

PHILADELPHIA REDEVELOPMENT AUTHORITY

**1234 MARKET STREET, 16TH FLOOR
PHILADELPHIA, PA 19107**

**BOARD MEETING
THURSDAY, OCTOBER 20, 2016**

Open Session – 4:00 P.M.

A G E N D A

APPROVAL OF BOARD MINUTES

- (a) Meeting of September 14, 2016

I. ADMINISTRATIVE

Page

- (a) **Revisions to the PRA’s Percent for
the Art Program Policy** (1)
- (b) **Conveyance of PRA Properties to
Philadelphia Land Bank** (27)

II. DEVELOPMENT

- (a) Whitman Urban Renewal Area (31)
Justin & Meagan Moody
2217 S. 5th Street
Selection of Redeveloper
- (b) 45th & Sansom Urban Renewal Area (36)
125-135 S 46th Street Associates, LP
125 & 127-129 S. 46th Street and
133-135 S. 46th Street
Selection of Redeveloper
- (c) New Kensington-Fishtown Urban Renewal Area (42)
Collene Sallee
2517 Salmon Street
Selection of Redeveloper & Self-Amortizing Loan
- (d) 1637 S. 24th Street (48)
Kamphee Chumsri
Sale of Renovated Single Family Property

AGENDA

Board Meeting of October 20, 2016

Page -2-

- (e) Roxborough Dog Park Association, (52)
4117-45 Mitchell Street
Lease and Redevelopment Agreement

III. HOUSING FINANCE / NSP

- (a) Calcutta House (58)
1827-43 W. Cabot Street and
1221-3 N. 19th Street
Loan Modification
- (b) Lehigh Park Apartments (60)
St. Christopher's Associate, L.P. V and
St. Christopher's Associate, L.P. VIII
2600 N. Lawrence Street and
2622-46 N. Lawrence Street
Modification of Loans
- (c) Caton House/Genesis II (Sponsor) (64)
Thomas Jefferson University Hospital
1239 Spring Garden Street
**Consent to Transfer, Partial Forgiveness,
Assumption and Modification of the Existing
Authority Debt**

IV. REAL ESTATE

- Vacant Property Review Committee (68)
Conveyance of Properties

V. ADD ON ITEMS

Page

- (a) Lena Street Associates, Blakestone (1)
Limited Partnership, Lower Germantown
Limited Partnership and Lower Germantown
II Limited Partnership
First Amendment to Escrow Agreement
- (b) Brewerytown Urban Renewal Area (7)
Westrum BT2, L. P.
1408-24 N. 31st Street, 1415-37 N. 31st Street,
1421-27 N. 32nd Street (including 3129-45 W.
Master Street)
**Ratification and First Amendment to Redevelopment
Agreement**

AGENDA

Board Meeting of October 20, 2016

Page -3-

- (c) Union Hill (13)
Union Hill Properties, LP
731, 733, 743, 751, 751A N. 40th Street,
3903, 3925 Aspen Street and
716, 724, 760, 768, 770 N. Union Street
**Modification and Forgiveness of
Authority Loans**

PHILADELPHIA REDEVELOPMENT AUTHORITY

BOARD MEETING MINUTES

A meeting of the Board of Directors of the Philadelphia Redevelopment Authority was held on Wednesday, September 14, 2016, commencing at 4:01 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, 2nd Vice Chair and Assistant Secretary (arrived subsequent to roll call); and Rob Dubow, Treasurer.

The following member of the Board of Directors was not present: Duane Bumb, Secretary.

The following members of the Authority staff were present: Gregory Heller, Ryan D. Harmon, Esquire, Tracy Pinson-Reviere, Jessie Lawrence, Brian Romano, Bob LaBrum, Susan Callanen, Mary Fogg, Melvis Dunbar and Elizabeth Bonaccorso.

Also in attendance: Chester Skaziak, Resident; Jacqueline Dunn, City Finance; David Fecteau, City Planning; Cari Schemm, Resident; and Diane Lucidi, Councilman Domb's Office.

ANNOUNCEMENTS

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



MINUTES

Ms. Fadullon called for a motion to approve the minutes of the Board meeting of August 10, 2016.

Upon motion made and duly seconded, the minutes of August 10, 2016 were approved.



ADMINISTRATIVE

Mr. LaBrum presented "Item I (a) – Contractor Service Agreement with Robert Ganter Contractors, Inc." in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Fadullon asked about the disparity in the amount of the two (2) bids and what factors determined the selection of Robert Ganter Contractors, Inc. Mr. LaBrum responded that the proposals were reviewed with the City and it was determined that Robert Ganter Contractors, Inc. was qualified. The City had previously worked with Robert Ganter Contractors, Inc. on the Municipal Services Building.

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. 2016-95

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.

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



At this time Ms. Figueroa joined the meeting that was already in progress.



Mr. Harmon presented "Item I (b) – Policy Regarding Outstanding Unsigned Redevelopment Agreements, Development Agreements and Property Sale Offers" in substance consistent with the Fact Sheet attached hereto.

Additional Comments and Discussion

Mr. Dubow stated today's action with regards to outstanding unsigned Redevelopment and Development Agreements and corresponding sale offers will be a great asset. Mr. Dubow asked what determined the six (6) month expiration period. Mr. Harmon replied that staff reviewed the process and turnaround time and determined that six (6) months was a feasible timeframe.

Mr. Heller stated this issue has been discussed among staff and there was a need for a deadline to be set in place moving forward. Mr. Cuorato commended Mr. Heller and Mr. Harmon for their efforts with this matter.

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. 2016-96

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

WHEREAS, the Authority desires to adopt a policy with respect to Authority property sale offers, Redevelopment Agreements and Development Agreements which would identify how long an offer to sell an Authority property and an unsigned Redevelopment Agreement or Development 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 or Development 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 or Development Agreement and any other information required pursuant to such Redevelopment Agreement or Development 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.

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



Mr. Harmon presented "Item I (c) – Grant of Easement to American Multi-Cinema, Inc. and 1600 Broad Associates, LP" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Dubow asked if there would be any impact on the Authority. Mr. Harmon responded no and stated that the Authority is simply the ground landlord and does not exercise any control over the property or its development. Mr. Harmon reiterated that a Certificate of Completion was previously issued for the property.

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. 2016-97

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.

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



DEVELOPMENT

Ms. Pinson-Reviere presented "Item II (a) – Selection of Redeveloper, Cari Schemm" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Fadullon inquired as to whether the developer lived near the subject property. Ms. Pinson-Reviere responded that the developer and the developer's husband owned the adjacent property as a rental property.

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. 2016-98

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.

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



Ms. Pinson-Reviere presented Item II (b) – Modification to Resolution No. 2016-55" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Fadullon acknowledged and thanked Mr. Heller and staff for their hard work.

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. 2016-99

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.

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



Mr. Romano presented "Item II (c) – Selection of Redeveloper & Self-Amortizing Loan, George C. Dunson & Catherine Dunson" 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. 2016-100

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.

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



Mr. Romano presented "Item II (d) – Selection of Redeveloper, Blue Truck Enterprises, LLC" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Heller asked if this was an old LAMA value or a new LAMA value. Mr. Romano replied he was unsure. Ms. Callanen confirmed that this was an old LAMA value.

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. 2016-101

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.

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



Mr. Lawrence presented "Item II (e) – Amendatory Agreement with BMK Properties, LLC" 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. 2016-102

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.

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



REAL ESTATE

Mr. Harmon presented "Item III – Conveyance of Properties" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Fadullon stated that the Board had questions with regards to 2317 Ridge Avenue at last month's meeting. Ms. Fadullon asked if any additional information was obtained. Mr. Harmon responded that he received and reviewed the VPRC meeting notes. The notes merely indicated that the use is for "recreational/vendor." Ms. Fadullon stated that additional information is still needed and the Board is going to table this property again.

Mr. Heller stated this property should be referred back to VPRC for clarification.

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. 2016-103

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 nd 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)
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.

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



ADD ON ITEM

Mr. Harmon presented "Item IV – Amendment and Restatement of Resolution No. 2015-147 (adopted December 9, 2015) Consent to Subdivision and Restructuring of Ground Lease with Beech Interpex, Inc. and 1600 Broad Street Associates, L.P." 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. 2016-104 (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 GROUNDLEASES INTO TWO GROUNDLEASES 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.

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



OLD BUSINESS

Ms. Fadullon inquired if there was any old business for the Board. Mr. Skaziak addressed the Board stating that he submitted information to Mr. Heller via fax on September 6th with regards to Brooklyn Heights. Mr. Heller responded that he did receive his fax and forwarded to the Authority's Legal Department for review. Mr. Harmon stated that he briefly reviewed the documents and saw that there are various title issues that could possibly require the Authority to file an action to quiet title. Mr. Harmon further stated that the legal department would perform a thorough review of the submitted documents.



NEW BUSINESS

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



ADJOURNMENT

There being no further business to come before the Board, Ms. Fadullon declared the meeting adjourned at 4:32 P.M.

SECRETARY TO THE BOARD



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

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



BOARD FACTSHEET

Meeting of September 14, 2016

Policy Regarding Outstanding Unsigned Redevelopment Agreements and Property Sale Offers

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.



BOARD FACTSHEET

Meeting of September 14, 2016

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

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;

- 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.

**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

**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

**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

**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) 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



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



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 52nd 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)



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

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.



BOARD FACTSHEET

Meeting of October 20, 2016

Revision to the Philadelphia Redevelopment Authority's Percent for Art Program Policy

The Board is asked to consider a Resolution that would adopt revisions to the Authority's Percent for Art Program related to certain fees and The Fund for Art and Civic Engagement (herein, "FACE").

In 1959, the Philadelphia Redevelopment Authority (the "Authority") created the nation's first Percent for Art Program (the "Program"), requiring redevelopers who build on land purchased from or assembled by the Authority to dedicate one percent (1.00%) of their construction costs to commissioning original site-specific fine art (the "Percent for Art Contribution"). Philadelphia's reputation as a city filled with public art is well-deserved and the PRA led the way with the Percent for Art program that has commissioned iconic works of art, such as Claes Oldenburg's *Clothespin* and Dennis Oppenheim's *Wave Forms*.

In 2016, the Authority staff engaged in a reexamination of the program and the payment of costs and administrative related thereto. The proposed revisions reflect improvements to the policy based on costs incurred by the Authority in administering the Program and the continued administration of the Program. The proposed key changes include:

- Authorizing the Authority to receive 5.00% of the Percent for Art Contribution as an administrative fee, payable to the Authority at settlement. Such monies shall be deposited by the Authority into administrative fund to be used solely for administrative costs related to the Program.
- The Authority is entitled to receive 5.00% of all future Percent for Art Contributions made by developers to the FACE in lieu of an on-site art project. Such monies shall be deposited by the Authority into administrative fund to be used solely for administrative costs related to the Program.
- The Authority is entitled to withdraw 5.00% of the current balance deposited in the FACE. Such monies shall be deposited by the Authority into administrative fund to be used solely for administrative costs related to the Program.

Prepared by: Ryan Harmon

Reviewed by: Tania Nikolic and Julia Guerrero, Director of Percent for Art Program

RESOLUTION NO.

PERCENT FOR ART PROGRAM – RESOLUTION AUTHORIZING THE AMENDMENT TO THE PROGRAM POLICIES AND PROCEDURES

WHEREAS, The Redevelopment Authority of the City of Philadelphia approved expanded Policies and Procedures for the operation of its Percent for Art Program by Resolution No. 12,382, adopted on April 18, 1984; and

WHEREAS, The Redevelopment Authority of the City of Philadelphia approved a second amendment to the Percent for Art Program Policies and Procedures, by Resolution No. 13,022, adopted on October 8, 1986; and

WHEREAS, The Redevelopment Authority of the City of Philadelphia approved a third amendment to the Percent for Art Program Policies and Procedures, by Resolution No. 13,146, adopted on May 12, 1987; and

WHEREAS, The Redevelopment Authority of the City of Philadelphia approved a fourth amendment to the Percent for Art Program Policies and Procedures, by Resolution No. 19,044, adopted on August 10, 2010; and

WHEREAS, The Redevelopment Authority of the City of Philadelphia approved a fifth amendment to the Percent for Art Program Policies and Procedures, by Resolution No. 2015-79, adopted on August 13, 2015; and

BE IT RESOLVED, By the Board of Directors of the Philadelphia Redevelopment Authority, that the attached Policies and Procedures for the Percent for Art Program, dated October, 2016, are hereby established effective immediately.

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.

The Philadelphia Redevelopment Authority

The Percent for Art Program Policy

October 20, 2016

Julia Guerrero, Director
Percent for Art Program
Philadelphia Redevelopment Authority
1234 Market Street
16th Floor
Philadelphia PA 19107

(215) 209-8619

Revised Amendment Approved by the
Board of the Redevelopment Authority on
October 8, 1986, Resolution No. 13,022

Revised Amendment Approved by the
Board of the Redevelopment Authority on
May 12, 1987, Resolution No. 13,146

Revised Amendment Approved by the
Board of the Redevelopment Authority on
August 10, 2010, Resolution No. 19,044

Revised Amendment Approved by the
Board of the Redevelopment Authority on
August 12, 2015, Resolution No. 2015-79

Revised Amendment Approved by the
Board of the Redevelopment Authority on
October 20, 2016, Resolution No. 2016-##

TABLE OF CONTENTS

THE PHILADELPHIA REDEVELOPMENT AUTHORITY'S PERCENT FOR ART PROGRAM

The Philadelphia Redevelopment Authority Public Art Committee

I. PERCENT FOR ART PROGRAM POLICY

- A. The Percent for Art Requirement
- B. The Total Construction Cost Budget
- C. Administrative Fee
- D. The Aesthetic Standards
- E. Educational Programming

II. FULFILLING THE PERCENT FOR ART REQUIREMENT

- A. Commission an Original Public Art Project
- B. Contribute to the Fund for Art and Civic Engagement
- C. The Role of the Consultant
- D. The Certification of the Project
- E. Special Policies
 1. Multiple Building Development
 2. Historic Buildings
 3. Fountain Sculpture
 4. Institutional Art Committees
 5. Commemorative Works of Art

III. THE MAINTENANCE, CONSERVATION AND PRESERVATION OF THE WORK OF ART

- A. An Introduction to an Owner's Responsibility Toward Percent for Art Projects
- B. The Sale, Relocation, Alteration, Disposal or Withdrawal of Existing Works of Public Art
 1. The Criteria for the Initiation of a Request
 2. The Projected Sale of a Work of Art
 3. The Projected Relocation of a Work of Art
 4. The Projected Alteration of a Work of Art
 5. The Withdrawal and/or Disposal of a Work of Art
 6. The Method of Request

IV. PERCENT FOR ART POLICY APPENDIX:

- Appendix A: Affidavit of Redeveloper's Construction Costs
- Appendix B: Construction Cost Estimate

THE PHILADELPHIA REDEVELOPMENT AUTHORITY PERCENT FOR ART PROGRAM

Philadelphia was the first city in the United States to adopt programs for acquiring and commissioning works of contemporary public art for new development in urban renewal areas. The Redevelopment Authority pioneered the Percent for Art Program in March 1959, becoming the *first program in the United States* to make the commissioning of public art an integral part of the urban renewal process.

In the first half century since the inception of the Redevelopment Authority's Percent for Art Program, hundreds of works of public art have been installed in all areas of Philadelphia. Works of public art can be found in such diverse developments as high-rise commercial and residential towers, housing for families and the elderly, shopping plazas, parks, industrial plants, hotels and universities. These works of art represent some of the best works of contemporary artists of regional, national and international reputation.

In the last fifty years the City of Philadelphia has developed one of the largest public art collections in the world. Public art exists in many forms: as a sculpture in a plaza, as an entryway, a way-finding mechanism, a piece hung in a public atrium or applied to a façade. Public art can also take less conventional forms, like original community, arts, performance and culture-based public programs. The Percent for Art program encourages Redevelopers to conceive of new and interesting applications for public art, and to create work that engages the public and challenges them to think about their surroundings in new and exciting ways.

To this end, the Redevelopment Authority has created the following Percent for Art Program Policies and Procedures to guide Redevelopers through the public art selection process.

The Authority's Policies and Procedures are structured to ensure that an early dialogue exists among the Redeveloper, Architect and Artist. The public art should be conceived at the earliest possible stage of project design for the development. This early conceptual collaboration among the Redeveloper, the Architect, the Artist and the Redevelopment Authority will thereby insure the creation of a work of public art which is integral to the architecture, landscape, environment, community and use of the site.

