PHILADELPHIA REDEVELOPMENT AUTHORITY

1234 MARKET STREET, 16TH FLOOR PHILADELPHIA, PA 19107

BOARD MEETING WEDNESDAY, SEPTEMBER 13, 2023

Executive Session – 3:30 P.M. Open Session – 4:00 P.M.

<u>AGENDA</u>

APPROVAL OF BOARD MINUTES

Meeting of August 09, 2023

I.	ADMINISTRATIVE	Page
	3701 N. Broad Street, the Beury Building Termination of Subgrant Agreement with PIDC Community Capital and Rescission of Resolution No. 2023-15	(1)
II.	DEVELOPMENT	
	607 N. 53 rd Street and 625 N. 53 rd Street Acceptance of Title to City of Philadelphia Properties for Disposition to Liberty53 LP	(5)
III.	HOUSING FINANCE	
	Mary Field Senior Apartments LP 2050 S. 58 th Street Transfer and Assumption of Existing Loans with Greenway Presbyterian Apartments, Inc., and New Financing	(7)

PHILADELPHIA REDEVELOPMENT AUTHORITY

BOARD MEETING MINUTES

Prior to the start of the meeting, Mr. Braden made the announcement that due to the Philadelphia Redevelopment Authority's continued office closure due to the Covid-19 pandemic, today's Board meeting was being held electronically via an authorized communication device, was open to public attendees, and open for public comment. The Board meeting was being recorded and questions and comments could be entered using the Question & Answer box at the lower right-hand corner of the screen. Questions and/or comments would be read aloud and answered if needed. Mr. Braden stated that he provided his email address to the public for any issues with submitting questions and/or comments and for any issues with accessing the Board meeting remotely. Mr. Braden noted that he received correspondence related to agenda items II(a) and II(b), and that such correspondence would be addressed during the presentation of those agenda items and attached to the meeting minutes.

***MR. BRADEN ASKED EVERYONE TO PLEASE NOTE THAT THERE IS A QUESTION-AND-ANSWER PORTAL FOR PUBLIC ATTENDEES OF THIS BOARD MEETING. THE PUBLIC ATTENDANCE LIST AND THE SUBMITTED QUESTIONS AND ANSWERS, IF ANY, WILL BE ATTACHED TO THE MEETING MINUTES.

A virtual meeting of the Board of Directors of the Philadelphia Redevelopment Authority was held on Wednesday, August 9, 2023, commencing at 4:00 P.M., pursuant to proper notices being made.

ANNOUNCEMENTS

None.



ROLL CALL

The following members of the Board of Directors reported present: David S. Thomas, Chair; William Smith, Vice Chair; Maria Duque-Buckley, 2nd Vice Chair and Assistant Secretary; Kate McGlinchey, Treasurer; and Anne Nadol, Secretary.

The following assigned staff were present: Alex Braden, Susan Varghese, Angel Rodriguez, Jessie Lawrence, Nick Dema, Robert LaBrum. Alberta Benn, Brian Romano, Mathen Pullukattu, Jojy Varghese and Elizabeth Bonaccorso.

Also in attendance were those listed on the attached public attendance sheet.



MINUTES

Mr. Thomas called for a motion to approve the minutes of the July 12, 2023 Board meeting.

Upon motion made and duly seconded, the minutes of July 12, 2023 were approved.



ADMINISTRATIVE

Mr. Braden presented "Item I(a) – Settlement of Litigation and Related Claims Philadelphia Community Development Coalition, Inc. v. Philadelphia Redevelopment Authority" in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-48

RESOLUTION AUTHORIZING SETTLEMENT OF LITIGATION AND RELATED CLAIMS WITH PHILADELPHIA COMMUNITY DEVELOPMENT COALITION, INC. INVOLVING PROPERTY LOCATED AT 3110 W. BERKS STREET

WHEREAS, Philadelphia Community Development Coalition, Inc. (the "Petitioner") and the Philadelphia Redevelopment Authority (the "Authority") are parties to that certain litigation docketed as Philadelphia Community Development Coalition, Inc. v. Philadelphia Redevelopment Authority, Philadelphia County Court of Common Pleas, April Term, 2021, No. 01034 (the "Litigation");

WHEREAS, the Litigation involves a claim by the Petitioner that certain real property owned by the Authority located at 3110 W. Berks Street, Philadelphia, Pennsylvania (the "Property") met the criteria for the appointment of a conservator as set forth in the Abandoned and Blighted Property Conservatorship Act, as amended, 68 P.S. § 1101 et seq. (the "Act") as of the date of the filing of the Litigation;

WHEREAS, the Petitioner and the Authority have deemed it desirable to resolve all outstanding issues presented in the Litigation and related claims amicably, subject to Board approval;

WHEREAS, General Counsel has provided the Board with a Confidential Settlement Memorandum outlining the material terms and conditions of the proposed resolution;

WHEREAS, the Petitioner and the Authority are willing, subject to Board approval, to resolve the Litigation subject to the terms outlined in the Confidential Settlement Memorandum; and

WHEREAS, General Counsel for the Authority recommends that this matter be resolved in accordance with the terms set forth in the Confidential Settlement Memorandum.

NOW, THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that the Deputy Executive Director of Real Estate is hereby authorized resolve the Litigation and related claims in accordance with the terms of the Confidential Settlement Memorandum.

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate, 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Braden presented "Item I (b) – Approval to Extend Maturity Date of Certain Loans to HeadHouse Retail Associates, L.P." in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-49

RESOLUTION AUTHORIZING A MODIFICATION TO THE MATURITY DATE OF CERTAIN AUTHORITY LOANS MADE TO HEADHOUSE RETAIL ASSOCIATES L.P.

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority") provided certain financing to HeadHouse Retail Associates L.P. a Pennsylvania limited partnership, including, without limitation, the two (2) loans listed below (collectively, the "Loans").

Borrower	Original Loan Amount	Current Loan Amount
HeadHouse Retail Associates L.P.	\$4,000,000.00	\$3,973,042.58
HeadHouse Retail Associates L.P.	\$7,891,000.00	\$7,891,000.00

WHEREAS, the Loans were made in connection with the rehabilitation and conversion of the Reading Terminal HeadHouse into the 12th and Market HeadHouse Condominium (the "Project") located at 1113-31 Market Street.

WHEREAS, pursuant to Resolution No. 2021-54, adopted July 14, 2021, the Authority authorized to extend the maturity date of the Loans from December 1, 2018 to December 1, 2023.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority that the Authority is authorized to extend the maturity date of the Loans to December 1, 2028.

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 of Real Estate and General Counsel.

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

Voting for the foregoing resolution: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Braden presented "Item I (c) – Memorandum of understanding with Philadelphia Housing Development Corporation" in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-50

RESOLUTION AUTHORIZING AN EXTENSION OF TERM OF MEMORANDUM OF UNDERSTANDING BETWEEN THE PHILADELPHIA REDEVELOPMENT AUTHORITY AND THE PHILADELPHIA HOUSING DEVELOPMENT CORPORATION

WHEREAS, Pursuant to Resolution No. 2019-24, adopted on April 10, 2019, the Board of Directors of the Philadelphia Redevelopment Authority (the "Authority") authorized a Memorandum of Understanding (the "MOU") to be entered into between the Authority and the Philadelphia Housing Development Corporation ("PHDC"), pursuant to which PHDC agreed to undertake certain responsibilities on behalf of the Authority with respect to the powers granted to redevelopment authorities in Pennsylvania in accordance with the provisions of the Urban Redevelopment Law of 1945, 35 P.S. §§ 1701 et seq., and laws supplemental thereto;

WHEREAS, the initial term of the MOU and all renewals thereof expired on June 30, 2023;

WHEREAS, the Authority seeks to extend the term of the MOU, retroactive to July 1, 2023, for an additional four (4) years (the "Extension Term"), which Extension Term shall consist of four (4) consecutive one (1) year terms subject to automatic renewal and the ability of the Authority and PHDC to terminate upon sixty (60) days' notice;

WHEREAS, other than with respect to the Extension Term, all material terms of the MOU shall remain unchanged; and

WHEREAS, the Board has considered the Extension Term with respect to the MOU and finds 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 Authority is authorized to extend the term of the MOU for the duration of the Extension Term pursuant to an agreement in form and substance acceptable to the Deputy Executive Director of Real Estate 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 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Thomas asked Mr. Rodriguez if Items I(d) and I(e) would be presented simultaneously. Mr. Rodriguez confirmed that they would be.

