \$597,720.00  
 EOP: 18 % MBE; 7% WBE

**D. A. Nolt, Inc.:**

53 Cross Keys Road  
 Berlin, NJ 08009  
 Total Base Bid: \$1,174,264.80  
 EOP: 18 % MBE; 7% WBE

**BACKGROUND/FINANCING:**

The project will be funded with City Capital funds as outlined in the executed Sub-Grant Agreement between the Authority, City of Philadelphia and PAID. The Agreement allows for funds to be transferred to the Authority for various capital improvement projects.

Proposed Resolution and supporting project information are attached (site map and photographs).

Prepared by: Robert LaBrum

Reviewed by: Ryan Harmon

**RESOLUTION NO.**

**RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO AN AGREEMENT WITH ROBERT GANTER CONTRACTORS, INC. FOR CONTRACTOR SERVICES FOR THE FIRE ADMINISTRATION BUILDING PLAZA ROOF DECK RENOVATION AT 240 SPRING GARDEN STREET**

**WHEREAS**, the Authority issued Contractor Bids seeking responses from qualified contractors willing and capable of performing the Fire Administration Building Plaza Roof Deck renovation at 240 Spring Garden Street (the "Property").

**WHEREAS**, Robert Ganter Contractors, Inc. submitted its response to the Bids, outlining their extensive experience, and was the lowest bidder.

**NOW THEREFORE, BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, the authorization is hereby given to the Authority's Executive Director to enter into a Contractors Services Agreement with Robert Ganter Contractors, Inc. for the Fire Administration Building Plaza Roof Deck renovation located at 240 Spring Garden Street (the "Property"), with a maximum compensation not to exceed \$657,492.00 (Total Base Bid plus 10% Contingency).

**FURTHER RESOLVING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution and Construction Services Contract necessary or desirable to carry out its purposes and intents.

**240 Spring Garden Street**



**BOARD FACTSHEET**

Meeting of September 14, 2016

**Policy Regarding Outstanding Unsigned Redevelopment Agreements and Property Sale Offers**

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The Board is requested to consider a policy with respect to Authority property sale offers and Redevelopment Agreements which would identify how long an offer to sell an Authority property and an unsigned Redevelopment Agreement will remain valid after being provided to developers.

For those Authority properties that are transferred pursuant to Redevelopment Agreements, once a developer is selected, Authority staff provides such developer with an unsigned Redevelopment Agreement which includes the terms and obligations of transfer and the sale price for the subject property.

There have been numerous situations where developers have received draft Redevelopment Agreements and, for various stated reasons, have not signed and/or returned them to the Authority for months or years after they were provided by the Authority. Because of those delays, problems often arise with respect to modifications in the land disposition policy and general changes in property values, requiring the Authority to then transfer the subject properties for a value much less than then-current market value and/or in potential violation of the modifications to the land disposition policy.

As there is currently no policy as to how long an offer is valid and how long a developer has to sign and return a Redevelopment Agreement, Authority staff recommends that the Authority enact a policy requiring that any offer made by the Authority pursuant to a Redevelopment Agreement must be accepted within six (6) months of the date received by the developer (the "Offer Period"). As such, if the Authority does not receive an executed Redevelopment Agreement and any other information required pursuant to such Redevelopment Agreement within the Offer Period, any rights a developer would have with respect to the subject property or properties will expire and such property or properties will be placed up for sale again to the public.

Provided the Board consents to such action, a cover letter or e-mail will be provided by Authority staff to the developer at the time of delivery of the Redevelopment Agreement outlining the Offer Period and expiration of the offer. The Authority, through its staff, will retain the right and ability to extend the Offer Period in its sole discretion.

The proposed Resolution is attached.

**RESOLUTION NO.**

**RESOLUTION ADOPTING POLICY REGARDING OUTSTANDING UNSIGNED REDEVELOPMENT AGREEMENTS AND PROPERTY SALE OFFERS**

**WHEREAS**, the Authority desires to adopt a policy with respect to Authority property sale offers and Redevelopment Agreements which would identify how long an offer to sell an Authority property and an unsigned Redevelopment Agreement will remain valid after being provided to developers.

**NOW THEREFORE, BE IT RESOLVED**, By the Philadelphia Redevelopment Authority, that the Authority shall enact a policy requiring that any offer made by the Authority pursuant to a Redevelopment Agreement must be accepted within six (6) months of the date received by the developer (the "Offer Period") and if the Authority does not receive an executed Redevelopment Agreement and any other information required pursuant to such Redevelopment Agreement within the Offer Period, any rights a developer would have with respect to the subject property or properties will expire and such property or properties will be placed up for sale again to the public;

**BE IT FURTHER RESOLVED**, that the Authority, through its staff, shall retain the right and ability to extend the Offer Period in its sole discretion.

**FURTHER RESOLVING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director with the advice of General Counsel, may allow modifications to the Resolution and Construction Services Contract necessary or desirable to carry out its purposes and intents.

**BOARD FACTSHEET**

Meeting of September 14, 2016

Grant of Easement to American Multi-Cinema, Inc. and 1600 Broad Associates, LP

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**NAME OF GRANTEE:** American Multi-Cinema, Inc. and 1600 Broad Associates, LP

**Background:** Pursuant to Resolution No. 16,949 (adopted May 14, 2002), Resolution No. 17,659 (adopted September 14, 2004) and Resolution No. 17,779 (adopted February 8, 2005) (collectively, the "Initial Authorizing Resolutions"), the Philadelphia Redevelopment Authority f/k/a Redevelopment Authority of the City of Philadelphia (the "Authority") leased the property located at 1600-36 North Broad Street (the "Property") to Beech Interplex, Inc. ("Beech") under a Ground Lease dated February 17, 2005 (the "Ground Lease"). The Authority authorized the Ground Lease for redevelopment under the terms of an Amended and Restated Redevelopment Agreement (the "Redevelopment Agreement") among the Authority, Beech and Tower Investments, Inc. ("Tower").

Beech simultaneously subleased the property to 1600 Broad Associates, L.P. ("1600 Broad") under a Ground Sublease Agreement dated February 17, 2005 (the "Sublease"). 1600 Broad constructed the improvements on the Property as required under the Redevelopment Agreement. The construction included, among other things, a surface parking facility (the "Parking Facility") and retail space (the "Retail Facility"). A movie theater was constructed as part of the Retail Facility.

**Nature of Request:** Pursuant to the lease dated August 8, 2016 (herein, the "AMC Lease"), 1600 Broad has leased to American Multi-Cinema, Inc. ("AMC"), that portion of the Retail Facility that constitutes the movie theater. AMC intends to remodel and renovate the movie theater. As the Authority is the title owner of the Property, 1600 Broad and AMC have requested that the Authority grant the following easements to AMC, 1600 Broad and 1600 Broad's successors and assigns, to enable AMC complete the renovations and have certain access rights, and to execute a Declaration of Easements and Covenants (herein, "Easement Agreement") regarding same:

- 1) An access easement over the parking area in order to provide access to the Retail Facility and to other service areas involving utilities, delivery areas and other services located in the parking area;

## Item I (c)

- 2) A temporary staging easement (through December 31, 2017) of approximately thirty (30) parking spaces to use for storage of construction materials;
- 3) A utilities easement that for portions of the Property as is reasonably necessary for the installation, maintenance, connection, repair and removal of utility lines;
- 4) A non-exclusive parking easement for the use of AMC for surface parking;
- 5) A temporary construction access easement (through December 31, 2017) over the portions of the Property necessary to complete the renovations at the Property.

Per the terms of the Easement Agreement, all parties acknowledge that the Authority does not have care, custody or control of the Property – this is being done as an accommodation to AMC. The parties who are granted the easement are required to carry our typical required insurance and they have agreed to indemnify the Authority for any loss, damage or injury.

Beech has also agreed to sign the Easement Agreement acknowledging that the Authority has agreed to provide the aforementioned easements.

The Authority is currently under a temporary license agreement with 1600 Broad and AMC wherein 1600 Broad and AMC were granted a license to enter and use the Property as set forth above.

The Board is being asked to consent to the aforementioned easements and the execution of the Easement Agreement.

**PROPERTY INFORMATION:** 1600-36 N. Broad Street

**Description:** Property consists of a retail shopping complex with a movie theater and parking lot.

Proposed Resolution is attached with site maps.

**RESOLUTION NO.**

**NORTH PHILADELPHIA REDEVELOPMENT AREA, MODEL CITIES URBAN RENEWAL AREA - RESOLUTION AUTHORIZING THE GRANT OF VARIOUS ACCESS EASEMENTS TO AMERICAN MULTI-CINEMA, INC. AND 1600 BROAD ASSOCIATES, L.P. OVER PORTIONS OF THE PROPERTY LOCATED AT 1600-36 NORTH BROAD STREET**

**WHEREAS**, pursuant to Resolution No. 16,949 (adopted May 14, 2002), Resolution No. 17,659 (adopted September 14, 2004) and Resolution No. 17,779 (adopted February 8, 2005) (collectively, the "Initial Authorizing Resolutions"), the Philadelphia Redevelopment Authority f/k/a Redevelopment Authority of the City of Philadelphia (the "Authority") leased the property located at 1600-36 North Broad Street (the "Property") to Beech Interplex, Inc. ("Beech") under a Ground Lease dated February 17, 2005 (the "Ground Lease");

**WHEREAS**, the Authority authorized the Ground Lease for redevelopment under the terms of an Amended and Restated Redevelopment Agreement (the "Redevelopment Agreement") among the Authority, Beech and Tower Investments, Inc. ("Tower");

**WHEREAS**, Beech simultaneously subleased the property to 1600 Broad Associates, L.P. ("1600 Broad") under a Ground Sublease Agreement dated February 17, 2005 (the "Sublease");

**WHEREAS**, 1600 Broad constructed the improvements on the Property as required under the Redevelopment Agreement and the construction included, among other things, a surface parking facility (the "Parking Facility") and retail space (the "Retail Facility");

**WHEREAS**, A movie theater was constructed as part of the Retail Facility;

**WHEREAS**, Pursuant to the lease dated August 8, 2016 (herein, the "AMC Lease"), 1600 Broad has leased to American Multi-Cinema, Inc. ("AMC"), that portion of the Retail Facility that constitutes the movie theater, which AMC intends to remodel and renovate;

**WHEREAS**, As the Authority is the title owner of the Property, 1600 Broad and AMC have requested that the Authority grant the following easements to AMC, 1600 Broad and 1600 Broad's successors and assigns, to enable AMC complete the renovations and have certain access rights, and to execute a Declaration of Easements and Covenants (herein, "Easement Agreement") regarding same:

1) An access easement over the parking area in order to provide access to the Retail Facility and to other service areas involving utilities, delivery areas and other services located in the parking area;

2) A temporary staging easement (through December 31, 2017) of approximately thirty (30) parking spaces to use for storage of construction materials;



- 3) A utilities easement that for portions of the Property as is reasonably necessary for the installation, maintenance, connection, repair and removal of utility lines;
- 4) A non-exclusive parking easement for the use of AMC for surface parking;
- 5) A temporary construction access easement (through December 31, 2017) over the portions of the Property necessary to complete the renovations at the Property.