THE PHILADELPHIA REDEVELOPMENT AUTHORITY THE PERCENT FOR ART PROGRAM POLICY

THE PHILADELPHIA REDEVELOPMENT AUTHORITY PUBLIC ART COMMITTEE

The Board of Directors of the Philadelphia Redevelopment Authority appoints a standing Public Art Committee (hereinafter referred to as the "Committee"). Individuals sensitive to and knowledgeable about issues of public art and the urban renewal process shall thus be invited to serve on the Committee. The Committee shall consist of twelve (12) members and shall be comprised of the following:

- Redevelopment Authority Board Appointments (2)
(One member of the Redevelopment Authority Board and one discretionary appointment)
- Artists (2)
- Arts Professionals (Art historian, Art Administrator, Collector, Curator, Museum Director) (4)
- Registered Architect (1)
- Registered Landscape Architect (1)
- Certified Urban Planner (1)
- Building trade professional (construction manager, developer, engineer) (1)

The appointments to the Committee shall be made by the Chairman of the Board of the Authority, upon the recommendation of the Executive Director and the Director of the Percent for Art program. The Chairman of the Board shall also appoint two voting members to the Committee to represent the Authority. Of these members, one shall be a member of the Authority Board. The Chairman shall appoint the Chairperson of the Committee. The Chairman shall also appoint all other members of the Committee, upon the recommendation of the Chairperson of the Committee, the Executive Director and the Director. Board members shall serve on the Committee concurrent with his/her Board appointment. Other members shall serve for terms of two or three years. These terms shall expire on a rotational basis to insure appropriate continuity of membership on the Committee. The members shall continue to serve until their replacements have been formally appointed to the Committee. The Committee shall elect from its membership such other officers as it deems necessary and appropriate. A majority of the members shall constitute a quorum at any meeting; and a quorum shall be necessary to conduct a

meeting. The Committee shall convene at least once a month at the regularly scheduled meeting and shall hold additional meetings, at such other times, as is deemed necessary by the Director.

The Authority shall appoint members to the Committee who by training, experience and/or interest, are qualified to carry out its responsibilities. The Authority has established the following criteria for membership on the Committee:

1. The member must be a resident or must be employed within the city of Philadelphia.
2. The member must have knowledge of the current trends in contemporary art and artists. Knowledge of the allied professions of Architecture, Landscape Architecture, City Planning and Design are also most desirable. The artists must have a wide knowledge of techniques and materials.
3. The member must be able to contribute constructive criticism and have good communication skills, both written and verbal.
4. The member must be able to attend the regularly scheduled Public Art Committee meeting on the first Wednesday of each month from 1:00 to 4:00 pm at the Redevelopment Authority's offices. In addition, visits to urban renewal sites, artist studios, foundries and fabricators are also sometimes required.
5. The member must be conflict-free and cannot serve as an art advisor or consultant for developers with the Authority's Percent for Art requirement.
6. The member shall not participate in any proposal before the Committee in which they have a financial or other interest, either direct or indirect.

The Committee is responsible for the review of all public arts proposals at the various stages of design, and shall make appropriate recommendations to the Board. The Committee shall also be responsible for the prior review and approval of artists, consultants and all others involved in the art selection process. The Committee shall guide the Redeveloper and Architect with the formulation of the art selection process, concepts and proposals. The Committee shall further provide site analysis and shall determine appropriate medium and scale for the art project. The Committee shall also be responsible for the on-going review of the Authority's Percent for Art Program Policy. The Director shall initiate, guide and monitor the art selection process from inception to completion.

The Committee will insure that the proposed work of art meets the highest artistic standards, and is compatible with its specific site and general environment.

Therefore the following Percent for Art Program Policy is to be observed by the Redeveloper and Architect and are those to which the Authority itself adheres:

I. THE PERCENT FOR ART PROGRAM POLICY

A. The Percent for Art Requirement

The Percent for Art clause is included in most Redevelopment Agreements and requires the selected Redeveloper to dedicate an amount equal to not less than one-percent of the total construction cost budget for work(s) of fine art. The clause shall be contained for all projects with a construction budget of \$100,000 or more. Developments with construction costs between \$100,000 and \$1,000,000 are required to contribute their Percent for Art contribution to the Fund for Art and Civic Engagement (FACE) (Part II, Section B)

The only projects that are exempt from the clause are the construction of residential housing involving public subsidies and construction of one single family residence, unless the construction budget is \$1,000,000 or more.

B. The Total Construction Cost Budget

The Redeveloper is required to expend an amount equal to at least one percent of the total construction cost budget for work(s) of public art. The total construction cost shall be based on the following and be submitted to the Director:

- Total construction budget for general, structural, mechanical and all related interior improvements to the development.
- The cost of all on-site and sometimes, off-site improvements.

Refer to Appendix B: Construction Cost Estimate form for applicable expenses.

At the beginning of the project the Redeveloper is to provide the Director with an estimate for the construction budget. One percent of the construction budget is to be used for the art project. After the construction is complete the Redeveloper is to submit a notarized Affidavit of Redeveloper's Construction Costs (Appendix A). Any additional costs incurred during construction are to be included in the affidavit. Additional costs in excess of \$1,000,000 are to be contributed by the Redeveloper to Fund for Art and Civic Engagement (the Fund).

C. Administrative Fee

The Authority is to receive 5% of all Percent for Art commissions as an administrative fee, payable to the Authority at settlement. Such monies shall be deposited by the

Authority into an administrative fund to be used solely for administrative costs related to the Program.

The Authority is to receive 5% of contributions to the Fund for Art and Civic Engagement (FACE). Such monies shall be deposited by the Authority into an administrative fund to be used solely for administrative costs related to the Program.

D. The Aesthetic Standards

The proposed artist(s) under consideration for a Percent for Art commission must be a practicing professional artist(s) who is acceptable to the Committee. A practicing professional artist is one who is generally considered by critics and peers as a professional of serious intent with recognized ability and a body of good-quality past projects. No artist under consideration for a Percent for Art commission may have a familial relationship to the Redeveloper or have financial interest in the development.

E. Educational Programming

The Redevelopment Authority is committed to ensuring that all works of public art are successfully integrated into the development and surrounding community. To that end, the Redevelopment Authority requires that art projects with budgets that exceed \$50,000 dedicate 5% of the art contribution to project-specific public art educational programming.

Educational Programming is to be conceived of by the project's artist and implemented by the artist or acceptable organization. The Educational Programming requirement is an opportunity for the Artist to actively engage in a conversation with the public. The goal for the Education Programming is meaningful community engagement that may: enhance neighborhood vitality, support community empowerment, build community capacity, further a community's awareness of public art, etc. The Educational Programming is to be offered free of charge and take place at or near the proposed project site and is to be publicized throughout the community.

II. FULFILLING THE PERCENT FOR ART REQUIREMENT

Following are the steps for initiating a Percent for Art project. The Redevelopment Authority requires that the Public Art obligation is completed in a timely manner. It is critical that the art selection process starts at the very beginning of the development process in order to allow for the greatest opportunities for integrating the artwork into the development. The Redeveloper is to attend each scheduled meeting with the Public Art Committee. If the Redeveloper does not attend a meeting, the meeting will be rescheduled for the next available regularly-scheduled Public Art Committee meeting.

Requiring the Redeveloper (or their assignee with the authority to select the work of art on behalf of the Redeveloper) is essential for creating a clear flow of communication through the process and also for ensuring that the Redeveloper and the Committee are in agreement on each step of the process and the site, artist and type of artwork under consideration.

Prior to the selection of the Redeveloper by the Board, the Director will schedule a time to meet with the Redeveloper, the Architect and the Authority's Project Manager for the next available regularly scheduled Public Art Committee meeting. This is an opportunity to discuss the site, budget, approach to the public art project, method of artist selection and project timeline.

A. Commission an Original Public Art Project

A Redeveloper may fulfill its Percent for Art obligation by commissioning one or more works of permanent or time-limited visual art or artwork that is performative, auditory, conceptual, experimental or sculptural. The art/artwork must bear a substantial relationship to the physical, spatial, social, civic, or cultural environment of the redevelopment site.

All Percent for Art projects must be the result of a commission of original art/artwork, of any form or genre, created and developed by professional artists, specifically for fulfilling the Percent for Art opportunity. Redevelopers may either work directly with an Artist or with an experienced Creative Partner, such as a performing arts presenter or curator, visual art curator or non-profit arts organization.

The Director and the Committee are available to advise a Redeveloper at all stages of the Percent for Art project. Following is an outline of the process for the development of the Public Art project. The Committee may, at its discretion, either eliminate or combine one or more of the steps listed below:

- **Step 1: Concept Development.** After meeting with the Committee and developing an approach for the project, the Redeveloper and Director will create a Call for Artists or a Call for Creative Partners. The Call must be presented to the Committee for their approval. It will then be distributed, either in as an Open Call or as an Invited Call. These are the only allowable methods of selection.
- **Step 2: Review the Call Responses to Create Applicant Short List.** The Redeveloper meets with the Committee to review applications received in response to the Call. The selection of applicants to be included on the short list is made through consensus of the Redeveloper, Architect, Director and Committee during the Committee's monthly meeting in the offices of the

Authority. At this point the short list of Artist/Creative Partner applicants will be invited to either submit detailed project proposals or to participate in a formal selection interview.

- **Step 3: Review Proposals or Conduct Interviews.** Artists/ Creative Partner applicants will either present a detailed proposal to the Redeveloper and Committee for review or to participate in a formal selection interview. At this point either the Artist/Creative Partner will be selected or additional information may be required in order for a selection to be made.
- **Step 4: Further Concept Development.** Artist will present finalized artistic concept and Educational Programming concept to the Redeveloper and Committee at the end of the Schematic Design phase. This will include a finalized design, lighting concept and budget. If given Committee approval, the artist may proceed with fabrication.

-OR-

Creative Partner will present their developed vision for the project, including artist(s), project partner(s), site(s), budget, timeline, Educational Programming, etc for Redeveloper and Committee approval. The Committee will either approve the plan or offer specific comments. If necessary, selected Creative Partner may need to re-present for Committee approval.

The Redeveloper is required to provide within the area of the art project an inscribed Dedicatory Plaque, or other signage appropriate for the type of art being commissioned. This shall include the name of the Artist, Title of Work and Date. The name of the Redeveloper and Project shall be included and it shall be stated that the project was "carried out in cooperation with the Philadelphia Redevelopment Authority's Percent for Art Program and the Commonwealth of Pennsylvania."

The Authority requires the Redeveloper to only commission original works of public art, created specifically for the development. The commission must be for a discrete art project, and may not be part of or a contribution to any other project. The plan may not involve a contribution to any individual artist, artist collective or arts organization.

The Artist will also be responsible for creating a method of archiving non-permanent works of art, as well a plan for permanent storage of the archive in the public realm. The archival process must be conceived by the artist, executed by the Artist, and approved by the Committee. A copy of all archived materials must be sent to the Director.

B. Contribute to the Fund for Art and Civic Engagement

The Authority maintains the Fund for Art and Civic Engagement (the Fund) which is used periodically to organize and sponsor original works of public art.

Redevelopers with construction budgets of less than \$1,000,000 are required to contribute to the Fund. Redevelopers of projects with larger construction budgets may also elect to contribute to the Fund. The 1% contribution shall fulfill the Redeveloper's Percent for Art requirement.

The Fund exists solely for the purpose of commissioning original works of art that further the Percent for Art program's mission of commissioning innovative and thoughtful works of art that inspire people to consider their surroundings in new ways. Projects commissioned through the Fund must be complete, original works of public art, and be selected via an open RFQ or RFP process. The Director and Committee will develop, and present to the Executive Director for approval, project-specific guidelines related to each disbursement from the Fund. The selection of projects to be commissioned through the Fund will be made by a 5-person panel to include: 2 members of the PRA's Art Committee (including at least 1 Artist member of the Committee), 1 representative from the City's Office of Arts, Culture and the Creative Economy, 1 representative from the Redevelopment Authority staff, and 1 representative from the Philadelphia City Planning Commission staff. Appointments to the panel will be made by the Director of the Percent for Art Program and approved by the Executive Director.

Those Redevelopers who have dedicated their Percent for Art contribution to the Fund shall be recognized as donors to the Fund. All expenditures of the Fund must be approved by the Director of the Percent for Art Program.

C. The Role of The Consultant

The role of the Consultant is to provide a professional service. They must possess an extensive knowledge of contemporary public art and, more specifically, the complex process involved in the commissioning of site specific or site related works of public art. They must be capable of providing professional expertise and guidance and should possess a combination of the following:

- Knowledge of the contemporary art world, art trends and art costs.
- Expertise in the myriad aspects of working in art and architecture and the public art commissioning process.
- Appropriate educational and/or professional expertise in visual art and/or art history.

The Consultant shall be capable of providing all or part of the following services when required by the Redeveloper:

- Assist in the analysis of: site, medium, scale, lighting, installation and a long range maintenance program. It should be noted that many of these items are decided upon by the Redeveloper and Architect, working in collaboration with the Committee and the Advisory Board of Design.
- Establish a comprehensive and open art selection process giving consideration to a broad range of artists, styles and approaches, in order to locate the most appropriate artist(s) for the art project.
- Negotiate and prepare the artist's agreement
- Work with the Authority, Redeveloper, Architect, Artist and Director in scheduling meetings, formal presentations, overseeing the fabrication, installation and dedication of the art project. Must be capable of working with all individuals involved in the public art commissioning process.
- Work closely with the Authority and Redeveloper in arranging the public information for the art project.

The Code of Ethics for Consultants: The Consultant must possess a high commitment to the integrity of public art and must follow ethical working procedures. This person must maintain a conflict-free commitment to the ethical standards, goals and best interests of the Authority and the Redeveloper. The following standards have been established by the Authority for Consultants and those persons involved in the Public Art Selection Process:

- Is paid only by the Redeveloper for expertise and must not have a profit interest, nor realize any financial gain from the commissioning of any specific artist or work of art. Accepts no fees or gifts from artists, galleries, dealers, foundries, fabricators, or anyone else involved in the art project.
- Must be conflict-free and not maintain any art sales inventory, nor any economic affiliations with artists, galleries, dealers, foundries, fabricators, or anyone else involved in the art project.
- The Consultant's fee shall reflect the scope of services provided, the estimated time involved in carrying out the art project, and the total art budget. It is understood that the Redeveloper shall submit the proposed consultant fee to the Committee for its review and approval, prior to execution of the Redeveloper/Consultant Agreement. A copy of the Agreement shall be submitted to the Director within fifteen (15) days of the execution. The Fees proposed to be paid to panelists shall also be submitted to the Committee for its prior review and approval.

D. The Certification of the Project

Upon satisfactory installation and approval of the art project, the Redeveloper shall submit to the Director certification of the following:

- A copy of the Affidavit of Redeveloper's Construction Costs (Appendix B), to include total construction cost project budget and public art project budget, certified by an appropriate officer of the Redeveloper and Notary Public.
- A copy of the total public art cost project budget, including full payment to the Artist.

The Redeveloper shall complete the form and have it properly certified by an appropriate officer of the Redeveloper and a Notary Public. This certification shall then be submitted to the Director. The contents shall be properly verified by the Director. If there is a question concerning the costs submitted, the Committee will obtain a cost estimate from a source other than the Redeveloper.

E. Special Policies

1. Multiple Building Development

In multiple building developments there need not be a one-to-one ratio between buildings and works of art. The Authority encourages the Redeveloper to "pool" funds with the Authority, thus enabling the commissioning of more significant art projects.

2. Historic Buildings

Redevelopers of existing historic buildings which are in the National Register or are in the National District may petition the Committee for approval to apply the public art contribution towards architectural preservation and/or restoration. This can be accomplished through the preservation and/or restoration of significant decorative architectural features or details. The proposed concept must be reviewed and approved by the Committee and the work itself must be executed by an approved fine Artist.

3. Fountain Sculpture

Redevelopers desiring to commission fountain sculpture for a site are required to have the fine art portion of the fountain sculpture constitute no less than seventy-five percent (75%) of the total art budget. The fabrication, installation and mechanical fountain equipment shall not exceed twenty-five percent (25%) of the total art budget. All proposals for fountains must be approved by the Committee.

4. Institutional Art Committees

Institutions having long-standing advisory art committees, who are responsible for the implementation for the Authority's public art requirement, shall include adequate representation of professional visual arts members. The same policy shall

apply with such committees as is set forth in Part II, Item A, "The Initiation of the Agreement and the Public Art Program Brief."