Mr. Rodriguez presented "Item I (d) – Approval of Engagement of Construction Management Firm with Corona Partners, LLC" as well as Item I (e) – Approval of Engagement of Construction Management Firm with Talson Solutions, LLC" in substance consistent with the Fact Sheets attached hereto.

Additional Comments and Discussion

Mr. Thomas noted that although he had allowed Mr. Rodriguez to present both items together the Board would vote on each item separately.

Board Action

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

RESOLUTION NO. 2023-51

RESOLUTION AUTHORIZING THE ENGAGEMENT OF CORONA PARTNERS, LLC TO PROVIDE CONSTRUCTION MANAGEMENT SERVICES FOR CERTAIN CONSTRUCTION PROJECTS UNDERTAKEN AS PART OF THE CITY OF PHILADELPHIA'S REBUILDING COMMUNITY INFRASTRUCTURE PROGRAM

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority"), as subgrantee, and the Philadelphia Authority for Industrial Development ("PAID"), as sub-grantor, are parties to that certain Subgrant Agreement (the "Subgrant Agreement") dated as of June 26, 2023, with respect to capital construction and improvement projects undertaken as part of the City of Philadelphia's Rebuilding Community Infrastructure Program ("Rebuild");

WHEREAS, pursuant to the Subgrant Agreement, the Authority is required to engage the services of an on-call construction manager to perform certain construction management services ("Construction Management Services") for any Rebuild construction project (i) where the projected construction cost of the project is equal or greater to FOUR MILLION AND ONE DOLLARS (\$4,000,001.00) or (ii) where otherwise agreed upon between the Authority and PAID (such project, a "CM Project");

WHEREAS, the Authority, issued a Request for Proposals (the "RFP") from qualified project construction management firms to provide Construction Management Services for CM Projects;

WHEREAS, the proposals received in response to the RFP were reviewed and evaluated by a selection committee (the "Committee"); and

WHEREAS, the Committee has selected Corona Partners, LLC to perform Construction Management Services for certain to-be-identified CM Projects, for which the aggregate compensation to be paid to Corona Partners, LLC shall not exceed \$700,000.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority that the Authority is authorized to engage Corona Partners, LLC to perform Construction Management Services for CM Projects in accordance with the terms of the Subgrant Agreement, and for which the aggregate compensation to be paid to Corona Partners, LLC shall not exceed \$700,000.

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate, 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



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

RESOLUTION NO. 2023-52

RESOLUTION AUTHORIZING THE ENGAGEMENT OF TALSON SOLUTIONS, LLC TO PROVIDE CONSTRUCTION MANAGEMENT SERVICES FOR CERTAIN CONSTRUCTION PROJECTS UNDERTAKEN AS PART OF THE CITY OF PHILADELPHIA'S REBUILDING COMMUNITY INFRASTRUCTURE PROGRAM

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority"), as subgrantee, and the Philadelphia Authority for Industrial Development ("PAID"), as sub-grantor, are parties to that certain Subgrant Agreement (the "Subgrant Agreement") dated as of June 26,

2023, with respect to capital construction and improvement projects undertaken as part of the City of Philadelphia's Rebuilding Community Infrastructure Program ("Rebuild");

WHEREAS, pursuant to the Subgrant Agreement, the Authority is required to engage the services of an on-call construction manager to perform certain construction management services ("Construction Management Services") for any Rebuild construction project (i) where the projected construction cost of the project is equal or greater to FOUR MILLION AND ONE DOLLARS (\$4,000,001.00) or (ii) where otherwise agreed upon between the Authority and PAID (such project, a "CM Project");

WHEREAS, the Authority, issued a Request for Proposals (the "RFP") from qualified project construction management firms to provide Construction Management Services for CM Projects;

WHEREAS, the proposals received in response to the RFP were reviewed and evaluated by a selection committee (the "Committee"); and

WHEREAS, the Committee has selected Talson Solutions, LLC to perform Construction Management Services for certain to-be-identified CM Projects, for which the aggregate compensation to be paid to Talson Solutions, LLC shall not exceed \$700,000.00.

NOW THEREFORE. BE IT RESOLVED, by the Philadelphia Redevelopment Authority that the Philadelphia Redevelopment Authority is authorized to engage Talson Solutions, LLC to perform Construction Management Services for CM Projects in accordance with the terms of the Subgrant Agreement and for which the aggregate compensation to be paid to Talson Solutions, LLC shall not exceed \$700,000.00.

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate, 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. LaBrum presented "Item I(f) – Approval of Construction Contract with Gessler Construction Co., Inc." in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-53

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 PELBANO PLAYGROUND PROJECT AT 8101 BUSTLETON AVENUE

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), issued a Request for Proposals (the "RFP") seeking responses from qualified contractors willing and capable of performing the Pelbano Playground project at 8101 Bustleton Avenue (the "Project");

WHEREAS, Gessler Construction Co., Inc. ("Gessler") submitted its response to the RFP, outlining their extensive experience; and

WHERAS, Gessler's proposal was selected by the Project review team.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Authority's Deputy Executive Director of Real Estate to enter into a Construction Contract, as agent for the City, with Gessler for the Project, with a maximum compensation not to exceed One Million One Hundred Twenty-Seven Thousand Five Hundred Dollars (\$1,127,500.00) (total Base Bid plus 10% Contingency).

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. LaBrum presented "Item I (g) – Approval of Construction Contract with Torrado Construction Co., Inc." in substance consistent with the Fact Sheet attached hereto.

Additional Comments and Discussion

Mr. Thomas asked Mr. LaBrum if this was the RFP that was re-bid. Mr. LaBrum replied that it was, and that the Authority had received only (1) bid in response to the original RFP, which was much higher than the cost estimate. Mr. LaBrum stated that Rebuild went back to the architect, who updated some of the plans and inserted additional qualifications required for the roofer due to the installation of terracotta. Mr. Thomas noted that staff were successful in finding a contractor that can do terracotta.

Board Action

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

RESOLUTION NO. 2023-54

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A CONSTRUCTION CONTRACT WITH TORRADO CONSTRUCTION CO., INC. FOR THE RICHMOND LIBRARY ROOF PROJECT AT 2987 ALMOND STREET

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), issued a Request for Proposals ("RFP") seeking responses from qualified contractors willing and capable of performing the Richmond Library Roof project at 2987 Almond Street (the "Project");

WHEREAS, Torrado Construction Co., Inc. ("Torrado") submitted its response to the RFP, outlining their extensive experience; and

WHERAS, Torrado'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 Deputy Executive Director of Real Estate to enter into a Construction Contract, as agent for the City, with Torrado for the Project, with a maximum compensation not to exceed One Million Eight Hundred Sixty-Eight Thousand Seven Hundred Eighty-Seven Dollars and Eighty Cents (\$1,868,787.80) (total Base Bid plus 10% Contingency).

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Lawrence presented "Item I (h) – Conveyance of Title to City Properties Through the Philadelphia Redevelopment Authority to the Philadelphia Land Bank" in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-55

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

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

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

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

WHEREAS, 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 have been deemed surplus property by the City and the transfer of such properties to the Philadelphia Redevelopment Authority for subsequent transfer to the Philadelphia Land Bank will promote the public purposes for which the City created the Philadelphia Land Bank.