**WHEREAS**, the Authority has determined that it is in the best interest of the parties to grant the aforementioned easements as an accommodation to AMC and 1600 Broad and to enter into the Easement Agreement.

**NOW THEREFORE, BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that approval is hereby given for the Authority to enter into a Declaration of Easements and Covenants (herein, "Easement Agreement") with respect to 1600-36 North Broad Street granting the following easements to AMC, 1600 Broad and 1600 Broad's successors and assigns:

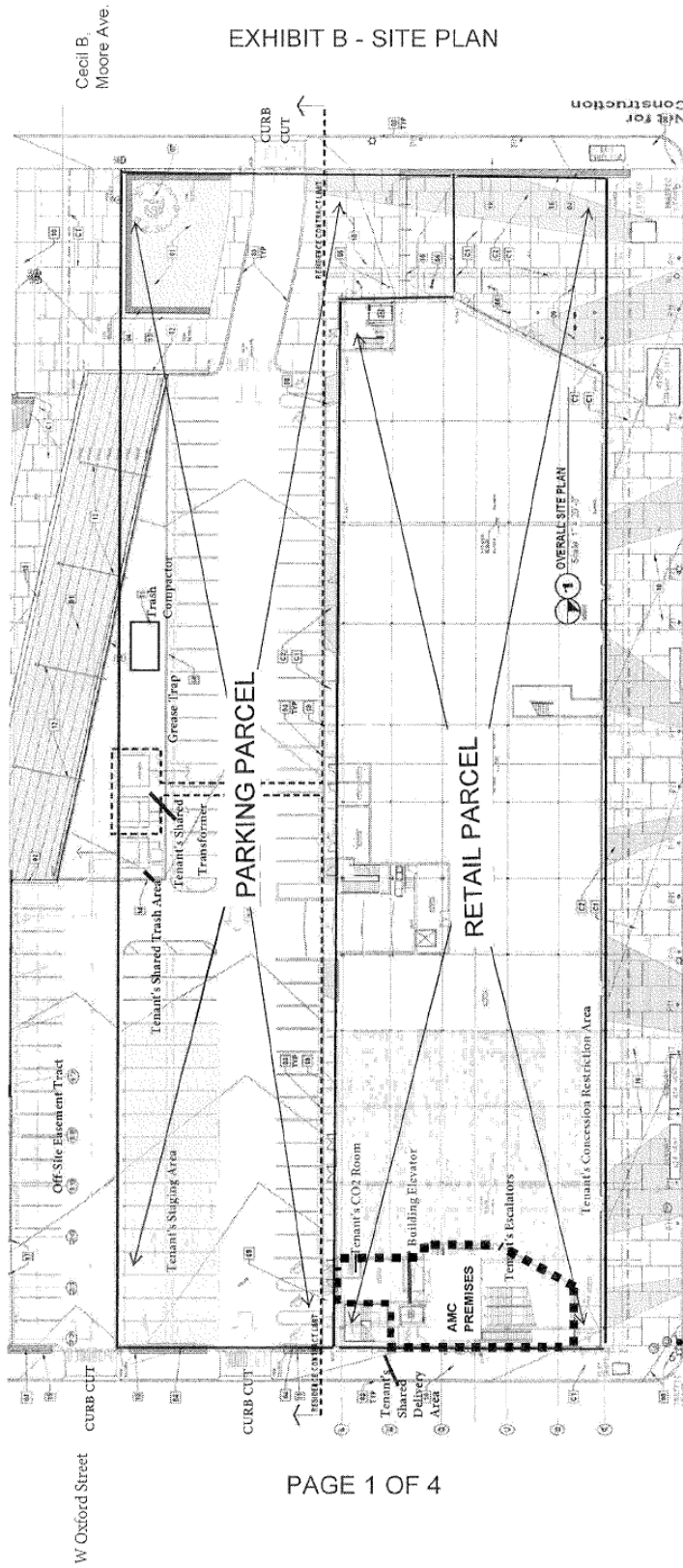
- 1) An access easement over the parking area in order to provide access to the Retail Facility and to other service areas involving utilities, delivery areas and other services located in the parking area;
- 2) A temporary staging easement (through December 31, 2017) of approximately thirty (30) parking spaces to use for storage of construction materials;
- 3) A utilities easement that for portions of the Property as is reasonably necessary for the installation, maintenance, connection, repair and removal of utility lines;
- 4) A non-exclusive parking easement for the use of AMC for surface parking;
- 5) A temporary construction access easement (through December 31, 2017) over the portions of the Property necessary to complete the renovations at the Property.

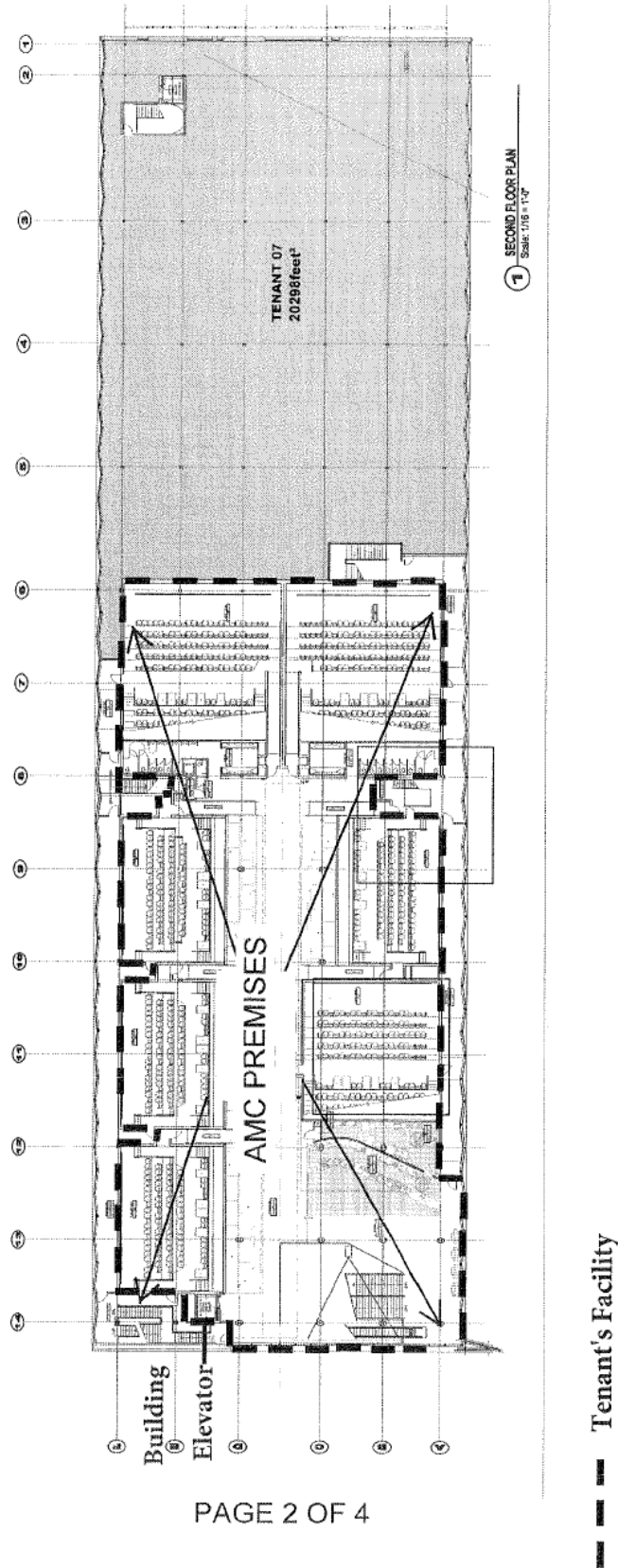
**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

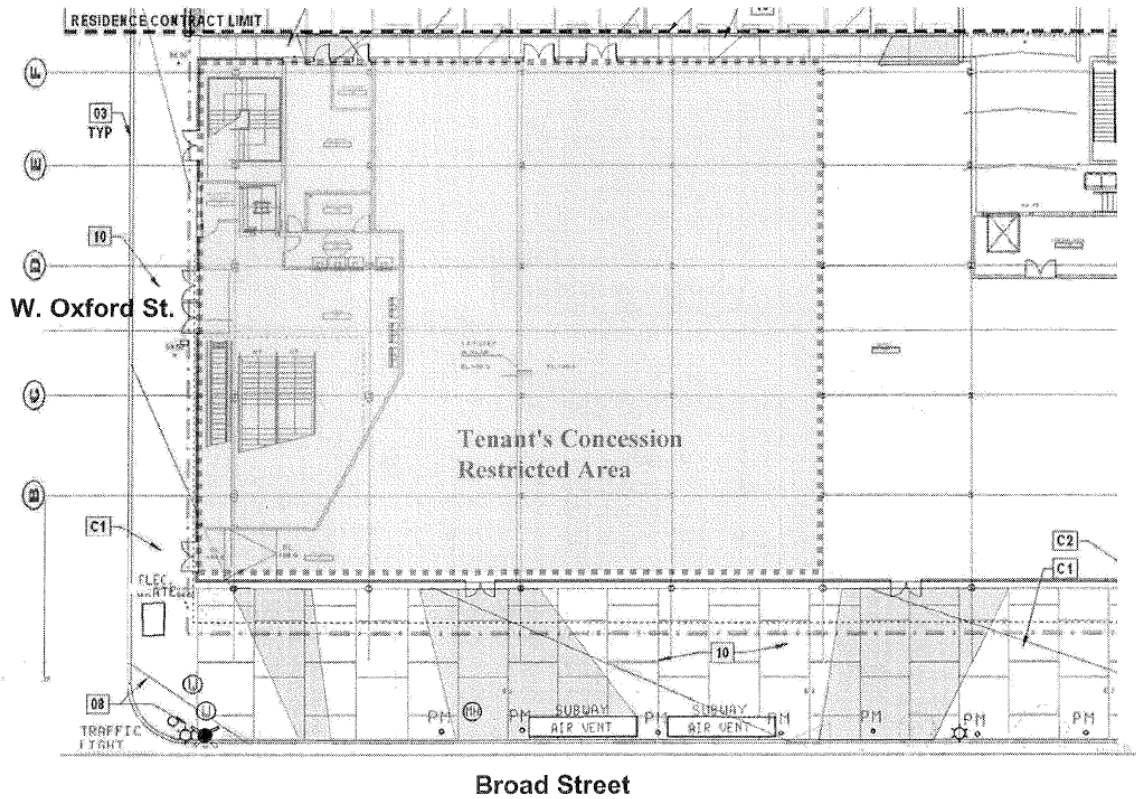
**FURTHER AUTHORIZING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

