

PHILADELPHIA REDEVELOPMENT AUTHORITY

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

**BOARD MEETING
WEDNESDAY, MAY 08, 2019**

Open Session – 4:00 P.M.

A G E N D A

APPROVAL OF BOARD MINUTES

- (a) Meeting of April 10, 2019

I. EXECUTIVE DIRECTOR'S REPORT

II. ADMINISTRATIVE

- (a) New Market Tax Credits Funded Loan Pool for
Community Growth and Commercial Revitalization
Projects
**Approval of Loan to PIDC – Local Development
Corporation**
- (b) **Conveyance of City Properties to
Philadelphia Land Bank**
- (c) Disston Playground Renovation
D'Angelo Bros., Inc.
4423 Longshore Street
Approval of Construction Contract
- (d) Fairmount Water Works Balustrade
Restoration Project
Empire Supplies & Services, LLC
640 Water Works Drive
Approval of Construction Contract

AGENDA

Board Meeting of May 08, 2019

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III. DEVELOPMENT

Wister II Urban Renewal Area
Community Justice Land Trust
417, 423, 431, 443-Rear,
445-Rear E. Wister Street and
5120 Rufe Street
Selection of Redeveloper

IV. HOUSING FINANCE

- (a) Calcutta House
1827-43 W. Cabot Street and
1221-33 N. 19th Street
Transfer and Assumption of Loan

- (b) Eli Court Apartments
Eli Court LP
1418 Conlyn Street
Sale, Assumption and Subordination of Loan

V. REAL ESTATE

Department of Public Property
Conveyance of Properties

PHILADELPHIA REDEVELOPMENT AUTHORITY

BOARD MEETING MINUTES

A meeting of the Board of Directors of the Philadelphia Redevelopment Authority was held on Wednesday, April 10, 2019, commencing at 4:23 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, Chair; James Cuorato, Vice Chair; Duane Bumb, Secretary; Rob Dubow, Treasurer; and Maria Duque-Buckley, 2nd Vice Chair and Assistant Secretary.

The following members of the Authority staff were present: Ryan D. Harmon, Esquire, Larry Padilla, Jessie Lawrence, Darci Bauer, Mark Nekoranik, Susan Varghese, Robert LaBrum and Elizabeth Bonaccorso.

Also in attendance: Jacqueline Dunn, City Finance Department; Angel Rodriguez, Philadelphia Land Bank; Larry Silver, Langsam Stevens; Robin Miller, Jump Start North Philly West; Alia Hatch, Citizen; Andre DelValle, Office of Councilwoman Sanchez; Carly Reilly, Office of Councilwoman Sanchez; Eric Bodzin, Office of Councilwoman Sanchez; and Jamila Davis, DHCD.

ANNOUNCEMENTS

Ms. Fadullon stated that Board member, Rob Dubow has been reappointed by Mayor Kenney for a five (5) year term.



MINUTES

Ms. Fadullon called for a motion to approve the minutes of the Board meeting of March 13, 2019.

Upon motion made and duly seconded, the minutes of March 13, 2019 were approved.



EXECUTIVE DIRECTOR'S REPORT

Mr. Heller stated that he is pleased to welcome a new employee, Levi Selby. Mr. Selby is our new Construction Projects Supervisor. Mr. Selby is an existing PHDC employee who is moving over to do work with our Design & Construction Department, handling quality assurance monitoring projects performed for Public Property, Parks & Recreation, Rebuild, and the Authority's own development projects.

Next, Mr. Heller stated that the Authority has a couple of Requests for Proposals ("RFP") now open to the public. The first RFP is to identify a financial institution to provide services as custodian for loans, mortgages, and other assets relative to the program titled "Restore, Repair, Renew: *Philadelphia Neighborhood Home Preservation Loan Program.*" Responses are due on May 10, 2019.

Mr. Heller stated that the Authority has issued a few competitive bid opportunities as well. The first is for twenty-eight (28) properties, with responses due by May 21, 2019. The second is for ten (10) properties, with responses due on May 7, 2019. Mr. Heller further stated that another competitive bid opportunity for eleven (11) property groupings has responses due by May 7, 2019.



ADMINISTRATIVE

Mr. Harmon presented "Item II (a) – Memorandum of Understanding with Philadelphia Housing Development Corporation" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Cuorato asked if the extensions would come back to the Board each year for approval. Mr. Harmon responded that staff is seeking authorization now for each of the four (4) one-year extensions so it would not be coming back to the Board on a yearly basis.

Mr. Cuorato abstained because he is a Board member on Philadelphia Housing Development Corporation Board of Directors.

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. 2019-24

RESOLUTION AUTHORIZING A MEMORANDUM OF UNDERSTANDING BETWEEN THE PHILADELPHIA REDEVELOPMENT AUTHORITY AND THE PHILADELPHIA HOUSING DEVELOPMENT CORPORATION

WHEREAS, the Philadelphia Redevelopment Authority ("Authority") and the Philadelphia Housing Development Corporation ("PHDC"), desire to enter into a Memorandum of Understanding ("MOU") through which PHDC will provide services related to, among other things, staffing, the procurement and maintenance of certain insurance and entering into contracts necessary for securing/leasing/purchasing, as necessary, of vehicles, office equipment and software and related technology on behalf of the Authority, which MOU will also provide the terms of compensation to be paid by the Authority to PHDC;

WHEREAS, the Board has considered the MOU and finds that its authorization and adoption to be in the best interests of the Authority.

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Redevelopment Authority that the Executive Director is authorized to execute a MOU with the PHDC in form and substance acceptable to the Executive Director and General Counsel.

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, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.

One (1) abstention: Mr. Cuorato.



Mr. Harmon presented "Item II (b) – Lower Darby Creek Area Superfund Site (Clearview); Settlement of Litigation with United States of America (Environmental Protection Agency)" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Dubow asked if the City of Philadelphia will be covering the Authority's liability obligation. Mr. Harmon stated that we are waiting to see the extent of the insurance proceeds we receive but the Authority has reached an agreement with the City with respect to the remaining amounts.

Mr. Dubow abstained from voting because of potential conflict of interest with regards to this item.