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

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

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

EXHIBIT "A"

5th Councilmanic District Properties

2735 N. Marvine Street 2741 N. Marvine Street 1135 W. Silver Street 1137 W. Silver Street 1139 W. Silver Street 1010 W. Somerset Street 1012 W. Somerset Street 1014 W. Somerset Street 1123 W. Somerset Street 1220 W. Somerset Street 1222 W. Somerset Street 1224 W. Somerset Street 2720 N. Warnock Street 2726 N. Warnock Street 2728 N. Warnock Street 2729 N. Warnock Street 2730 N. Warnock Street 2738 N. Warnock Street 2830 N. 11th Street 2834 N. 11th Street

2836 N. 11th Street 2727 N. 12th Street 2729 N. 12th Street 2731 N. 12th Street 2732 N. 12th Street

8th Councilmanic District Property

926 Locust Avenue

Voting for the foregoing resolution: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Lawrence presented "Item I(i) – Conveyance of Title to Philadelphia Redevelopment Authority Property to the Philadelphia Land Bank" in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-56

RESOLUTION AUTHORIZING THE CONVEYANCE OF CERTAIN PROPERTY 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 (the "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 property 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 property 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 the property 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 Deputy Executive Director of Real Estate and General Counsel.

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

EXHIBIT "A"

5th Councilmanic District Property

1110 W. Somerset Street

Voting for the foregoing resolution: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



DEVELOPMENT

Mr. Lawrence presented Item II (a) – Selection of Redeveloper, Liberty53 LP'' in substance consistent with the Fact Sheet attached hereto.

Additional Comments and Discussion

Mr. Thomas asked Mr. Braden if there was correspondence related to this item. Mr. Braden replied that correspondence had been received from Andrew Goodman, Director of Equitable Development, in the office of Councilmember Gauthier, 3rd District, who wrote to express for the record the Councilmember's support for this redeveloper, noting that this redeveloper has community support in no small part because they are providing incredibly rare affordable housing access, and adding that the Councilmember hopes the City of Philadelphia and all its affiliated agencies will rally behind this redeveloper to ensure all necessary financing, site access, and entitlements are secured so that new quality affordable housing can be built in these West Philadelphia neighborhoods for decades to come.

Board Action

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

RESOLUTION NO. 2023-57

RESOLUTION SELECTING LIBERTY53 LP AS REDEVELOPER OF 607 N. 53rd STREET, 625 N. 53RD STREET, 633 N. 53RD STREET, 635 N. 53RD STREET AND 637 N. 53RD STREET LOCATED WITHIN THE WEST PHILADELPHIA REDEVELOPMENT AREA AND WEST MILL CREEK URBAN RENEWAL AREA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Liberty53 LP ("Redeveloper") is hereby selected as Redeveloper of 607 N. 53rd Street, 625 N. 53rd Street, 633 N. 53rd Street, 635 N. 53rd Street and 637 N. 53rd Street, located within the West Philadelphia Redevelopment Area and West Mill Creek Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Five (\$5.00) Dollars; 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, Deed and Declaration of Restrictive Covenants, Restrictions and Conditions for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate, 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Lawrence presented "Item II (b) – Amendment to Resolution No. 2020-54, Adopted on September 9, 2020" in substance consistent with the Fact Sheet attached hereto.

Additional Comments and Discussion

Mr. Thomas asked for clarification as to whether the basements were being removed as a cost concern. Mr. Lawrence responded, yes, as with a lot of things that have been coming to the Board as of late.

Mr. Thomas asked Mr. Braden if correspondence in support of this item had been received as well. Mr. Braden responded that correspondence was received from Andrew Goodman on behalf of Councilmember Gauthier, 3rd District, registering the Councilmember's support for this redeveloper, noting that this redeveloper has community support in no small part because they are providing incredibly rare affordable housing access, and adding that the Councilmember hopes the City of Philadelphia and all its affiliated agencies will rally behind this redeveloper to ensure all necessary financing, site access, and entitlements are secured so that new quality affordable housing can be built in these West Philadelphia neighborhoods for decades to come.

Board Action

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

RESOLUTION NO. 2023-58 (Amending Resolution No. 2020-54, Adopted September 9, 2020)

MODIFICATION OF RESOLUTION NO. 2020-54 ADOPTED ON SEPTEMBER 9, 2020 TO CHANGE PROJECT PLANS FOR PROPERTIES LOCATED IN THE WEST PHILADELPHIA REDEVELOPMENT AREA, MANTUA URBAN RENEWAL AREA

WHEREAS, pursuant to Resolution No. 2020-54, adopted on September 9, 2020, the Philadelphia Redevelopment Authority (the "Authority") approved the redeveloper selection of Habitat for Humanity Philadelphia, Inc. ("Redeveloper") as the Redeveloper of 805 N. 40th Street, 809 N. 40th Street, 815 N. 40th Street and 817 N. 40th Street (collectively, the "Project"); and

WHEREAS, Redeveloper has requested an amendment to Resolution No. 2020-54, adopted on September 9, 2020, to approve a change in the submitted Project plans that will provide for the

removal of all basements from the plans for all units and a change in 817 N. 40th Street to a handicap accessible unit that will include an access ramp and first floor bedroom.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Resolution No. 2020-54, adopted on September 9, 2020, is hereby amended to reflect that the Project plans will provide for the removal of all basements from the plans for all units and a change in 817 N. 40th Street to a handicap accessible unit that will include an access ramp and first floor bedroom, and further authorizing the execution, delivery and recording of the Redevelopment Contract, Deed, and Declaration of Restrictive Covenants for the properties and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

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

Voting for the foregoing resolution: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



Mr. Lawrence presented "Item II (c) – Amendment to Resolution No. 2023-47, Adopted on July 12, 2023" in substance consistent with the Fact Sheet attached hereto.

Board Action

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

RESOLUTION NO. 2023-59 (Amending Resolution No. 2023-47, Adopted July 12, 2023)

MODIFICATION OF RESOLUTION NO. 2023-47, ADOPTED JULY 12, 2023 TO INCLUDE ADDRESS CORRECTION NEW CONSTRUCTION COMMENCEMENT AND COMPLETION DATES IN AMENDMENT TO REDEVELOPMENT AGREEMENT

WHEREAS, pursuant to Resolution No. 2023-47, adopted on July 12, 2023, the Philadelphia Redevelopment Authority (the "Authority") authorized an Amendment to Redevelopment Agreement (the "Amendment Agreement") with respect to the Redevelopment Agreement (the "Redevelopment Agreement") for 2501-2525 N. American Street, including 211-217 W. Cumberland Street and 2502-2532 N. Philip Street (collectively, the "Property"), to permit revised schematic plans for the redevelopment of the Property by 2501 American Real Estate LLC ("Redeveloper");

WHEREAS, in connection with the revised schematic plans for the Property, the dates of commencement and completion of construction on the Property must be revised to accurately provide for the current construction timeline, specifically, that construction shall commence by May 8, 2024 and shall be completed by May 8, 2026 (the "Current Construction Timeline"); and

WHEREAS, the parties to the Amendment Agreement seek to have the Amendment Agreement provide for, in addition to the revised schematic plans, the Current Construction Timeline.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Resolution 2023-47, adopted on July 12, 2023, is hereby amended to provide that the Amendment Agreement shall include, in addition to the revised schematic plans, a requirement that construction on the Property shall commence by May 8, 2024 and shall be completed by May 8, 2026.

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 of Real Estate and General Counsel.

FURTHER RESOLVING, that the Deputy Executive Director of Real Estate 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: Mr. Thomas, Anne Nadol, Mr. Smith, Ms. Buckley, and Ms. McGlinchey.



OLD BUSINESS

Mr. Thomas inquired if there was any old business for the Board. No old business was presented to the Board.



NEW BUSINESS

Mr. Thomas asked if there was any new business for the Board. Mr. Thomas recognized Robin Miller and invited her to speak. Ms. Miller stated that she had a general statement and thanked the Board for the work they have done over the years. Ms. Miller shared her recommendation that all public officials to keep in the back of their minds that we have reached our capacity for density in the City of Philadelphia. Ms. Miller stated that she would like for public officials to reconsider the

by-right aspect of the zoning code, which she said had proven successful and unsuccessful at the same time. Ms. Miller elaborated that results show that having by-right parcels has been overall detrimental to the fabric of our neighborhoods from a built environment perspective, and thereby from a perception perspective on how our neighborhoods are coming together or not coming together. Ms. Miller further stated these two (2) aspects: density and by-right can be readjusted moving forward believes that the City of Philadelphia will be successful and even more successful in development.

