

PHILADELPHIA REDEVELOPMENT AUTHORITY

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

**BOARD MEETING
WEDNESDAY, APRIL 10, 2019**

Open Session – 4:00 P.M.

A G E N D A

APPROVAL OF BOARD MINUTES

- (a) Meeting of March 13, 2019

I. EXECUTIVE DIRECTOR'S REPORT

II. ADMINISTRATIVE

- (a) **Memorandum of Understanding with Philadelphia Housing Development Corporation**
- (b) **Lower Darby Creek Area Superfund Site (Clearview)
Settlement of Litigation with United States of
America (Environmental Protection Agency)**
- (c) **Housing Opportunities Program Philadelphia, Inc.
Transfer of Operation, Management and Control
to the City of Philadelphia**
- (d) **Various Vacant Property Review Committee Properties
Assignment of Notes and Mortgages to Philadelphia
Land Bank**
- (e) **Conveyance of PRA Properties to the Philadelphia
Land Bank**
- (f) **Hawthorne Playground Repair Project
1200 Carpenter Street
Gessler Construction Co., Inc.
Approval of Construction Contract**

AGENDA

Board Meeting of April 10, 2019

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- (g) Manayunk Canal Lower Locks Preservation Project
Pennoni Associates, Inc.
Approval of Site Assessment & Design Development Contract

III. DEVELOPMENT

- (a) West Mill Creek Urban Renewal Area
Francis House on Fairmount, LP
Parcel No. 61B (SE Corner 46th Street and Fairmount Avenue)
**Amending Resolution No. 2017-70
Amendment to Redevelopment Agreement**
- (b) Model Cities Urban Renewal Area
APM Properties, Inc.
2310-14 N. Marshall Street
Amendment to Redevelopment Agreement

IV. HOUSING FINANCE / NSP

St. Ignatius Nursing and Rehab Center
Francis House on Fairmount LP
4460 Fairmount Avenue
Non-Recourse Construction/Permanent Loan Agreement

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, March 13, 2019, commencing at 4:08 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: Gregory Heller, Ryan D. Harmon, Esquire, Jane Allen, Robert LaBrum, Zena Holland, Mark Nekoranik, Karanja Slaughter, Larry Padilla, Julia Guerrero and Elizabeth Bonaccorso.

Also in attendance: Jacqueline Dunn, City Finance Department; Shelley Spector, Resident; Yvonne Latty, Resident; Victor Szwanki, KML Carpenters; Anthony Kuhar, Resident; John Haak, PCPC; Alejandra Cabrales, PCPC; Elvis Solivan, HUD; and Jamila Davis, DHCD.

ANNOUNCEMENTS

None.



MINUTES

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

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



EXECUTIVE DIRECTOR'S REPORT

Mr. Heller stated that he is pleased to welcome two (2) new staff members to the Authority: Roneece Dent is a Property Management Coordinator in our Design & Construction Department and Robin DeFreitas is an Accounting Supervisor in our Finance Department.

Next, Mr. Heller stated that on February 27, 2019, staff helped BMK Homes cut the ribbon on Francis Villas. The project consists of sixteen (16) units of for-sale, townhouse-style workforce housing, which are being sold to buyers at Two Hundred Twenty-Nine Thousand Dollars (\$229,900) each with a Declaration of Restrictive Covenants ensuring their affordability. The homes are a combination of two (2) and three (3) bedroom units. The developer successfully sold all the units through community-based marketing. The project is located on the 800 block of Burns Street, 1500 block of Parrish Street, and 800 block of N 15th Street. Mr. Heller further stated that this is BMK's second workforce housing project with Authority.

Next, Mr. Heller stated that earlier today the PRA held a press conference with Mayor Kenney, Council President Clarke and Councilwoman Cherelle Parker to announce the public launch of Restore, Repair, Renew: Philadelphia Neighborhood Home Preservation Loan Program. This new initiative, financed with Forty Million Dollars (\$40,000,000) of bonds issued by PRA, will provide home repair loans to low-, moderate-, and middle-income Philadelphia homeowners with incomes up to 120% of Area Median Income, and credit scores as low as 580. Mr. Heller stated that PRA launched this program in partnership with three nonprofit program intermediaries: Clarifi, Philadelphia Council for Community Advancement, and Public Health Management Corporation. The loans are made through two partner lenders: Univest and Finanta.