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. 2019-25

RESOLUTION AUTHORIZING SETTLEMENT OF LITIGATION WITH THE UNITED STATES OF AMERICA (ENVIRONMENTAL PROTECTION AGENCY) RELATIVE TO THE LOWER DARBY CREEK AREA SUPERFUND SITE UPON CERTAIN TERMS AND CONDITIONS AS PROVIDED IN A CONSENT DECREE

WHEREAS, the United States of America ("United States"), on behalf of the Administrator of the United States Environmental Protection Agency ("EPA"), placed the Lower Darby Creek Area (the "LDCA") on the National Priority List in 2001, pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act, 42 U.S.C. § 1901 et. seq. ("CERCLA"). CERCLA, also known as Superfund, provides a framework for the investigation and cleanup of properties contaminated by hazardous materials;

WHEREAS, the LDCA Superfund site includes both the land in Delaware County that was occupied by Clearview Landfill until its closure and the adjacent twenty-seven (27) acre parcel located within the City of Philadelphia (the "City") that was condemned by the Philadelphia Redevelopment Authority (the "Authority") and transferred to the City in 1969;

WHEREAS, the United States has identified the Authority and the City as potentially responsible parties for the soil contamination identified at the LDCA, in part, due to their respective ownership of the twenty-seven (27) acre parcel adjacent to the Clearview Landfill;

WHEREAS, through extensive negotiations, the Authority has reached final settlement with the United States to resolve outstanding Superfund liability associated with the soil cleanup at the Operable Unit 1 ("OU1") portion of the LDCA Superfund site, in the total amount of One Million Eight Hundred Sixty-Three Thousand Dollars (\$1,863,000) (the "Settlement Amount"), to be paid in four (4) equal installments – three (3) of which will include interest as provided by CERCLA;

WHEREAS, two (2) of the installments are payable in 2019, and the remaining two (2) installments are due in October, 2020, and October, 2021;

WHEREAS, the Authority, the City and the United States have negotiated a Consent Decree which provides for, among other things, payment of the Settlement Amount, obligations regarding access to any properties still owned by the PRA and the City at or near the LDCA Superfund site, and various other covenants, reservations, records retention obligations and other obligations regarding default and dispute resolution.

WHEREAS, General Counsel for the Authority recommends that this matter be resolved in accordance with these terms and conditions of the proposed Consent Decree.

NOW, THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority that the Executive Director is hereby authorized to execute the Consent Decree with the United States and the City settling the Authority's liability relative to the OU1 portion of the LDCA Superfund site.

FURTHER AUTHORIZING, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Deputy 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 purpose and intents.

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb and Ms. Duque-Buckley.

One (1) abstention: Mr. Dubow.



Mr. Harmon presented "Item II (c) – Housing Opportunities Program Philadelphia, Inc. – Transfer of Operation, Management and control to the City of Philadelphia" 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. 2019-26

RESOLUTION AUTHORIZING THE AUTHORITY TO TRANSFER ITS NON-PROFIT CORPORATION, HOUSING OPPORTUNITIES PROGRAM PHILADELPHIA, INC., TO THE CITY OF PHILADELPHIA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that authorization is hereby given for the Authority to transfer its non-profit corporation, Housing Opportunities Program Philadelphia, Inc., and any remaining funds after all expenses have been paid to the City to use or dissolve as the City deems fit.

FURTHER AUTHORIZING, the preparation 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, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



Mr. Harmon presented "Item II (d) – Various Vacant Property Review Committee Properties – Assignment of Notes and Mortgages to Philadelphia Land Bank" 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. 2019-27

RESOLUTION APPROVING AN ASSIGNMENT OF NOTES AND MORTGAGES OR SIMILAR DOCUMENT PROVIDING FOR THE ASSIGNMENT OF VACANT PROPERTY REVIEW COMMITTEE NOTES AND MORTGAGES DATED AFTER JANUARY 1, 2016 AND HELD IN THE PHILADELPHIA REDEVELOPMENT AUTHORITY'S NAME, AS MORTGAGEE, TO THE PHILADELPHIA LAND BANK

WHEREAS, the Vacant Property Review Committee ("VPRC") Program is a program of City Council pursuant to 16-400 of the Philadelphia City Code which utilizes vacant properties acquired by the City which are surplus to the needs of the City of Philadelphia (the "City") but capable of being improved or rehabilitated by various individuals or entities;

WHEREAS, 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.

WHEREAS, Chapter 16-405 of the Philadelphia City Code sets forth the process of transferring VPRC properties to various individuals or entities - as part of that transfer process, VPRC properties typically pass through the Philadelphia Redevelopment Authority (f/k/a the Redevelopment Authority of the City of Philadelphia) (the "Authority") before being transferred on to the ultimate owner selected by VPRC;

WHEREAS, certain VPRC transfers were and are also secured by mortgages, which mortgages would also be in the name of the Authority, as mortgagee;

WHEREAS, because the Authority is no longer entitled to VPRC property sale proceeds, Authority staff and the Land Bank have agreed, subject to Board approval, to assign the VPRC property mortgages in the Authority's name (as mortgagee) dated after January 1, 2016, to the Land Bank – a list of the VPRC property mortgages proposed to be assigned to the Land Bank is attached hereto as Exhibit "A;"

WHEREAS, On October 10, 2018, the Authority's Board of Directors adopted Resolution Number 2018-81, which approved the assignment of certain VPRC property mortgages dated after January 1, 2016. However, the seven (7) VPRC property mortgages identified on the list attached hereto as Exhibit "A" were not included on the previously approved list of property mortgages to be assigned to the Land Bank;

WHEREAS, the Authority has considered this request and has examined other factors relevant to the proposed assignment.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority as follows:

1. The Authority is authorized to enter into an Assignment of Notes and Mortgages or similar document(s) providing for the assignment of the notes and mortgages identified on the list attached as Exhibit "A" hereto to the Land Bank;
2. Because the Land Bank is entitled to the proceeds of the attached notes and mortgages in any event, the consideration amount for the assignment will be One Dollar (\$1.00).

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.

EXHIBIT "A"

List of VPRC Property Mortgages to be Assigned to Land Bank

	<u>COLLATERAL PROPERTY ADDRESS</u>	<u>OPA NUMBER</u>	<u>ORIGINAL MORTGAGOR(S)</u>	<u>ORIGINAL PRINCIPAL AMOUNT</u>	<u>DATE OF MORTGAGE</u>	<u>RECORDING DATE</u>	<u>RECORDING COUNTY</u>	<u>INSTRUMENT NUMBER</u>
1	2234 N 2nd Street	885212820	Maria Flores	\$7,693.00	11/17/16	11/17/16	Philadelphia	53138613
2	2008 N. 3rd Street	183305600	Robyn Joanne Mello	\$6,643.00	05/18/17	05/25/17	Philadelphia	53216515
3	2010 N. 3rd Street	183305700	Robyn Joanne Mello	\$6,153.42	10/19/16	10/20/16	Philadelphia	53127072
4	2926 N. 3rd Street	192100600	Eduardo Cortes	\$7,983.89	12/13/17	12/18/17	Philadelphia	53304609
5	2539 N. 5th Street	192208801	Efrain P. Perez, Sr.	\$6,000.00	10/12/17	10/20/17	Philadelphia	53281699
6	2945 N. 6th Street	192289901	Irene Rosario Rosa	\$14,926.61	10/12/17	10/18/17	Philadelphia	53280241
7	2540 N. 9th Street	371133600	Mozell Grimble	\$11,037.78	12/06/16	12/09/16	Philadelphia	53146812

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



Mr. Harmon presented "Item II (e) – Conveyance of PRA Properties to the Philadelphia Land Bank" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Rodriguez, representing Philadelphia Land Bank, provided the Board members with a support letter by Councilwoman Sanchez.