Mr. Thomas thanked Ms. Miller for her comments and acknowledgment. Ms. Thomas stated that staff will make sure the City's Planning Commission receives her comments and encouraged Ms. Miller to visit and attend the Planning Commission meeting to make her comments known to them as well.



ADJOURNMENT

There being no further business to come before the Board, Mr. Thomas called for a motion to adjourn the meeting. Upon motion made and duly seconded, the meeting was adjourned at 4:38 P.M.

SECRETARY TO THE BOARD

[PUBLIC ATTENDANCE LIST AND TRANSCRIPT OF QUESTIONS AND RESPONSES THERETO, IF ANY, ARE ATTACHED ON FOLLOWING PAGES]

Attended	User Name (Original Name)	First Name	Last Name
Yes	Edward McColly	Edward	McColly
No	Mesha	Mesha	Hester
No	Sonya	Sonya	Nickerson
Yes	Helen Loughead	Helen	Loughead
No	Jamila	Jamila	Davis
No	JOHN	JOHN	DOYLE
No	Sabrina	Sabrina	Thigpen
No	Mark	Mark	Coriolan
No	Delanda	Delanda	Robertson
No	Barbara	Barbara	Fulton
No	phillipa	phillipa	ashby
No	Nancy	Nancy	Burns
No	Michelle	Michelle	Lewis
Yes	Luis Torrado	Luis	Torrado
No	Misty	Misty	Farrow
No	Idilia	Idilia	Venti
Yes	Raj Patel	Raj	Patel
No	Bianca	Bianca	Waliddin
No	Nelson	Nelson	Rios
No	Altrena	Altrena	Nixon
No	DEANNA	DEANNA	KRUEGER
Yes	Lawrence Macey	Lawrence	Macey
No	shanita	shanita	jackson
No	Tiffany	Tiffany	Kingwood
No	NICOLE	NICOLE	В
No	Eugene	Eugene	Tull
Yes	randy Washington	randy	Washington
No	Keila	Keila	Cordova
No	Maurita	Maurita	lee
No	Vanessa	Vanessa	HAYES
No	theodora	theodora	ashby
No	Jihad	Jihad	Ali
No	Jeremy	Jeremy	Blatstein
No	Heaven	Heaven	Thomas
Yes	Lou Giorla	Lou	Giorla
No	Juliano	Juliano	Jima

PRA Board Meeting of August 9, 2023

No	tam	tam	tuk
No	Yaaqob	Yaaqob	Yatzilel
No	Kathryn	Kathryn	Ford
Yes	Christopher Strom	Christopher	Strom
No	kristen	kristen	rucker
No	Robert	Robert	Johnson
Yes	Mesha Hester	Mesha	Hester
	Strawberry Mansion Community	Strawberry Mansion	
Yes	Concern	Community	Concern
Yes	Yvonne Ellison	Yvonne	Ellison
Yes	Corinne OConnell	Corinne	OConnell
Yes	Jack Xiao	Jack	Xiao
Yes No	Jack Xiao William	Jack William	Xiao Newcomb
No	William	William	Newcomb

Other

Attended

User Name	Join Time	Leave Time	Time in Session (minutes)
12673535268	8/9/2023 16:01	8/9/2023 16:31	30
12158821025	8/9/2023 15:58	8/9/2023 16:22	24
12158821025	8/9/2023 16:23	8/9/2023 16:38	16



BOARD FACTSHEET Meeting of August 9, 2023 Settlement of Litigation and Related Claims 3110 W. Berks Street Conservatorship Action

LITIGATION CAPTION: Philadelphia Community Development Coalition, Inc. v. Philadelphia Redevelopment Authority, Philadelphia County Court of Common Pleas, April Term, 2021, No. 01034 (the "Litigation").

REQUEST: The Board is requested to authorize the Philadelphia Redevelopment Authority (the "Authority") to settle the Litigation initiated by Philadelphia Community Development Coalition, Inc. (the "Petitioner") in connection with a Petition for the Appointment of a Conservator and related claims filed by the Petitioner regarding the property located at 3110 W. Berks Street, Philadelphia, PA (the "Property"), which is owned by the Authority. Details regarding the proposed resolution are contained in a Confidential Settlement Memorandum that has been provided to the Board.

PROPERTY INFORMATION: 3110 W. Berks Street, Philadelphia, Pennsylvania.

COMMENTS OR OTHER CONDITIONS: Through negotiations, the Petitioner has agreed to settle, discontinue and end the Litigation subject to the terms of an agreement reached between the Authority and the Petitioner.

Proposed Resolution is attached.

Prepared by: Will Newcomb Reviewed by: Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Authorization to Extend Maturity Date of Certain Loans to HeadHouse Retail Associates, L.P.

BACKGROUND:

The Philadelphia Redevelopment Authority (the "Authority") provided financing for the rehabilitation and conversion of the Reading Terminal HeadHouse into the 12th and Market HeadHouse Condominium (the "Project"), located at 1113-31 Market Street. The Project consists of three (3) condominium units (hotel, retail, public area). The hotel condominium unit is owned by a Marriott limited partnership. The retail and public area condominium units are owned by HeadHouse Retail Associates, L.P. ("HRA"), a Pennsylvania limited partnership created by the Authority. The Authority provided certain financing to HRA including, without limitation, the two (2) loans listed below (collectively, the "Loans").

	<u>Borrower</u>	<u>Original Loan Amount</u>	Current Loan Amount
HeadHouse	Retail Associates, L.P.	\$4,000,000.00	\$3,973,042.58
HeadHouse	Retail Associates, L.P.	\$7,891,000.00	\$7,891,000.00

Pursuant to Resolution No. 2021-54, adopted July 14, 2021, the Authority's Board authorized the extension of the maturity date of the Loans from December 1, 2018, to December 1, 2023.

NATURE OF RESOLUTION:

The Authority has determined that it would be beneficial to further extend the maturity date of the Loans from December 1, 2023 to December 1, 2028. Therefore, the Board is requested to authorize a resolution further extending the maturity date of the Loans to December 1, 2028. All other terms of the Loans will remain the same.

A proposed Resolution is attached.

Prepared By:	Darren Williams
Reviewed By:	Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Extension of Term of Memorandum of Understanding with the Philadelphia Housing Development Corporation

BACKGROUND: Pursuant to Resolution No. 2019-24, adopted on April 10, 2019, the Board of Directors of the Philadelphia Redevelopment Authority (the "Authority") authorized a Memorandum of Understanding (the "MOU") to be entered into between the Authority and the Philadelphia Housing Development Corporation ("PHDC"), pursuant to which PHDC agreed to undertake certain responsibilities on behalf of the Authority with respect to the powers granted to redevelopment authorities in Pennsylvania in accordance with the provisions of the Urban Redevelopment Law of 1945, 35 P.S. §§ 1701 *et seq.*, and laws supplemental thereto.

The Authority and PHDC entered into the MOU effective as of January 1, 2019 (the "Effective Date"). The initial term of the MOU commenced on the Effective Date and continued through June 30, 2019 (the "Term"). Pursuant to Section 2 of the MOU, the Term renewed automatically for four (4) additional consecutive one-year periods (each, a "Renewal Term"). The final Renewal Term expired on June 30, 2023.

REQUEST: The Authority seeks authorization from the Board to extend the term of the MOU, retroactive to July 1, 2023, for an additional four (4) years (the "Extension Term"), which Extension Term shall consist of four (4) consecutive one (1) year terms subject to automatic renewal and the ability of the Authority and PHDC to terminate upon sixty (60) days' notice. All other material terms of the MOU shall remain unchanged.

Prepared By: Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Engagement of Construction Management Firm Corona Partners, LLC Multiple Rebuild Projects

NATURE OF TRANSACTION:

The Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), seeks authorization from the Board of Directors to engage Corona Partners, LLC ("Corona") to provide construction management services ("CM Services") for to-be-identified capital construction and improvement projects at City-owned recreation centers, playgrounds, parks, and libraries (each, a "Project," and collectively, the "Projects") undertaken pursuant to the City's Rebuilding Community Infrastructure Program ("Rebuild").