Next, Mr. Heller stated that the Authority has sixty (60) competitive bids listed for properties located in East Mt. Airy, Germantown, Allegheny West, Logan, Nicetown and Tioga. Some properties are listed individually, and others are listed in bundles. The responses are due by May 7, 2019.

Next, Mr. Heller stated that the Authority has a Request for Proposals ("RFP") posted for contractors to carry out the Disston Playground renovation project, for the playground located at 4423 Longshore Avenue. These responses are due by April 4, 2019. This project is part of the City's Rebuild Program.

Next, Mr. Heller stated that the Authority has an RFP posted for contractors to carry out the Hawthorne Playground basketball court repair project, for the playground located at 1200 Carpenter Street. These responses are due by March 15, 2019.

Finally, Mr. Heller stated that the Authority has a Request for Qualifications ("RFQ") posted for general contractors and construction managers who wish to be included on PRA's prequalified list. These responses are due by March 29, 2019.



ADMINISTRATIVE

Mr. Harmon presented "Item II (a) – Approval of the Authority's Operating Budget for FY 2019 and Granting the Executive Director Authorization to enter into Certain Contract Consistent with Approved Budgets" in substance consistent with the attached Fact Sheet thereto.

Additional Comments and Discussion

Mr. Heller asked if there was supposed to be a Fact Sheet attached. Mr. Harmon responded that there is no Fact Sheet for 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. 2019-16

RESOLUTION APPROVING THE AUTHORITY'S OPERATING BUDGET FOR FY 2019 AND GRANTING THE EXECUTIVE DIRECTOR AUTHORIZATION TO ENTER INTO CERTAIN CONTRACTS CONSISTENT WITH APPROVED BUDGETS

WHEREAS, the Executive Director has presented to this Board the attached proposed budget for FY 2019 ("Operating Budget") which has been submitted to the Division of Housing and Community Development as part of the Authority's Services Contract for FY 2019;

WHEREAS, the Board has reviewed and considered the Operating Budget;

WHEREAS, the Operating Budget identifies various categories of the Authority's operating expenses and states the total amount of all such expense categories; and

WHEREAS, the Board desires to provide the Executive Director the ability to enter into contracts for supplies, materials and services consistent with the Operating Budget.

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

1. The Operating Budget, as presented to this Board and as attached hereto has been submitted to the Division of Housing and Community Development as part of the Authority's Administrative Services Contract for FY 2019, is approved.
2. The Executive Director may on behalf of the Authority enter into contracts for supplies, materials and services for those categories of expense items identified in the FY 2019 Operating Budget, provided, however, that the total expenditures for all such contracts do not exceed the "Total Expense" amount stated in the approved Operating Budget.

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.



Mr. Harmon presented "Item II (b) – Contract Authorization for Executive Director" in substance consistent with the attached Fact Sheet hereto.

Additional Comment and Discussion

Mr. Dubow asked if an internal review committee would perform contract review. Ms. Fadullon replied 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. 2019-17

RESOLUTION AMENDING RESOLUTION NO. 2014-60, ADOPTED JUNE 11, 2014, TO AUTHORIZE THE EXECUTIVE DIRECTOR TO AWARD CONTRACTS OR APPROVE PURCHASES IN AMOUNTS NOT TO EXCEED \$50,000

WHEREAS, on June 11, 2014, the Board of Directors for the Authority adopted a resolution that authorized the Executive Director to award contracts and approve purchases in amounts not to exceed Thirty-Two Thousand Dollars (\$32,000); and

WHEREAS, the Board finds that the operations of the Authority would benefit by increasing such authorization to an amount commensurate with the Philadelphia Housing Development Corporation.

NOW THEREFORE, BE IT RESOLVED, By the Redevelopment Authority of the City of Philadelphia, that Resolution No. 2014-60, adopted June 11, 2014, which authorized the Executive Director to award contracts and approve purchases for services or supplies not to

exceed Thirty-Two Thousand Dollars (\$32,000), is hereby amended to increase the maximum amount of the Executive Director's authority to Fifty Thousand Dollars (\$50,000).

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



Ms. Guerrero presented "Item II (c) – Artist Services Agreement with Bedo Productions Incorporated" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Cuorato asked if the Board members would be asked to approve the final film component and sculpture component. Mr. Heller responded that there would be no further action required by the Board; however, he would keep the Board informed as to status and anything else that may be requested.