# Exhibit B Site Plan

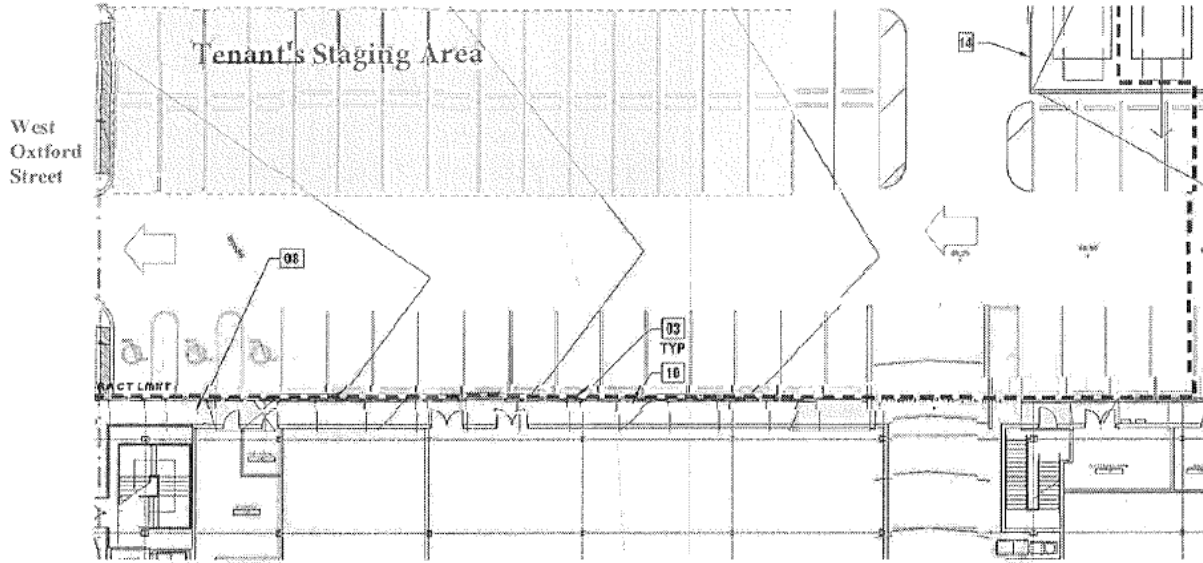
## EXHIBIT B - SITE PLAN







Tenant's Concession Restriction Area is the square area shaded above.



Tenant's Staging Area is the 30 parking space area shaded above

**BOARD FACTSHEET**

Meeting of September 14, 2016  
 Selection of Redeveloper  
 3031 Collins Street

**NAME OF DEVELOPER/APPLICANT:** Cari Schemm

**Nature of Transaction:** Selection of developer to construct green and open space to be used for passive recreation located within the Auburn Urban Renewal Area.

**Mailing Address:** 3047 Amber Street, Philadelphia, PA 19134

**PROPERTY INFORMATION:** 3031 Collins Street

**Description:** 842 sq. ft., vacant lot **Zoning:** RSA-5 **Use:** Residential

**Disposition Value:** \$3,150.00

Price was established by the LAMA upfront pricing model and the property was advertised for sale at the request of the City of Philadelphia at an auction held on June 12, 2015. Cari Schemm was the highest bidder of the open competitive bidding process.

**FINANCING:**

The developer is purchasing the property listed above; documentation of available funds in an amount no less than the total project cost has been provided, see attached outline of sources and uses.

**COMMENTS OR OTHER CONDITIONS:**

Acquisition and commencement of construction of the proposed project is estimated to start in fall, 2016, with construction completion within by fall, 2018.

The Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

Per Chapter 17-1600 of the Philadelphia Code, an Economic Opportunity Plan is not required for this transaction given the improvement budget is under \$250,000.

Proposed Resolution and supporting project information are attached (sources & uses, site map and photographs).

Prepared by: Tracy Pinson-Reviere, Project Manager  
 Reviewed by: Tania Nikolic

**RESOLUTION NO.**

**RESOLUTION SELECTING CARI SCHEMM AS REDEVELOPER OF 3031 COLLINS STREET LOCATED WITHIN THE EAST KENSINGTON REDEVELOPMENT AREA, AUBURN URBAN RENEWAL AREA**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that Cari Schemm is hereby selected as Redeveloper of 3031 Collins Street, located within the East Kensington Redevelopment Area, Auburn Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Three Thousand One Hundred Fifty Dollars (\$3,150.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

**Project Financing:**

**Estimated Sources and Uses of Funds, sources must equal uses.**

**Sources: Name all sources of funding. Bidder must provide evidence of committed funds.**

<i>Type</i>	<i>Amount</i>	<i>Name of Source</i>	<i>Committed: Y/N</i>	<i>Documentation Attached: Y/N</i>
Developer Equity	\$ -			
Acq/Construction Financing	\$ 5,050.00	Personal Bank Account	Y	Y
Permanent Financing	\$ -			
Grant	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
<b>Total Sources</b>	<b>\$ 5,050.00</b>			

**Uses: Provide estimated costs to redevelop property**

<i>Uses</i>	<i>Amount</i>	<i>Source of Estimate</i>
Purchase Price of Property	\$ 3,150.00	Bid Price
Closing Costs (Title/Recording)	\$ 500.00	
Construction Costs	\$ 1,400.00	Home Depot
Design/Engineering Costs	\$ -	
Legal Costs	\$ -	
Holding Costs	\$ -	
Financing Costs	\$ -	
Other: _____	\$ -	
Other: _____	\$ -	
Other: _____	\$ -	
<b>Total Uses</b>	<b>\$ 5,050.00</b>	





Address: 3031 Collins Street

# Cari Schemm 3031 Collins Street Project



**BOARD FACTSHEET**

Meeting of September 14, 2016

Modification to Resolution No. 2016-55

4635-37 W. Girard Avenue

**NAME OF DEVELOPER/APPLICANT:** Global Leadership Academy Charter School

**Nature of Transaction:** The Board is requested to modify Resolution No. 2016-55, approved May 11, 2016, selecting Global Leadership Academy Charter School ("GLA") as developer of 4635-37 W. Girard Avenue for a purchase price of \$50,000. The Authority staff is requesting that Resolution No. 2016-55 be modified to include a ten (10) year self-amortizing mortgage as per the City of Philadelphia land disposition policy for the remainder of the full disposition price. The property was approved for a reduction in price from \$435,000 to \$50,000 based on the community development benefit it will achieve. Upon further review of the policy, it was determined, that although the developer is purchasing the property for the reduced fair market value, to ensure that the property is not resold for profit, a self-amortizing mortgage will be executed for the difference of the appraised value in the amount of \$385,000.

**Legal Entity/Other Partners (if applicable):** Global Leadership Academy  
Charter School

- Dr. Naomi J. Booker, CEO
- Lorenzo Hough, Chairman
- Marie Simpkins, Treasurer

**Mailing Address:** 4601 W. Girard Avenue, Philadelphia, PA 19131

**PROPERTY INFORMATION:** 4635-37 W. Girard Avenue

**Description:** 54,376 sq. ft., vacant lot    **Zoning:** RSA-3    **Use:** Residential Mixed Use

**Disposition Value:** Total disposition price of \$435,000, which is comprised of a \$50,000.00 developer payment and \$385,000.00 ten (10) year self-amortizing mortgage.

Appraised value and Interagency Real Estate Review Committee approval for a reduced price as proposed by Global Leadership Charter School community benefit proposal.

**FINANCING:**

The developer is purchasing the property listed above; documentation of available funds in an amount no less than the total project cost has been provided, see attached outline of sources and uses.

**COMMENTS OR OTHER CONDITIONS:**

Acquisition and commencement of construction of the proposed project is estimated to start within the summer of 2016 and be fully completed within the fall of 2018.

The Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

Per Chapter 17-1600 of the Philadelphia Code, the Economic Opportunity Plan ranges have been approved by the City at MBE – 15% and WBE – 10%. This developer is new to the PRA, and therefore, no past performance has been recorded.

Proposed Resolution and supporting project information are attached (site map and photographs).

Prepared by: Tracy Pinson-Reviere, Project Manager

Reviewed by: Tania Nikolic

**RESOLUTION NO.**

**MODIFICATION OF RESOLUTION NO. 2016-55 SELECTING OF GLOBAL LEADERSHIP ACADEMY CHARTER SCHOOL AS REDEVELOPER OF 4635-37 W. GIRARD AVENUE**

**WHEREAS**, on May 11, 2016, by Resolution No. 2016-55 the Authority approved the redeveloper selection of Global Leadership Academy Charter School as the Redeveloper of 4635-37 W. Girard Avenue; and

**WHEREAS**, if the disposition price for a property is reduced from market value for a community benefit, the City of Philadelphia land disposition policy requires a self-amortized mortgage for the remainder of the market value price.