Ms. Fadullon asked if anyone in the audience wanted to speak with regards to this item. Ms. Fadullon recognized Ms. Robin Miller. Ms. Miller asked about the process to acquire properties from the Philadelphia Land Bank as well as the competitive bid process. Ms. Miller further asked (i) who reviews the bids received, (ii) are the bids shown publicly, and (iii) who determines if the use is good for the community.

Ms. Fadullon provided an abbreviated explanation of the land disposition process and referred Ms. Miller to Mr. Rodriguez from the Philadelphia Land Bank to answer any additional questions that she still might have regarding the process.

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. 2019-28

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"

Philadelphia Redevelopment Authority Assets to be Transferred to the Philadelphia Land Bank

7th Councilmanic District Properties

143 E. Westmoreland Street
400 W. Dauphin Street
401-11 W. Dauphin Street
404-10 W. Dauphin Street
427-35 Master Street
532 W. Susquehanna Avenue
536 W. Susquehanna Avenue
809 W. Tioga Street
1550 E. Wingohocking Street
1552 E. Wingohocking Street
1720 Plum Street
1721 Orthodox Street
1723 Orthodox Street
1738 Fillmore Street
1823 Harrison Street
1825-27 Margaret Street
1856 E. Orleans Street
2035 E. Birch Street
2055 N. Orianna Street
2143-51 N. American Street
2220 Coral Street
2222 Coral Street
2245 Palethorp Street
2247 N. Philip Street
2253-61 N. 02nd Street
2255 Palethorp Street
2260-62 Palethorp Street
2261 Palethorp Street
2303 N. Lawrence Street
2409 Emerald Street
2868 Stouton Street
2874 Stouton Street
3418 Kensington Avenue

3420 Kensington Avenue
3422 Kensington Avenue
4032 N. Darien Street
4139 N. Reese Street
4609-11 Worrell Court
4613 Worrell Court
4615 Worrell Court

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



Mr. LaBrum presented "Item II (f) – Hawthorne Playground Repair Project; Gessler Construction Co., Inc." in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. LaBrum has submitted a request to the Authority's Legal Department to prepare the contract. The Authority is acting as agent for the City of Philadelphia under this contract.

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. 2019-29

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A CONSTRUCTION CONTRACT WITH GESSLER CONSTRUCTION CO., INC., FOR THE HAWTHORNE PLAYGROUND REPAIR PROJECT LOCATED AT 1200 CARPENTER STREET

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority") issued a public bid seeking bids from qualified contractors willing and capable of performing the Hawthorne Playground Repair project located at 1200 Carpenter Street (the "Project").

WHEREAS, Gessler Construction Co., Inc. ("Gessler") submitted the lowest qualified bid.

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 Construction Contract, as agent for the City of Philadelphia, with Gessler for the Project, with a maximum compensation not to exceed Two Hundred Twenty-Two Thousand One Hundred Fifty-Six Dollars (\$222,156) (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, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



Mr. LaBrum presented "Item II (g) – Manayunk Canal Lower Locks Preservation Project – Approval of Site Assessment & Design Development Contract" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. LaBrum provided the Board members with the following EOP Goals: 6.9% MBE and 23.6 % WBE. Mr. LaBrum further stated that these goals were approved by the City's Office of Economic Opportunity. This information will be added to the Fact Sheet.

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. 2019-30

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A SITE ASSESSMENT AND DESIGN DEVELOPMENT CONTRACT WITH PENNONI ASSOCIATES, INC., FOR THE MANAYUNK CANAL LOWER LOCKS PRESERVATION PROJECT

WHEREAS, the City of Philadelphia (the "City") solicited proposals seeking responses from qualified engineering firms willing and capable of performing the Manayunk Canal Lower Locks Preservation project (the "Project")

WHEREAS, Pennoni Associates, Inc. ("Pennoni"), submitted its response to the City, outlining their extensive experience. Pennoni was the lowest qualified 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 Site Assessment & Design Development Contract, as agent for the City, with Pennoni for the Project, with a maximum compensation not to exceed Two Hundred Ninety Thousand Seven Hundred Fourteen Dollars and Ninety-Two Cents (\$290,714.92) (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, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



DEVELOPMENT

Mr. Padilla presented "Item III (a) – Amending Resolution No. 2017-70 Amendment to Redevelopment Agreement with Francis House on Fairmount, LP" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Dubow asked if staff feels confident that the start date will begin on May 1, 2019. Mr. Padilla responded yes.

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. 2019-31

RESOLUTION AMENDING RESOLUTION NO. 2017-70, ADOPTED ON SEPTEMBER 13, 2017, AUTHORIZING AN AMENDMENT TO THE REDEVELOPMENT AGREEMENT WITH FRANCIS HOUSE ON FAIRMOUNT, LP, AS REDEVELOPER OF PARCEL NO. 61B (SE CORNER 46TH STREET AND FAIRMOUNT AVENUE), LOCATED IN THE WEST PHILADELPHIA REDEVELOPMENT AREA, WEST MILL CREEK URBAN RENEWAL AREA

WHEREAS, Pursuant to Resolution No. 16,577, adopted on November 14, 2000, St. Ignatius Nursing Home, a Pennsylvania non-profit corporation ("St. Ignatius"), was selected as redeveloper of Parcel No. 61B (SW corner 46th Street and Fairmount Avenue) ("Parcel 61B") and 61C (SW corner 44th Street and Fairmount Avenue) ("Parcel 61C"), located in the West Mill Creek Urban Renewal Area;

WHEREAS, the Philadelphia Redevelopment Authority ("Authority") and St. Ignatius entered into a Redevelopment Agreement for the development of Parcel 61B and 61C dated as of November 20, 2001 (the "Redevelopment Agreement");

WHEREAS, Pursuant to Resolution No. 16,991, adopted on August 13, 2002, the Authority, St. Ignatius and St. Ignatius Senior Housing I, L.P. ("SISH LP"), entered into an Amendatory Agreement dated August 13, 2002 (the "First Amendment"), which, among other things, assigned the Redevelopment Agreement as to the development of Parcel 61C to St. Ignatius Senior Housing I, L.P. ("SISH LP");

WHEREAS, Parcel 61C has been completed by SISH LP with one hundred twenty-one (121) units of senior housing;

WHEREAS, Pursuant to Resolution No. 18,954, adopted January 12, 2010, the Board approved the confirmation of default of St. Ignatius under the Redevelopment Agreement for Parcel 61B;

WHEREAS, Pursuant to Resolution No. 19,490, adopted September 11, 2013, the Board authorized the rescission of Resolution 18,954, adopted January 12, 2010, as St. Ignatius submitted an acceptable plan to cure the default;

WHEREAS, Pursuant to Resolution No. 19,491, adopted on September 11, 2013, the Authority, St. Ignatius and Francis House on Fairmount LP ("Francis House") entered into an Assignment and Amendment Agreement (dated September 11, 2013) (the "Second Amendment") wherein St. Ignatius assigned their development rights in Parcel 61B to Francis House and agreed to certain revisions of preliminary plans, the construction commencement date was extended, and the construction completion date was extended to not later than October 1, 2015;

WHEREAS, Pursuant Resolution No. 2017-70, adopted on September 13, 2017, the Board authorized the further extension of the construction commencement date to December 31, 2018, and the construction completion date to June 1, 2020;

WHEREAS, in order to finalize its financing, the Francis House has again requested an extension of time to commence and complete construction; and

WHEREAS, the Board is willing to provide corresponding extension of time of the commencement and completion dates; 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 Philadelphia Redevelopment Authority is authorized to enter into an Amendment to the Redevelopment Agreement with Francis House to provide as follows:

1. Extension of the construction start date to May 1, 2019;
2. Extension of the construction completion date to December 1, 2020; and
3. Per the Authority's Services Fee Schedule, approval of this resolution is contingent on receipt of an administrative fee in the amount of Five Hundred Dollars (\$500).