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. 2019-18

RESOLUTION AUTHORIZING THE ARTIST SERVICES AGREEMENT WITH BEDO PRODUCTIONS INCORPORATED FOR THE CREATION OF A COMMUNITY BASED WORK OF PUBLIC ART TO BE ASSOCIATED WITH THE REDEVELOPMENT OF THE 6200 BLOCKS OF OSAGE AVENUE AND PINE STREET

WHEREAS, on October 11, 2017, the Philadelphia Redevelopment Authority (the "Authority") and AJR Endeavors LLC ("Redeveloper") entered into a Redevelopment Agreement ("Redevelopment Agreement") for the development (the "Osage/Pine Project") of thirty-six (36) parcels on the 6200 blocks of Osage Avenue and Pine Street (the "Osage/Pine Properties");

WHEREAS, pursuant to Paragraph 4.12 of the Redevelopment Agreement, Redeveloper has agreed to provide appropriate works of fine arts in accordance with the Authority's Percent for Art Program dated October 20, 2016 (the "Program");

WHEREAS, in satisfaction of its obligations under the Redevelopment Agreement and the Program, Redeveloper has agreed to provide certain funds to the Authority to fund the works of fine arts;

WHEREAS, because Redeveloper is developing and selling the Osage/Pine Properties as they are completed, the Authority is contracting for the creation and installation of works of public art for the Osage/Pine Project;

WHEREAS, the Authority issued a Request for Qualifications dated March 19, 2018 (the "Request for Qualifications") seeking statements of qualifications from qualified artists for the creation of new works of socially-engaged public art within the Osage/Pine Project area, as outlined in the Request for Qualifications;

WHEREAS, Bedo Productions Incorporated ("BPI"), submitted its response to the Request for Qualifications, outlining its extensive experience.

WHEREAS, after presentations by all respondents, BPI was the selected as the most qualified respondent.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, the authorization is hereby given to the Authority's Executive Director to enter into an Artist Services Agreement with BPI for the Osage/Pine Project art services, with a maximum compensation not to exceed Two Hundred Fifty Thousand Dollars (\$250,000).

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 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 (d) – Approval of Design-Build/Construction Agreement" 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. 2019-19

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A DESIGN-BUILD/CONSTRUCTION AGREEMENT WITH CLEAN ENERGY, INC., FOR THE COMPRESSED NATURAL GAS FUELING STATION PROJECT LOCATED AT THE CITY OF PHILADELPHIA'S FLEET MANAGEMENT FACILITY, 3033 SOUTH 63RD STREET

WHEREAS, the Philadelphia Redevelopment Authority issued proposals seeking responses from qualified energy contractors willing and capable of performing the design, construction, operations and maintenance of a Compresses Natural Gas ("CNG") fueling station at the City's Fleet Management Facility, located at 3033 South 63rd Street (the "Property").

WHEREAS, Clean Energy, Inc. ("CEI") submitted its response to bids, outlining their extensive experience.

WHERAS, CEI's proposal was selected by the project review team.

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 Design-Build/Construction Agreement with CEI for the design, construction, operations and maintenance of a CNG fueling station at the City's Fleet Management Facility, located at the Property, with a maximum compensation not to exceed One Million Six Hundred Ninety-Four Thousand One Hundred Twenty-Five Dollars (\$1,694,125) (total base bid plus 10% administrative and contingency build-ins).

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 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. Slaughter presented "Item II (e) – Agreement for Landscape Maintenance Services with Christopher Bunch, Individually and Doing Business as Paving the Way Landscaping" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Slaughter highlighted the fact that the contractor is a registered minority-business enterprise ("MBE"), and even though the MBE goal on the economic opportunity plan is shown at 35%, it will actually end up being 100%. He also informed the Board that WBE goals listed on the Fact Sheet state 3%; however, it should state the WBE goals are 0-3%.

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. 2019-20

RESOLUTION AUTHORIZING AN AGREEMENT FOR LANDSCAPE MAINTENANCE SERVICES WITH CHRISTOPHER BUNCH, INDIVIDUALLY AND DOING BUSINESS AS PAVING THE WAY LANDSCAPING, TO PROVIDE LANDSCAPE MAINTENANCE SERVICES IN THE EASTWICK SECTION OF THE CITY OF PHILADELPHIA

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority") undertook a competitive invitation for proposals from qualified landscape companies to perform landscape maintenance services in the Eastwick section of the City of Philadelphia;

WHEREAS, proposals were reviewed and evaluated by a project review team which resulted in the recommendation of Christopher Bunch, individually and doing business as Paving the Way Landscaping ("Provider") as the most qualified responsive bidder.