5. Commemorative Works of Art

The Percent for Art Program Policy will not permit a Commemorative Work of Art when it is simply illustrative or is a literal portrait of a historical figure or is one which will function or be perceived as an institutional, corporate or commercial symbol or logo.

It is the Committee's desire that a Commemorative Work of Art be an imaginative interpretation of the meaningful qualities of the event or person to be celebrated.

III. THE MAINTENANCE, CONSERVATION AND PRESERVATION OF THE WORK OF ART

A. An Introduction to an Owner's Responsibility Toward Percent for Art Projects

The acquisition and commission of permanent works of public art, realized under the Redevelopment Authority Percent for Art Program, entails a commitment on the part of the Redeveloper or Owner to preserve, protect and permanently display the work of art in its original condition and at its original location as at the time of installation. The routine maintenance, conservation and preservation of said work shall be the responsibility of the Redeveloper or Owner. Redevelopers and subsequent property Owners are to maintain, conserve and preserve the work of art in the manner prescribed by the artist for the lifespan of the work of art, which is required to be fifty (50) years unless otherwise approved, in writing, by the Director and the Committee at the time the commission for the work of art is awarded.

The Artist shall include a maintenance provision in the Agreement with the Redeveloper. This Agreement shall stipulate the length of time the Artist will be responsible for the repair of the work of art and shall further include the short-range and long-range maintenance program. The Artist may also recommend a particular professional conservator to be consulted for the long-range maintenance and conservation of the work of art. The Artist will create a long and short-term maintenance manual, to be given to the Redeveloper when final payment is received by the Artist. A copy will also be kept on file at the Authority's office. If the property is sold, the Redeveloper or Owner is required to transfer the maintenance manual to the building's new owner. The Redeveloper or Owner is also required to notify the Director, in writing, of the sale of the property within 60 days of the sale. The Redeveloper is to provide to the Director the contact information for the new owner. The Authority will periodically contact owners of property with Percent for Art projects with information about maintenance and conservation.

The acquisition of works of public art realized under the Redevelopment Authority Percent for Art Program, through the commissioning process, purchase, or any other means, entails a commitment on the part of the Redeveloper or Owner to preserve, protect and permanently display the work of art in the space for which it was originally created and intended, and for which it was approved by the Redevelopment Authority. The original conceptual intent of the artist, in creating the work of art, must be respected and maintained in all matters relating to the sale, relocation, alteration or disposal of the work of art.

Works of permanent public art shall remain permanently in place, intact, and shall be, for all purposes, a part of the real estate. The projected sale, relocation, alteration, disposal, withdrawal (even temporarily), must be presented to the Committee for consideration and disposition. The initiation of such a projected action shall be made to the Committee by the Redeveloper, Owner, or the responsible Petitioning Party. The Redeveloper/Owner, its Successors or Assigns will be required to adhere to the following Redevelopment Authority Fine Arts Program "Policies and Procedures," as they relate to "The Sale, Relocation, Alteration, Disposal or Withdrawal of Existing Works of Public Art" and "The Maintenance, Conservation and Preservation of the Work of Art." This agreement shall be legal and binding for a period of fifty (50) years, from the date of the dedication of the work of art.

B. The Sale, Relocation, Alteration, Disposal or Withdrawal of Existing Works of Public Art

The Authority considers the works of art created under its Percent for Art Program to be an important component of the public art collection of the city of Philadelphia. The works of art held within this collection shall be retained in the setting for which they were originally commissioned, purchased or donated and shall be properly maintained, preserved and displayed. Failure to maintain the work or display it publicly in its original location means that the Redeveloper/Owner is not in compliance with the terms of the Redevelopment Authority's Redevelopment Agreement.

The projected sale, relocation, alteration, disposal or withdrawal (even temporarily) of a work of public art held within this collection, shall not be considered unless the appropriate conditions no longer prevail for its optimum display. The projected disposition of a work of art shall be given consideration only after a very careful and thorough process of review and evaluation has been made by the Committee. The Committee shall not entertain the projected disposition of a work of art to satisfy changing taste and style. The Authority has developed a specific set of guidelines to ensure that all requests to sell, relocate, alter, dispose of, or withdraw (even temporarily) a work of art are given only the most careful consideration.

Should, at any time, a work of art be relocated, altered or removed without the express written approval of the Director and Committee, obtained through the process

outlined below, the Redeveloper/Owner will be required by the Authority to either return the work to its original location, repair the work to the satisfaction of the Committee, or refund to the Artist or their estate the appraised value of the piece at the time of its disposal. If the artist is no longer living or no estate has assumed responsibility for the Artist's works, the funds are to be made payable to the Fund for Art and Civic Engagement (FACE). All expenses incurred by sale, relocation, alteration, disposal or withdrawal efforts are to be paid by the Redeveloper/Owner and submitted to the Director for approval.

1. Criteria for the Initiation of a Request

The Authority has established the following review for the initiation of a request to sell, relocate, alter, dispose of, or withdraw (even temporarily) an existing work of art. The work of art:

- Represents a clear danger to the safety of the public.
- Has been found to possess faulty characteristics of design, material and/or craftsmanship.
- Requires unreasonable maintenance and/or conservation.
- Has been badly vandalized or damaged and the repair of such a work of art is neither reasonable nor feasible.
- Is located within a site which has significantly changed in use, character and/or design and the relationship of the work of art to the site is no longer possible, suitable or valid.

2. The Projected Sale of a Work of Art

The projected permanent removal of a work of art from display for the purpose of sale shall be given consideration only if the Committee determines that it is not feasible or possible to relocate the work of art to another suitable location. However, if the Committee does grant approval to the sale of a work of art, such sale shall be accomplished through one of the following methods and shall be subject to the prior approval of the Committee:

- The Artist or the Artist's estate shall be given the right of first refusal if possible. The sale price shall be based upon the current appraised value of the work of art, or upon a contractual requirement between the Redeveloper and Artist made at the time of acquisition.
- The work of art shall be publicly advertised for sale at the current appraised value. The sale may be accomplished through direct sale, public auction or gallery resale.
- The work of art shall be advertised for sale at the current appraised value through invited direct competitive bids.

The Redeveloper or Owner shall be required, if the Committee deems it appropriate, to acquire a replacement work of art for the site. The replacement work of art shall be equal in value to the proceeds realized by the sale, after expenses have been deducted. The acquisition of the replacement work of art shall be guided by the Authority's current Percent for Art Program Policy.

If this action is deemed inappropriate by the Redeveloper or Owner and the Committee, the Redeveloper shall be required to deposit the proceeds realized by the sale into the Authority's Fund for Art and Civic Engagement (FACE). The proceeds shall be used for the acquisition of new works of art.

The Artist shall be given an appropriate percentage of the proceeds of the sale, based upon the appreciated value of the work of art and provided that the condition was contained in the original Redeveloper/Artist Agreement.

3. The Projected Relocation of a Work of Art

The projected relocation of a work of art from the site for which it was originally commissioned, purchased or donated, shall only be considered when the appropriate conditions no longer prevail for its optimum display. This method is preferable to the sale of the work of art. The Committee will determine if the request meets one of the criteria set forth in, "Criteria for Request." The Committee shall require one, or a combination, of the following methods:

- All costs relating to the relocation of the work of art shall be assumed by the Petitioning Party
- The work of art shall be given professional conservation before its relocation, if deemed necessary by the Committee. All construction costs involved in resiting the work of art shall be assumed by the Petitioning Party.
- If the work of art is to be dedicated to the City of Philadelphia or the Redevelopment Authority, the Petitioning Party shall establish a trust fund for the work of art. This trust fund shall be deposited with the custodial party and shall be used for the future maintenance and conservation of the work of art.
- In addition to the above-listed requirements, the Petitioning Party may also be required to provide replacement art satisfactory to the Committee which is equal in value to the tax credit benefits and minus legitimate expenses. If replacement art is found to be inappropriate, then the Petitioning Party shall be required to donate the established sum to the Redevelopment Authority Fine Arts Development Fund.

4. The Projected Alteration of a Work of Art

The projected alteration of a work of art is not permitted. The protection of the work of art, as conceived by the Artist, is essential to maintaining its artistic integrity. The original intent of the Artist in creating and siting the work of art shall be respected at all times.

If the Artist is alive and can be contacted, the Petitioning Party shall consult with him/her to discuss the proposal. This should be accomplished before submitting a formal request for such alteration to the Committee. If the Artist is available, then a written recommendation shall be submitted by the Artist to the Committee. In some instances, the Committee may request that the Artist be present at the review.

If the existing site, where the work of art is located or is integral to, is to be altered or destroyed the work of art shall be removed and relocated to another appropriate site. If this cannot be accomplished without destroying the integrity of the work of art, then the Committee shall appoint a panel of arts experts, or a special consultant, to evaluate the matter and make recommendations. When a minor alteration to the work of art is required the same procedure, as outlined above, shall also be followed.

5. The Withdrawal and/or Disposal of a Work of Art

The projected permanent withdrawal and/or disposal of a work of art shall be considered by the Committee only if one or more of the items exist which are set forth in "Criteria for the Initiation of a Request," Part III, Section A,1. The Petitioning Party must present proof to the Committee that the work of art cannot be relocated to an appropriate site (first priority) or sold. If approval is given to withdraw and/or dispose of the work permanently, the artist shall be given the first opportunity to acquire the work of art. If the artist refuses the work of art, the work will be offered as a gift to a public non-profit institution or will be stored, if feasible, for disposition at a future time. All costs incurred shall be the responsibility of the petitioning party.

The projected temporary withdrawal of a work of art for conservation or restoration purposes shall also be reviewed by the Committee and shall be subject in part to the request set forth in the "Method of Request" Item 6.

6. The Method of Request

The Petitioning Party shall present a formal written request to the Authority, which shall include the following information:

- The reason for the request to sell, dispose, relocate, alter or remove (even temporarily) a work of art

- An estimate of the current value of the work of art, which shall include a written appraisal by a professional recognized expert. The Committee reserves the right to request additional professional appraisals. All costs shall be assumed by the Petitioning Party.
- An evaluation of the current condition of the work of art, which shall be prepared by a recognized professional conservator. All costs shall be assumed by the Petitioning Party.
- Substantiation of proper notice to the artist conveying the intent of the Petitioning Party. The Artist response shall be taken into consideration in the final decision, if the Committee deems it possible.
- The Director shall prepare a full written report for presentation to the Committee. The report shall include: the history of the acquisition, the original intent of all concerned parties and all other pertinent information. The necessary visual information shall also be presented.
- A written opinion of the Authority's Legal Department concerning the request, when deemed appropriate.

The Redevelopment Authority Percent for Art Program: APPENDIX A**TOTAL CONSTRUCTION COST BUDGET**

The Redeveloper is required to expend an amount equal to one-percent of the total construction budget for work(s) of public art. The total construction cost budget shall be based on the following and shall be submitted to the Director:

- a) Total construction budget for general, structural, mechanical and all related interior improvements to the development.
- b) The cost of all on-site improvements.

AFFIDAVIT OF REDEVELOPER'S CONSTRUCTION COSTS

I HEREBY DECLARE AND AFFIRM that I am of the _____
 (title) and duly authorized representative of _____
 (firm name), whose address is _____

I hereby certify as follows:

- 1) The construction cost of the redevelopment of _____

 Located at _____
 _____ was as set forth in the Project budget, a copy of which is attached hereto and made a part hereof as Exhibit A.
- 2) The total cost of the Public Art project or contribution is _____.
- 3) The total sum of construction costs related directly to Public Art, as is set forth in "Total Construction Cost Budget," was _____.
 Proof of payment of construction costs related to Public Art is attached hereto and made a part hereof as Exhibit B.
- 4) If the Public Art requirement is met with a contribution, the Redeveloper's check should be made payable to the "Philadelphia Redevelopment Authority / Fund for Art and Civic Engagement" and sent with accompanying information as described above to Julia Guerrero, Director, Percent for Art Program, Philadelphia Redevelopment Authority, 1234 Market Street, 16th floor, Philadelphia, Pennsylvania, 19107.

I do solemnly declare and affirm that the contents of the foregoing document are true and correct, and that I am authorized, on behalf of the above firm, to make this affidavit.

_____ (Affiant)

_____ (Date)

On this _____ day of _____, 2016, before me,

_____,
The undersigned officer, personally appeared _____,

Known to me to be the person described in the foregoing Affidavit and acknowledged that he / she executed the same in the capacity therein state and for the purposes therein contained.

In witness thereof, I hereunto set my hand and official seal.

_____ (Notary Public)

My Commission expires: _____

The Redevelopment Authority Public Art Program: APPENDIX B

CONSTRUCTION COST ESTIMATING FORM

The following form may be used by the Redeveloper for estimating the construction costs that count toward the Percent for Art requirement.

Division #	Description	Total
1	General Requirements: Including	
	Mobilization	
	Temporary Facilities	
	Equipment	
	Division 1 Total:	
2	Sitework: Including	
	Demolition	
	Earthwork	
	Site Utilities	
	Site Improvements	
	Area Paving	
	Walks & Curbs	
	Landscaping	
	Division 2 Total:	
3	Concrete: Including	
	Foundation	
	Cast-in-Place	
	Pre-cast	
	Sidewalks/Yards	
	Steps/Footings	
	Basement	
	Division 3 Total:	
4	Masonry: Including	
	Block	
	Brick Veneer	

	Restoration/Cleaning	
	Stucco	
	Division 4 Total:	

5	Metals: Including	
	Structural	
	Ornamental/Guards	
	Railings	
	Division 5 Total:	

6	Carpentry: Including	
	Joist	
	Sheathing	
	Window/Door Frames	
	Trim/Shelves	
	Underlayment	
	Partitions/Ceilings	
	Wood	
	Metal	
	Division 6 Total:	

7	Moisture Protection: Including	
	Roofing	
	Siding	
	Insulation	
	Waterproofing	
	Division 7 Total:	

8	Windows and Doors: Including	
	Windows	
	Storm Windows	
	Exterior Doors	
	Interior Doors	
	Division 8 Total:	

9	Finishes: Including	
	Plaster Repair	

9 con't	Drywall	
	A) Hang	
	B)	
	C) Finish	
	Ceramic tile work	
	Suspended Ceilings	
	Flooring	
	A) Carpet	
	B) Hardwood	
	Painting & Decorating	
	A) Interior	
	B) Exterior	
	VC Tile	
Division 9 Total:		

10	Specialties: Including	
	Mailbox	
	Bath Accessories	
	Public Areas	
	Division 10 Total:	

11	Equipment: Including	
	Appliances	
	Division 11 Total:	

12	Furnishings: Including	
	Kitchen Cabinets	
	Bath Vanities	
	Window Treatments	
	Division 12 Total:	

13	Special Construction: Including	
	Trash Compactor	
	Recreation Equipment	
	Division 13 Total:	

14	Conveying: Including	
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	Elevator	
	Escalator	
	Division 14 Total:	

15A	Plumbing: Including	
	Sewage System	
	Water System	
	Gas Service	
	Rough Drains	
	Interior Plumbing	
	A) Rough	
	B) Finish	
	Fire Protection	
	A) Sprinklers	
	B) Pumps and Controls	
		Division 15A Total:

15B	Heating, Ventilation: Including	
	Rough	
	Vents	
	Fans/Ducts	
	Heaters	
	Finish	
		Division 15B Total:

16	Electrical: Including	
	Primary Service	
	Distribution System & Panels	
	Rough Wiring	
	Systems (Alarms, Intercoms, Security)	
	Finish (Devices, Fixtures)	
		Division 16 Total:

TOTAL	DIVISIONS 1-16:	
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BOARD FACTSHEET

Meeting of October 20, 2016

Conveyance of PRA 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 PRA to the Philadelphia Land Bank:

- The conveyance of these properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.
- The PRA properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 2nd and 5th Councilmanic District Offices.

PROPERTY INFORMATION:

PRA Conveyance: The PRA properties attached hereto as Exhibit "A" will be conveyed to the Philadelphia Land Bank without consideration, pursuant to Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3).