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

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



Mr. Lawrence presented "Item III (b) – Amendment to Redevelopment Agreement with APM Properties, Inc." in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Fadullon raised a concern with regards to the budget that shows expenditures of One Hundred Fifty-One Thousand Dollars (\$151,000) for construction costs and One Hundred Twenty-Five Thousand Dollars (\$125,000) for hard costs with regards to the City's requirement of an Opportunity Plan for Covered Projects that exceed \$100,000. Mr. Padilla stated that an Economic Opportunity Plan was approved by the City of Philadelphia's Office of Economic Opportunity with best effort requirements for contracting, due to the fact that the equipment is being donated by the School District of Philadelphia and the School District of Philadelphia is also installing the equipment.

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. 2019-32

RESOLUTION RESCINDING RESOLUTION NO. 2015-07, ADOPTED BY THE BOARD AT ITS MEETING ON JANUARY 15, 2015, AND SELECTING APM PROPERTIES INC. AS REDEVELOPER OF 2310-14 N. MARSHALL STREET LOCATED IN THE NORTH PHILADELPHIA REDEVELOPMENT AREA, MODEL CITIES URBAN RENEWAL AREA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Resolution No. 2015-07, adopted on January 15, 2015, which selected APM Properties Inc. ("APM") as redeveloper of 2310-14 N. Marshall Street, located within North Philadelphia Redevelopment Area, Model Cities Urban Renewal Area, is hereby rescinded.

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that APM Properties Inc., is hereby selected as redeveloper of 2310-14 N. Marshall Street, located within the North Philadelphia Redevelopment Area, Model Cities 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 nominal disposition price of Three Dollars (\$3.00); 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, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.

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

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



HOUSING FINANCE / NSP

Mr. Nekoranik presented "Item IV – Non-Recourse Construction/Permeant Loan Agreement with Francis House on Fairmount LP" 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. 2019-33

RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A NON-RECOURSE CONSTRUCTION/PERMANENT LOAN AGREEMENT WITH FRANCIS HOUSE ON FAIRMOUNT LP IN AN AMOUNT NOT TO EXCEED \$2,375,000

BE IT RESOLVED, by the Philadelphia Redevelopment Authority ("Authority"), that the Authority is authorized to enter into a non-recourse Construction/Permanent Loan Agreement with Francis House on Fairmount LP ("Francis House") under terms and conditions as follows:

1. The Authority will provide a construction/permanent loan in the amount of Two Million Three Hundred Seventy-Five Thousand Dollars (\$2,375,000) (the "Authority Loan") to Francis House. The proceeds of the Authority Loan will be used to construct sixty (60) units of affordable housing located at 4460 Fairmount Avenue (the "Property"). Upon completion, the units will target households at or below 60% of Area Median Income.
2. The term of the Authority Loan will be for thirty-seven (37) years at one percent (1%) interest. During the Authority Loan term, no principal or interest will be required to be paid. The entire balance of the Authority Loan will be due and payable in thirty-seven (37) years.
3. The Authority Loan will be secured by a fourth lien position behind construction financing provided by Fulton Bank and the Pennsylvania Housing Finance Agency's Pennsylvania Housing Affordability and Rehabilitation Enhancement Funds. Upon payment of the construction loan, the Authority Loan will be in a third lien position.
4. Closing on the Authority Loan will be contingent upon the following:
 - i. All necessary Authority approvals from various departments.

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

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

Voting for the foregoing resolution: Ms. Fadullon, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



REAL ESTATE

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

Additional Comments and Discussion

Mr. Harmon distributed revised development fact sheets for Item V. Ms. Fadullon stated that the amended development fact sheets include the restrictions and covenants that are being recorded against these properties.

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. 2019-34

CITY OF PHILADELPHIA – DEPARTMENT OF PUBLIC PROPERTY - 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 of Philadelphia (the "City") and determined to be surplus to the needs of the City;

WHEREAS, the Vacant Property Review Committee ("VPRC") has recommended to the City 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, the City Commissioner of Public Property has also recommended to City Council the below dispositions;

WHEREAS, the Philadelphia Land Bank ("PLB") has reviewed the proposed dispositions, have agreed with the recommendations of VPRC and the City Commissioner of Public Property;

WHEREAS, the PLB, on as agent for the City, will prepare a Purchase and Development Agreement ("PDA") against each of the below properties to be recorded prior to any conveyance;

WHEREAS, although the PDA will initially be with the PRA, the PDA will immediately be assigned by the PRA to the below Grantees at the time of conveyance;

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 through a competitive sale.

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>
1600 N. Bodine Street (1A & 2A)	Carmen Carrasquillo & Nydia Negrón
1600 N. Bodine Street (3A)	Adrianna Miletto
1600 N. Bodine Street (4A)	Varol Yuksel
1600 N. Bodine Street (5A)	Xhemil & Zinailda Hoxha
1600 N. Bodine Street (6A & 7A)	Carmen Fernandez

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, Mr. Cuorato, Mr. Bumb, Ms. Duque-Buckley and Mr. Dubow.



NEW BUSINESS

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



OLD BUSINESS

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



ADJOURNMENT

There being no further business to come before the Board, Ms. Fadullon declared the meeting adjourned at 5:11 P.M.

SECRETARY TO THE BOARD



CITY OF PHILADELPHIA

OFFICE OF THE MAYOR
215 City Hall
Philadelphia, PA 19107
(215) 686-2181
FAX (215) 686-2180

JAMES F. KENNEY
MAYOR

March 29, 2019

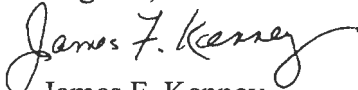
Rob Dubow
MSB 1401 JFK Blvd.
13th FL
Philadelphia, PA. 19102

Dear Rob,

I am writing to inform you that I am appointing you to The Philadelphia Redevelopment Authority. The residents of this city and I are grateful to you for taking on this very important work. I often say that we are only truly happy when we are in service to others, and I appreciate you answering this call to serve our wonderful city.

If you have any questions regarding your appointment, please contact Debbie Mahler, Deputy Mayor of Intergovernmental Affairs at, Deborah.Mahler@Phila.gov. Thank you for your willingness to serve.