NOW THEREFORE, BE IT RESOLVED, by the Authority, that the Executive Director is authorized to execute an Agreement for Landscape Maintenance Services with Provider for a term of one (1) year, granting the Authority extension options for two (2) additional years at compensation as follows:

Fiscal Year Ending June 30, 2019 \$180,000
Fiscal Year Ending June 30, 2020 \$189,000
Fiscal Year Ending June 30, 2021 \$198,450

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 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.



HOUSING FINANCE / NSP

Mr. Nekoranik presented "Item III (a) – Non-Recourse Construction/Permanent Loan Agreement with Philabundance" 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. 2019-21

RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A NON-RECOURSE CONSTRUCTION/PERMANENT LOAN AGREEMENT WITH PHILABUNDANCE IN AN AMOUNT NOT TO EXCEED \$4,000,000

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, ("Authority") that the Authority is authorized to enter into non-recourse Construction/Permanent Loan Agreement with Philabundance ("Borrower") under terms and conditions as follows:

1. The Authority is providing a construction/permanent loan in the amount of Four Million (\$4,000,000) Dollars ("Authority Loan"). The proceeds of the Authority Loan will be used to assist in the new construction of a job training facility located at 2224-38 N. 10th Street (the "Property").
2. Borrower shall administer a culinary job training program on the Property which shall train students whose household income is equal to or less than the Section 8 low-income limit established by the Department of Housing and Urban Development ("Eligible Students") for employment in the food service industry and provide job search and placement assistance ("Job Training").
3. Borrower must demonstrate that i) within three (3) years of construction completion, at least One Hundred Fifteen (115) students in its Job Training program are Eligible Students; and ii) for a period of ten (10) years from construction completion, at least fifty-one percent (51%) of students enrolled annually in Job Training are Eligible Students (collectively, "Training Goals").
4. The term of the construction/permanent loan will be for a twenty-five (25) year period at zero (0%) percent interest from the date of the Authority Loan closing.

Beginning on the twenty-first (21st) anniversary of the Authority Loan closing and until the end of the term of the Authority Loan, the principal balance of the Authority Loan shall be reduced without payment by an amount equal to twenty percent (20%) of the original principal amount of the Authority Loan, provided that the Borrower meets its Training Goals.

5. The Authority Loan will be secured by a first lien position.
6. Disbursement of Authority Loan proceeds 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.



Ms. Holland presented "Item III (b) – Non-Recourse Construction/Permanent Loan Agreement with Golden Age Living Accommodations, L.P." in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Ms. Holland informed the Board members that the development team tax clearances have been received and all other paperwork has been received.

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. 2019-22

RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A NON-RECOURSE CONSTRUCTION/PERMANENT LOAN AGREEMENT WITH GOLDEN

AGE LIVING ACCOMMODATIONS, L.P. IN AN AMOUNT NOT TO EXCEED \$2,085,562

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 Golden Age Living Accommodations, L.P. ("GALA"), under the following terms and conditions:

1. The Authority is providing a construction/permanent loan in and amount not to exceed Two Million Eighty-Five Thousand Five Hundred Sixty-Two Dollars (\$2,085,562) (the "Authority Loan"). The proceeds of the Authority Loan will be used to assist in the new construction of fifty (50) affordable rental units located at 2022-34 Haines Street, and 6845-49 Limekiln Pike (the "Properties"). Upon completion, the units will target seniors sixty-two (62) years of age and older with income at or below 60% of Area Median Income.
2. The term of the Authority Loan will be for thirty-seven (37) years at 0% interest. During the Authority Loan term, no principal or interest will be required to be paid. The entire loan balance will be due and payable upon the 37th anniversary.
3. The Authority Loan will be secured by a fourth (4th) lien position on the leasehold interest on the Properties behind two loans provided by Wells Fargo Bank, N.A., (individually, "Construction Loan" and "Bridge Loan"), and the Pennsylvania Housing Finance Agency Pennsylvania Housing Affordability and Rehabilitation Enhancement Funds funding. Upon payment of the Bridge Loan, the Authority Loan will be secured by a third (3rd) lien position.
4. Closing on the Authority Loan will be contingent upon the following:
 - i. All necessary Authority approvals from various departments.
 - ii. Environmental Clearance from the Philadelphia City Planning Commission.
5. Disbursement of funds will be contingent upon tax clearance for all members of the Development Team.