EXHIBIT "A"

2nd Councilmanic District Properties

2002-04 Annin Street
1110-12 S 20th Street
1118 S 20th Street
1124 S 20th Street
1248-52 S 23rd Street (originally approved as 1252 S 23rd St)
1314-20 S 28th Street, including 1314-20 S 28th Street and 1309-23 S Newkirk Street (originally approved as 1316 S 28th St and 1313, 1315, 1317, 1321 S Newkirk St)
2529-31 S 77th Street (originally approved as 2529 S 77th St)

5th Councilmanic District Properties

632 N 11th Street
645-47 N 11th Street
2203 N 26th Street, including 2520-32 W Fletcher Street and 2201-27 N 26th Street (*originally approved as 2532 W Fletcher St*)
3854 N Delhi Street
2610-16 W Fletcher Street (*originally approved as 2612, 2614 and 2616 W Fletcher St*)
2603-51 W Susquehanna Avenue, including 2601-05 W Sedgley Avenue, aka 2200 N 26th Street; 2206-26 N 26th Street; 2602-08 and 2218-32 W Fletcher Street; 2201-07 and 2213-17 N 27th Street; and 2607-43 W Susquehanna Avenue, also known as 2603-51 W Susquehanna Avenue (*originally approved as 2603-51 W Susquehanna*)
1019 Wallace Street

RESOLUTION NO.

PHILADELPHIA LAND BANK – RESOLUTION AUTHORIZING THE CONVEYANCE OF CERTAIN PROPERTIES OWNED 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, under Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), a redevelopment authority, with the consent of the local governing body and without a redevelopment contract, may convey title to certain redevelopment authority property to a land bank; and

WHEREAS, the properties identified on Exhibit "A" to this Resolution which are owned by the Philadelphia Redevelopment Authority qualify for transfer from the Philadelphia Redevelopment Authority to the Philadelphia Land Bank as provided by Section 2109 of the Land Bank Act; and

WHEREAS, the transfer of the properties identified on Exhibit "A" to this Resolution to the Philadelphia Land Bank will promote the public purposes for which the City created 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 convey title to those properties identified on Exhibit "A" hereto, to the Philadelphia Land Bank, and for the preparation, execution, acknowledgment and delivery of deeds to the Philadelphia Land Bank, without consideration, pursuant to Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), and to obtain the appropriate councilmanic action.

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 Philadelphia Redevelopment Authority to be Transferred to Philadelphia Land Bank

2nd Councilmanic District Properties

2002-04 Annin Street
1110-12 S 20th Street
1118 S 20th Street
1124 S 20th Street
1248-52 S 23rd Street (originally approved as 1252 S 23rd St)
1314-20 S 28th Street, including 1314-20 S 28th Street and 1309-23 S
Newkirk Street (originally approved as 1316 S 28th St and 1313, 1315,
1317, 1321 S Newkirk St)
2529-31 S 77th Street (originally approved as 2529 S 77th St)

5th Councilmanic District Properties

632 N 11th Street
645-47 N 11th Street
2203 N 26th Street, including 2520-32 W Fletcher Street and 2201-27 N 26th
Street (*originally approved as 2532 W Fletcher St*)
3854 N Delhi Street
2610-16 W Fletcher Street (*originally approved as 2612, 2614 and 2616 W
Fletcher St*)
2603-51 W Susquehanna Avenue, including 2601-05 W Sedgley Avenue, aka
2200 N 26th Street; 2206-26 N 26th Street; 2602-08 and 2218-32 W
Fletcher Street; 2201-07 and 2213-17 N 27th Street; and 2607-43 W
Susquehanna Avenue, also known as 2603-51 W Susquehanna Avenue
(*originally approved as 2603-51 W Susquehanna*)
1019 Wallace Street

**BOARD FACTSHEET**

Meeting of October 20, 2016
 Selection of Redeveloper
 2217 South 5th Street

NAME OF DEVELOPER/APPLICANT: Justin and Meagan Moody

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

Mailing Address: 446 Tree Street, Philadelphia, PA 19134

PROPERTY INFORMATION: 2217 South 5th Street

Description: 1,005 sq. ft., vacant lot **Zoning:** RSA-5 **Use:** Residential

Disposition Value: \$35,100.00

Property value was established by the LAMA upfront pricing model and advertised for bid on www.PhillyLandWorks.org. Mr. and Mrs. Moody were the sole bidder in 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 Winter, 2016, with completion within eighteen (18) months thereafter.

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 JUSTIN AND MEAGAN MOODY AS REDEVELOPERS OF 2217 SOUTH 5TH STREET LOCATED WITHIN THE WHITMAN REDEVELOPMENT AREA AND WHITMAN URBAN RENEWAL AREA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Justin and Meagan Moody is hereby selected as Redevelopers of 2217 South 5th Street, located within the Whitman Redevelopment Area and Whitman 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 Thirty Five Thousand One Hundred Dollars (\$35,100.00); 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	\$ \$0.00 -			
Acq/Construction Financing	\$ \$0.00 -			
Permanent Financing	\$ \$0.00 -			
Grant	\$ \$0.00 -			
Other	\$ \$35,000.00 -	Discover Bank	Y	
Other	\$ \$8,800.00 -	Savings	Y	
Other	\$ \$0.00 -			
Total Sources	\$ \$43,800.00 -			

Uses: Provide estimated costs to redevelop property

<i>Uses</i>	<i>Amount</i>	<i>Source of Estimate</i>
Purchase Price of Property	\$ 35,100.00	
Closing Costs (Title/Recording)	\$ 2,000.00	
Construction Costs	\$ 6,700.00	
Design/Engineering Costs	\$ 0.00	
Legal Costs	\$ 0.00	
Holding Costs	\$ 0.00	
Financing Costs	\$ 0.00	
Other: _____	\$ 0.00	
Other: _____	\$ 0.00	
Other: _____	\$ 0.00	
Total Uses	\$ 43,800.00	



Address: 2217 South 5th Street

Justin and Meagan Moody 2217 South 5th Street Project



Prepared by Tracy Pinson-Reviere
October 5, 2016



Whitman Redevelopment Area
Whitman Urban Renewal Area

 J. and M. Moody Residence

 2217 S. 5th Street

**BOARD FACTSHEET**

Meeting of October 20, 2016

Selection of Redeveloper – 125 and 127-29 South 46th Street
and 133-135 South 46th Street**NAME OF DEVELOPER/APPLICANT:** 125-135 S 46th Street Associates, LP

Nature of Transaction: Selection of Developer for the construction of two (2) three story properties of rental housing. 125 and 127-129 South 46th Street will contain twelve (12) units comprised of nine (9) – 2 bedroom and three (3) – 3 bedroom units. 133-135 South 46th Street will contain seven (7) units comprised of two (2) – 1 bedroom and five (5) – 3 bedroom units. The properties are located within the 45th and Sansom Urban Renewal Area.

Legal Entity/Other Partners (if applicable): 125-135 S 46th Street Associates, LP

- TLC Property GP, LLC – 1%
- Lomax Real Estate Partners, LP – 99%
 - Charles Lomax – Partner
 - Michael A. Bowman – Partner
 - Bennett Lomax – Partner
 - Philip Butler - Partner

Mailing Address: 200 Highpoint Drive, Suite 215, Chalfont, PA 18914**PROPERTY INFORMATION:** 125 and 127-129 South 46th Street
133-135 South 46th Street

Description: 125 South 46th Street = 1,600 sq. ft., vacant lot
127-129 South 46th Street = 2,000 sq. ft., vacant lot
133-135 South 46th Street = 3,966 sq. ft., vacant lot

Zoning: CMX-2 **Use:** Residential (Per Title 14 of the Philadelphia Code for detached properties - residential use regulations of the most restrictive adjacent district apply)

Disposition Value: \$270,000.00

At the direction of the Council person, the sale of the property is being handled as a directed 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 Winter, 2016, with construction completion within eighteen (18) months thereafter.

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 ranges at MBE – 18% and WBE – 7%.

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.

RESOLUTION SELECTING 125-135 S 46TH STREET ASSOCIATES, LP AS REDEVELOPER OF 125 AND 127-129 SOUTH 46TH STREET AND 133-135 SOUTH 46TH STREET, LOCATED IN THE 45TH AND SANSOM REDEVELOPMENT AREA, 45TH AND SANSOM URBAN RENEWAL AREA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that 125-135 S 46th Street Associates, LP is hereby selected as Redeveloper of 125 and 127-129 South 46th Street and 133-135 South 46th Street, located within the 45th and Sansom Redevelopment Area, 45th and Sansom 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 Two Hundred Seventy Thousand Dollars (\$270,000.00); 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.

<i>Type</i>	<i>Amount</i>	<i>Name of Source</i>	<i>Committed: Y/N</i>	<i>Documentation Attached: Y/N</i>
Developer Equity	\$ 614,700.00 -	Lomax Real Estate Partners	Y	
Acq/Construction Financing	\$ 2,458,800.00 -	Royal Bank of America	Y	
Permanent Financing	\$ -			
Grant	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
Total Sources	\$ 3,073,500.00 -			

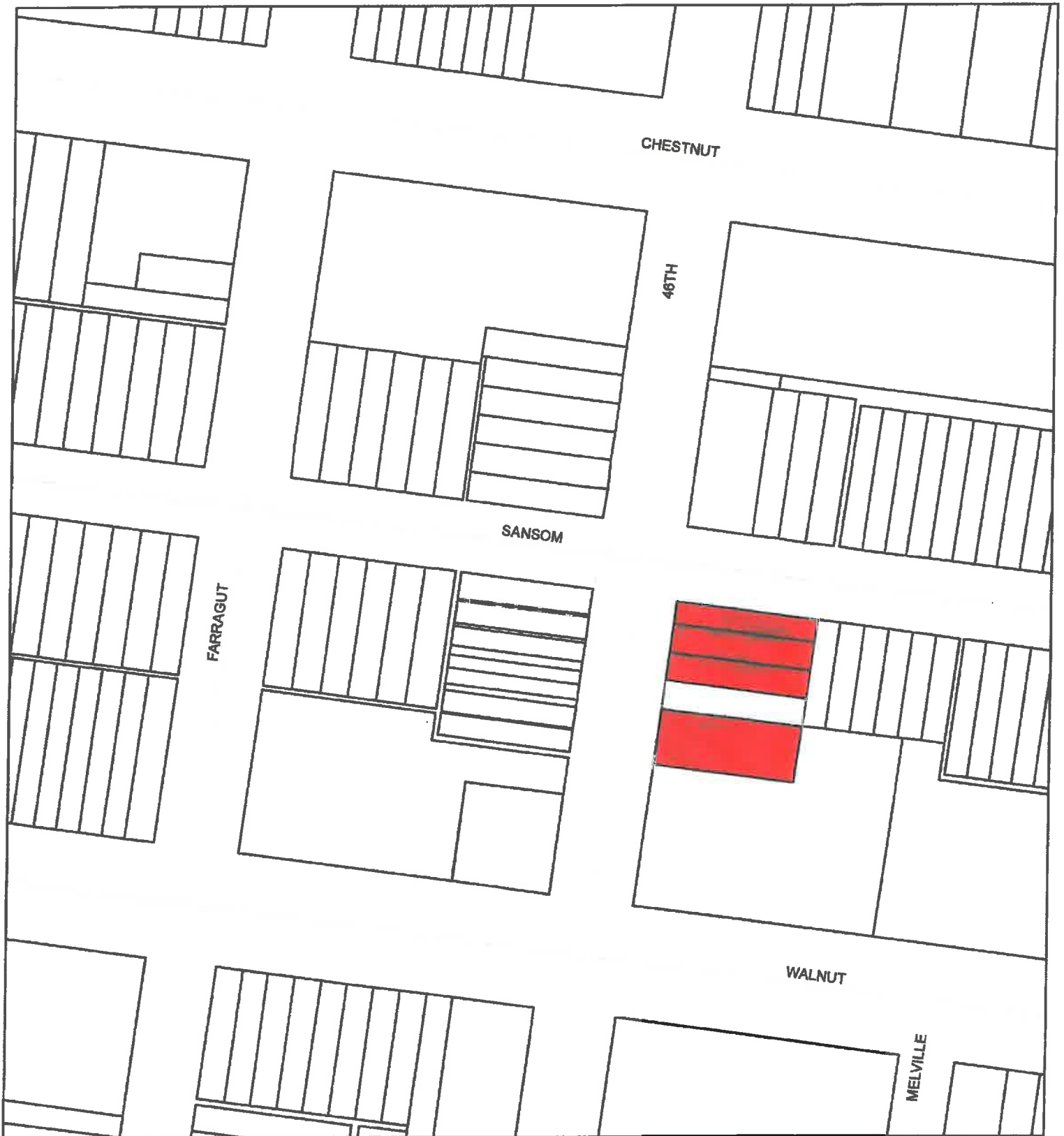
Uses: Provide estimated costs to redevelop property

<i>Uses</i>	<i>Amount</i>	<i>Source of Estimate</i>
Purchase Price of Property	\$ 270,000.00	
Closing Costs (Title/Recording)	\$ 3,000.00	
Construction Costs	\$ 2,550,500.00	
Design/Engineering Costs	\$ 25,000.00	
Legal Costs	\$ 7,500.00	
Holding Costs	\$ -	
Financing Costs	\$ 12,000.00	
Other: _____	\$ 178,500.00	
Other: _____	\$ 25,500.00	
Other: _____	\$ 1,500.00	
Total Uses	\$ 3,073,500.00	



Address: 125, 127-129 and 133-35 South 46th Street

**125-135 S 46th Street Associates, LP
125 and 127-129 South 46th Street
and 133-135 South 46th Street Project**



Prepared by Tracy Pinson-Reviere
October 11, 2016



**45th and Sansom Redevelopment Area
45th and Sansom Urban Renewal Area**

**BOARD FACTSHEET**

Meeting of October 20, 2016

Selection of Redeveloper and Self-Amortizing Loan

2517 Salmon Street

NAME OF DEVELOPER/APPLICANT: Collene Sallee**Nature of Transaction:** Selection of applicant to develop a sideyard adjacent to her property in the New Kensington-Fishtown Urban Renewal Area.**Legal Entity/Other Partners (if applicable):** N/A**Mailing Address:** 2519 Salmon Street, Philadelphia, PA 19125**PROPERTY INFORMATION:** 2517 Salmon Street**Description:** 1,350 sq. ft., vacant lot **Zoning:** RSA5 **Use:** Residential**Disposition Value:** Total disposition price of \$20,000, which is comprised of a \$5,000.00 developer payment and \$15,000.00 ten (10) year self-amortizing mortgage.

Due to the applicant being the adjacent property owner who has maintained the property, a direct sale via a value established by the upfront LAMA pricing model was agreed to. The purchase price for the property will be paid by a \$5,000 redeveloper payment and a self-amortizing mortgage in the amount of \$15,000, so as to ensure the property is not resold for profit.

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 early 2017, with construction completion within six (6) months thereafter.

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 project given the construction budget is under \$250,000.

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

Prepared by: Jessie Lawrence, Project Manager
Reviewed by: Tania Nikolic

RESOLUTION NO.

RESOLUTION SELECTING COLLENE SALLEE AS REDEVELOPER OF 2517 SALMON STREET LOCATED IN THE NEW KENSINGTON-FISHTOWN REDEVELOPMENT AREA, NEW KENSINGTON-FISHTOWN URBAN RENEWAL AREA

WHEREAS, if the disposition price for a property is reduced from market value for an accepted 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 Collene Sallee is hereby selected as Redeveloper of 2517 Salmon 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 Twenty Thousand Dollars (\$20,000.00); 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 (\$15,000.00) 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 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.