Regards,


James F. Kenney



BOARD FACTSHEET

Meeting of April 10, 2019

Memorandum of Understanding with the Philadelphia Housing Development Corporation

BACKGROUND: The Philadelphia Redevelopment Authority (the "**Authority**") is a public body and a body corporate and politic created, organized and existing in accordance with the provisions of the Urban Redevelopment Law of 1945, 35 P.S. §§ 1701 *et seq.*, and laws supplemental thereto (the "**Urban Redevelopment Law**"). The Urban Redevelopment Law provides that the Authority shall exist and operate for the public purposes of, among other things, eliminating blight through economically and socially sound redevelopment of blighted areas and, to accomplish this purpose, is invested with the power of eminent domain. The Authority is also further authorized to purchase and acquire real estate, to clear buildings and other improvements therefrom, to enter into agreements with others, and to convey real estate to others, all for the purposes of redevelopment of real estate and the elimination of blighted areas, and to take all such actions as are necessary to achieve these purposes

Section 1709 of the Urban Redevelopment Law sets forth the powers of Redevelopment Authorities in Pennsylvania and includes the following specific powers:

- "To own, hold, clear, improve and manage real property;" 35 P.S. § 1709(j);
- "To make and execute contracts and other instruments necessary or convenient to the exercise of the powers of the Authority...; 35 P.S. § 1709(t);

As part of the Authority's public purpose, the Authority routinely enters into contracts with individuals and entities, public and private, for the purpose of assisting with the exercise of the powers of the Authority in a manner that ensures the convenient and efficient operation of the Authority. In furtherance of the Authority's continued operation and with the intent of assisting with the Authority in achieving its public purposes in an efficient and productive manner, the Philadelphia Housing Development Corporation ("**PHDC**") has agreed to undertake certain responsibilities on behalf of the Authority.

The Authority and the PHDC have negotiated a Memorandum of Understanding ("**MOU**") to provide for, among other things, Authority compensation to PHDC for the services it will provide to the Authority.

REQUEST: The Authority seeks authorization from the Board to enter into the MOU with the PHDC. The material terms of the MOU are as follows:

- The initial term of the MOU will commence upon execution and continue through June 30, 2019 (the "**Term**"), which Term may be extended for four (4) additional, consecutive one (1) year periods, with the ability of the Authority or the PHDC to terminate upon sixty (60) days' notice;

- The scope of services to be provided by PHDC is attached hereto as Exhibit "A" (collectively, the "**Services**");

- As compensation for all Services (collectively, the "**Compensation**"), PHDC is entitled to:

- (i) The actual monthly salary and fringe benefit expenses for each PHDC employee who performs Authority work during the month for which expenses are invoiced, as documented in PHDC's labor-allocation sheets; and

- (ii) The aggregate amount of general and administrative expenses incurred by or on behalf of the Authority and paid by PHDC in the invoiced month related to the Services provided.

- The Authority and PHDC will collectively draft budget requests to be submitted to the City of Philadelphia (the "**City**") for federal funds or other funds to be designated for the Authority to be used, among other purposes, to compensate PHDC for all Services that can be paid for with federal funds or other funds. Said funds will be directed to and held by PHDC to pay the Compensation;

- The Authority is responsible to pay directly to PHDC any Compensation or costs for Services that are not covered by or exceed the amount of federal or other funds held by PHDC and designated for the Authority;

- The Authority is responsible to pay directly to PHDC any costs for Services that are not covered by the aforementioned federal funds or other funds;

- The Authority shall remain responsible for the conduct and operation of the Authority and the actions of PHDC as they relate to the management, oversight and conduct of the operations of the Authority, and shall remain responsible for all contracts, real estate and all other assets in the Authority's name (collectively, the "**Authority Assets**") and, as such, shall continue to be entitled to all income derived from the Authority Assets and shall be responsible for all liabilities arising from the Authority Assets;

- PHDC shall remain responsible for the conduct and operation of its agents and employees only as they relate to the management and conduct of the operations of the non-Authority-related operations of PHDC, and shall remain responsible for all contracts, real estate and all other assets in PHDC's name

Item II (a)

(collectively, the "**PHDC Assets**") and, as such, shall continue to be entitled to all income derived from the PHDC Assets and shall responsible for all liabilities arising from the PHDC Assets.

Prepared By: Ryan Harmon
Reviewed By: Gregory Heller



BOARD FACTSHEET

Board Meeting of April 10, 2019

Settlement of Litigation – Lower Darby Creek Area Superfund Site
 United States of America vs. The City of Philadelphia and the
 Philadelphia Redevelopment Authority

LITIGATION BACKGROUND: The Clearview Landfill, located adjacent to the Eastwick portion of the City of Philadelphia (the "City"), operated as an unpermitted municipal and industrial landfill from approximately 1953 to 1974. The City's Planning Commission certified Eastwick for redevelopment in 1954, and completed a Redevelopment Area Plan for Eastwick, known as the Eastwick Urban Renewal Area, in 1956. The Philadelphia Redevelopment Authority (the "Authority") developed a redevelopment proposal, in accordance with the Eastwick Urban Renewal Area redevelopment plan, which was approved by Philadelphia City Council in 1958.

The Authority, in accordance with the approved redevelopment plan, condemned approximately two thousand five hundred (2,500) acres in Eastwick. The land condemned by the Authority included a twenty-seven (27) acre parcel adjacent to the Clearview Landfill. This twenty-seven (27) acre parcel was conveyed to the City in 1969.

The United States of America ("United States"), on behalf of the Administrator of the United States Environmental Protection Agency ("EPA"), placed the Lower Darby Creek Area (the "LDCA") on the National Priority List in 2001, pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act, 42 U.S.C. § 1901 et. seq. ("CERCLA"). CERCLA, also known as Superfund, provides a framework for the investigation and cleanup of properties contaminated by hazardous materials. Parties who created or contributed to contamination of such properties are jointly and severally liable for the cleanup costs.

The LDCA Superfund site includes both the land in Delaware County that was occupied by Clearview Landfill until its closure and the adjacent twenty-seven (27) acre parcel located within the City that was condemned by the Authority and transferred to the City in 1969. Soil contaminants of concern at the LDCA include, but are not limited to, polychlorinated biphenyls, polyaromatic hydrocarbons, certain metals, and pesticides.

The United States has identified the Authority and the City as potentially responsible parties for the soil contamination identified at the LDCA, in part, due to their respective ownership of the twenty-seven (27) acre parcel adjacent to the Clearview Landfill.

SETTLEMENT: Through extensive negotiations, the Authority has reached final settlement with the United States to resolve outstanding Superfund liability associated with the soil cleanup at the Operable Unit 1 ("OU1") portion of the LDCA Superfund site, in the total amount of One Million Eight Hundred Sixty-Three Thousand Dollars (\$1,863,000) (the "Settlement Amount"), to be paid in four (4) equal installments – three (3) of which will include interest as provided by CERCLA. Two (2) of the installments are payable in 2019, and the remaining two (2) installments are due in October, 2020, and October, 2021. The City has also agreed to settle its claims brought by the EPA.