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 IV – Conveyance of Properties" in substance consistent with the attached Fact Sheet hereto.

Additional Comments and Discussion

Mr. Padilla advised the members of the Board that this parcel will be used for a future PRA open space project.

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. 2019-23

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, if any, 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 One Dollar (\$1.00):

Address

928 S. 17th Street

Grantee(s)

Philadelphia Redevelopment
Authority

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 4:29 P.M.

SECRETARY TO THE BOARD

**BOARD FACTSHEET**

Meeting of March 13, 2019

Contract Authorization for Executive Director

Since 1974, the Philadelphia Redevelopment Authority (the "Authority") Board of Directors has granted the Authority's Executive Director the right to enter into contracts on behalf of the Authority for the purchase of goods, supplies and services with a set maximum monetary limit. The last such resolution was adopted pursuant to Resolution No. 2014-60, adopted June 11, 2014 (the "2014 Resolution"), and limited the Executive Director's contract authorization to Thirty-Two Thousand Dollars (\$32,000).

The Board is requested to amend the 2014 Resolution to increase the Executive Director's contracting authorization to Fifty Thousand Dollars (\$50,000). This purpose of this increase is to bring the contracting authorization in line with the Philadelphia Housing Development Corporation ("PHDC") which also permits contracting authorization in the amount of Fifty Thousand Dollars (\$50,000) without Board of Director approval.

The proposed resolution is attached.

Prepared by: Ryan D. Harmon

Reviewed by: Gregory Heller

**BOARD FACTSHEET**

Meeting of March 13, 2019

Artist Services Agreement with Bedo Productions Incorporated
6200 blocks of Osage Avenue and Pine Street

NAME OF DEVELOPER/APPLICANT: Bedo Productions Incorporated

Nature of Transaction: The Board is asked to authorize a resolution to approve an Artist Services Agreement with Bedo Productions Incorporated, to provide appropriate works of fine arts in accordance with the Authority's Percent for Art Program dated October 20, 2016 (the "Program"), for the project and properties located at the 6200 block of Osage Avenue and Pine Street (the "Properties").

Legal Entity/Other Partners (if applicable): Bedo Productions Incorporated

Mailing Address: PO Box 63544, Philadelphia PA 19147

PROPERTY INFORMATION: 6200 blocks of Osage Avenue and Pine Street

CONTRACT VALUE: An amount not to exceed Two Hundred Fifty Thousand Dollars (\$250,000)

COMMENTS OR OTHER CONDITIONS: The PRA is currently working with AJR Endeavors ("AJR") on a community-driven Percent for Art project pursuant to the Program associated with the renovation of the homes on the Properties. Pursuant to the Program, developers either pay for the art project directly or make the contribution to the PRA who in turn pays for the project. In this case, since the art may be included in the public right-of-way, the decision was made for PRA to administer the funds intended to pay for the art project.

In early 2018, the PRA issued a public Request for Qualifications ("RFQ") to Philadelphia-based artists and artistic teams. RFQ respondents attended a mandatory site visit and a facilitated meeting with neighbors before creating a proposal for the project. In August 2018, four (4) artists/artist teams presented their proposals for the project to a selection committee that was comprised of representatives from AJR, a neighbor from Osage Avenue, and the PRA's standing Art Committee. The artists Yvonne Latty and Shelley

Spector (who comprise Bedo Productions Incorporated) were chosen for the project by the selection committee.

The artists propose a project that will include several components. First, Yvonne Latty, a documentary filmmaker, will research the history of these blocks of Osage Avenue and Pine Street through interviews with current and former neighbors. These conversations will be recorded and used to create a fifteen (15) minute documentary about the neighbors and their hopes for the future. Shelley Spector will create a text-based series of sculptures that will feature quotes from the neighbor interviews. These sculptures will mimic everyday elements that one might find on a street - for example, a street sign that is in the style of a "No Parking" sign, but reads: "Looking out for each other." The project will be capped with a community presentation event and celebration. The entire project will be documented online, and the documentary will be posted online.

This project will be informed by the artist's work with community members. The initial payment to the artists will fund their community engagement programs, the majority of the documentary film, and the research and development of the sculptures. The next payment to the artists will be made only when the PRA approves the final version of the sculptures and documentary.