In accordance with the provisions of that certain Subgrant Agreement (the "Subgrant Agreement") dated as of June 26, 2023, between the Authority, as Subgrantee, and the Philadelphia Authority for Industrial Development ("PAID"), as Sub-grantor, the Projects for which Corona may be engaged to provide CM Services are those (i) for which the estimated construction cost is \$4,000,001.00 or higher, or (ii) which have otherwise been identified by agreement between the Authority and PAID (any such Project, a "CM Project").

The role of Corona with respect to a CM Project will be to perform various construction management duties including, without limitation, on-site construction management, document review, pre-construction meetings, daily project inspections, oversight, and other deliverables.

SELECTION PROCESS:

The Authority issued a Request for Proposals (the "RFP") from qualified project construction management firms (the "Firms") to provide CM Services for CM Projects. The RFP was advertised on the PHDC website.

The Authority received 13 proposals, which were reviewed by a selection committee (the "Committee").

The Committee selected Corona as one of two (2) firms to be engaged on CM Projects.

Contract Terms and Conditions: Corona will submit an Equal Opportunity Plan (an "EOP") to the City for approval, which EOP will identify the M/W/DSBE subcontractor firm(s) that Corona committed to using in its proposal, and which subcontractor firms will perform various services and receive a corresponding percentage (25-30% MBE; 15-20% WBE) of Corona's compensation amount for a given CM Project.

Contract Amount: The aggregate compensation to be paid to Corona with respect to all CM Projects for which Corona may be engaged will not exceed seven hundred thousand dollars and zero cents (\$700,000.00).

FINANCING:

CM Projects will be funded with Bond Proceeds as outlined in the Subgrant Agreement. The Subgrant Agreement allows for funds to be transferred to the Authority for CM Projects.

Proposed Resolution is attached.

Prepared by:Angel RodriguezReviewed by:Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Engagement of Construction Management Firm Talson Solutions, LLC Multiple Rebuild Projects

NATURE OF TRANSACTION:

The Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), seeks authorization from the Board of Directors to engage Talson Solutions, LLC ("Talson") to provide construction management services ("CM Services") for to-be-identified capital construction and improvement projects at City-owned recreation centers, playgrounds, parks, and libraries (each, a "Project," and collectively, the "Projects") undertaken pursuant to the City's Rebuilding Community Infrastructure Program ("Rebuild").

In accordance with the provisions of that certain Subgrant Agreement (the "Subgrant Agreement") dated as of June 26, 2023, between the Authority, as Subgrantee, and the Philadelphia Authority for Industrial Development ("PAID"), as Sub-grantor, the Projects for which Talson may be engaged to provide CM Services are those (i) for which the estimated construction cost is \$4,000,001.00 or higher, or (ii) which have otherwise been identified by agreement between the Authority and PAID (any such Project, a "CM Project").

The role of Talson with respect to a CM Project will be to perform various construction management duties including, without limitation, on-site construction management, document review, pre-construction meetings, daily project inspections, oversight, and other deliverables.

SELECTION PROCESS:

The Authority issued a Request for Proposals (the "RFP") from qualified project construction management firms (the "Firms") to provide CM Services for CM Projects. The RFP was advertised on the PHDC website.

The Authority received 13 proposals, which were reviewed by a selection committee (the "Committee").

The Committee selected Talson as one of two (2) firms to be engaged on CM Projects.

Contract Terms and Conditions: Talson will submit an Equal Opportunity Plan (an "EOP") to the City for approval, which EOP will identify the M/W/DSBE subcontractor firm(s) that Talson committed to using in its proposal, and which subcontractor firms will perform various services and receive a corresponding percentage (25-30% MBE; 15-20% WBE) of Talson's compensation amount for a given CM Project.

Contract Amount: The aggregate compensation to be paid to Talson with respect to all CM Projects for which Talson may be engaged will not exceed seven hundred thousand dollars and zero cents (\$700,000.00).

FINANCING:

CM Projects will be funded with Bond Proceeds as outlined in the Subgrant Agreement. The Subgrant Agreement allows for funds to be transferred to the Authority for CM Projects.

Proposed Resolution is attached.

Prepared by:Angel RodriguezReviewed by:Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Approval of Construction Contract Gessler Construction Co., Inc. Pelbano Playground

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 Pelbano Playground project, located at 8101 Bustleton Avenue (the "Project"). The Project is part of the City's Rebuilding Community Infrastructure Program ("Rebuild").

The Project includes the mill and overlay of the existing basketball court, court paint and equipment installation, removal of existing playground equipment and safety surface, installation of new playground equipment and safety surface, removal and replacement of benches and their foundations, new tree and shrubbery plantings, removal and replacement of concrete at spray ground and replacement of spray ground heads.

SELECTION PROCESS:

On June 20, 2023, the Authority advertised a Request for Proposals, as agent for the City, for the Project. The Authority received three (3) proposals. Gessler's proposal was selected by the Project review team.

Gessler Construction Co., Inc.

565 E. Andrews Drive Media, PA 19063 Total Base Bid, including Allowances and Add/Alt 1: \$1,025,000.00 EOP Ranges set by Rebuild: 30-35% MBE; 15-20% WBE

FINANCING:

The Project will be funded with Bond Proceeds as outlined in the Subgrant Agreement between the Authority and the Philadelphia Authority for Industrial Development. The Subgrant Agreement allows for funds to be transferred to the Authority for Rebuild projects. Proposed Resolution and supporting Project information (photograph) are attached.

Prepared by:Robert LaBrumReviewed by:Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Approval of Construction Contract Torrado Construction Co., Inc. Richmond Library Roof

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 Torrado Construction Co., Inc. ("Torrado") for the Richmond Library Roof project, located at 2987 Almond Street (the "Project"). The Project is part of the City's Rebuilding Community Infrastructure Program ("Rebuild").

The Project includes the demolition of existing roof and replacement of roof in kind, including terracotta tile, roof sheathing, roof accessories, and masonry repointing at and above the roof line. The alternate scope consists of limited repointing of the masonry façade.

SELECTION PROCESS:

On June 29, 2023, the Authority advertised a Request for Proposals, as agent for the City, for the Project. The Authority received two (2) proposals. Torrado's proposal was selected by the Project review team.

Torrado Construction Co., Inc.

3311 East Thompson Street Philadelphia, PA 19134 Total Base Bid, plus Allowances: \$1,698,898.00 EOP Ranges set by Rebuild: 30-35% MBE; 15-20% WBE

FINANCING:

The Project will be funded with Bond Proceeds as outlined in the Subgrant Agreement between the Authority and the Philadelphia Authority for Industrial Development. The Subgrant Agreement allows for funds to be transferred to the Authority for Rebuild projects. Proposed Resolution and supporting Project information (photograph) are attached.

Prepared by: Robert LaBrum Reviewed by: Alex Braden



BOARD FACTSHEET Meeting of August 9, 2023 Conveyance of Title to City Properties through Philadelphia Redevelopment Authority to Philadelphia Land Bank

NATURE OF TRANSACTION: The Philadelphia Redevelopment Authority (the "Authority") will facilitate the conveyance of title to certain properties owned by the City of Philadelphia (the "City") to the Philadelphia Land Bank:

- The conveyance of these City properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.
- The City properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 5th and 8th Councilmanic Districts.

PROPERTY INFORMATION:

The City properties listed on Exhibit "A" attached hereto will be conveyed to the Philadelphia Land Bank without consideration through the Authority, pursuant to Section 2109 of the Land Bank Act, 68 Pa. C.S.A. §2109 (d)(3), and Chapter 16-700 of the Philadelphia Code.

Proposed Resolution is attached.