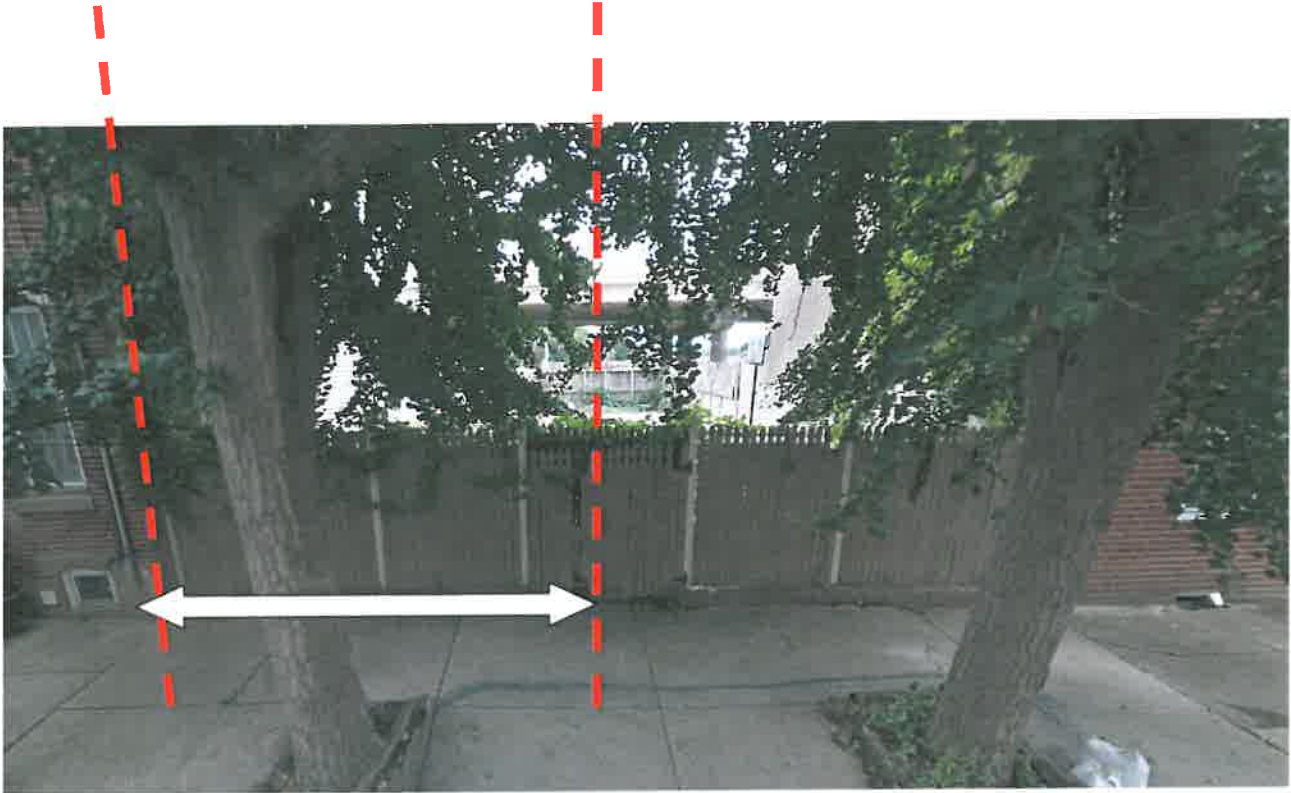
Project Financing: Estimated Sources and Uses of Funds. Sources must equal Uses.

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

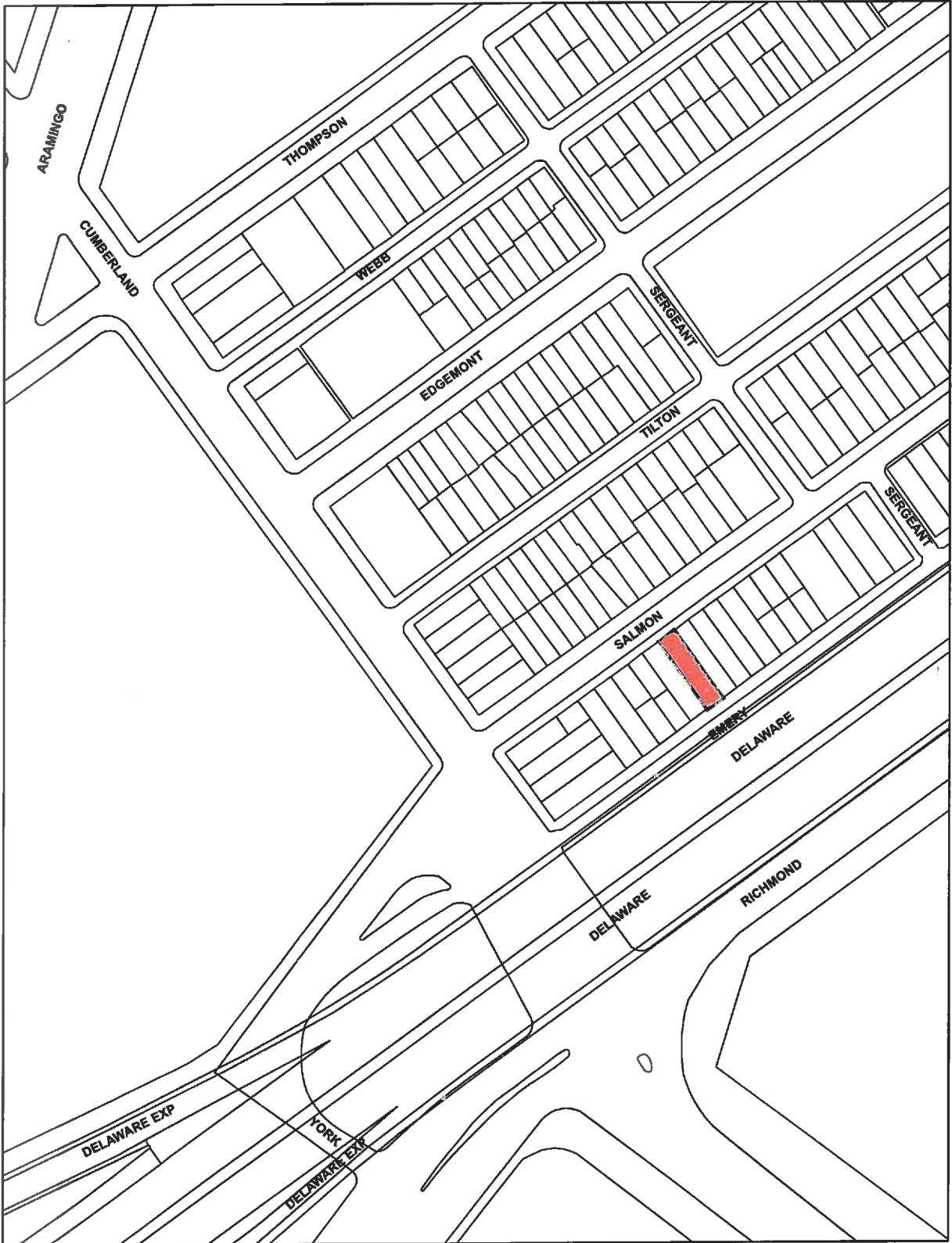
<i>Type</i>	<i>Amount</i>	<i>Name of Source</i>	<i>Committed: Y/N</i>	<i>Documentation Attached: Y/N</i>
Developer Equity	\$ 5,000.00	Collene Sallee	Yes	Yes
Acquisition Financing	\$ -			
Construction Financing	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
Total Sources	\$ 5,000.00			

Uses: Provide estimated costs to redevelop property

<i>Uses</i>	<i>Amount</i>	<i>Source of Estimate</i>
Acquisition Cost (include closing cost)	\$ 5,000.00	PRA
Holding Costs	\$ -	
Construction Costs	\$ -	
Design/Engineering Costs	\$ -	
Legal Costs	\$ -	
Other	\$ -	
Other	\$ -	
Other	\$ -	
Total Uses	\$ 5,000.00	



Address: 2517 Salmon Street



NEW KENSINGTON-FISHTOWN URBAN RENEWAL AREA
2517 Salmon Street

**BOARD FACTSHEET**

Meeting of October 20, 2016

Sale of Renovated Single Family Property

1637 S. 24th Street**NAME OF DEVELOPER/APPLICANT:** Kamphee Chumsri

Nature of Transaction: The Board is requested to authorize the sale of the Authority-owned renovated property located at 1637 S. 24th Street ("Property") in the Point Breeze neighborhood.

Mailing Address: 1522 Morris Street, Philadelphia, Philadelphia, PA 19145

PROPERTY INFORMATION: 1637 S. 24th Street, 19145

Description: 1,250 sq. ft.; 3 bed/1.5 bath **Use:** Residential Single Family

Sale Price: \$155,000

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 \$159,900 and marketed to homebuyers at or below 80% Area Median Income.

The Authority has received an agreement of sale from Khamphée Chumsri for the purchase price of \$155,000, with a \$2,500 seller's assist. Mr. Chumsri 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

RESOLUTION NO.

RESOLUTION AUTHORIZING THE SALE OF 1637 S. 24th STREET

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Authorization is given for the sale of property owned by the Authority located at 1637 S. 24th Street to Kamphee Chumsri for the purchase price of One Hundred Fifty Five Thousand Dollars (\$155,000), with a \$2,500 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 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.

BEFORE



AFTER





1637 S. 24th Street



BOARD FACTSHEET

Board Meeting of October 20, 2016
4117-45 Mitchell Street, Philadelphia, Pennsylvania
Lease and Redevelopment Agreement

APPLICANT/REDEVELOPER/TENANT: Roxborough Dog Park Association, a Pennsylvania non-profit corporation ("**RDPA**").

PROPERTY INFORMATION:

4117-45 Mitchell Street, Philadelphia, Pennsylvania (the "**Premises**").

REQUEST:

1. Approval of the Lease Agreement ("**Lease**") between the Philadelphia Redevelopment Authority ("**PRA**") and RDPA for the Premises.
2. Approval of a Redevelopment Agreement between the PRA and RDPA for the development of the Premises.

BACKGROUND:

The Premises

The PRA is the current owner of the Premises, which currently licensed to RDPA for use as a dog park pursuant to a License Agreement dated November 12, 2014, as amended by that certain First Amendment to License Agreement dated July 29, 2016 (collectively, the "**License Agreement**").

RDPA intends to construct a fenced and gated dog park with drinking fountains, paving, landscaping and an open-air pavilion with seating on the Premises to serve surrounding neighborhoods and community (the "**Redevelopment Project**").

Lease and Redevelopment Agreement for the Premises

The Redevelopment Agreement provides the terms of construction of the Redevelopment Project. The Lease provides, among other things, the terms of occupancy of the Premises. The following is a summary of the material terms of the Lease and Redevelopment Agreement:

Lease Term: The term of the Lease will expire ten (10) years from the commencement date ("**Term**").

Lease Rent: RDPA shall pay the fixed minimum rent ("**Fixed Minimum Rent**") during the duration of the Term in the annual amount of Twelve and 00/100 Dollars (\$12.00), payable in yearly installments of Twelve and 00/100 Dollars (\$12.00).

Net Lease: The Lease is a "net lease," and the PRA is not responsible for any costs, expenses or charges thereunder.

Non-Discrimination in Use or Construction of the Entire Redevelopment Premises: The Redevelopment Agreement requires non-discrimination in use and construction of the Redevelopment Project.

Minority, Disadvantaged and Female Owned Business Enterprise Requirements. The Redevelopment Agreement encourages fair and non-discriminatory business and employment practices and expanding opportunities for minorities, women and disadvantaged individuals.

Redevelopment Commitment: RDPA has committed to develop the Premises as a dog park.

Insurance: RDPA agrees to insure and to cause its contractors and subcontractors to maintain the minimum insurance coverages as required by the PRA during the term of the Redevelopment Agreement and Lease.

Indemnification: RDPA agrees to indemnify and defend the PRA and save it harmless from and against any and all claims, actions, suits, proceedings, losses, damages, liabilities and expenses arising during the term of the Redevelopment Agreement and Lease.

FINANCING:

RDPA has provided documentation of available funds in an amount no less than total Redevelopment Project costs. There will be no financing for the Redevelopment Project – costs will be paid by RDPA.

COMMENTS OR OTHER CONDITIONS:

Commencement of construction of the Redevelopment Project is estimated to begin within six (6) month of settlement with construction completion within twenty-four (24) months.

Applicant 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. Per Chapter 17-1600 of the Philadelphia Code, an Economic Opportunity Plan is not required for this project given the construction budget is under \$250,000. The Applicant is encouraged to make a best and good faith effort to employ and document their effort to hire MBE, WBE and DBE registered businesses.

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

Prepared By: Ryan Harmon

RESOLUTION NO.

RESOLUTION APPROVING: (i) THAT CERTAIN LEASE AGREEMENT WITH ROXBOROUGH DOG PARK ASSOCIATION; AND (ii) THAT CERTAIN REDEVELOPMENT AGREEMENT WITH ROXBOROUGH DOG PARK ASSOCIATION

WHEREAS, the Philadelphia Redevelopment Authority ("Authority") is the current owner of the premises located at 4117-45 Mitchell Street, Philadelphia, Pennsylvania (the "Premises"), which is currently licensed by the Authority to Roxborough Dog Park Association ("RDPA") for use as a dog park;

WHEREAS, RDPA seeks to lease the Premises from the Authority and construct a fenced and gated dog park with drinking fountains, paving, landscaping and an open-air pavilion with seating on the Premises to serve surrounding neighborhoods and community (the "Redevelopment Project");

WHEREAS, to effectuate construction of the Redevelopment Project, RDPA and the Authority have agreed, subject to Board approval, to enter into a Lease Agreement ("Lease") to provide, among other things, the terms of occupancy of the Premises;

WHEREAS, as a condition of the Lease, the Authority seeks to have RDPA enter into a Redevelopment Agreement ("Redevelopment Agreement") relative to the construction of the Redevelopment Project;

WHEREAS, the Board is willing to authorize Authority staff to pursue further negotiation with RDPA in order to reach final agreement on all terms of the Lease and Redevelopment Agreement;

NOW THEREFORE, BE IT RESOLVED BY THE PHILADELPHIA REDEVELOPMENT AUTHORITY, that approval is given for the Authority to finalize negotiations and enter into (i) the Lease, and (ii) the Redevelopment Agreement, upon terms and conditions substantially in conformance with the Fact Sheet presented to the Board and upon such other terms and conditions consistent therewith acceptable to the Executive Director and General Counsel.

FURTHER AUTHORIZING, that the Executive Director is hereby authorized, empowered and directed to perform any and all such acts and things, and to execute, acknowledge, deliver, file or record in any appropriate public offices, all ancillary agreements, documents, instruments and certifications as may be necessary or desirable in connection with accomplishing the purpose of this Resolution.

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	\$ -			
Acquisition Financing	\$ -			
Construction Financing	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
Other	\$ -			
Total Sources	\$ -			

Uses: Provide estimated costs to redevelop property

<i>Uses</i>	<i>Amount</i>	<i>Source of Estimate</i>			
Acquisition Cost (include closing cost)	\$ -				
Holding Costs	\$ -				
Construction Costs	\$ -				
Design/Engineering Costs	\$ -				
Legal Costs	\$ -				
Other	\$ -				
Other	\$ -				
Other	\$ -				
Total Uses	\$ -				



Proposed Roxborough Dog Park

4117-4145 Mitchell Street



BOARD FACTSHEET

Meeting of October 20, 2016

Loan Modification

Calcutta House

Located at 1827-43 W. Cabot Street and 1221-33 N. 19th Street

NAME OF OWNER: Calcutta House ("Borrower")

NATURE OF TRANSACTION: Resolution authorizing the Authority's consent to a modification of the loan made pursuant to Resolution No. 17,147, adopted on January 28, 2003, to allow Borrower to lease the rental units to homeless individuals instead of only homeless individuals with HIV/AIDS.

BACKGROUND INFORMATION: Pursuant to Resolution No. 17,147, adopted on January 28, 2003, the Authority was authorized to enter into a non-recourse, construction/permanent loan with the Borrower in the aggregate amount of One Million Four Hundred Seventy-Two Thousand Seven Hundred Fifty-Six Dollars (\$1,472,756) ("Authority Loan"). The proceeds of the Authority Loan were used to assist in the construction of nine (9) affordable rental units located at 1827-43 W. Cabot Street and 1221-33 N. 19th Street ("Project").

The Authority Loan was partially funded with HOPWA funding which required the rental units to be occupied by homeless individuals with HIV/AIDS. The ten (10) year compliance period for the HOPWA funding has expired and the Borrower has requested that the loan documents be amended to permit them to lease to homeless individuals. This request is being made because the service provider believes that opening the occupancy to a broader population will assist with the Project's long term viability. The City Division of Housing and Community Development and the Office of Homeless Services are supportive of this change.

BOARD ACTION REQUESTED:

Authorize the Authority to modify the terms of the Authority Loan to permit the rental units to be occupied by homeless individuals.

All other terms and conditions of Resolution No. 17,147 to remain in full force and effect.