Due to the fact that some elements of the art will be in the public right-of-way, PRA staff are consulting with pertinent public departments in order to ensure that the art elements are feasible, and to determine what approvals and/or permits may be required. The PRA intends to donate the sculptural component of the project to the City of Philadelphia, and has been in contact with the Office of Arts, Culture and the Creative Economy about that process.

Pursuant to the Artist Services Agreement, Bedo Productions Incorporated will be obligated to make required maintenance repairs to the sculpture component for three (3) years following the date of the Artist Services Agreement or the expenditure of Twelve Thousand Dollars (\$12,000), whichever is sooner. Upon donation to the City, these dollars will be put into a maintenance endowment with the City, as required by the Managing Director's Directive 67: Policy on the Donation/Gifting, Placement, and Removal of Public Art.

The term of the Artist Services Agreement will be through July 2, 2020 at which time the project is expected to be completed and the artists are expected to make their final report on the completed project to the Authority.

Project Timeline and Compensation Schedule are attached.

Prepared by: Julia Guerrero, Director Percent for Art Program

Reviewed by: Larry H. Padilla, Senior Director



BOARD FACTSHEET
 Meeting of March 13, 2019
 Approval of Design-Build/Construction Agreement
 Compressed Natural Gas Fueling Station Project

NATURE OF TRANSACTION:

The approval of a design-build/construction agreement between the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), and Clean Energy, Inc. ("CEI"), for the design, construction, operations and maintenance of a Compressed Natural Gas ("CNG") fueling station at the City's Fleet Management Facility, located at 3033 South 63rd Street (the "Property").

SELECTION PROCESS:

On December 21, 2018, the Authority, as agent for the City, solicited proposals from qualified energy firms for the design, construction, operations and maintenance of a CNG fueling station at the City's Fleet Management Facility, located at the Property. The Authority received three (3) proposals from qualified contractors. CEI's proposal was selected by the project review team. CEI's base bid for the project was One Million Five Hundred Forty Thousand One Hundred Fourteen Dollars (\$1,540,114)

Upon approval of the design-build/construction agreement, the City will enter into operations and maintenance contracts with CEI.

Clean Energy, Inc.

4675 MacArthur Court, Suite 800
 Newport Beach, CA 92660
 EOP: 35% M/W/DSBE

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 various capital improvement projects.

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

Prepared by: Robert Labrum
 Reviewed by: Gregory Heller



BOARD FACTSHEET

Meeting of March 13, 2019

Approval of Agreement for Landscape Maintenance Services with Christopher Bunch, Individually and Doing Business as Paving the Way Landscaping
Ground Maintenance Service in Eastwick Section of Philadelphia

NATURE OF TRANSACTION:

The approval of an Agreement for Landscape Maintenance Services (the "Agreement") between the Philadelphia Redevelopment Authority (the " Authority") and Christopher Bunch, individually and doing business as Paving the Way Landscaping ("Provider") to provide grounds maintenance in the Eastwick Section of Philadelphia. This is a one (1) year contract with options to renew for two (2) additional years.

SELECTION PROCESS:

On July 17, 2018, the Authority issued a Request for Proposals ("RFP") soliciting proposals from qualified landscaping firms for grounds maintenance in the Eastwick section of Philadelphia. All bids were due by August 17, 2018. The Authority received two (2) responses to the RFP. Provider was selected by the project review team.

	<i>Year 1</i>	<i>Year 2</i>	<i>Year 3</i>
Paving the Way Landscaping 615 Wynnewood Road Philadelphia, PA MBE Certified	\$180,000	\$189,000	\$198,450

The PRA selected Provider as the most responsive bidder. Provider demonstrated its operational capacity by providing references, previous contract information and an equipment list.

Per Chapter 17-1600 of the Philadelphia Code, the Economic Opportunity Plan ("EOP") ranges have been approved by the City at MBE – 35% and WBE –0-3%. Although the executed EOP relative to this Agreement has identified an MBE participation goal of 35%, the Provider is a certified MBE and, as such, the actual MBE participation will be 100%.