Prepared by: Mathen Pullukattu Reviewed by: Jessie Lawrence

EXHIBIT "A"

5th Councilmanic District Properties

2735 N. Marvine Street 2741 N. Marvine Street 1135 W. Silver Street 1137 W. Silver Street 1139 W. Silver Street 1010 W. Somerset Street 1012 W. Somerset Street 1014 W. Somerset Street 1123 W. Somerset Street 1220 W. Somerset Street 1222 W. Somerset Street 1224 W. Somerset Street 2720 N. Warnock Street 2726 N. Warnock Street 2728 N. Warnock Street 2729 N. Warnock Street 2730 N. Warnock Street 2738 N. Warnock Street 2830 N. 11th Street 2834 N. 11th Street 2836 N. 11th Street 2727 N. 12th Street 2729 N. 12th Street 2731 N. 12th Street 2732 N. 12th Street

8th Councilmanic District Property

926 Locust Avenue



Nature of Transaction: The Philadelphia Redevelopment Authority (the "Authority") will facilitate the conveyance of title to certain property owned by the Authority to the Philadelphia Land Bank:

- The conveyance of this property will be for the disposition, reuse, and management by the Philadelphia Land Bank.
- The Authority-owned property listed below was approved for conveyance to the Philadelphia Land Bank in collaboration with the 5th Councilmanic District Office.

PROPERTY INFORMATION:

The Authority-owned property listed on Exhibit "A" attached hereto will be conveyed to the Philadelphia Land Bank without consideration, pursuant to Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3).

Prepared by:Mathen PullukattuReviewed by:Jessie Lawrence

EXHIBIT "A"

5th Councilmanic District Property

1110 W. Somerset Street



BOARD FACTSHEET Meeting of August 9, 2023 Selection of Redeveloper Liberty53 LP

NAME OF DEVELOPER/APPLICANT: Liberty53 LP ("Redeveloper")

Nature of Transaction: Selection of Redeveloper to construct a 32,088 square foot structure containing thirty-one (31) affordable housing rental units (the "Units") in the West Mill Creek Urban Renewal Area (the "Project"). Four (4) of the Units will be leased to tenants whose household incomes are at or below thirty percent (30%) of the median family income for the area, as determined by the U.S. Department of Housing and Urban Development ("AMI"), and twenty-seven (27) of the Units will be leased to tenants whose household incomes are at or below sixty percent (60%) AMI. The Project consists of a three-story building that will include a community room, laundry facility, outdoor space and five (5) parking spaces.

Legal Entity/Other Partners (if applicable): Liberty53 LP

- Liberty53 GP (general partner; 01% ownership interest)
 o Bianca Waliddin President
- Liberty Housing Development Corporation (exiting limited partner; sole shareholder of Liberty53 GP)
 - o Thomas Earle President
 - Lynn Yorgey Secretary
 - Nathor Jenkins Treasurer
- Raymond James Affordable Housing Investment, Inc. or an affiliate thereof (incoming investor limited partner; 99.99% ownership interest)

Mailing Address: 112 N. 8th Street, Suite 600, Philadelphia, PA 19107

PROPERTY DESCRIPTION: 607 N. 53rd Street - 7,573 sq. ft.

 625 N. 53rd Street - 12,689 sq. ft.

633 N. 53rd Street - 984 sq. ft. 635 N. 53rd Street - 600 sq. ft. 637 N. 53rd Street - 667 sq. ft. (collectively, the "Properties")

Zoning: RSA-5 and ICMX

Use: Residential

Disposition Value: Five Dollars (\$5.00)

The City of Philadelphia's (the "City") Land Disposition Policy allows for discounted pricing for projects that have a demonstrated community and social impact. In support of the Project's community and social benefit impact, the Properties shall be subject to a recorded Declaration of Restrictive Covenants, Restrictions and Conditions requiring that the Units be leased to low-income individuals and/or families at or below sixty percent (60%) AMI.

FINANCING:

Redeveloper is purchasing the Properties listed above; documentation of available funds in an amount no less than the total project cost has been provided, as set forth in the attached outline of sources and uses.

COMMENTS OR OTHER CONDITIONS:

Acquisition and commencement of construction of the proposed project is estimated to start within three (3) months after settlement with construction to be completed within twenty-four (24) months.

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

Because this Project is receiving public subsidy, the Economic Opportunity Plan ranges required by Chapter 17-1600 of the Philadelphia Code will be set and approved by the City and PHDC closer to the date of settlement.

Proposed resolution, photo, site plan and budget are attached.

Prepared by:Tracy Pinson-Reviere, Project Manager IIReviewed by:Jessie Lawrence, Director of Real Estate



AUTHORITY

BOARD FACTSHEET Meeting of August 9, 2023 Amendment to Resolution No. 2020-54 Habitat for Humanity Philadelphia, Inc.

NAME OF DEVELOPER/APPLICANT: Habitat for Humanity Philadelphia, Inc. ("Redeveloper")

BACKGROUND: Pursuant to Resolution No. 2020-54, approved on September 9, 2020, the Board of Directors of the Philadelphia Redevelopment Authority (the "Authority") approved the selection of Redeveloper to develop (4) affordable single-family homeownership units at 805, 809, 815 and 817 N. 40th Street, located within the Mantua Urban Renewal Area (the "Project").

REQUEST: The Board is requested to approve amend Resolution No. 2020-54, approved on September 9, 2020, to approve a change in the submitted Project plans that will provide for the removal of all basements from the plans for all units and a change in 817 N. 40th Street to a handicap accessible unit that will include an access ramp and first floor bedroom. The modified plans have been reviewed and approved for conformity by the Philadelphia City Planning Commission.

Legal Entity/Other Partners (if applicable):

- Donald Moore Chair
- Nannette L. Moore- Vice Chair
- Jim Paterno Secretary
- Kevin Matthews Treasurer

Mailing Address: 1829 N. 19th Street, Philadelphia, PA, 19121

805 N. 40 th Street – 1,214 sq. ft.
809 N. 40 th Street – 1,224 sq. ft.
815 N. 40 th Street – 1,256 sq. ft.
817 N. 40 th Street – 1,779 sq. ft.
(collectively, the "Properties")

Zoning: RM-1

Use: Residential

Disposition Value: Four Dollars (\$4.00)

The City of Philadelphia's (the "City") Land Disposition Policy allows for discounted pricing for projects that have a demonstrated community and social impact. In support of the project's community and social benefit impact, the Properties shall have a Declaration of Restrictive Covenants targeting affordable rental units for low-income individuals and/or families at or below eighty (80%) of the median family income for the area, as determined by the U.S. Department of Housing and Urban Development.

FINANCING:

Redeveloper is purchasing the Properties listed above; documentation of available funds in an amount no less than the total Project cost has been provided, see attached outline of sources and uses. Redeveloper will also apply for additional funds from Federal Home Loan Bank (FHLB) New York to replenish its business funds that are being utilized for the proposed project.

COMMENTS OR OTHER CONDITIONS:

Acquisition and commencement of construction of the proposed project is estimated to start within three (3) months after settlement with construction completion within twenty-four (24) months after settlement.

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

Redeveloper will utilize a sweat equity model for development resulting in 0% MBE and 0% WBE participation.

Proposed resolution, photos, site plan and budget are attached.

Prepared by:	Tracy Pinson-Reviere, Project Manager II
Reviewed by:	Jessie Lawrence, Director of Real Estate



BOARD FACTSHEET Meeting of August 9, 2023 Amendment to Resolution No. 2023-47 2501-2525 N. American Street

NAME OF DEVELOPER/APPLICANT: 2501 American Real Estate LLC ("Redeveloper")

BACKGROUND: Pursuant to Resolution No. 2016-48, adopted on April 13, 2016, the Board of Directors of the Philadelphia Redevelopment Authority (the "Authority") authorized a redevelopment agreement (the "Redevelopment Agreement") and the selection of the Redeveloper to construct a warehouse food distribution center (the "Project") in the American Street Industrial Corridor Urban Renewal Area on a parcel located at 2501-25 N. American Street (the "Property"). On August 10, 2016, the Board adopted Resolution No. 2016-91 to approve a reduced disposition price from \$233,600.00 to \$231,355.00 (the "Purchase Price") based on a decrease in square footage of the Property.

Pursuant to Resolution No. 2023-47, adopted on July 12, 2023, the Board authorized an amendment to the Redevelopment Agreement (the "Amendment Agreement) to replace the existing schematic plans attached thereto with revised schematic plans for an administrative fee of \$2,314.00, in accordance with the Philadelphia Redevelopment Authority Services Fee Schedule, Revised March 31, 2021.

REQUEST: The Board is now requested to authorize an amendment to Resolution No. 2023-47 to provide that, in addition to the revised schematic plans, the Amendment Agreement shall also include:

- A commencement deadline of May 8, 2024 to commence construction.
- A completion deadline of May 8, 2026 to complete construction.