Proposed Resolution is attached

Prepared by: Darci Bauer, Underwriter

Reviewed by: David S. Thomas, Deputy Executive Director

RESOLUTION NO.**RESOLUTION AUTHORIZING THE AUTHORITY TO AMEND THE AUTHORITY'S LOAN WITH CALCUTTA HOUSE TO CHANGE THE PERMITTED OCCUPANCY OF THE RENTAL UNITS**

WHEREAS, pursuant to Resolution No. 17,147, adopted on January 28, 2003, the Authority entered into two (2) non-recourse construction permanent loans with Calcutta House ("Borrower") in the aggregate amount of One Million Four Hundred Seventy-Two Thousand Seven Hundred Fifty-Six Dollars (\$1,472,756) ("Authority Loan"). The proceeds of the Authority Loan were used to assist in the construction of nine (9) affordable rental units ("Units") located at 1827-43 W. Cabot Street and 1221-33 N. 19th Street, Philadelphia, Pennsylvania (the "Project");

WHEREAS, the Authority Loan was partially funded with HOPWA funding and required that the Units be occupied by homeless individuals with HIV/AIDS;

WHEREAS, the ten (10) year regulatory compliance period for the HOPWA funding has expired and the Borrower has requested that the Authority Loan documents be amended to permit the Units to be occupied by homeless individuals.

NOW BE IT RESOLVED, by the Philadelphia Redevelopment Authority ("Authority"), that the Authority is authorized to take the following action:

1. Modify the terms of the financing to remove the requirement that the Units be leased to homeless individuals with HIV/AIDS and require instead that the Units be leased to homeless individuals.
2. All other terms and conditions of Resolution No. 17,147, adopted on January 28, 2003, shall remain in full force and effect.

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.



BOARD FACTSHEET

Meeting of October 20, 2016

Lehigh Park Apartments

Modification of Loans to St. Christopher's L.P. V and St. Christopher's L.P. VIII

TRANSACTION SUMMARY

Transfer, assumption, subordination, and restructuring of three (3) Authority loans in connection with the Lehigh Park I ("LP1") and Lehigh Park II ("LP2") developments (together, the "Projects") to permit the preservation and development of affordable housing units.

BACKGROUND

Lehigh Park I

In 1993, the Philadelphia Housing Development Corporation ("PHDC") provided a loan to St. Christopher's Associates, L.P. V, secured by a PHDC mortgage in the aggregate amount of \$2,905,000, evidenced by 3 notes in the amounts of \$1,600,000, \$725,000 and \$580,000. The proceeds of the loan provided a portion of the financing for the substantial rehabilitation of 2600 N. Lawrence Street ("Property 1") into twenty-nine (29) units of permanent rental housing for low income residents. The \$725,000 and \$580,000 notes were paid and the remaining balance in the amount of \$1,600,000 is at 1% for a term of forty (40) years ("LP1 Loan 1").

In June of 2013, the Authority Board approved an additional loan in the amount of \$348,300 for elevator repairs. This additional financing is at 0% for a term of thirty (30) years ("LP1 Loan 2").

Lehigh Park II

In 1996, PHDC provided a loan to St. Christopher's Associates, L.P. VIII, in the amount of \$1,858,344 and secured by a PHDC mortgage ("LP2 Loan"). The LP2 Loan was part of the financing provided for the substantial rehabilitation of 2622-46 N. Lawrence Street ("Property 2") into forty-eight (48) units of permanent rental housing for low income residents. The LP2 Loan is at 7% for a term of forty (40) years.

In December 2010, the Authority Board approved an increase to the LP2 Loan in the amount of \$1,482,900 for various capital improvements. With the additional Authority financing, the LP2 Loan amount increased to \$3,341,244 with the loan terms remaining the same.

The LP1 Loan 1 and the LP2 Loan were assigned to the Authority.

PROPOSED PROJECT

In 2001, the Hispanic Association of Contractors and Enterprises ("HACE") purchased the general partnership interest in both limited partnerships from the Canus Corporation and since then has been managing the Projects. The Projects have reached their initial fifteen (15) year low income housing tax credit compliance period and HACE has developed a preservation plan in order to keep the Projects affordable for an additional thirty (30) years from the placed in service date. The Projects will be developed by a newly created entity, Lehigh Park Apartments LLC, a Pennsylvania limited liability company ("LPA LLC"), in which HACE has 100% interest of the General Partner. LPA LLC will be combining the Projects into a single seventy-four (74) unit development ("Lehigh Park Project") that will consist of making much needed renovations such as energy efficiency upgrades, capital and mayor systems improvements and other repairs. Total financing for the Lehigh Park Project is approximately \$12.5 million dollars and will be funded from 4% tax credits from the Pennsylvania Housing Finance Agency, a tax exempt bond construction/permanent loan provided by Citibank, N.A., and a deferred developer fee. The Philadelphia Housing Authority will be providing project based vouchers under the Rental Assistance Demonstration Program. There will be no additional financing requested from the Department of Housing and Community Development.

In order to make the Lehigh Park Project financially feasible, HACE has asked the Authority to reduce its debt to \$4,422,000 ("Assumed Debt") to match the as-is appraisal of Property 1 and Property 2, less the seller's share of transfer tax and a small existing loan from Santander Bank in the approximate amount of \$200,000. In addition, in order to satisfy investor requirements, HACE has requested that the Assumed Debt be restructured to bear interest at the Applicable Federal Rate ("AFR"), due and payable thirty-two (32) years from the date of execution.

BOARD ACTION

The Board is asked to consent to the following:

- Transfer of Property 1 and Property 2 to LPA, LLC;
- Forgiveness of the accrued interest and \$867,544 of the aggregate principal balance;
- Assumption by LPA, LLC of Assumed Debt;
- Modify the terms of the financing to extend the maturity date to thirty-two (32) years from the date of closing, accrue interest at the AFR and provide that no payments shall be due and payable until the maturity date;
- Allow the subordination of the Assumed Debt to the construction financing and permanent financing .

Proposed Resolution is attached

Prepared by: Darci Bauer, Underwriter
 Reviewed by: David Thomas, Deputy Executive Director

RESOLUTION NO.**RESOLUTION AUTHORIZING THE AUTHORITY TO CONSENT TO THE TRANSFER, ASSUMPTION, RESTRUCTURING AND SUBORDINATION OF THE EXISTING AUTHORITY DEBT PROVIDED TO ST. CHRISTOPHER'S ASSOCIATES, L.P. V AND ST. CHRISTOPHER'S ASSOCIATES L.P. VIII**

WHEREAS, the Philadelphia Housing Development Corporation ("PHDC") provided financing to St. Christopher's Associates, L.P. V ("LP 1") in the aggregate amount of \$2,905,000, of which a balance of \$1,600,000 remains (the "LP1 Loan 1") and to St. Christopher's Associates L.P. VIII ("LP 2"), in the amount of \$1,858,344 (the "LP 2 Loan") (together, the "PHDC Loans") for the rehabilitation of 2600 N. Lawrence Street ("Property 1") and 2622-46 N. Lawrence Street ("Property 2") (Property 1 and Property 2, together, "the Properties") to provide affordable rental housing for low to moderate income families; and

WHEREAS, the PHDC Loans are evidenced by notes payable to PHDC and secured by mortgages on the Properties ("PHDC Mortgages"); and

WHEREAS, the PHDC Mortgages were assigned to the Philadelphia Redevelopment Authority ("Authority"); and

WHEREAS, in 2001, the Hispanic Association of Contractors and Enterprises ("HACE") purchased the general partnership interest in both limited partnerships from the Canus Corporation and since then has been managing the Properties; and

WHEREAS, in 2011, the Authority provided financing to LP 2 for capital improvements to Property 2 by increasing the LP 2 Loan by an additional \$1,482,900 ("LP 2 Loan Modification"); and

WHEREAS, the LP 2 Loan Modification is evidenced by an Allonge and secured by an Amendment of Mortgage and Other Loan Documents; and

WHEREAS, in 2013 the Authority provided financing in the amount of \$348,300 to LP 1 ("LP 1 Loan 2") for elevator repairs for Property 1; and

WHEREAS, the LP 1 Loan 2 is evidenced by a note payable to the Authority and secured by a mortgage on Property 1; and

WHEREAS, HACE has developed a preservation plan and secured financing to combine the two (2) projects into a single 74 unit project ("Lehigh Park Project") under one owner Lehigh Park Apartments LLC ("LPA LLC"), in which HACE has 100% interest of the General Partner; and

WHEREAS, the Lehigh Park Project will be rehabilitated and maintained as low income housing for an additional thirty (30) years from the placed in service date; and

WHEREAS, LP 1 and LP 2 will convey the Properties to LPA LLC; and

WHEREAS, HACE has requested the Authority consent to the sale of the Properties and to restructure and subordinate its existing debt; and

WHEREAS, HACE has further requested the Authority to forgive the accrued interest and \$867,544 of the aggregate principal balance of the existing Authority debt to allow LPA LLC to assume the debt obligation of \$4,422,000 ("Assumed Debt").

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Redevelopment Authority that the Authority is authorized to take the following actions:

The Board is asked to consent to the following:

- Transfer of the Properties to LPA, LLC;
- Forgiveness of accrued interest and \$867,544 of the aggregate principal balance of the existing Authority debt;
- Assumption by LPA, LLC of the Assumed Debt;
- Modify the terms of the financing to extend the maturity date to thirty-two (32) years from the date of closing, accrue interest at the Applicable Federal Rate and provide that no payments shall be due and payable until the maturity date; and
- Allow the subordination of the Assumed Debt to the construction financing and permanent financing.

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.

Memorandum



BOARD FACTSHEET

Meeting of October 20, 2016
 Caton House/Genesis II ("Sponsor")
 1239 Spring Garden Street ("Property")
 Consent to Transfer of Property and Modifications of Loans to Caton House
 Real Estate Limited Partnership ("Borrower")

Transaction Summary

The restructuring of Authority debt to permit the sale of the Property and the preservation of affordable housing units.

Background

In 1993 and 1994, the Philadelphia Housing Development Corporation provided two loans totaling Nine Hundred Thousand Dollars (\$900,000) and Seven Hundred Fifty Thousand Dollars (\$750,000) to the Borrower (collectively, the "PHDC Loans"; individually, the "\$900,000 Loan" and the "\$750,000 Loan") for the rehabilitation of twenty (20) affordable housing units located at the Property for persons recovering from drug and alcohol dependency (Project). The PHDC Loans were at one (1%) percent interest, payable in twenty (20) years and were assigned to the Authority.

In 2014, to permit Genesis II to enter into a partnership with Horizon House, the Authority board adopted Resolution 2014-113 authorizing: 1) the satisfaction of the \$750,000 Loan; 2) consent to a transfer of control of the Genesis II Board to Horizon House; and 3) modification of the \$900,000 Loan to a 15 year, 0% interest, self-amortizing loan. Unfortunately, the partnership agreement with Horizon House could not be executed and none of the Board's approved actions occurred. The Project has since ceased operation.

Genesis II has now approached the Authority for consent to sell the Property to Thomas Jefferson University Hospital (Purchaser) and to forgive both the \$750,000 Loan and a portion of the \$900,000 Loan. Purchaser currently has a contract with the City of Philadelphia through Department of Behavioral Health to provide a comprehensive residential treatment program for pregnant and parenting women who have substance abuse disorders. Purchaser intends to acquire the Property for occupancy by these clients.

Upon the sale of the Property, Borrower will pay the Authority the amount of Two Hundred Thousand Dollars (\$200,000) toward the \$900,000 Loan. Purchaser shall assume debt in the amount of Three Hundred Thousand Dollars (\$300,000) ("Assumed Debt") and the Authority will forgive the interest and the remaining principal of Four Hundred Thousand Dollars (\$400,000). The Assumed Debt will be for a

twenty (20) year term at 0% interest and will be self-amortizing provided the Project is leased to low-income tenants.

Board Action

As a result the Board is asked to consent to the following:

- Consent to transfer of the Property to Purchaser;
- Forgiveness of the \$750,000 Loan and satisfaction of the mortgage securing it;
- Forgiveness of the interest and partial forgiveness of \$400,000 of the principal of the \$900,000 Loan;
- Assumption of debt in the amount of \$300,000 by the Purchaser;
- Modification of the terms of the Assumed Debt to a twenty (20) year term at 0% interest. The financing will be reduced annually without payment provided the Project is leased to low-income tenants.

The Resolution is attached hereto.

RESOLUTION NO.**RESOLUTION AUTHORIZING THE AUTHORITY TO CONSENT TO THE TRANSFER, PARTIAL FORGIVENESS, ASSUMPTION AND MODIFICATION OF THE EXISTING AUTHORITY DEBT PROVIDED TO CATON HOUSE REAL ESTATE LIMITED PARTNERSHIP**

WHEREAS, the Philadelphia Housing Development Corporation ("PHDC") provided financing to Caton House Real Estate Limited Partnership ("Borrower") in the amounts of Nine Hundred Thousand Dollars (\$900,000) and Seven Hundred Fifty Thousand Dollars (\$750,000) (individually, the "\$900,000 Loan" and the "\$750,000 Loan"; collectively, "PHDC Loans") for the rehabilitation of twenty (20) affordable housing units located at 1239 Spring Garden Street, Philadelphia, Pennsylvania ("the Property"); and

WHEREAS, the PHDC Loans are evidenced by notes payable to PHDC and secured by mortgages on the Property ("PHDC Mortgages"); and

WHEREAS, the PHDC Mortgages were assigned to the Philadelphia Redevelopment Authority ("Authority"); and

WHEREAS, Borrower desires to convey the Property to Thomas Jefferson University Hospital ("Purchaser"), which shall use the Property as housing for low-income pregnant women or women with children who have substance abuse disorders; and

WHEREAS, Borrower has requested the Authority consent to the sale of the Property and to forgive the \$750,000 Loan; and

WHEREAS, Borrower has further requested that, upon repayment to the Authority of Two Hundred Thousand Dollars (\$200,000), the Authority forgive all interest and partially forgive the principal balance of the \$900,000 Loan and allow Purchaser to assume the remaining sum of \$300,000 under modified terms ("Assumed Debt").

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Redevelopment Authority that the Authority is authorized to take the following actions:

- Consent to the transfer of the Property to Purchaser;
- Forgive the \$750,000 Loan;
- Forgive the accrued interest and Four Hundred Thousand Dollars (\$400,000) of the principal balance of the \$900,000 Loan;
- Consent to the assumption by Purchaser of the Assumed Debt;

- Modify the terms of the Assumed Debt to extend the maturity date to 20 years from the date of closing at 0% interest and provide that the financing will be reduced annually without payments provided the Property is leased to low-income tenants.

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.



BOARD FACTSHEET

Meeting of October 20, 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 two (2) properties will be conveyed at nominal under the Gift Property Program.

Address

Grantee

2912 West Page Street
2013 South 8th Street

Hilda J. Cromartie
United Communities SE Philadelphia

- 2) **Self-amortizing Mortgage Disposition:** The following four (4) properties will be conveyed at fair market value as determined by LAMA, with a self-amortizing mortgage for the purchase price.