The Authority, the City and the United States have negotiated a Consent Decree which provides for, among other things, payment of the Settlement Amount, obligations regarding access to any properties still owned by the Authority and the City at or near the LDCA Superfund site, and various other covenants, reservations, records retention obligations and other obligations regarding default and dispute resolution. The parties to the Consent Decree do not admit any liability by execution of the Consent Decree.

The Consent Decree covers only the OU1 portion of the LDCA Superfund site. The investigation regarding the portion of the LDCA known as Operable Unit 3 ("OU3"), which includes only potential groundwater contamination related to the Clearview Landfill, has yet to conclude and, as such, no resolution has been reached to date regarding OU3.

REQUEST: The Board is asked to authorize a resolution to approve the Consent Decree with the United States and the City and for payment of the Settlement Amount to the United States as provided therein.

Proposed Resolution is attached.

Prepared by: Ryan D. Harmon
Reviewed by: Gregory Heller


BOARD FACTSHEET

Meeting of April 10, 2019

Transfer of Housing Opportunities Program Philadelphia, Inc. to the City of Philadelphia

NAME OF ENTITY: Housing Opportunities Program Philadelphia, Inc. ("HOPP")

NATURE OF TRANSACTION: The Board is asked to transfer the operation, management and control of HOPP to the City of Philadelphia (the "City").

BACKGROUND: By Resolution No. 19,121 adopted on March 16, 2011, the Board authorized the Authority to form, staff, operate and manage a non-profit corporation for the purpose of providing certain services to the City's Office of Health and Opportunity ("OHO") in order to assist OHO with creating housing for City of Philadelphia low-income residents with behavioral health disabilities who are in need of permanent supportive affordable housing ("Priority Beneficiaries").

The Authority formed HOPP to provide the requested services to OHO and was responsible for the operation and management of HOPP.

The City provided HOPP with a one-time transfer of Fifteen Million Dollars (\$15,000,000) for HOPP to use to pay for its expenses and develop or provide affordable housing facilities for the Priority Beneficiaries through construction financing support or grants to entities operating and managing rental subsidy programs. HOPP has provided grants for a total of Fourteen Million Two Hundred and Fifty Thousand Dollars (\$14,250,000) to accomplish the aforementioned purpose. The remaining Seven Hundred and Fifty Thousand Dollars (\$750,000) was used to pay for various expenses, was returned to the City, or will be returned to the City.

HOPP has accomplished its purpose and now the Board is requested to permit the Authority to transfer its non-profit corporation, HOPP, and any remaining funds after all expenses have been paid to the City to use or dissolve as the City deems fit.

Prepared by: Susan Varghese
 Reviewed by: Ryan Harmon



BOARD FACTSHEET

Meeting of April 10, 2019

Assignment of Notes and Mortgages to Land Bank

Various Vacant Property Review Committee Properties

NAME OF ASSIGNEE: Philadelphia Land Bank

BACKGROUND: The Vacant Property Review Committee ("VPRC") Program is a program of City Council pursuant to 16-400 of the Philadelphia City Code. The VPRC Program, established in 1973, utilizes vacant properties acquired by the City which are surplus to the needs of the City of Philadelphia (the "City") but capable of being improved or rehabilitated by various individuals or entities. Their reuse relieves 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. 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.

Chapter 16-405 of the Philadelphia City Code sets forth the process of transferring VPRC properties to various individuals or entities. As part of that transfer process, VPRC properties typically pass through the Philadelphia Redevelopment Authority (f/k/a the Redevelopment Authority of the City of Philadelphia) (the "Authority") before being transferred on to the ultimate owner selected by VPRC. Certain VPRC transfers were also secured by mortgages, which mortgages would also be in the name of the Authority, as mortgagee.

Prior to January 1, 2016, proceeds from VPRC sales, if any, were retained by the Authority. Following January 1, 2016, proceeds from such VPRC sales were and are now retained by the Philadelphia Land Bank (the "Land Bank"). Notwithstanding the fact that the Land Bank is now entitled to VPRC property sale proceeds, mortgages for certain VPRC transfers are still being made in the name of the Authority, as mortgagee.

Because the Authority is no longer entitled to VPRC property sale proceeds, rather than hold the lien of the mortgages in the Authority's name and pass any proceeds received therefrom to the Land Bank, Authority staff and the Land Bank have agreed, subject to Board approval, to assign the VPRC property mortgages in the Authority's name (as mortgagee) dated after January 1, 2016, to the Land Bank. Any VPRC property mortgages in the Authority's name as mortgagee dated prior to January 1, 2016, will remain in the Authority's name and not be assigned.

On October 10, 2018, the Authority's Board of Directors adopted Resolution Number 2018-81, which approved the assignment of certain VPRC property mortgages dated after January 1, 2016. However, the seven (7) VPRC property mortgages identified on the list attached hereto as Exhibit "A" were not included on the previously approved list of property mortgages assigned to the Land Bank.

REQUEST: Authority staff seeks authorization to enter into an Assignment of Notes and Mortgages or similar document(s) providing for the assignment of the notes and mortgages identified on the list attached as Exhibit "A" hereto to the Land Bank. Because the Land Bank is entitled to the proceeds of the attached notes and mortgages in any event, the consideration amount for the assignment will be One Dollar (\$1.00).

Proposed Resolution and mortgage/property list are attached.

Prepared by: Ryan Harmon
Reviewed by: Gregory Heller



BOARD FACTSHEET

Meeting of April 10, 2019

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, forty (40) in total and listed on the attached Exhibit "A," were approved for the conveyance to the Philadelphia Land Bank in collaboration with the 7th Councilmanic District Office.

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 the Land Bank Act, 68 Pa. C.S.A. §2109 (d)(3).

Prepared by: Brian Romano, Project Manager
Reviewed by: Larry H. Padilla, Senior Director

EXHIBIT "A"

7th Councilmanic District Properties

143 E. Westmoreland Street
400 W. Dauphin Street
401-11 W. Dauphin Street
404-10 W. Dauphin Street
427-35 Master Street
532 W. Susquehanna Avenue
536 W. Susquehanna Avenue
809 W. Tioga Street
1550 E. Wingohocking Street
1552 E. Wingohocking Street
1720 Plum Street
1721 Orthodox Street
1723 Orthodox Street
1738 Fillmore Street
1823 Harrison Street
1825-27 Margaret Street
1856 E. Orleans Street
2035 E. Birch Street
2055 N. Orianna Street
2143-51 N. American Street
2220 Coral Street
2222 Coral Street
2245 Palethorp Street
2247 N. Philip Street
2253-61 N. 02nd Street
2255 Palethorp Street
2260-62 Palethorp Street
2261 Palethorp Street
2303 N. Lawrence Street
2409 Emerald Street
2868 Stouton Street
2874 Stouton Street
3418 Kensington Avenue
3420 Kensington Avenue
3422 Kensington Avenue
4032 N. Darien Street
4139 N. Reese Street
4609-11 Worrell Court
4613 Worrell Court
4615 Worrell Court



BOARD FACTSHEET
 Meeting of April 10, 2019
 Approval of Construction Contract
 Gessler Construction Co., Inc.
 Hawthorne Playground Repair Project

NATURE OF TRANSACTION:

The approval of a Construction Contract between the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), and Gessler Construction Co., Inc. ("Gessler") for the Hawthorne Playground Repair project, located at 1200 Carpenter Street (the "Project").