Proposed Resolution is attached.

Prepared by: Brian Romano Reviewed by: Jessie Lawrence END OF PRA BOARD MINUTES OF AUGUST 9, 2023



BOARD FACTSHEET Meeting of September 13, 2023 Termination of Subgrant Agreement with PIDC Community Capital ("PIDCCC") and Return of Grant Funds to PIDCCC; Rescinding Resolution 2023-15, adopted on February 8, 2023

Name of Subgrantor: PIDC Community Capital

Subgrant Amount: \$5,000,000.00

Nature of Transaction: Approval to (i) terminate that certain Subgrant Agreement, dated as of December 31, 2018, between PIDC Community Capital ("PIDCCC"), as Subgrantor, and the Philadelphia Redevelopment Authority (the "Authority"), as Subgrantee (the "Subgrant Agreement") and return the Grant Funds (as defined below) to PIDCCC; and (ii) rescind Resolution No. 2023-15, adopted on February 8, 2023, authorizing the assignment of the Subgrant Agreement to the Philadelphia Housing Development Corporation ("PHDC").

History: On December 16, 2016, PIDCCC and Goldman Sachs & Co. ("Goldman") entered into a certain Grant Agreement (the "Grant Agreement"), pursuant to which Goldman granted \$5,000,000.00 (the "Grant Funds") to finance the development of 50 housing units restricted to persons at 60% of area median income, which will be a component of a larger mixed-income development located at 3701 N. Broad Street, known as the Beury Building (the "Project"). Goldman and PIDCCC determined that it would be in the best interest of the Project to have PIDCCC subgrant the Grant Funds to the Authority to disburse the Grant Funds to the developer of the Project. The Authority, PIDCCC, Goldman and PHDC are hereinafter referred to collectively as the "Parties."

Pursuant to Resolution No. 2018-46, adopted on June 13, 2018, the Authority Board authorized the Authority to enter into the Subgrant Agreement, whereby PIDCCC granted the Grant Funds to the Authority with the expectation that the Authority would provide additional financing (other than the Grant Funds) for the Project.

Item I

The Authority subsequently determined that it would not provide additional financing for the Project, and the Parties agreed that the Grant Funds should be transferred to PHDC to disburse the Grant Funds for the Project.

Pursuant to Resolution No. 2023-15, adopted on February 8, 2023, the Authority Board authorized the assignment of the Subgrant Agreement, and the transfer of the Grant Funds, from the Authority to PHDC. Notwithstanding such approval, to date, such assignment and transfer have not occurred.

PIDCCC has now requested that the Subgrant Agreement be terminated, and the Grant Funds be returned to PIDCCC for disbursement by PIDCCC directly to the developer of the Project or its designee.

Board Action: The Board is asked to approve the following:

- The termination of the Subgrant Agreement between the Authority and PIDCCC and the return of the Grant Funds to PIDCCC; and
- The rescission of Resolution No. 2023-15, adopted on February 8, 2023, authorizing the assignment of the Subgrant Agreement, and the transfer of the Grant Funds, from the Authority to PIDCCC.

Proposed Resolution is attached.

Prepared by: Alex Braden

RESOLUTION NO.

RESOLUTION AUTHORIZING (I) THE TERMINATION OF A SUBGRANT AGREEMENT WITH, AND RETURN OF SUBGRANT FUNDS IN THE AMOUNT OF FIVE MILLION DOLLARS (\$5,000,000) TO, PIDC COMMUNITY CAPITAL, AS SUBGRANTOR, AND (II) THE RECISSION OF RESOLUTION NO. 2023-15, ADOPTED ON FEBRUARY 8, 2023, AUTHORIZING THE ASSIGNMENT OF SAID SUBGRANT AGREEMENT FROM THE PHILADELPHIA REDEVELOPMENT AUTHORITY TO THE PHILADELPHIA HOUSING DEVELOPMENT CORPORATION, TO FINANCE THE DEVELOPMENT OF FIFTY AFFORDABLE HOUSING UNITS AT 3701 N. BROAD STREET

WHEREAS, pursuant to Resolution No. 2018-46 adopted June 13, 2018, the Board of Directors of the Philadelphia Redevelopment Authority (the "Authority") authorized the Authority to enter into a Subgrant Agreement (the "Subgrant Agreement") with PIDC Community Capital ("PIDCCC"), whereby PIDCCC provided funding to the Authority, as subgrantee, in the amount of Five Million Dollars (\$5,000,000) (the "Grant Funds") to finance the development of fifty (50) housing units restricted to persons at sixty percent (60%) area median income, which will be a component of a larger mixed-income development located at 3701 N. Broad Street, known as the Beury Building (the "Project");

WHEREAS, PIDCCC has now requested that the Subgrant Agreement be terminated and the Grant Funds be returned to PIDCCC;

WHEREAS, pursuant to Resolution No. 2023-15, adopted on February 8, 2023, the Authority Board authorized the assignment of the Subgrant Agreement, and the transfer of the Grant Funds, from the Authority to the Philadelphia Housing Development Corporation ("PHDC"); and

WHEREAS, notwithstanding the authorization given pursuant to Resolution No. 2023-15, adopted on February 8, 2023, the Subgrant Agreement has not been assigned and the Grant Funds have not been transferred by the Authority to PHDC, and such assignment is no longer necessary in light of PIDCCC's request that the Subgrant Agreement be terminated.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that authorization is hereby given to terminate the Subgrant Agreement and return the Grant Funds to PIDCCC.

FURTHER RESOLVING, that Resolution No. 2023-15, Adopted on February 8, 2023, is hereby rescinded and shall be deemed null and void.

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 of Real Estate and General Counsel.

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



BOARD FACTSHEET Meeting of September 13, 2023 Acceptance of Title to City of Philadelphia Properties for Disposition to Liberty53 LP

Nature of Transaction: Pursuant to Resolution No. 2023-12, adopted on August 13, 2023, Liberty53 LP ("Redeveloper") was approved as redeveloper to develop five (5) properties into an affordable rental housing project (the "Project"). The Philadelphia Redevelopment Authority (the "Authority") has prepared a Redevelopment Agreement (the "Redevelopment Agreement") between the Authority and the Redeveloper to develop those properties, which includes 607 N. 53rd Street and 625 N. 53rd Street (collectively, the "Properties"). The Properties are currently owned by the City of Philadelphia (the "City") and the City has agreed to convey them to the Authority to include in the Project.

- Redeveloper has been approved by the City Commissioner of Public Property and it has been recommended that the Properties should be made available for disposition in accordance with Chapter 16-400 of the City Code.
- The Properties were approved for conveyance to the Authority in collaboration with the 3rd Council District Office.
- The City Commissioner of Public Property will seek approval of City Council to transfer the Properties to the Authority so they may be included in the Redevelopment Agreement with the Redeveloper and conveyed to the Redeveloper for nominal consideration.

Proposed Resolution is attached.

Prepared by:	Tracy Pinson-Reviere, Project Manager II
Reviewed by:	Jessie Lawrence, Director of Real Estate

RESOLUTION NO.

RESOLUTION AUTHORIZING ACCEPTANCE OF TITLE FROM THE CITY OF PHILADELPHIA TO VARIOUS PROPERTIES FOR DISPOSITION TO LIBERTY53 LP

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 City Commissioner of Public Property has recommended that the surplus properties listed below be made available for disposition in accordance with the provisions of Section 16-400 of the Philadelphia Code;

WHEREAS, pursuant to Resolution No. 2023-12, adopted on August 13, 2023, Liberty53 LP ("Redeveloper") was approved as redeveloper to develop five (5) properties into an affordable rental housing project (the "Project");

WHEREAS, the Authority has prepared a Redevelopment Agreement between the Authority and the Redeveloper to develop those properties, which includes the below properties;

WHEREAS, the City has agreed to convey the below properties to the Authority to include in the Project;

WHEREAS, the properties identified below will be conveyed for nominal consideration; and

WHEREAS, the City Commissioner of Public Property will also recommend to City Council the transfer of the below properties to the Philadelphia Redevelopment Authority (the "Authority") for further disposition in accordance with this resolution.