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

Prepared By: Karanja Slaughter, Special Projects Coordinator

Reviewed By: Gregory Heller

**BOARD FACTSHEET**

Meeting of March 13, 2019

Non-Recourse Construction/Permanent Loan

2224-38 N. 10th Street**NAME OF Borrower:** Philabundance

Nature of Transaction: Authorization for the Authority to enter into a non-recourse construction permanent loan agreement with Philabundance ("Borrower") in an amount not to exceed Four Million Dollars (\$4,000,000) (the "Authority Loan"). The proceeds of the Authority Loan will be used to assist in the new construction of a job training facility (the "Project") located at 2224-38 N. 10th Street (the "Property") in the North Central Choice Neighborhood. The Project shall be used to provide culinary arts job training programs ("Job Training") to students at least fifty-one (51%) percent of whom have a family household income equal to or less than the Section 8 low-income limit established by the Department of Housing and Urban Development ("Eligible Student").

The Authority funding requires that the Borrower demonstrate the following:

- A. Within three (3) years of construction completion, at least One Hundred Fifteen (115) students in its Job Training program are deemed Eligible Students; and
- B. For a period of ten (10) years from construction completion, at least fifty-one percent (51%) of students enrolled annually in Job Training must be deemed Eligible Students (collectively, "Training Goals").

PROJECT INFORMATION: Philabundance Community Kitchen IIAddress: 2224-38 N. 10th Street

Total Development Cost: \$11,624,775

Total Construction Cost: \$6,827,407

PRA Financing: \$1,500,000 Choice funds/\$2,500,000 CDBG funds

FINANCING:

The Authority Loan will be structured with a term of twenty-five (25) years at zero (0%) percent interest from the date of the Authority Loan closing. Beginning on the twenty-first (21st) anniversary of the Authority Loan closing and until the end of the term of the Authority Loan, the principal balance of the Authority Loan shall be reduced without payment by an amount equal to twenty (20%) percent of the original principal amount of the Authority Loan, provided the Borrower meets its Training Goals.

COMMENTS OR OTHER CONDITIONS:

The Philadelphia Planning Commission issued an environmental clearance on the Property. The City has approved the Economic Opportunity Plan for this Project, the Philadelphia Revenue Department has determined that the development team has no outstanding tax issues, and the Authority housing construction department has approved the plans, specification and construction costs for the Project.

Proposed Resolution is attached

Prepared by: Darci Bauer, Director of Housing Finance

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



BOARD FACTSHEET

Meeting of March 13, 2019

Non-Recourse Construction/Permanent Loan Agreement

Located at 2022-34 Haines Street, and 6845-49 Limekiln Pike

NAME OF SPONSOR/DEVELOPER: Conifer Realty, LLC

Nature of Transaction: Authorization for the Authority to enter into a non-recourse construction/permanent loan agreement with Golden Age Living Accommodations, L.P. ("GALA") in an amount not to exceed Two Million Eighty-Five Thousand Five Hundred Sixty-Two Dollars (\$2,085,562) (the "Authority Loan"). The proceeds of the Authority Loan will be used to assist in the new construction of fifty (50) affordable rental units for seniors age sixty-two (62) and older.

Legal Entity: Golden Age Living Accommodations, L.P.

PROPERTY INFORMATION: Golden Age Living Accommodations

Address: 2022-34 Haines Street, and 6845-49 Limekiln Pike ("Properties")

Total Development Cost: \$16,019,251

Total Construction Cost: \$10,951,483

PRA Financing: \$2,085,562

FINANCING:

The Authority Loan will be structured with a term of thirty-seven (37) years at 0% 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 upon the 37th anniversary. The Authority Loan will be secured in a fourth lien position on the leasehold interest on the Properties behind two (2) loans provided by Wells Fargo Bank, N.A., (individually, "Construction Loan" and Bridge Loan"), and a third loan from the Pennsylvania Housing Finance Agency Pennsylvania Housing Affordability and Rehabilitation Enhancement Funds. Upon payment of the Bridge Loan, the Authority Loan will be secured in a third lien position.

COMMENTS OR OTHER CONDITIONS:

The City has approved the Economic Opportunity Plan for this project. The Authority Housing Construction Department has reviewed and approved the plans, specification, and construction costs for the project.

CLOSING ON THE AUTHORITY LOAN WILL BE CONTINGENT UPON:

Environmental clearance from the Philadelphia City Planning Commission.

DISBURSEMENT OF FUNDS WILL BE CONTINGENT UPON:

Department of Revenue's tax clearance for all members of the Development Team.

Proposed Resolution is attached

Prepared by: Zena Holland, Senior Housing Development Officer

Reviewed by: Darci Bauer, Director Housing Finance



BOARD FACTSHEET

Meeting of March 13, 2019

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.

Address

928 S. 17th Street

Grantee

Philadelphia Redevelopment Authority