Address

Grantee

Price

1228 North Conestoga Street
528 West Dauphin Street
1310 North Marston Street
2407 North Orkney Street

Anthony Royster
Rufus F. Lover & Elba, h/w
Steven Lawrence
Jossue Villamar

\$ 8,000.00 (LAMA)
\$ 8,373.30 (LAMA)
\$ 7,679.00 (LAMA)
\$27,743.94 (LAMA)

- 3) Fair Market Disposition:** The following two (2) 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>
1948 East Harold Street	Smith Fishtown LLC	\$5,500.00 (AUCTION)
2317 Ridge Avenue	Harold J. McCoy, Jr.	\$5,000.00 (RE Committee)

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;

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>
2912 West Page Street	Hilda J. Cromartie
2013 South 8 th Street	United Communities SE Philadelphia

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>
1228 North Conestoga Street	Anthony Royster	\$ 8,000.00 (LAMA)
528 West Dauphin Street	Rufus F. Lovera & Elba I. Lovera, h/w	\$ 8,373.30 (LAMA)
1310 North Marston Street	Steven Lawrence	\$ 7,679.00 (LAMA)
2407 North Orkney Street	Jossue Villamar	\$27,743.94 (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>
1948 East Harold Street	Smith Fishtown LLC	\$5,500.00 (AUCTION)
2317 Ridge Avenue	Harold J. McCoy, Jr.	\$5,000.00 (RE Committee)

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: 2912 West Page StreetCouncil District: 5th

Property Type:

Date approved by VPRC: 06/14/2016 Structure Vacant LotSales Price: NOMINALNumber 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 OLD GIFT – DONOR TAKER PROGRAM

Proposed Use:

 Single-family home Business Side-yard Community Purpose; what is the community purpose: _____ OtherIs 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 NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE _____%

WBE _____%

DBE _____%

Applicant Name: Hilda J. CromartieApplication Date: April 8, 2005Applicant Address: 2914 Page Street; Philadelphia, PA 19121

VPRC Fact Sheet

Property Address: 2013 South 8th StreetCouncil District: 1st

Property Type:

Date approved by VPRC: 06/14/2016 Structure Vacant LotSales Price: NOMINALNumber of EOIs Received: 2

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 owns 2011 & 2015 South 8th Street

Proposed Use:

 Single-family home Business Side-yard Community Purpose; what is the community purpose: _____ OtherIs 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 NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE %WBE %DBE %Applicant Name: United Communities SE Phila.Application Date: April 7 2016Applicant Address: 2029 South 8th Street; Philadelphia, PA 19148

VPRC Fact Sheet

Property Address: 1310 North Marston StreetCouncil District: 5th

Property Type:

Date approved by VPRC: 04/08/2014 Structure Vacant LotSales Price: \$7,679.00Number of EOIs Received: 5

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: _____ OtherIs there a self-amortizing mortgage? Yes NoIf yes, how much is the mortgage (should be \$15,000 or less)? \$7,679.00Is the estimated project cost greater than \$250,000? Yes NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE %WBE %DBE %Applicant Name: Steven LawrenceApplication Date: July 19, 2016Applicant Address: 1312 North Marston Street, Philadelphia, PA 19121

VPRC Fact Sheet

Property Address: 2407 North Orkney StreetCouncil District: 7th

Property Type:

Date approved by VPRC: 08/09/2016 Structure Vacant LotSales Price: \$27,743.94Number of EOIs Received: 1

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: _____ OtherIs there a self-amortizing mortgage? Yes NoIf yes, how much is the mortgage (should be \$15,000 or less)? \$27,743.94Is the estimated project cost greater than \$250,000? Yes NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE %WBE %DBE %Applicant Name: Jossue VillamarApplication Date: May 6, 2010Applicant Address: 2407 North Orkney Street, Philadelphia, PA 19133

VPRC Fact Sheet

Property Address: 1948 East Harold StreetCouncil District: 1st

Property Type:

Date approved by VPRC: 01/12/2016 Structure Vacant LotSales Price: \$5,500.00Number of EOIs Received: 4

Type of Transaction:

 AUCTION 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 - 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 Side-yard Community Purpose; what is the community purpose: _____ OtherIs 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 NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE ___%

WBE ___%

DBE ___%

Applicant Name: Smith Fishtown LLCApplication Date: June 12, 2015

c/o Joseph Smith

Applicant Address: 1511 Lindenhurst Road, Yardley, PA 19067

VPRC Fact Sheet

Property Address: 2317 Ridge AvenueCouncil District: 5th

Property Type:

Date approved by VPRC: 11/10/2015 Structure Vacant LotSales Price: \$5,000.00Number 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: _____ OtherIs 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 NoIf yes, was an EOP signed? Yes No

What are the EOP Goals?

MBE %WBE %DBE %Applicant Name: Harold J. McCoyApplication Date: June 1, 2012Applicant Address: 1816 North Taney Street, Philadelphia, PA 19121

Property Address: 528 West Dauphin Street

Council District: 7th

Property Type:

- Structure
- Vacant Lot

Date approved by VPRC: 09/08/2015

Sales Price: \$8,373.30

Number of EOIs Received: 1

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

Is there a self-amortizing mortgage? Yes No

If yes, how much is the mortgage (should be \$15,000 or less)? \$8,373.30

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: Rufus & Elba Lovera, h/w

Application Date: August 16, 2015

Applicant Address: 530 West Dauphin Street, Philadelphia, PA 19133

VPRC Fact Sheet

Property Address: 1228 North Conestoga Street

Council District: 4th

Property Type:

Date approved by VPRC: 06/07/1994

- Structure
- Vacant Lot

Sales Price: \$8,000.00

Number of EOIs Received: 1

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

Is there a self-amortizing mortgage? Yes No

If yes, how much is the mortgage (should be \$15,000 or less)? \$8,000.00

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: Anthony Royster

Application Date: July 21, 1994

Applicant Address: 1230 North Conestoga Street, Philadelphia, PA 19131



Client File #: N/A Appraisal File #: JV20160651

Summary Appraisal Report • Land

Appraisal Company: Fortuna & DiFlumeri Realty Appraisal, Ltd.
 Address: 801 Arch St, Suite 500, Philadelphia, PA 19107
 Phone: (215) 925-1212 Fax: (215) 925-1313 Website: http://www.philaappraiser.com

Appraiser: Frank Di Flumeri, SRA PA Cert. Resi. R.E. Appraiser
 AI Membership (if any): SRA MAI SRPA
 AI Status (if any): Candidate for Designation Practicing Affiliate
 Other Professional Affiliation: N/A
 E-mail: fortuna.diflumeri@philaappraiser.com
 Client: Philadelphia Land Bank
 Address: Office Of Housing and Community Development, 1234 Market Street, 17th Floor, Philadelphia, PA 19107
 Phone: Fax: E-mail: fortuna.diflumeri@philaappraiser.com
 Co-Appraiser: Philip Fortuna, MAI, SRA, PA Cert. General R.E. Appraiser
 AI Membership (if any): SRA MAI SRPA
 AI Status (if any): Candidate for Designation Practicing Affiliate
 Other Professional Affiliation: N/A
 E-mail: fortuna.diflumeri@philaappraiser.com

SUBJECT PROPERTY IDENTIFICATION

Address: 1228 N Conestoga St
 City: Philadelphia County: Philadelphia State: PA ZIP: 19131
 Legal Description: See Title Report; Tax Map 61N16 Lot 60-(City Of Philadelphia tax map); See "Legal Description" in the supplemental addendum
 Tax Parcel #: 0411467500 RE Taxes: 0 Tax Year: 2016
 Use of the Real Estate As of the Date of Value: Vacant residential site
 Use of the Real Estate Reflected in the Appraisal: Vacant residential site
 Opinion of highest and best use (if required): Hold until residential development becomes financially feasible for an investor/developer

SUBJECT PROPERTY HISTORY

Owner of Record: City of Phila Dept of Public Prop
 Description and analysis of sales within 3 years (minimum) prior to effective date of value: Trend/MLS Public Record reports no sales of the subject within 3-years of the effective date.
 Description and analysis of agreements of sale (contracts), listings, and options: According to the local MLS, the subject has not been listed for sale within a year of the effective date. To my knowledge, the subject is not under contract.

RECONCILIATIONS AND CONCLUSIONS

Indication of Value by Sales Comparison Approach	\$ 8,000
Indication of Value by Cost Approach	\$ N/A
Indication of Value by Income Approach	\$ N/A

Final Reconciliation of the Methods and Approaches to Value: Exclusive consideration is given to the sales comparison approach, as it is the most relevant approach to value in the appraisal of vacant land. The cost and income approaches are not relevant to the appraisal of this type of real estate.

Opinion of Value as of: 08/31/2016 \$ 8,000
 Exposure Time: 6-9 months.

The above opinion is subject to: Hypothetical Conditions and/or Extraordinary Assumptions cited on the following page.

* NOTICE: The Appraisal Institute publishes this form for use by appraisers where the appraiser deems use of the form appropriate. Depending on the assignment, the appraiser may need to provide additional data, analysis and work product not called for in this form. The Appraisal Institute plays no role in completing the form and disclaims any responsibility for the data, analysis or any other work product provided by the individual appraiser(s).
 AI Reports® AI-120.04 Summary Appraisal Report - Land

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

ADDRESS/WARD
 2912 W. Page St. / 32
 VPRC: 06/14/2016
 City Council: 160814
 Adopted On: 09/29/2016

GRANTEE
 Hilda J. Cromartie
 2914 Page Street
 Philadelphia, PA 19121

REUSE
 Private Lot Transfer
 Side yard – OLD GIFT
 DONOR TAKER PROGRAM

2013 S. 8th St. /39
 VPRC: 06/14/2016
 City Council: 160797
 Adopted On: 09/29/2016

United Communities SE Philadelphia
 c/o Francis Carney
 2029 South 8th Street
 Philadelphia, PA 19148

Non-Profit Lot Transfer
 currently owns 2011 & 2015 S. 8th St.

FAIR MARKET VALUE AS DETERMINED BY LAMA
With SELF-AMORTIZING MORTGAGE DISPOSITIONS
FACT SHEET

<u>ADDRESS/WARD</u>	<u>GRANTEE</u>	<u>REUSE</u>
1228 N. Conestoga St. / 04 VPRC: 06/07/1994 City Council: 160569 Adopted On: 06/09/2016	Anthony Royster 1230 North Conestoga Street Philadelphia, PA 19131	Private Lot Transfer Side yard – Mortgage \$8,000.00 (LAMA value)
528 W. Dauphin St. / 19 VPRC: 09/08/2015 City Council: 160975 Adopted On: 09/22/2016	Rufus F. Lovera & Elba I. Lovera, h/w 530 West Dauphin Street Philadelphia, PA 19133	Private Lot Transfer Side yard – Mortgage \$8,373.30 (LAMA value)
1310 N. Marston St. / 29 VPRC: 09/13/2016 City Council: 160140 Adopted On: 02/25/2016	Steven Lawrence 1312 North Marston Street Philadelphia, Pa 19121	Private Lot Transfer Side yard – Mortgage \$7,679.00 (LAMA value)
2407 N. Orkney St. / 19 VPRC: 08/09/2016 City Council: 160975 Adopted On: 09/22/2016	Jossue Villamar 2405 North Orkney Street Philadelphia, PA 19133	Private Lot Transfer Side yard – Mortgage \$27,743.94 (LAMA value)

VACANT PROPERTY REVIEW COMMITTEE
FAIR MARKET VALUE DISPOSITIONS
FACT SHEET

<u>ADDRESS/WARD</u>	<u>GRANTEE</u>	<u>Appraised/LAMA Value</u>	<u>REUSE</u>
1948 E. Harold St. / 31 VPRC: 01/12/2016 City Council: 160238 Adopted On: 03/31/2016	Smith Fishtown LLC c/o Joseph Smith 1511 Lindenhurst Road Yardley, PA 19067	\$5,500.00 (AUCTION) Deposit \$2,500.00	Private Lot Transfer
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.



BOARD FACTSHEET

Meeting of October 20, 2016

Amendment to Escrow Agreement

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

Nature of Transaction: The Board is requested to authorize an amendment to Resolution No. 2016-87, adopted on August 6, 2016, wherein the Authority Board authorized the abatement of 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**").

Item V (a)

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.

Specifically, the Board authorized Lena Street and Blakestone to pay off the Lena Street Loan and Blakestone Loan, respectively, and 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 Board authorized the placement of 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 were paid to the Authority in full by 5:00 p.m. on October 31, 2016, the Board authorized the release of the Escrow Funds to Lena Street and Blakestone and the abatement of the interest and penalties due owing under the LG Note and the LGII Note. Further, if such payment is not received by the Authority by 5:00 p.m. on October 31, 2016, the Authority would be entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone.

COMMENTS OR OTHER CONDITIONS:

Lena Street, Blakestone, LGII LP and LG LP have now requested an extension to the payment deadlines set forth above so that they can continue to renegotiate the terms of refinancing with their lender.

The Authority seeks authorization to enter into a First Amendment to Escrow Agreement which would extend the dates as follows:

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 December 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 December 31, 2016, the Authority is entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone.

Proposed Resolution is attached

Prepared by: Ryan Harmon

**RESOLUTION NO.
(AMENDING RESOLUTION NO. 2016-87, ADOPTED AUGUST 10, 2016)**

RESOLUTION AUTHORIZING THE FIRST AMENDMENT TO ESCROW AGREEMENT REGARDING THE ABATEMENT OF 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

WHEREAS, Pursuant to Resolution No. 2016-87, adopted August 10, 2016, the Board authorized the Authority to enter into an Escrow Agreement providing for the abatement of 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:

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, The Authority, Lena Street, Blakestone, LGII LP and LG LP executed an Escrow Agreement on August 17, 2016, which authorized the following:

1. Lena Street and Blakestone to pay off the Lena Street Loan and Blakestone Loan, respectively, and for the Authority to release the lien of each of the Lena Street Mortgage and the Blakestone Mortgage, as amended by the Blakestone Modification;
2. Simultaneously with such payoff, the placement of 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;
3. Provided the full principal amount of the LG Loan and the LGII Loan were paid to the Authority in full by 5:00 p.m. on October 31, 2016, the release of the Escrow Funds to Lena Street and Blakestone and the abatement of the interest and penalties due owing under the LG Note and the LGII Note; and
4. If such payment is not received by the Authority by 5:00 p.m. on October 31, 2016, the Authority would be entitled to, and shall receive, the entire Escrow Funds, without recourse from Lena Street and/or Blakestone;

WHEREAS, Lena Street, Blakestone, LGII LP and LG LP have now requested an extension to the payment deadlines set forth above so that they can continue to renegotiate the terms of refinancing with their lender; and

WHEREAS, The Authority seeks authorization to enter into an First Amendment to Escrow Agreement which would extend the aforementioned payment deadlines to permit Lena Street, Blakestone, LGII LP and LG LP to finalize the terms of refinancing.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that the Authority is authorized to enter into a First Amendment to 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 December 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; and
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 December 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.



BOARD FACTSHEET

Meeting of October 20, 2016

Ratification and First Amendment to Redevelopment Agreement

1408-24 N. 31st Street, 1415-37 N. 31st Street and 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street), Philadelphia, Pennsylvania

NAME OF DEVELOPER/APPLICANT: Westrum BT2, L.P. ("Redeveloper")

Nature of Transaction: By Resolution No. 17,436 adopted on February 10, 2004, the Board authorized the selection of Westrum BT 2, L.P. as redeveloper of the properties located at and known as 1408-24 N. 31st Street, 1415-37 N. 31st Street, 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street) and 1238-42 N. 31st Street, Philadelphia, Pennsylvania.

Settlement has occurred under (and as defined by) the Redevelopment Agreement dated May 6, 2005 (the "Redevelopment Agreement"), and title to the aforementioned properties was conveyed to Redeveloper by Indenture dated July 29, 2005 (the "Vesting Deed").

Because of market constraints at the time, commencement of construction of this project was delayed after settlement due the Redeveloper's inability to secure financing for previously approved development plans. The Authority delivered a Notice of Default to Redeveloper dated June 29, 2010 which asserted certain defaults by Redeveloper related to, among other things, the submission of plans and the commencement and the completion of redevelopment under and in accordance with the terms of the Redevelopment Agreement (the "Default Notice"). No further action was taken pursuant to the Default Notice.

On or about March 29, 2012, the Authority purchased the property located at 1238-42 N. 31st Street, Philadelphia, Pennsylvania, back from Redeveloper. The properties remaining subject to the Redevelopment Agreement, namely 1408-24 N. 31st Street, 1415-37 N. 31st Street and 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street), Philadelphia, Pennsylvania, are referred to herein, collectively, as the "Premises."

The applicant has since then received the necessary approvals and funding for the project, and PRA is now confident that the developer is in position to proceed with groundbreaking. The project will now be done in four (4) phases, with separate plans and proof of financing to be submitted for each respective phase. When the four (4) phases are completed, the project will include the construction of two hundred fifty-one (251) rental units and five thousand nine hundred (5,900) square feet of ground floor commercial space built with four (4) buildings ranging between four (4) and five (5) stories, with related site work, sidewalks, trees and landscaping to be constructed on the Premises and certain property surrounding the Premises, subject the approval of the Authority.

Item V (b)

Today, the Board is asked to authorize a resolution that would permit the Authority to enter into a Ratification and First Amendment to Redevelopment Agreement with Redeveloper with the following terms:

1. Approve schematic plans submitted by the Redeveloper for Phase 1 of the project;
2. Require redeveloper to submit Final Plans no later than 45 days prior to the commencement of construction of Phase 1 and for each Phase thereafter;
3. Extend this project's commencement deadline May 1, 2017;
4. Extend this project's completion deadline to May 1, 2019.

Legal Entity/Other Partners (if applicable): Westrum Urban, LLC

Mailing Address: 1300 Virginia Drive, Suite 215, Ft. Washington, PA 19034

PROPERTY INFORMATION: Parcel No. 6 (1408-24 N. 31st Street), Parcel No. 7 (1415-37 N. 31st Street) and Parcel No. 8 (1421-27 N. 32nd Street (incl. 3129-45 W. Master Street)), Philadelphia, Pennsylvania

Description: 174,000 sq. ft., vacant lots & building **Zoning:** RMX2 **Use:** Mixed Use Residential

COMMENTS OR OTHER CONDITIONS:

The developer purchased the property on July 29, 2005. The project will consist of four buildings, ranging between four and five stories, with a total of 251 rental units and 5,900 square feet of ground floor commercial space. Total development costs are estimated at \$49,000,000. There will be no extension fee.