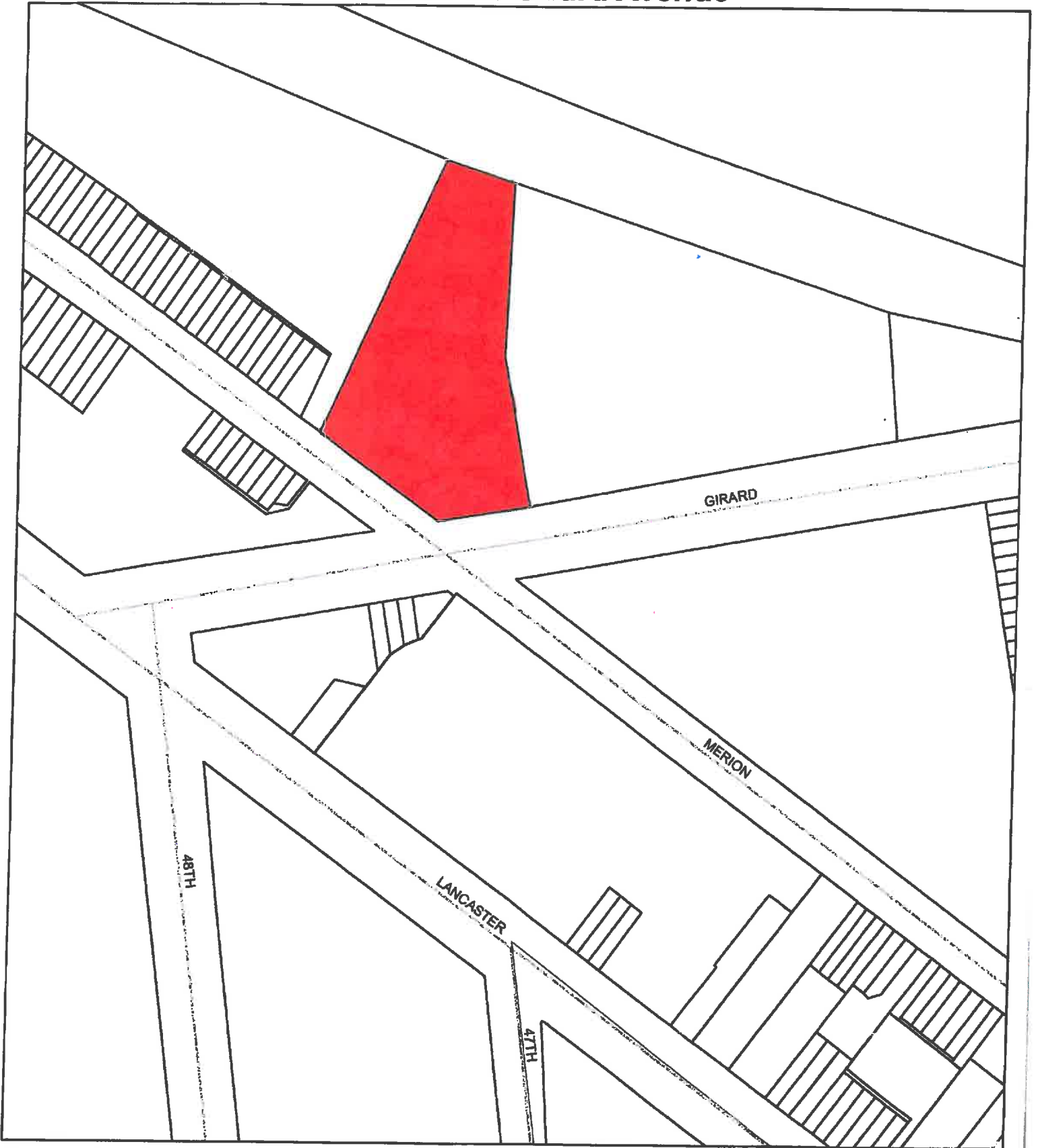
**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that Resolution No. 2016-55 is hereby modified to require a ten (10) year self-amortizing mortgage on the property located at 4635-37 W. Girard Avenue in the amount of Three Hundred and Eighty Five Thousand Dollars (\$385,000), at 0% interest. The amount of the obligation will decrease by 10% each year for the ten (10) year period that the buyer remains in compliance with the Authority's Land Disposition Policy; and approving a total disposition price of Four Hundred Thirty-Five Thousand Dollars (\$435,000.00) Dollars; approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.



Address: 4635-37 W. Girard Avenue

**Global Leadership Academy Charter School  
4635-37 W. Girard Avenue**



Prepared by Tracy Pinson-Reviere  
April 28, 2016



**West Philadelphia Redevelopment Area  
Property Not Located Within an Urban Renewal Area  
4635-37 W. Girard Avenue**



**BOARD FACTSHEET**

Meeting of September 14, 2016

Selection of Redeveloper and Self-Amortizing Loan

2511 Sepviva Street

**NAME OF DEVELOPER/APPLICANT:** George C. Dunson and Catherine Dunson**Nature of Transaction:** Selection of developer to develop the adjacent lot for side yard use; property located in the New Kensington-Fishtown Urban Renewal Area.**Mailing Address:** 2513 Sepviva Street, Philadelphia, PA 19125**PROPERTY INFORMATION:** 2511 Sepviva Street**Description:** 549 sq. ft., vacant lot      **Zoning:** RSA-5      **Use:** Side Yard**Disposition Value:** \$15,000 w/10-year amortizing mortgage

Property value was established by the recommendation of the Real Estate Review Committee. Mr. and Mrs. Dunson have been trying to acquire this lot since 2006 under the old side yard policy. Prior to 2006, they thought they had acquired the lot privately and actually developed it into a side yard. Mr. and Mrs. Dunson have maintained the lot for over ten (10) years.

Transaction qualifies for a side yard conveyance; applicant is the owner-occupant of the adjacent property and will be given a ten (10) year self-amortizing mortgage on the disposition value, which decreases by 10% each year. This mortgage is non-payable, unless the applicant sells, changes the use, or otherwise seeks to encumber the property within the ten (10) year period from the date of the mortgage.

**COMMENTS OR OTHER CONDITIONS:**

Per Chapter 17-1600 of the Philadelphia Code, the City has determined that an Economic Opportunity Plan is not required for this transaction given the improvement budget is under \$250,000.

Applicant is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

Proposed Resolution and supporting project information are attached (site map and photograph).

Prepared by: Brian Romano, Project Manager

Reviewed by: Tania Nikolic



**RESOLUTION NO.**

**RESOLUTION SELECTING GEORGE C. DUNSON AND CATHERINE DUNSON AS REDEVELOPERS OF 2511 SEPVIVA STREET LOCATED IN THE NEW KENSINGTON-FISHTOWN REDEVELOPMENT AREA, NEW KENSINGTON-FISHTOWN URBAN RENEWAL AREA AND APPROVING A SELF-AMORTIZING LOAN FOR THE DISPOSITION PRICE**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that George C. Dunson and Catherine Dunson are hereby selected as Redeveloper of 2511 Sepviva Street, located within the New Kensington-Fishtown Redevelopment Area, New Kensington-Fishtown Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Fifteen Thousand Dollars (\$15,000.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**BE IT FURTHER RESOLVED**, that the Philadelphia Redevelopment Authority will provide a self-amortizing loan in the amount of Fifteen Thousand Dollars (\$15,000) for a term of ten (10) years at 0% interest that will be secured by a mortgage on the property. The amount of the obligation will decrease by 10% each year for the ten (10) year period that the buyer remains in compliance with the Authority's Land Disposition Policy.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

2511 Sepviva Street



# New Kensington-Fishtown Urban Renewal Area 2511 Sepviva Street



Amended August 2016

**BOARD FACTSHEET**

Meeting of September 14, 2016

Selection of Redeveloper

2476 Jasper Street and 2478 Jasper Street

**NAME OF DEVELOPER/APPLICANT:** Blue Truck Enterprises LLC**Nature of Transaction:** Selection of redeveloper to construct two (2) single-family homes located in the New Kensington-Fishtown URA.**Legal Entity/Other Partners (if applicable):** Henry Bailey – Managing Member  
Jeanne Whipple – Managing Member**Mailing Address:** 2316 E. Sergeant Street, Philadelphia, PA 19125**PROPERTY INFORMATION:** 2476 and 2478 Jasper Street**Description:** 1740 sq. ft., vacant lot      **Zoning:** RSA-5      **Use:** Residential**Disposition Value:** \$114,000

The parcel was listed as a competitive sale on Philly Land Works ([www.PhillyLandWorks.org](http://www.PhillyLandWorks.org)) for \$39,000. There were a total of five (5) bids and Blue Truck Enterprise's bid was \$10,000 higher than the next highest bid.

**FINANCING:**

The developer is purchasing the property listed above; documentation of available funds in an amount no less than the total project cost has been provided, see attached outline of sources and uses.

**COMMENTS OR OTHER CONDITIONS:**

Acquisition and commencement of construction of the proposed project is estimated to start in January, 2017, with construction completion within eighteen (18) months.

The Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes.

Per Chapter 17-1600 of the Philadelphia Code, the City has approved the Economic Opportunity Plan with the ranges at MBE – 18% and WBE – 7%.

Proposed Resolution and supporting project information are attached (sources & uses, site map and photograph).

Prepared by: Brian Romano, Project Manager

Reviewed by: Tania Nikolic

**RESOLUTION NO.**

**RESOLUTION SELECTING BLUE TRUCK ENTERPRISES LLC AS REDEVELOPER OF 2476 JASPER STREET AND 2478 JASPER STREET LOCATED IN THE NEW KENSINGTON-FISHTOWN REDEVELOPMENT AREA, NEW KENSINGTON-FISHTOWN URBAN RENEWAL AREA**

**BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that Blue Truck Enterprises LLC is hereby selected as Redeveloper of 2476 Jasper Street and 2478 Jasper Street, located within the New Kensington-Fishtown Redevelopment Area, New Kensington-Fishtown Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of One Hundred Fourteen Thousand Dollars (\$114,000.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

**FURTHER RESOLVING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

**Project Financing: Estimated Sources and Uses of Funds. Sources must equal Uses.**

Sources: Name all sources of funding. Bidder must provide evidence of committed funds.