SELECTION PROCESS:

On February 13, 2019, The Authority advertised a public bid for the Project. The Authority received two (2) bids from qualified contractors. Gessler was the lowest qualified bidder.

Gessler Construction Co., Inc.

565 East Saint Andrews Drive
 Media, PA 19063.

Total Base Bid: \$201,960.00

EOP: 18% MBE; 7% WBE

BACKGROUND/FINANCING:

The Project will be funded with City Capital funds as outlined in the executed Subgrant Agreement between the Authority, the City and the Philadelphia Authority for Industrial Development ("PAID"). The Subgrant Agreement allows for funds to be transferred to the Authority for City 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 April 10, 2019
 Approval of Site Assessment & Design Development Contract
 Pennoni Associates, Inc.
 Manayunk Canal Lower Locks Preservation Project

NATURE OF TRANSACTION:

The approval of a Site Assessment & Design Development Contract between the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), and Pennoni Associates, Inc. ("Pennoni") for the Manayunk Canal Lower Locks Preservation project (the "Project").

SELECTION PROCESS:

The City solicited proposals from qualified engineering firms for the Project. Pennoni was the lowest qualified bidder.

Pennoni Associates, Inc.

1900 Market Street, Suite 300
 Philadelphia, PA 1903
 Total Base Bid: \$264,286.29
 EOP: 6.9%MBE; 23.6% WBE

BACKGROUND/FINANCING:

The Project will be funded with City Capital funds as outlined in the executed Subgrant Agreement between the Authority, the City and the Philadelphia Authority for Industrial Development ("PAID"). The Subgrant Agreement allows for funds to be transferred to the Authority for City 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 April 10, 2019

Parcel No. 61B (SE Corner 46th Street and Fairmount Avenue)

Amending Resolution No. 2017-70

Amendment to Redevelopment Agreement

NAME OF DEVELOPER/APPLICANT: Francis House on Fairmount LP

Nature of Transaction: Pursuant to Resolution No. 16,577, adopted on November 14, 2000, St. Ignatius Nursing Home, a Pennsylvania non-profit corporation ("St. Ignatius"), was selected as redeveloper of Parcel No. 61B (SW corner 46th Street and Fairmount Avenue) ("Parcel 61B") and 61C (SW corner 44th Street and Fairmount Avenue) ("Parcel 61C"), located in the West Mill Creek Urban Renewal Area. The Philadelphia Redevelopment Authority ("PRA") and St. Ignatius entered into a Redevelopment Agreement for the development of Parcel 61B and 61C dated as of November 20, 2001 (the "Redevelopment Agreement").

Pursuant to Resolution No. 16,991, adopted on August 13, 2002, the PRA, St. Ignatius and St. Ignatius Senior Housing I, L.P. ("SISH LP"), entered into an Amending Agreement dated August 13, 2002 (the "First Amendment"), which, among other things, assigned the Redevelopment Agreement as to the development of Parcel 61C to St. Ignatius Senior Housing I, L.P. ("SISH LP").

Parcel 61C has been completed by SISH LP with one hundred twenty-one (121) units of senior housing.

Pursuant to Resolution No. 18,954, adopted January 12, 2010, the Board approved the confirmation of default of St. Ignatius under the Redevelopment Agreement for Parcel 61B. Pursuant to Resolution No. 19,490, adopted September 11, 2013, the Board authorized the rescission of Resolution 18,954, adopted January 12, 2010, as St. Ignatius submitted an acceptable plan to cure the default.

Pursuant to Resolution No. 19,491, adopted on September 11, 2013, the PRA, St. Ignatius and Francis House on Fairmount LP ("Francis House") entered into an Assignment and Amendment Agreement (dated September 11, 2013) (the "Second Amendment") wherein St. Ignatius assigned their development rights in Parcel 61B to Francis House and agreed to certain revisions of preliminary plans, the construction commencement date was extended, and the construction completion date was extended to not later than October 1, 2015.

Pursuant Resolution No. 2017-70, adopted on September 13, 2017, the Board authorized the further extension of the construction commencement date to December 31, 2018, and the construction completion date to June 1, 2020. Due to problems securing financing commitments for the project, the construction on Parcel 61B was again delayed.

Item III (a)

Today, Francis House is requesting approval to obtain a further extension to the commencement and completion dates to construct Parcel 61B as development costs and funding commitments have been finalized. Construction is expected to begin on or before May 1, 2019.

The project comprises the construction of a sixty (60) unit, three (3) story building for low income seniors; financed in part with 9% Low-Income Housing Tax Credits ("LIHTCs"). Total development costs are currently estimated at Seventeen Million Six Hundred Twenty-One Thousand Five Hundred Nineteen Dollars (\$17,621,519).

Per the disposition policy, the developer will be required to pay an extension fee in the amount of Five Hundred Dollars (\$500.00).

Today the Board is asked to amend Resolution No. 2017-70, adopted on September 13, 2017, to facilitate the following:

1. Extension of this project's construction commencement date to May 1, 2019; and
2. Extension of this project's construction completion date to December 1, 2020.

Legal Entity/Other Partners (if applicable): Francis House on Fairmount LP, whose general partner, Francis Housing Services, Inc., is wholly owned by St. Ignatius Nursing and Rehab Center, whose Board is comprised of the following individuals:

- Patricia Talone, RSM, Phd (Chair)
- Sister Noel Marie Gabriel
- Sister Mary Bridget Becker
- David J. Ward, Vice President and Ministry Designee
- Msgr. Federico Britto
- Lorna D. Horsey
- Joan William
- Elizabeth A. Cwiklinski
- Kia K. Gray, MPH
- Susan McCrary, Administrator, President
- David Johnson, Asst. Administrator Secretary/Treasurer

Mailing Address: 4400 Haverford Avenue, Philadelphia, PA 19104

PROPERTY INFORMATION: Parcel 61B (SW corner 46th and Fairmount Avenue)

Description: 57,672 sq. ft., vacant lot **Zoning:** RM-1 **Use:** Residential

COMMENTS OR OTHER CONDITIONS:

The following entities and individuals are compliant with the City of Philadelphia ("City") Department of Revenue and have no outstanding tax obligations, conflicts of interest, or unresolved violations of City L&I codes: Francis House on Fairmount LP, Francis Housing Services Inc., St. Ignatius Nursing and Rehab Center, and the officers of St. Ignatius Nursing and Rehab Center. Per Chapter 17-1600 of the City Code, the Economic Opportunity Plan ranges have been set at MBE – 18%, WBE – 7%.

Per the PRA's Services Fee Schedule, approval of this resolution is contingent on receipt of an administrative fee in the amount of Five Hundred Dollars (\$500).

Proposed Resolution is attached.