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, sources & uses and photographs).

Prepared by: Jessie Lawrence, Project Manager
Reviewed by: Tania Nikolic and Ryan Harmon

RESOLUTION NO.**RESOLUTION APPROVING THE RATIFICATION AND FIRST AMENDMENT TO THE REDEVELOPMENT AGREEMENT WITH WESTRUM BT2, L.P., RE: 1408-24 N. 31ST STREET, 1415-37 N. 31ST STREET AND 1421-27 N. 32ND STREET (INCL. 3129-45 W. MASTER STREET), NORTH PHILADELPHIA REDEVELOPMENT AREA, BREWERYTOWN URBAN RENEWAL AREA**

WHEREAS, Pursuant to Resolution No. 17,436, adopted February 10, 2004, Westrum BT2, L.P. ("Redeveloper") was approved as Redeveloper of as 1408-24 N. 31st Street, 1415-37 N. 31st Street, 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street) and 1238-42 N. 31st Street, Philadelphia, Pennsylvania;

WHEREAS, Redeveloper and the Authority executed a Redevelopment Agreement dated May 6, 2005 ("Redevelopment Agreement") for this property; and

WHEREAS, On or about March 29, 2012, the Authority purchased the property located at 1238-42 N. 31st Street, Philadelphia, Pennsylvania, back from Redeveloper. The properties remaining subject to the Redevelopment Agreement, namely 1408-24 N. 31st Street, 1415-37 N. 31st Street and 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street), Philadelphia, Pennsylvania, are referred to herein, collectively, as the "Premises;"

WHEREAS, due to a delay in the commencement of construction, Redeveloper has requested the Authority to approve revised schematic plans which will split the project into four (4) phases and a corresponding extension of the commencement and completion dates with respect to construction of the project; and

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 a Ratification and First Amendment to Redevelopment Agreement for 1408-24 N. 31st Street, 1415-37 N. 31st Street and 1421-27 N. 32nd Street (incl. 3129-45 W. Master Street), Philadelphia, Pennsylvania (the "Premises") with Westrum BT2, L.P. to provide, among other things, that:

1. Schematic plans submitted by the Redeveloper for Phase 1 of the project shall be approved;
2. Redeveloper shall submit Final Plans no later than 45 days prior to the commencement of construction of Phase 1 of the project and for each Phase thereafter;
3. The deadline for commencement of construction shall be no later than May 1, 2017;

4. The deadline for completion of construction shall be no later than May 1, 2019.

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 necessary or desirable to carry out its purposes and intents.

Financial Projections-source and use

Building 1 ONLY

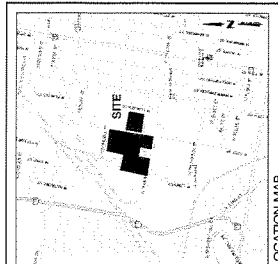
Quaker Courte-Building 1

Statement of Source and Uses - Allocation of Debt/Equity

Source of Funds	Per Square Foot			
	Amount	%	Rentable	Gross
Senior Loan	\$ 7,000,000	74.99%	\$ 208.77	\$ 146.14
Group Equity	\$ 2,334,000	25.00%	\$ 69.61	\$ 48.73
Common Limited Partners Contribution	1,000	0.01%	\$ 0.03	\$ 0.02
Total Sources	\$ 9,335,000	100.00%	\$ 278.39	\$ 194.87

Application of Funds	Per Square Foot			
	Amount	%	Rentable	Gross
Land Purchase Price	\$ 750,000	8.03%	\$ 22.37	\$ 15.66
Transfer Tax	30,000	0.32%	\$ 0.89	\$ 0.63
Title , legal bank, appraisal	42,500	0.46%	\$ 1.27	\$ 0.89
Engineering, Legal, Other Approval	185,000	1.98%	\$ 5.52	\$ 3.86
Legal & Organization	20,000	0.21%	\$ 0.60	\$ 0.42
Construction Costs	5,376,125	57.59%	\$ 160.34	\$ 112.24
General Conditions and Builders Risk	288,663	3.09%	\$ 8.61	\$ 6.03
Site Improvement Costs	1,200,000	12.85%	\$ 35.79	\$ 25.05
Utility Connection Fees	-	0.00%	\$ -	\$ -
General Contractor Fee	263,045	2.82%	\$ 7.85	\$ 5.49
Model furnishing and marketing start-up	67,500	0.72%	\$ 2.01	\$ 1.41
Amenity Costs, Lobby, Pool, etc	100,000	1.07%	\$ 2.98	\$ 2.09
Insurance, taxes, legal, etc	30,500	0.33%	\$ 0.91	\$ 0.64
Working Capital/Contingency	261,119	2.80%	\$ 7.79	\$ 5.45
Capitalized Construction Period Interest	300,000	3.21%	\$ 8.95	\$ 6.26
Loan & Financing Costs	70,000	0.75%	\$ 2.09	\$ 1.46
Other Fees:				
Developer fee	280,497	3.00%	\$ 8.37	\$ 5.86
Equity Sourcing Fee	70,050	0.75%	\$ 2.09	\$ 1.46
Total Application of Funds	\$ 9,335,000	100.00%	\$ 278.42	\$ 194.89
				\$ 7,065,900
				\$ 2,267,100
				\$ 750,000
				30,000
				42,500
				185,000
				20,000
				5,376,125
				288,663
				128,950
				1,071,050
				-
				263,045
				67,500
				100,000
				30,500
				261,119
				300,000
				30,000
				68,000

September 9, 2016



CONTRACTOR: MAJOR 2014
ARCHITECT: MCKINNEY CONSULTING ARCHITECTS, INC. (MCIN)
DATE: 10/14/16
PROJECT: 1408-46 N. 31ST ST., 1421-43 N. 32ND ST. & 3101-15 & 3129-45 MASTER ST. 29TH WARD
Western Development Company
For Washington, PA, 15024
PR# 191803-2186

NOTES:

1. Review the zoning regulations for the site and verify compliance with the zoning code.
2. Review the site plan and building footprint for compliance with the zoning code.
3. Review the site plan and building footprint for compliance with the zoning code.
4. The building footprint and site plan are subject to the zoning code.
5. All building and site plan details are subject to the zoning code.
6. All building and site plan details are subject to the zoning code.
7. All building and site plan details are subject to the zoning code.
8. All building and site plan details are subject to the zoning code.
9. All building and site plan details are subject to the zoning code.
10. All building and site plan details are subject to the zoning code.

PHASE 1
38,160 SF or 0.88 AC

PHASE 2
69,392 SF or 1.59 AC

PHASE 3
17,052 SF or 0.39 AC

PHASE 3 IF
26,122 SF or 0.60 AC

PHASE 4
11,152 SF or 0.26 AC

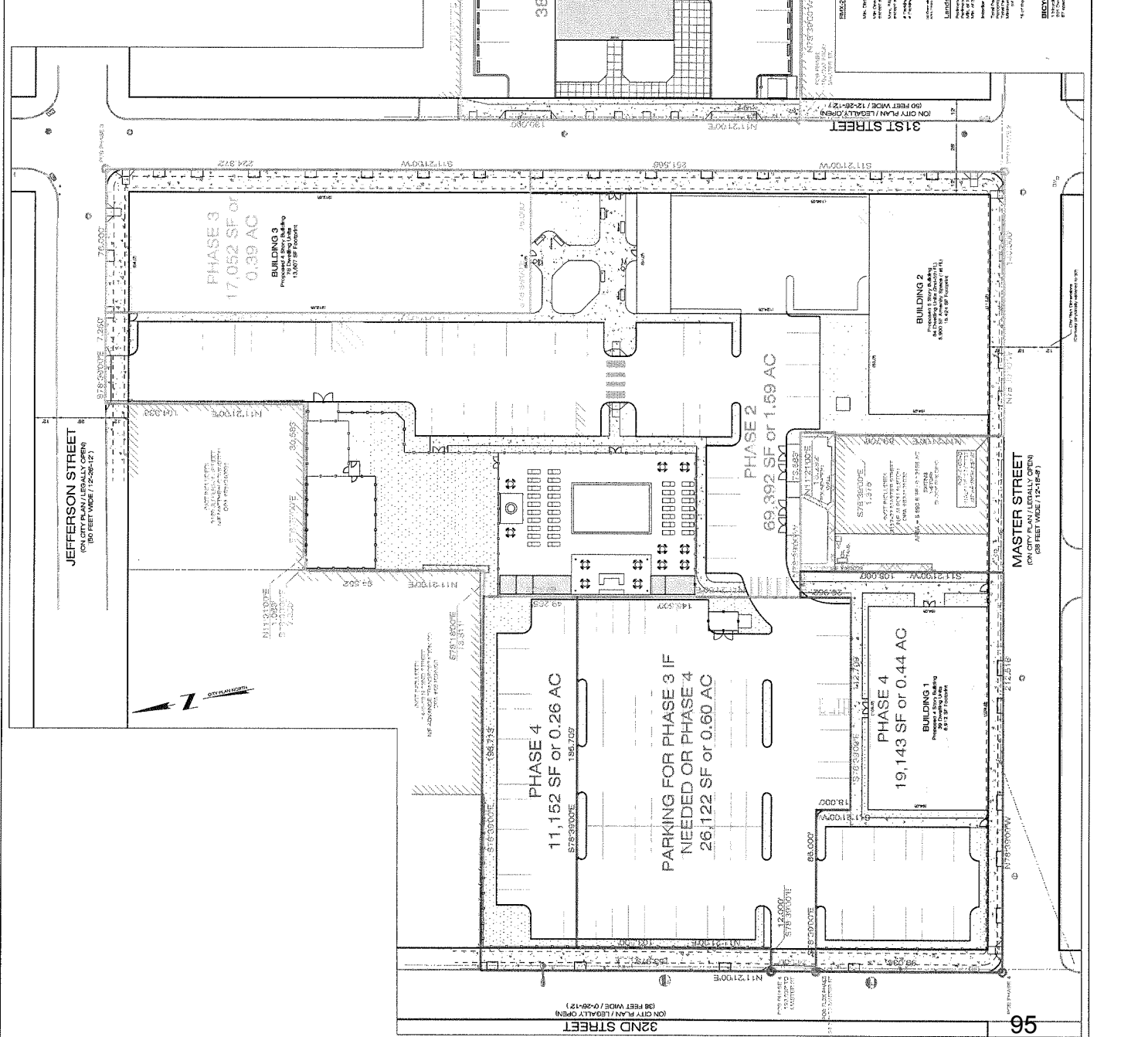
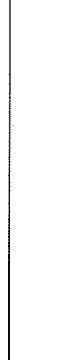
PHASE 4
19,143 SF or 0.44 AC

Building 1
19,143 SF or 0.44 AC

Building 2
19,143 SF or 0.44 AC

Building 3
17,052 SF or 0.39 AC

LANDSCAPING ITEM	AMOUNT
1. LANDSCAPING AREA	146 SF
2. LANDSCAPING AREA	146 SF
3. LANDSCAPING AREA	146 SF
4. LANDSCAPING AREA	146 SF
5. LANDSCAPING AREA	146 SF
6. LANDSCAPING AREA	146 SF
7. LANDSCAPING AREA	146 SF
8. LANDSCAPING AREA	146 SF
9. LANDSCAPING AREA	146 SF
10. LANDSCAPING AREA	146 SF
TOTAL	1,460 SF





BOARD FACTSHEET

Meeting of October 20, 2016

Union Hill Properties, LP

Union Hill

Modification and Forgiveness of Loan Balances

TRANSACTION SUMMARY

Modification of Authority loans to permit the transfer of homeownership units to DHC Holdings, LP ("Buyer"), and to forgive the remaining balance of the Authority financing.

BACKGROUND

Pursuant to Resolution No. 18,373 adopted on February 27, 2007, as amended by Resolution No. 18,853, adopted on July 14, 2009, the Authority provided i) a bridge loan in the amount of Four Million Four Hundred Thousand Dollars (\$4,400,000) ("Bridge Loan") and ii) a subsidy loan in the amount of Four Million Eight Hundred Twenty Thousand Dollars (\$4,820,000) ("Subsidy Loan") to Homeownership Developers, LLC ("Borrower") for the development of fifty-one (51) homeownership units, of which forty (40) units were to be subsidized, in the Mantua section of Philadelphia for sale to low-moderate income homeowners ("Project"). Financing for the Project was also provided by Pennsylvania Housing Finance Agency under its Homeownership Choice Program and by Conestoga Bank.

The Bridge Loan has been partially repaid from the proceeds of the sales of thirty-nine (39) units, leaving a remaining balance of One Hundred Thousand One Hundred Fifty Dollars (\$100,150) ("Bridge Loan Balance"). A pro-rata portion of the Subsidy Loan has been transferred to the homeowners of thirty-four subsidized units, leaving an unallocated balance of Seven Hundred Twenty-three Thousand (\$723,000) ("Subsidy Loan Balance"). Twelve (12) units located at 731, 733, 743, 751, 751A North 40th Street, 3903, 3925 Aspen Street and 716, 724, 760, 768, 770 North Union Street ("Unsold Units") remain unsold.

The Project was initially caught in the real estate market down-turn of 2008-2009, during which buyers were unable to obtain financing to purchase the units. Thereafter, the managing member of Borrower was convicted and imprisoned on corruption charges. Despite continued efforts to sell, the Unsold Units remain vacant and have been subject to vandalism. Unpaid City liens continue to increase. Financing provided to the Project by Conestoga Bank and liens owed to the contractor for the construction of the units remain partially unpaid.

Buyer, a partnership whose principals are Sherman W. Smith, III and Renee Nunley-Smith, have offered to purchase the Unsold Units to repair and lease as affordable rental units. The purchase price will repay the City liens and partially repay the Conestoga Bank and contractor.

BOARD ACTION

The Board is asked to consent to the following:

- Permit the conveyance by Borrower of the Unsold Units to Buyer
- Forgive the Subsidy Loan Balance and the Bridge Loan Balance

The resolution is attached hereto.

Proposed Resolution is attached

Prepared by: David Thomas, Deputy Executive Director

RESOLUTION NO.**RESOLUTION AUTHORIZING THE AUTHORITY TO CONSENT TO THE SALE OF TWELVE (12) HOMES IN THE UNION HILL PROJECT BY HOMEOWNERSHIP DEVELOPERS, LLC TO DHC HOLDINGS, LP AND TO FORGIVE THE REMAINING BALANCE OF THE EXISTING AUTHORITY DEBT**

WHEREAS, pursuant to Resolution No. 18,373 adopted on February 27, 2007, as amended by Resolution No. 18,853, adopted on July 14, 2009, the Authority provided i) a bridge loan in the amount of Four Million Four Hundred Thousand Dollars (\$4,400,000) ("Bridge Loan") and ii) a subsidy loan in the amount of Four Million Eight Hundred Twenty Thousand Dollars (\$4,820,000) ("Subsidy Loan") to Homeownership Developers, LLC ("Borrower") for the development of fifty-one (51) homeownership units, of which forty (40) units were to be subsidized, in the Mantua section of Philadelphia for sale to low-moderate income homeowners ("Project"); and

WHEREAS, Borrower has been unable to sell twelve (12) units located at 731, 733, 743, 751, 751A North 40th Street, 3903, 3925 Aspen Street and 716, 724, 760, 768, 770 North Union Street ("Unsold Units"); and

WHEREAS, the unpaid balance of the Bridge Loan is One Hundred Thousand One Hundred Fifty Dollars (\$100,150) ("Bridge Loan Balance"); and

WHEREAS, the unallocated balance of the Subsidy Loan is Seven Hundred Twenty-three Thousand (\$723,000) ("Subsidy Loan Balance"); and

WHEREAS, the Authority has been requested to permit Borrower to convey the Unsold Units to DHC Holdings, LP ("Buyer") and to forgive the Subsidy Loan Balance and the Bridge Loan Balance.

NOW BE IT RESOLVED, by the Philadelphia Redevelopment Authority ("Authority"), that the following modifications to the above Bridge Loan and Subsidy Loan be approved under the following terms and conditions:

- The Authority consents to the sale of the Unsold Units to Buyer; and
- The Subsidy Loan Balance and the Bridge Loan Balance are forgiven.

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.