Type	Amount	Name of Source	Committed: Y/N	Documentation Attached: Y/N
Developer Equity	\$ 188,000	Cash	Yes	Yes, statement First Trust Bank Account
Acq/Construction Financing	\$470,000	Valley Green Bank	Yes	Yes, Preapproval attached
Permanent Financing	\$N/A-			
Grant	\$N/A-			
Other	\$N/A-			
Other	\$ N/A			
Other	\$N/A-			
<b>Total Sources</b>	<b>\$ 658,000</b>			

Uses: Provide estimated costs to redevelop property

Uses	Amount	Source of Estimate
Purchase Price of Property	\$ 114,000	Bid Form
Closing Costs (Title/Recording)	\$ 3,725.28	Keystone Title
Construction Costs	\$ 470,000	United Makers
Design/Engineering Costs	\$ 20,000	Ambric Technologies
Legal Costs	\$ 500	Frank Ermilio Esquire
Holding Costs	\$ 5,000	Valley Green Bank
Financing Costs	\$ 4,700	Valley Green Bank
Other	\$ -	
Other	\$ -	
Other	\$ -	
<b>Total Uses</b>	<b>\$ 617,925</b>	

**Bid Package Checklist**

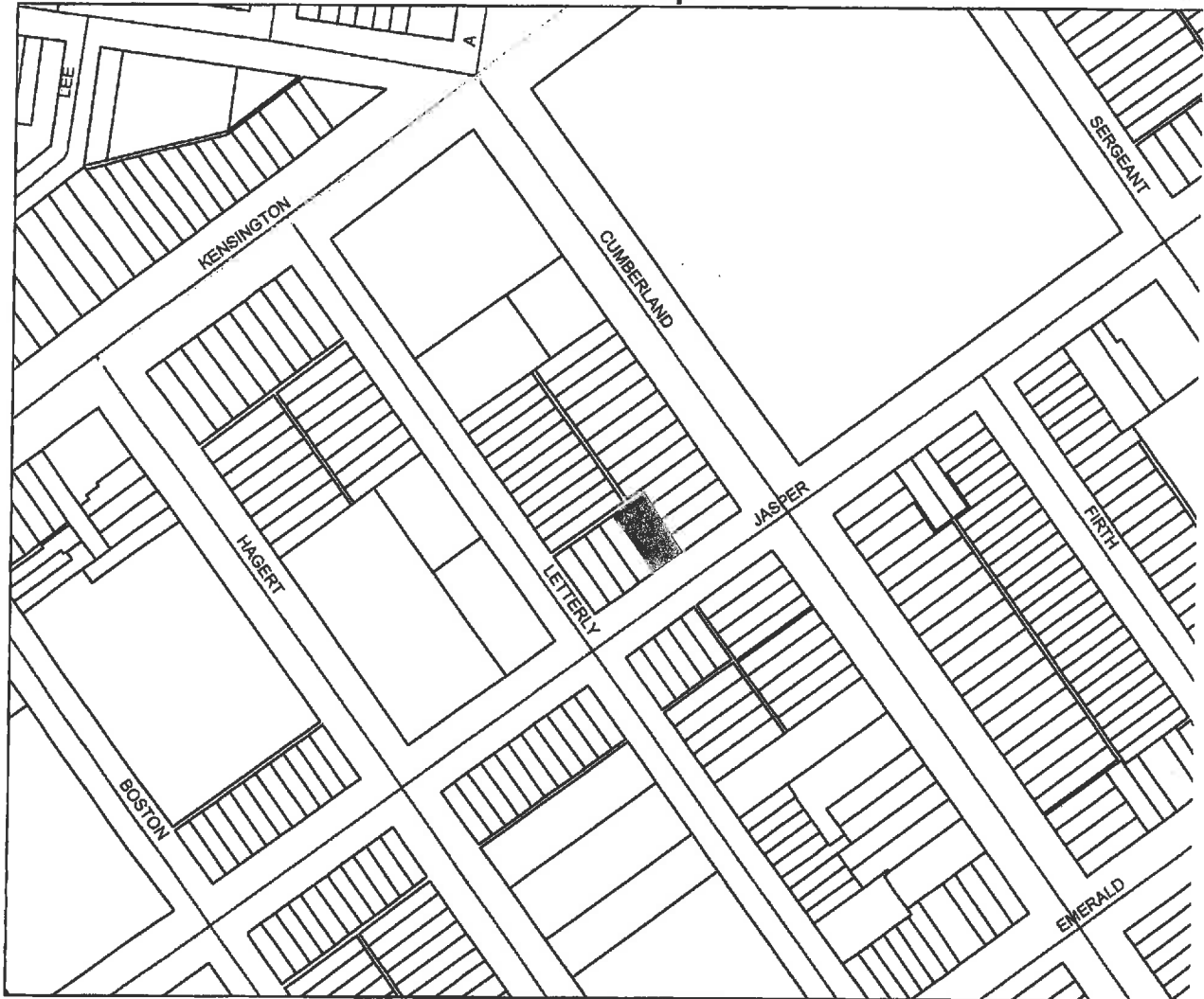
If bid package is incomplete, bid will be disqualified.

- Executed Bid Form
- Narrative of Developer/Builder Experience
- Timeline
- Improvement Plans
- Tax Clearance & Conflict of Statement Form
- Documentation of Committed Funds
- Bank Statements, if individual
- Audited Financial Statement (Previous Fiscal Yr.), if business
- Interim Financial Statement for most recent quarter (Income & Balance Sheet), if business

2476 and 2478 Jasper Street



# New Kensington-Fishtown Urban Renewal Area 2476-2478 Jasper Street







## BOARD FACTSHEET

Meeting of September 14, 2015

Amendatory Agreement

942, 948, 950, 962, 981, 983, 985-987, 993, 995, 996-998, 1010 and 1012 N. Marshall Street

**NAME OF DEVELOPER/APPLICANT:** BMK Properties, LLC

**Nature of Transaction:** By Resolution No. 2015-22 adopted on March 11, 2015, the Board authorized the selection of BMK Properties, LLC as developer of 942, 948, 950, 962, 981, 983, 985-987, 993, 995, 996-998, 1010 and 1012 N. Marshall Street, located in the East Poplar Neighborhood, to construct fourteen (14) single family Workforce Housing units.

Conveyance of the parcels was delayed due to zoning related issues and a discrepancy in a parcel legal description. All zoning related issues have been resolved and the issue resulting from the parcel discrepancy will be addressed in the Amendatory Agreement.

Today, the Board is asked to authorize a resolution to facilitate the following:

1. Extend settlement date to thirty (30) days from the delivery of a fully executed Amendatory Agreement;
2. Approve the reduction in disposition price from \$200,000 to \$185,714;
3. Approve a reduction of overall single family homes to be constructed from fourteen (14) to thirteen (13) units;
4. Increase the targeted household incomes for homebuyers from 80-100% Area Median Income to 120% Area Median Income;
5. Approve schematic plans as revised;

**Mailing Address:** 3010 Richmond Street, Philadelphia, PA 19134

### PROPERTY INFORMATION:

942 N. Marshall Street  
 948 N. Marshall Street  
 950 N. Marshall Street  
 962 N. Marshall Street  
 981 N. Marshall Street  
 983 N. Marshall Street

985-87 N. Marshall Street  
 993 N. Marshall Street  
 995 N. Marshall Street  
 996-98 N. Marshall Street  
 1010 N. Marshall Street  
 1012 N. Marshall Street

**Use:** Single Family Homes

**Zoning:** RM1 (previously CMX2)

### **BACKGROUND:**

These parcels were originally listed in a Workforce Housing Request for Proposals ("RFP") to develop on the 900 and 1000 blocks of North Marshall Street, with targeted pricing of 80%-100% AMI. A total of five (5) proposals were received, and based on staff review, BMK Properties submitted the most feasible and comprehensive proposal by providing workforce housing at the requested AMI for each parcel.

Upon resolution of zoning related issues and preparation for settlement, BMK Properties, LLC, engaged the services of an engineering firm to survey the parcels. The survey identified a discrepancy in 996-998 N. Marshall Street's width. The condemnation deed and plot indicated a width of 36' ¼", while the survey verified the actual width to be 20.146'. The reduction in buildable square resulted in a reduction of proposed units from fourteen (14) to thirteen (13) and the subsequent proposed proration in purchase price. The Council President's has been notified of the proposed reduction in units and prorated price.

Developer is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes. Per Chapter 17-1600 of the Philadelphia Code, the Economic Opportunity Plan ranges have been set at MBE – 18%, WBE – 7%.

Proposed Resolution and supporting information are attached (site map and photographs).

Prepared by: Susan Callanen  
Reviewed by: Tania Nikolic

**RESOLUTION NO.**

**RESOLUTION AUTHORIZING THE FIRST AMENDMENT TO THE DEVELOPMENT AGREEMENT WITH BMK PROPERTIES, LLC RE: 942, 948, 950, 962, 981, 983, 985-987, 993, 995, 996-998, 1010 AND 1012 N. MARSHALL STREET, NORTH PHILADELPHIA REDEVELOPMENT AREA, EAST POPLAR URBAN RENEWAL AREA**

**WHEREAS**, Pursuant to Resolution No. 2015-22 adopted March 11, 2015, BMK Properties, LLC ("Redeveloper"), was approved as redeveloper of 942, 948, 950, 962, 981, 983, 985-987, 993, 995, 996-998, 1010 and 1012 N. Marshall Street;

**WHEREAS**, Redeveloper and the Authority executed a Redevelopment Agreement dated March 3, 2015 ("Redevelopment Agreement") for these properties;

**WHEREAS**, the Redevelopment Agreement provides that the Redeveloper shall take title no later than six (6) months after the delivery of a fully executed agreement;

**WHEREAS**, the Redevelopment Agreement established a purchase price of Two-Hundred Thousand (\$200,000) Dollars;

**WHEREAS**, the Redevelopment Agreement authorizes the Redeveloper to acquire and develop real estate as Fourteen (14) single family homes to be sold to households with incomes between 80-100% AMI;

**WHEREAS**, the Authority has carefully considered this request and the factors giving rise thereto.

**NOW THEREFORE BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that the Authority is authorized to enter into an Amendment to Redevelopment Agreement for 942, 948, 950, 962, 981, 983, 985-987, 993, 995, 996-998, 1010 and 1012 N. Marshall Street with BMK Properties, LLC, to provide that:

1. the purchase price as stated in paragraph 1.5 of the Redeveloper Agreement shall be One Hundred Eighty-Five Thousand Seven Hundred Fourteen Dollars (\$185,714.00).
2. the time for settlement as stated in paragraph 1.6 of the Redevelopment Agreement shall be no later than thirty (30) days after the delivery of a fully executed Amendatory Agreement.
3. The Redeveloper is authorized to acquire and develop real estate as Thirteen (13) single family homes being sold to households with incomes being no greater than 120% AMI
4. schematic plans, as revised to comply with current government agency requirements, shall be approved.

**FURTHER RESOLVING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER RESOLVING**, that the Executive Director with the advice of General Counsel, may allow modifications to the Resolution and Construction Services Contract necessary or desirable to carry out its purposes and intents.



**942, 948, 950, 962, 981, 983, 985-987,  
993, 995, 996-998, 1010 and 1012 N. Marshall Street**



## BOARD FACTSHEET

Meeting of September 14, 2016

City of Philadelphia Vacant Property Review Committee

**Nature of Transaction:** PRA will facilitate the conveyance of title from the City to identified Grantees listed below.

- All Grantees have been selected by VPRC. The VPRC serves as an advisory committee and recommends to the City Commissioner of Public Property what City surplus properties should be made available for disposition in accordance with Chapter 16-400 of the City Code.
- The conveyance of these properties to the Grantees for reuse will relieve the City of the care; maintenance and management of the properties and help arrest blight in the neighborhoods and restore the properties to productive use.
- Properties and Grantees listed below were approved by the VPRC for disposition and a Resolution authorizing the disposition by the PRA was approved by City Council.