Prepared by: Tracy Pinson-Reviere, Project Manager II

Reviewed by: Larry H. Padilla, Senior Director, Real Estate and Development Finance

**BOARD FACTSHEET**

Meeting of April 10, 2019

Modified Redevelopment Agreement

2310-14 N. Marshall Street

NAME OF DEVELOPER/APPLICANT: APM Properties Inc.

Nature of Transaction: By Resolution No. 2015-07, adopted on January 15, 2015, the Board authorized the selection of APM Properties Inc. ("APM"), as developer of 2310-14 N. Marshall Street ("Properties") to expand the play area of an existing playground on the Properties in North Central Philadelphia.

After further consideration of the transaction and in compliance with the City of Philadelphia's (the "City") Land Disposition Policy, approved by City Council on March 9, 2017 (the "Disposition Policy"), APM has now been offered the option to purchase the Properties at a nominal consideration with a permanent deed restriction as a playground.

With respect the same scope of development, the Board is being asked today to rescind Resolution No. 2015-07, adopted on January 15, 2015, and authorize a new resolution approving the following for the Properties:

1. Adjust the purchase price of Eighteen Thousand Dollars (\$18,000) to nominal; and
2. Approve a permanent deed restriction on the Properties for their exclusive use as a playground.

Mailing Address: 1900 N. 9th Street, Philadelphia, PA 19140**PROPERTY INFORMATION:** 2310-14 N. Marshall Street**Description:** 3,819 sq. ft., vacant lots, RM-1 **Use:** Playground**Disposition Price:** Nominal (\$3.00)

The Disposition Policy allows for the nominal disposition of these Properties with a deed restriction ensuring that its intended and continued use remain as a playground. It also allows for the direct sale of these properties to a nonprofit entity. In this transaction, APM's Early Childhood Education Center occupies the adjacent parcel predominantly targeting a population that is low-income, and near, at or below poverty-level. It houses a Head Start program and Pre-K programs that provides schooling to children at risk of failing at school due to financial issues. These programs also serve non-English speakers or those with different cultural or special needs. These programs are heavily subsidized as most the parents of the more than 100 children are not able to pay for these services. In addition, the School District is providing the playground equipment for this project. The current play area on the adjacent parcel (2317 N. 7th Street) is too small to

accommodate this equipment. As a qualification to receive this equipment, APM's play area must meet minimum requirements for lot area by expanding to the adjacent Marshall Street lots proposed for sale.

BACKGROUND:

These Properties were acquired in Model Cities Condemnation No. 38 of December, 2012. As detailed in the presentation of the proposed condemnation to the Board at its October 9, 2012 meeting, the Properties were taken specifically to convey to APM for expanding its Early Childhood Education Center play area. The School District of Philadelphia will fund the improvements on these Properties. Applicant has provided documentation of available funds in an amount no less than total project cost.

Construction is scheduled to begin by Summer, 2019, and be completed by Fall, 2019.

COMMENTS OR OTHER CONDITIONS:

APM is compliant with the City 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 One Hundred Thousand Dollars (\$100,000). APM is encouraged to make a best and good faith effort to employ and document its effort to hire MBE & WBE registered businesses. APM has previous experience with the PRA and past performance documentation is available upon request.

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

Prepared by: Jessie Lawrence, Project Manager
Reviewed by: Larry H. Padilla, Senior Director-Real Estate and Development Finance


BOARD FACTSHEET

Meeting of April 10, 2019

Non-Recourse Construction/Permanent Loan

4460 Fairmount Avenue

NAME OF SPONSOR/DEVELOPER: St. Ignatius Nursing and Rehab Center

Nature of Transaction: Authorization for the Authority to enter into a non-recourse construction/permanent loan agreement with Francis House on Fairmount LP in an amount not to exceed Two Million Three Hundred Seventy-Five Thousand Dollars (\$2,375,000) (the "Authority Loan"). The proceeds of the Authority Loan will be used to assist in the new construction of sixty (60) affordable rental units located at 4460 Fairmount Avenue (the "Property")

Legal Entity: Francis House on Fairmount LP

PROJECT INFORMATION:	Francis House
Address:	4460 Fairmount Avenue
Total Development Cost:	\$17,621,519
Total Construction Cost:	\$12,860,726
PRA Financing:	\$1,375,000 Housing Trust Funds \$1,000,000 HOME Funds

FINANCING:

The Authority Loan will be structured with a term of thirty-seven (37) years at one percent (1%) interest. During the Authority Loan term, no principal or interest will be required to be paid. The entire balance of the Authority Loan will be due and payable in thirty-seven (37) years. The Authority Loan will be secured by a fourth lien position behind construction financing provided by Fulton Bank and the Pennsylvania Housing Finance Agency's ("PHFA") Pennsylvania Housing Affordability and Rehabilitation Enhancement Funds ("PHARE"). Upon payment of the construction loan, the Authority Loan will be in a third lien position.

COMMENTS OR OTHER CONDITIONS:

The City of Philadelphia (the "City") has approved the Economic Opportunity Plan for this project. The Development Team has no outstanding tax issues. The Authority housing construction department has approved the plans, specifications and construction costs for the project. The City Planning Commission has issued an environmental clearance.

Proposed Resolution is attached

Prepared by: Mark A. Nekoranik, Housing Development Officer

Reviewed by: Darci Bauer, Director of Housing Finance



BOARD FACTSHEET

Meeting of April 10, 2019

City of Philadelphia – Department of Public Property

Nature of Transaction: The Philadelphia Redevelopment Authority ("PRA") will facilitate the conveyance of title from the City to identified Grantees listed below.

- The Vacant Property Review Committee ("VPRC") serves as an advisory committee and recommends to the City of Philadelphia ("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.
- Properties and Grantees listed below were recommended by the VPRC to the City Commissioner of Public Property for disposition.
- The City Commissioner of Public Property has also recommended to City Council the below dispositions.
- A Resolution authorizing the below dispositions by the PRA was approved by City Council.
- Pursuant to a Memorandum of Understanding between the City and the Philadelphia Land Bank ("PLB") dated April 8, 2019, the PLB has reviewed the proposed dispositions, have agreed with the recommendations of VPRC and the City Commissioner of Public Property.
- The PLB, on as agent for the City, will prepare a Purchase and Development Agreement ("PDA") against each of the below properties to be recorded prior to any conveyance. Although the PDA will initially be with the PRA, the PDA will immediately be assigned by the PRA to the below Grantees at the time of conveyance.
- 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.

PROPERTY INFORMATION:

1) Nominal Disposition: The following seven (7) properties will be conveyed at nominal:

<u>Address</u>	<u>Grantee</u>
1600 N. Bodine Street (1A &2A)	Carmen Carrasquillo & Nydia Negrón
1600 N. Bodine Street (3A)	Adrianna Miletto
1600 N. Bodine Street (4A)	Varol Yuksel
1600 N. Bodine Street (5A)	Xhemil & Zinailda Hoxha
1600 N. Bodine Street (6A &7A)	Carmen Fernandez