### PROPERTY INFORMATION:

- 1) **Nominal Disposition:** The following one (1) property will be conveyed at nominal under the Gift Property Program.

**Address**

**Grantee**

1704 North 52<sup>nd</sup> Street

Centennial Village LP

- 2) **Fair Market Disposition:** The following six (6) properties will be conveyed at fair market value as established by appraisals obtained by the Office of Housing and Community Development of the City of Philadelphia or by the LAMA pricing model:

**Address**

**Grantee**

**Appraisal/LAMA Value**

1922 East Harold Street

Ha Thi Pham

\$5,000.00 (AUCTION)

1924 East Harold Street

Ha Thi Pham

\$3,000.00 (AUCTION)

2819 North Orianna Street

Jose F. Lebron

\$2,000.00 (Appraisal)

2317 Ridge Avenue

Harold J. McCoy, Jr.

\$5,000.00 (RE Committee)

2702 Wharton Street

OTE Realty LLC

\$23,000.00 (Appraisal)

2704 Wharton Street

OTE Realty LLC

\$23,000.00 (Appraisal)

**RESOLUTION NO.**

**VACANT PROPERTY REVIEW COMMITTEE PROGRAM - RESOLUTION AUTHORIZING ACCEPTANCE OF TITLE FROM THE CITY OF PHILADELPHIA TO VARIOUS PROPERTIES AND DISPOSITION OF SUCH PROPERTIES**

**WHEREAS**, certain properties have been acquired by the City and determined to be surplus to the needs of the City;

**WHEREAS**, the Vacant Property Review Committee has recommended to the Commissioner of Public Property that the surplus property listed below be made available for disposition in accordance with the provisions of Section 16-400 of the Philadelphia Code;

**WHEREAS**, certain of the properties identified below will be conveyed for nominal consideration and others, all as identified below, will be conveyed at fair market value as determined by the City of Philadelphia’s Office of Housing and Community Development.

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for a consideration of \$1.00:

<u>Address</u>	<u>Grantee(s)</u>
1704 North 52 <sup>nd</sup> Street	Centennial Village LP

**NOW THEREFORE, BE IT RESOLVED** by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for the following consideration:

**FURTHER RESOLVING**, that authorization is hereby given to the Authority to accept title from the City of Philadelphia for properties listed below and for the preparation, execution, acknowledgment and delivery of a deed to the Grantee(s) herein listed conveying the respective properties for the following consideration:

<u>Address</u>	<u>Grantee(s)</u>	<u>Appraised/LAMA Value</u>
1922 East Harold Street	Ha Thi Pham	\$5,000.00 (AUCTION)
1924 East Harold Street	Ha Thi Pham	\$3,000.00 (AUCTION)
2819 North Orianna Street	Jose F. Lebron	\$2,000.00 (Appraisal)
2317 Ridge Avenue	Harold J. McCoy, Jr.	\$5,000.00 (RE Committee)
2702 Wharton Street	OTE Realty LLC	\$23,000.00 (Appraisal)
2704 Wharton Street	OTE Realty LLC	\$23,000.00 (Appraisal)

**FURTHER AUTHORIZING** the Executive Director with the advice of General Counsel to allow modifications and corrections to this Resolution necessary or desirable to carry out its purposes and intents.

**BE IT FURTHER RESOLVED** that authorization is hereby given to the preparation execution, acknowledgment and delivery of any other documentation deemed necessary or desirable in order to carry out the foregoing under terms and conditions acceptable to Authority counsel.





VPRC Fact Sheet

Property Address: 1922 East Harold Street

Council District: 1<sup>st</sup>

Property Type:

Date approved by VPRC: 08/11/2015

- Structure
- Vacant Lot

Sales Price: \$5,000.00

Number of EOIs Received: 1

Type of Transaction:

- AUCTION Sale (must be sold to highest, qualified bidder)
- RFP
- Direct Sale (an appraisal is required)
- Rear-yard (must be to an adjacent property owner)
- Community Purpose
  - Affordable Housing
  - Garden/Park
  - Community/Health Center
  - Other Please describe \_\_\_\_\_

Sales Price Based on:

- LAMA estimate (must be less than \$50,000)
- Highest Bid - AUCTION
- Appraised Value (for all direct sales)
- Reduced based on current policy (must be side yard or community purpose)
- Reduced by Real Estate Review Committee
- Reduced based on prior policy. Please name policy \_\_\_\_\_
- Other. Please describe \_\_\_\_\_

Proposed Use:

- Single-family home
- Business
- Rear-yard – build a garage
- Community Purpose; what is the community purpose: \_\_\_\_\_
- Other

Is there a self-amortizing mortgage?  Yes  No

If yes, how much is the mortgage (should be \$15,000 or less)? \_\_\_\_\_

Is the estimated project cost greater than \$250,000?  Yes  No

If yes, was an EOP signed?  Yes  No

What are the EOP Goals?

MBE     %      WBE     %      DBE     %

Applicant Name: Ha Thi Pham

Application Date: June 12, 2015

Applicant Address: 1921 East Huntingdon Street, Phila., PA 19125

VPRC Fact Sheet

Property Address: 1924 East Harold Street

Council District: 1<sup>st</sup>

Property Type:

- Structure                       Vacant Lot

Date approved by VPRC: 08/11/2015

Sales Price: \$3,000.00

Number of EOIs Received: 1

Type of Transaction:

- AUCTION Sale (must be sold to highest, qualified bidder)
- RFP
- Direct Sale (an appraisal is required)
- Rear-yard (must be to an adjacent property owner)
- Community Purpose
  - Affordable Housing
  - Garden/Park
  - Community/Health Center
  - Other Please describe \_\_\_\_\_

Sales Price Based on:

- LAMA estimate (must be less than \$50,000)
- Highest Bid - AUCTION
- Appraised Value (for all direct sales)
- Reduced based on current policy (must be side yard or community purpose)
- Reduced by Real Estate Review Committee
- Reduced based on prior policy. Please name policy \_\_\_\_\_
- Other. Please describe \_\_\_\_\_

Proposed Use:

- Single-family home
- Business
- Rear-yard – build a garage
- Community Purpose; what is the community purpose: \_\_\_\_\_
- Other

Is there a self-amortizing mortgage?     Yes     No

If yes, how much is the mortgage (should be \$15,000 or less)? \_\_\_\_\_

Is the estimated project cost greater than \$250,000?     Yes     No

If yes, was an EOP signed?     Yes     No

What are the EOP Goals?

MBE    \_\_\_%                      WBE    \_\_\_%                      DBE    \_\_\_%

Applicant Name: Ha Thi Pham

Application Date: June 12, 2015

Applicant Address: 1921 East Huntingdon Street, Phila., PA 19125

VPRC Fact Sheet

Property Address: 2819 North Orianna Street Council District: 7<sup>th</sup>

Property Type: Date approved by VPRC: 09/08/2015

Structure  Vacant Lot

Sales Price: \$2,000.00 Number of EOIs Received: 2

Type of Transaction:

LAMA Sale (must be sold to highest, qualified bidder)

RFP

Direct Sale (an appraisal is required)

Side-yard (must be to an adjacent property owner)

Community Purpose

Affordable Housing

Garden/Park

Community/Health Center

Other. Please describe \_\_\_\_\_

Sales Price Based on:

LAMA estimate (must be less than \$50,000)

Highest Bid

Appraised Value (for all direct sales)

Reduced based on current policy (must be side yard or community purpose)

Reduced by Real Estate Review Committee

Reduced based on prior policy. Please name policy \_\_\_\_\_

Other. Please describe \_\_\_\_\_

Proposed Use:

Single-family home

Business

Side-yard

Community Purpose; What is the community purpose: \_\_\_\_\_

Other

Is there a self-amortizing mortgage?  Yes  No

If yes, how much is the mortgage (should be \$15,000 or less)? \_\_\_\_\_

Is the estimated project cost greater than \$250,000?  Yes  No

If yes, was an EOP signed?  Yes  No

What are the EOP Goals?

MBE \_\_\_%

WBE \_\_\_%

DBE \_\_\_%

Applicant Name: Jose F. Lebron

Application Date: March 9, 2015

Applicant Address: 2276 East Cambria Street, Philadelphia, PA 19134

VPRC Fact Sheet

Property Address: 2317 Ridge Avenue

Council District: 5<sup>th</sup>

Property Type:

Date approved by VPRC: 11/10/2015

- Structure                       Vacant Lot

Sales Price: \$5,000.00

Number of EOIs Received: 1

Type of Transaction:

- LAMA Sale  
 RFP  
 Direct Sale (an appraisal is required)  
 Side-yard (must be to an adjacent property owner)  
 Community Purpose  
      Affordable Housing  
      Garden/Park  
      Community/Health Center  
      Other Please describe owns 2309, 2311, 2313, 2315 & 2323 Ridge Avenue

Sales Price Based on:

- LAMA estimate (must be less than \$50,000)  
 Highest Bid  
 Appraised Value (for all direct sales)  
 Reduced based on current policy (must be side yard or community purpose)  
 Reduced by Real Estate Review Committee  
 Reduced based on prior policy. Please name policy \_\_\_\_\_  
 Other. Please describe \_\_\_\_\_

Proposed Use:

- Single-family home  
 Business  
 Side-yard  
 Community Purpose; what is the community purpose: Recreational / vendor  
 Other

Is there a self-amortizing mortgage?     Yes    No

If yes, how much is the mortgage (should be \$15,000 or less)? \_\_\_\_\_

Is the estimated project cost greater than \$250,000?     Yes    No

If yes, was an EOP signed?     Yes    No

What are the EOP Goals?

MBE    \_\_\_%                      WBE    \_\_\_%                      DBE    \_\_\_%

Applicant Name: Harold J. McCoy

Application Date: June 1, 2012

Applicant Address: 1816 North Taney Street, Philadelphia, PA 19121



**VPRC Fact Sheet**

Property Address: 2704 Wharton Street

Council District: 2<sup>nd</sup>

Property Type:

Date approved by VPRC: 03/10/2015

- Structure                       Vacant Lot

Sales Price: \$23,000.00

Number of EOIs Received: 3

Type of Transaction:

Competitive Sale (must be sold to highest, qualified bidder)

- RFP  
 Direct Sale (an appraisal is required)  
 Side-yard (must be to an adjacent property owner)  
 Community Purpose  
      Affordable Housing  
      Garden/Park  
      Community/Health Center  
 Other Please describe \_\_\_\_\_

Sales Price Based on:

- LAMA estimate (must be less than \$50,000)  
 Highest Bid  
 Appraised Value (for all direct sales)  
 Reduced based on current policy (must be side yard or community purpose)  
 Reduced by Real Estate Review Committee  
 Reduced based on prior policy. Please name policy \_\_\_\_\_  
 Other. Please describe \_\_\_\_\_

Proposed Use:

- Single-family home  
 Business  
 Side-yard  
 Community Purpose; what is the community purpose: \_\_\_\_\_  
 Other – Affordable Housing

Is there a self-amortizing mortgage?     Yes     No

If yes, how much is the mortgage (should be \$15,000 or less)? \_\_\_\_\_

Is the estimated project cost greater than \$250,000?     Yes     No

If yes, was an EOP signed?     Yes     No

What are the EOP Goals?

MBE        %                      WBE        %                      DBE        %

Applicant Name: OTE Realty LLC  
                           c/o David Feldman or Edon Shlomo

Application Date: December 13, 2014

Applicant Address: 1315 Walnut Street, Suite 900, Philadelphia, PA 19107

**VACANT PROPERTY REVIEW COMMITTEE**  
**NOMINAL CONSIDERATION DISPOSITIONS**  
**FACT SHEET**

<b><u>ADDRESS/WARD</u></b>	<b><u>GRANTEE</u></b>	<b><u>REUSE</u></b>
1704 N. 52 <sup>nd</sup> St. / 52 VPRC: 08/09/2011 City Council: 110580 Adopted On: 09/15/2011	Centennial Village LP c/o David LaFontaine 1501 Cherry Street Philadelphia, PA 19102	Non-Profit Lot Transfer

**VACANT PROPERTY REVIEW COMMITTEE**  
**FAIR MARKET VALUE DISPOSITIONS**  
**FACT SHEET**

<b><u>ADDRESS/WARD</u></b>	<b><u>GRANTEE</u></b>	<b><u>Appraised/LAMA Value</u></b>	<b><u>REUSE</u></b>
1922 E. Harold St. / 31 1924 E. Harold St. / 31 VPRC: 07/14/2015 City Council: 150758 Adopted On: 10/15/2015	Ha Thi Pham 1921 East Huntingdon Street Philadelphia, PA 19125	\$5,000.00 (AUCTION) \$3,000.00 (AUCTION)	Private Lot Transfer “ “ “ “
2819 N. Orianna St. / 19 VPRC: 05/10/2016 City Council: 160573 Adopted On: 06/09/2016	Jose F. Lebron 2276 East Cambria Street Philadelphia, PA 19134	\$2,000.00 (LAMA)	Private Lot Transfer Garden – owns 2815, 2817 & 2821 North Orianna Street

**VACANT PROPERTY REVIEW COMMITTEE**  
**FAIR MARKET VALUE DISPOSITIONS**  
**FACT SHEET**

<b><u>ADDRESS/WARD</u></b>	<b><u>GRANTEE</u></b>	<b><u>Appraised/LAMA Value</u></b>	<b><u>REUSE</u></b>
2317 Ridge Ave. / 47 VPRC: 11/10/2015 City Council: 160625 Adopted On: 06/16/2016	Harold J. McCoy, Jr. 1816 North Taney Street Philadelphia, PA 19121	\$5,000.00 (RE Committee)	Private Lot Transfer owns 2309, 2311, 2313, 2315 & 2323 Ridge Ave.
2702 Wharton St. / 36 2704 Wharton St. / 36 VPRC: 03/10/2015 City Council: 150420 Adopted On: 05/07/2015	OTE Realty, LLC c/o David Feldman 1315 Walnut Street, Suite 900 Philadelphia, PA 19107	\$23,000.00 (Appraisal) \$23,000.00 (Appraisal)	Private Lot Transfer “ “ “ “



**BOARD FACTSHEET**

Meeting of September 14, 2016

Amendment and Restatement of Resolution No. 2015-147 (adopted December 9, 2015)

Lot Split and Restructuring of Ground Lease and Sublease  
1600-36 N. Broad Street

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**NAME OF DEVELOPER:** Beech Interplex, Inc. & 1600 Broad Associates, L.P.

**Background:** Pursuant to Resolution No. 16,949 (adopted May 14, 2002), Resolution No. 17,659 (adopted September 14, 2004) and Resolution No. 17,779 (adopted February 8, 2005) (collectively, the "Initial Authorizing Resolutions"), the Philadelphia Redevelopment Authority f/k/a Redevelopment Authority of the City of Philadelphia (the "Authority") leased the property located at 1600-36 North Broad Street (the "Property") to Beech Interplex, Inc. ("Beech") under a Ground Lease dated February 17, 2005 (the "Ground Lease"). The Authority authorized the Ground Lease for redevelopment under the terms of an Amended and Restated Redevelopment Agreement (the "Redevelopment Agreement") among the Authority, Beech and Tower Investments, Inc. ("Tower").

Beech simultaneously subleased the property to 1600 Broad Associates, L.P. ("1600 Broad") under a Ground Sublease Agreement dated February 17, 2005 (the "Sublease"). 1600 Broad constructed the improvements on the Property as required under the Redevelopment Agreement. The construction included, among other things, a surface parking facility (the "Parking Facility") and retail space (the "Retail Facility"). A Certificate of Completion was issued under the Redevelopment Agreement on February 5, 2013. 1600 Broad obtained financing to complete construction of the project, which financing is now nearing its maturity. 1600 Broad has selected a new lender and is negotiating definitive lending terms and conditions.

Pursuant to Resolution No. 2015-147 (adopted December 9, 2015), the Authority Board previously approved the lot split as described below (Item 2, below) and certain amendments to the Ground Lease and Sublease (Items 1(a), 1(b) and 1(c), below). At the request of 1600 Broad's lender, additional modifications to the Ground Lease have been requested regarding the leasehold financing of the Ground Lease. This Fact Sheet and accompanying Resolution are intended to amend and restate the Fact Sheet and Resolution No. 2015-147, respectively, which were submitted to and approved by the Board on December 9, 2015.

**Nature of Transaction:** As part of the refinancing of the project, 1600 Broad's lender and its counsel (together, the "Lender") are requiring that the Property be subdivided so that the Parking Facility and the Retail Facility are separate parcels. 1600 Broad approached the Authority to structure potential solutions to Lender's concerns and as a result of those discussions, 1600 Broad is requesting the Board's

consent to certain amendments and modifications to the Ground Lease and Sublease structure and to subdivide the Property into two new parcels, all as follows:

1. **Ground Lease Restatement.** The parties shall enter into an Amended and Restated Ground Lease Agreement which will be in substantially the same form as the Ground Lease, with the following modifications:

(a) Completion of Project. The Amended and Restated Ground Lease Agreement will reflect that the initial construction of the project described in the Redevelopment Agreement was completed and a Certificate of Completion was issued by the Authority on February 5, 2013.

(b) Movie Theatre. The Amended and Restated Ground Lease Agreement will reflect that the covenant to construct and operate a movie theatre for a period of five (5) years has been satisfied.

(c) Sublease. The Amended and Restated Ground Lease Agreement will be modified to reflect that the Sublease will also be amended and restated as provided in Paragraph 3, below.

(d) Leasehold Financing. The Amended and Restated Ground Lease Agreement will provide the following leasehold financing provisions:

(i) the lender and any transferee through a foreclosure event will be permitted to assign, transfer or foreclose on its loan/mortgage, without the consent of the Authority and without the necessity of Authority to execute any further instruments;

(ii) in the event the Amended and Restated Ground Lease Agreement is terminated, the Authority agrees to recognize the Sublease as a direct lease with the Authority;

(iii) if an event of default occurs, the lender shall have the right to cure any default by Beech, subject to a 180 day limit, unless otherwise extended;

(iv) in the event both the Amended and Restated Ground Lease Agreement and the Sublease are terminated, through no fault of 1600 Broad, and lender does not cure any such breach, the Authority will enter into a lease directly with 1600 Broad (and the lender's interest shall attach to that lease) or the lender.

A memorandum of the initial Ground Lease terms and conditions, which was submitted with the Initial Authorizing Resolutions, is attached hereto. Except as identified above, the terms of the Ground Lease will not be changed with the split into two new ground leases. The Authority currently receives no rent or other consideration under the Ground Lease.

2. **Lot Split.** Pursuant to Section 2A.7 of the Redevelopment Agreement, the Authority agreed to cooperate in a subdivision of the Property in order to accommodate financing transactions. 1600 Broad has determined that it will be necessary to subdivide the Property into two new parcels, a retail parcel and a

parking parcel (herein, the "Lot Split"). A copy of a site plan showing the intended locations of the new parcels is attached hereto. When completed, the RDA will need to execute a subdivision plat and one or more deeds to complete the Lot Split.

Upon completion of the Lot Split, the parties shall enter into (i) an Amended and Restated Ground Lease Agreement (Retail Premises) and (ii) an Amended and Restated Ground Lease Agreement (Parking Premises), i.e. one for each of the new parcels, on substantially the same terms as approved herein.

3. **Sublease Restatement.** In addition to the Amended and Restated Ground Lease Agreement, the Sublease will also be amended and restated in accordance with the terms set forth herein. Following the Lot Split (as described above), the Sublease will be replaced with two new subleases. The new subleases will be in substantially the same form as the replacement ground leases (rather than in the same form as the existing Sublease), but the terms of the Sublease will not otherwise be modified. By using the same form as the replacement ground lease, this will help clarify the relationships between the parties. The sublease for the Parking Facility will continue to be with 1600 Broad. The sublease for the Retail Facility will be with Edge 2 LLC, a Delaware limited liability company ("Edge 2"). 1600 Broad and Edge 2 request that the RDA consent to the execution of the replacement subleases.

The Board is now being asked to:

- 1) Consent to an Amended and Restated Ground Lease for the Property, which will ultimately be split into two ground leases for each parcel in substantially the same form as the Ground Lease, except as specifically modified as set forth above. The tenant under both new ground leases will be Beech;
- 2) Consent to the split of the Property into two (2) separate parcels, made up of the Parking Facility and the Retail Facility;
- 3) Consent to new ground subleases for each parcel in substantially the same form as the Sublease, with 1600 Broad being the ground subtenant of the Parking Facility and Edge 2 being the ground subtenant of the Retail Facility; and
- 4) Rescind the actions of the Authority concerning the Property that were adopted pursuant Resolution No. 2015-58 at the Board meeting of May 13, 2015. The development transaction that was contemplated at the time did not proceed.

**PROPERTY INFORMATION:** 1600-36 N. Broad Street

**Description:** Property consists of a retail shopping complex with a movie theater and parking lot.

**Fee:** An administrative fee in the amount of Five Thousand Dollars (\$5,000).

Proposed Resolution is attached with site map and various other documents.

**RESOLUTION NO. \_\_\_\_\_ (AMENDING AND RESTATING  
RESOLUTION NO. 2015-147)**

**NORTH PHILADELPHIA REDEVELOPMENT AREA, MODEL CITIES URBAN RENEWAL AREA - RESOLUTION AUTHORIZING (1) THE ENTRY INTO AN AMENDED AND RESTATED GROUND LEASE AGREEMENT FOR THE PROPERTY LOCATED AT 1600-36 NORTH BROAD STREET, (2) A SPLIT OF THE PROPERTY INTO TWO PARCELS, (3) A SUBSEQUENT SPLIT OF THE AMENDED AND RESTATED GROUNDLEASE INTO TWO GROUNDLEASES ON SUBSTANTIALLY THE SAME TERMS, (4) A SPLIT OF THE CURRENT GROUND SUBLEASES INTO TWO GROUND SUBLEASES ON SUBSTANTIALLY THE SAME TERMS, AND (5) THE RECISION OF RESOLUTION NO. 2015-58, ADOPTED MAY 13, 2015**

**WHEREAS**, pursuant to Resolution No. 16,949 (adopted May 14, 2002), Resolution No. 17,659 (adopted September 14, 2004) and Resolution No. 17,779 (adopted February 8, 2005) (collectively, the "Initial Authorizing Resolutions"), the Philadelphia Redevelopment Authority f/k/a Redevelopment Authority of the City of Philadelphia (the "Authority") leased the property located at 1600-36 North Broad Street (the "Property") to Beech Interplex, Inc. ("Beech") under a Ground Lease dated February 17, 2005 (the "Ground Lease");

**WHEREAS**, the Authority authorized the Ground Lease for redevelopment under the terms of an Amended and Restated Redevelopment Agreement (the "Redevelopment Agreement") among the Authority, Beech and Tower Investments, Inc. ("Tower");

**WHEREAS**, Beech simultaneously subleased the property to 1600 Broad Associates, L.P. ("1600 Broad") under a Ground Sublease Agreement dated February 17, 2005 (the "Sublease");

**WHEREAS**, 1600 Broad constructed the improvements on the Property as required under the Redevelopment Agreement and the construction included, among other things, a surface parking facility (the "Parking Facility") and retail space (the "Retail Facility");

**WHEREAS**, a Certificate of Completion was issued under the Redevelopment Agreement on February 5, 2013

**WHEREAS**, 1600 Broad obtained financing to complete construction of the project, which financing is now nearing its maturity

**WHEREAS**, in furtherance of refinancing, 1600 Broad has selected a new lender and is negotiating definitive lending terms and conditions.

**WHEREAS**, pursuant to Resolution No. 2015-147 (adopted December 9, 2015), the Authority Board previously approved the lot split and certain amendments to the Ground Lease and Sublease;

**WHEREAS**, at the request of 1600 Broad's lender (the "Lender"), additional modifications to the Ground Lease have been requested regarding the leasehold financing of the Ground Lease

and this Resolution is intended to amend and restate Resolution No. 2015-147 (adopted December 9, 2015).

**WHEREAS**, 1600 Broad is requesting the Board's consent for the following actions:

1. **Ground Lease Restatement.** The parties shall enter into an Amended and Restated Ground Lease Agreement which will be in substantially the same form as the Ground Lease, with the following modifications:

(a) Completion of Project. The Amended and Restated Ground Lease Agreement will reflect that the initial construction of the project described in the Redevelopment Agreement was completed and a Certificate of Completion was issued by the Authority on February 5, 2013.

(b) Movie Theatre. The Amended and Restated Ground Lease Agreement will reflect that the covenant to construct and operate a movie theatre for a period of five (5) years has been satisfied.

(c) Sublease. The Amended and Restated Ground Lease Agreement will be modified to reflect that the Sublease will also be amended and restated as provided in Paragraph 3, below.

(d) Leasehold Financing. The Amended and Restated Ground Lease Agreement will provide the following leasehold financing provisions:

(i) the lender and any transferee through a foreclosure event will be permitted to assign, transfer or foreclose on its loan/mortgage, without the consent of the Authority and without the necessity of Authority to execute any further instruments;

(ii) in the event the Amended and Restated Ground Lease Agreement is terminated, the Authority agrees to recognize the Sublease as a direct lease with the Authority;

(iii) if an event of default occurs, the lender shall have the right to cure any default by Beech, subject to a 180 day limit, unless otherwise extended;

(iv) in the event both the Amended and Restated Ground Lease Agreement and the Sublease are terminated, through no fault of 1600 Broad, and lender does not cure any such breach, the Authority will enter into a lease directly with 1600 Broad (and the lender's interest shall attach to that lease) or the lender.

2. **Lot Split.** 1600 Broad has determined that, in order to refinance the project, it is necessary to subdivide the Property into two new parcels, a retail parcel and a parking parcel (the "Lot Split"). Upon completion of the Lot Split, the parties shall enter into (i) an Amended and Restated Ground Lease Agreement (Retail Premises) and (ii) an Amended and Restated Ground

Lease Agreement (Parking Premises), i.e. one for each of the new parcels, on substantially the same terms as approved herein.

3. **Sublease Restatement.** The Sublease will be replaced with two new subleases, with terms substantially the same as the Sublease, as modified in accordance herewith. The sublease for the Parking Facility will continue to be with 1600 Broad. The sublease for the Retail Facility will be with Edge 2 LLC, a Delaware limited liability company ("Edge 2");

**WHEREAS**, the Authority has determined that it is in the best interest of the parties to subdivide the Property into two separate parcels and amend, modify and restate the applicable ground leases and ground subleases as appropriate.

**NOW THEREFORE, BE IT RESOLVED**, by the Philadelphia Redevelopment Authority, that approval is hereby given for:

1. The negotiation and entry by the Authority into an Amended and Restated Ground Lease Agreement with Beech Interplex, Inc. ("Beech"), as tenant, on terms materially the same as the existing Ground Lease dated February 17, 2005 (the "Ground Lease"), with the following exceptions:

(a) Completion of Project. The Amended and Restated Ground Lease Agreement will reflect that the initial construction of the project described in the Redevelopment Agreement was completed and a Certificate of Completion was issued by the Authority on February 5, 2013.

(b) Movie Theatre. The Amended and Restated Ground Lease Agreement will reflect that the covenant to construct and operate a movie theatre for a period of five (5) years has been satisfied.

(c) Sublease. The Amended and Restated Ground Lease Agreement will be modified to reflect that the Sublease will also be amended and restated as provided in Paragraph 3, below.

(d) Leasehold Financing. The Amended and Restated Ground Lease Agreement will provide the following leasehold financing provisions:

(i) the lender and any transferee through a foreclosure event will be permitted to assign, transfer or foreclose on its loan/mortgage, without the consent of the Authority and without the necessity of Authority to execute any further instruments;

(ii) in the event the Amended and Restated Ground Lease Agreement is terminated, the Authority agrees to recognize the Sublease as a direct lease with the Authority;

(iii) if an event of default occurs, the lender shall have the right to cure any default by Beech, subject to a 180 day limit, unless otherwise extended;

(iv) in the event both the Amended and Restated Ground Lease Agreement and the Sublease are terminated, through no fault of 1600 Broad, and lender does not cure any such breach, the Authority will enter into a lease directly with 1600 Broad (and the lender's interest shall attach to that lease) or the lender.

2. The subdivision of the property located at 1600-36 North Broad Street (the "Property") into two new parcels, a retail parcel and a parking parcel as provided on the site plan map attached to the Fact Sheet;
3. Upon completion of the Lot Split, the parties shall enter into (i) an Amended and Restated Ground Lease Agreement (Retail Premises) and (ii) an Amended and Restated Ground Lease Agreement (Parking Premises), i.e. one for each of the new parcels, on substantially the same terms as approved herein.
4. The negotiation and entry by Beech into two new subleases, with terms materially the same as the Ground Sublease Agreement dated February 17, 2005 (the "Sublease"). The sublease for the parking premises will continue to be with 1600 Broad Associates, L.P. ("1600 Broad"), and the sublease for the Retail Facility will be with Edge 2 LLC, a Delaware limited liability company ("Edge 2");
5. The required payment to the Authority of an administrative fee in an amount equal to or exceeding Five Thousand Dollars (\$5,000).
6. Rescind the actions of the Authority concerning the Property that were adopted pursuant Resolution No. 2015-58 at the Board meeting of May 13, 2015. The development transaction that was contemplated at the time did not proceed.

**FURTHER AUTHORIZING**, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

**FURTHER AUTHORIZING**, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.





**MOVIE THEATRE:**

Movie Theatre will be constructed as part of the Retail Facility and expected to be managed by Regal Theatres. Lease contains an Operating Covenant for five (5) years from the date that the Movie Theatre is first opened for business.

**CONDITIONS TO COMMENCEMENT OF CONSTRUCTION:**

The following needs to be completed or approved prior to the start of construction:

- Review and approval of all Final Plans and Specifications by Authority.
- Finalize construction documents with Guarantee Maximum Price.
- Final Budget and Pro Forma that includes Tenant fit out for movie theatre.
- Firm commitment letter(s) from all financing sources including any grant monies or public finance elements which are part of the Tenant's financing plan.
- Completion of Carlisle Street vacation
- Receipt of all necessary permits, variances and related entitlements to allow Project to proceed.

**COMPLIANCE WITH LAWS:**

Tenant to comply with all applicable laws and regulations.

**REPAIRS/REMODELING:**

Tenant or its Subtenants to maintain, repair, and replace all Project Improvements at its cost.

**SUBORDINATION AND NON-DISTURBANCE AGREEMENT:**

Authority required to enter into non-disturbance agreement with any subtenant for which a first mortgage is required, subtenants with a term of five (5) years or more and occupying more than 5,000 sq. ft. or expending at least \$500,000 on tenant improvements incorporated into the Project.

**ASSIGNMENTS; SUBLETTING:**

Subsequent to Certificate of Completion, free ability to sublet all or any portion of the Project to retail, dining, entertainment, residential and other project tenants. Reasonable ability to assign all or any portion of the Lease following issuance of a Certificate of Completion from the Authority.

**RIGHT TO MORTGAGE:**

Free ability to pledge all or any portion of Tenant's leasehold interest to secure mortgage and other financing; including corresponding obligation of the Authority to enter into appropriate subordination, recognition and/or non-disturbance agreements to facilitate leasehold financing.