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 the properties listed below to include in a Redevelopment Agreement with Liberty53 LP for nominal consideration:

Addresses

607 N. 53rd Street 625 N. 53rd Street

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 of Real Estate and General Counsel.

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



Name of Owner: Mary Field Senior Apartments LP

Name of Developer: HumanGood

Transaction Summary: Authorization for the Philadelphia Redevelopment Authority (the "Authority") to consent to the transfer of Greenway Presbyterian Apartments (as defined below) to Mary Field Senior Apartments LP (the "Borrower") and provide a non-recourse construction permanent loan in an amount not to exceed \$4,020,000.00 (the "Loan") to the Borrower. The Loan will consist of assumed Authority debt in the amount of \$1,020,000.00 (the "Authority Debt") and new financing in an amount not to exceed \$3,000,000.00.

Background Information/Project Description: Pursuant to Resolution No. 17,417, adopted on January 27, 2004, the Authority Board authorized a non-recourse construction loan to Greenway Presbyterian Apartments, Inc. ("Greenway") secured by a mortgage and evidenced by a HOME loan note in the amount of \$1,020,000.00 at zero percent (0%) interest with a 40-year term from the date of loan closing. The proceeds were used to assist in the construction of 67 units of permanent rental housing for low-income elderly residents and one manager unit located at 2001 South 59th Street (formerly 2050 South 58th Street) known as the Greenway Presbyterian Apartments.

The Loan will finance, in part, the preservation and rehabilitation of two existing developments (collectively, the "Project"):

- The Greenway Presbyterian Apartments; and,
- Mary Field Presbyterian Apartments, a six-story building, constructed in 1993, with 99 units and one manager unit at 2100 South 58th Street.

Both developments comprising the Project were previously funded under HUD's 202 Supportive Housing for Elderly program with all units targeted at a level not to exceed 60% AMI and are designed to meet the needs of individuals living independently as they age in the community. Under this Project, both buildings will receive substantial renovations that will include major system

replacements, updates to units, electrical, HVAC systems, new roofing, and facade repairs.

Proposed Financing: To finance the Project, HumanGood applied for and received from the Pennsylvania Housing Finance Agency ("PHFA") a four percent (4%) low-income housing tax credit/tax-exempt bond volume cap allocation.

Additional financing will include: PHFA Pennsylvania Housing and Rehabilitation Enhancement Funds and construction financing from Red Stone A7 III LLC (the "Construction Loan"). In addition, HumanGood received a new financing commitment from the City of Philadelphia Division of Housing and Community Development in the amount of \$3,000,000.00 (the "City Financing").

The Board is asked to consent to the following:

- Permit the transfer of ownership of the Greenway Presbyterian Apartments from Greenway to the Borrower.
- Permit the assumption by the Borrower of Authority Debt in the amount of \$1,020,000.00.
- Provide a non-recourse construction/permanent loan (the "Loan") in the amount of \$4,020,000.00 to the Borrower consisting of the Authority Debt and the City Financing in the amount of \$3,000,000.00 under the following terms and conditions:
 - The term of the Loan will be for forty-two (42) years at one percent (1%) interest.
 - During the Loan term, no principal or interest will be required to be paid.
 - The entire balance of the Loan will be due and payable in forty-two (42) years from the loan closing.
 - The Loan will be secured by a lien position behind funds provided by PHFA and the Construction Loan. Upon repayment of the Construction Loan, the Loan will be in a lien position behind the PHFA funds and permanent debt.

Comments or Other Conditions: The Office of Economic Opportunity has approved the Project's Economic Opportunity Plan goals. The Philadelphia Housing Development Corporation Housing Construction Department has approved the plans, specifications, and construction costs of the Project. The Philadelphia Planning Commission determined that an environmental review for this Project is not required due to the funding source.

Loan Closing will be Contingent Upon:

• Tax Clearance for all members of the development team.

Proposed Resolution and supporting documentation are attached.

Prepared by:Tori Engelstad, Senior Housing Development OfficerReviewed by:Nicholas Dema, Senior Vice President, Development Finance

RESOLUTION NO.

RESOLUTION AUTHORIZING THE AUTHORITY TO CONSENT TO THE TRANSFER OF GREENWAY PRESBYTERIAN APARTMENTS AND THE ASSUMPTION OF EXISTING AUTHORITY DEBT, AND TO ENTER INTO A NON-RECOURSE CONSTRUCTION PERMANANT LOAN AGREEMENT WITH MARY FIELD SENIOR APARTMENTS LP

WHEREAS, pursuant to Resolution No. 17,417, adopted on January 27, 2004, the Philadelphia Redevelopment Authority (the "Authority") Board authorized a non-recourse construction loan to Greenway Presbyterian Apartments, Inc. ("Greenway") secured by a mortgage and evidenced by a HOME loan note in the amount of One Million Twenty Thousand Dollars \$1,020,000.00 at zero percent (0%) interest with a term of 40 years (the "Authority Debt");

WHEREAS, the proceeds were used to assist in the construction of sixty-seven (67) units of permanent rental housing for low-income elderly residents and one (1) manager's unit located at 2001 South 59th Street (formerly 2050 South 58th Street) known as the Greenway Presbyterian Apartments;

WHEREAS, HumanGood, as sponsor, has developed a preservation plan to make capital improvements to the Mary Field Presbyterian Apartments located at 2100 South 58th Street and the Greenway Presbyterian Apartments (together, the "Project") and keep the units comprising the Project affordable for seniors aged 62 and over with incomes at or below sixty percent (60%) of area median income;

WHEREAS, in connection with the Project, HumanGood has formed Mary Field Senior Apartments LP (the "Borrower") to acquire the developments comprising the Project;

WHEREAS, to finance the Project, HumanGood applied for and received an allocation from the Pennsylvania Housing Finance Agency ("PHFA") of four percent (4%) low-income housing tax credit/tax exempt bonds, PHFA Pennsylvania Housing and Rehabilitation Enhancement Funds, and construction financing from Red Stone A7 III LLC (the "Construction Loan");

WHEREAS, HumanGood has also received a new financing commitment from the City of Philadelphia Division of Housing and Community Development in the amount of Three Million Dollars (\$3,000,000.00) (the "City Financing"); and

WHEREAS, HumanGood has requested the Authority's consent to transfer ownership of the Greenway Presbyterian Apartments from Greenway to the Borrower and for the Borrower to assume the principal amount of the Authority Debt from Greenway.

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

- Permit the transfer of ownership of the Greenway Presbyterian Apartments from Greenway to the Borrower.
- Permit the assumption by the Borrower of the Authority Debt in the amount of One Million Twenty Thousand Dollars (\$1,020,000.00).
- Provide a non-recourse construction/permanent loan (the "Loan") in the amount of Four Million Twenty Thousand Dollars (\$4,020,000.00) to the Borrower consisting of the City Financing in the amount of Three Million Dollars (\$3,000,000.00) the assumed Authority Debt, under the following terms and conditions:
 - The term of the Loan will be for forty-two (42) years at one percent (1%) interest.
 - During the Loan term, no principal or interest will be required to be paid.
 - The entire balance of the Loan will be due and payable in forty-two (42) years from the Loan closing.
 - The Loan will be secured by a lien position behind funds provided by PHFA and the Construction Loan. Upon repayment of the Construction Loan, the loan will be in a lien position behind the PHFA funds and permanent debt.

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 of Real Estate and General Counsel.

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

Philadelphia Redevelopment Authority

PROJECT NAME	Mary Field Senior Apartments
ADDRESS	2100 South 58 th Street, 2001 South 59 th Street
OWNER/BORROWER	Mary Field Senior Apartments LP
GENERAL PARTNER	Mary Field Housing GP LLC
DEVELOPER	HumanGood
GENERAL CONTRACTOR	TN Ward Company
TOTAL DEVELOPMENT COST	\$33,402,754
TOTAL CONSTRUCTION COST	\$14,599,606
PRA FINANCING	\$3,000,000 NPI – New Financing <u>\$1,020,000</u> Assumed Debt \$4,020,000 Total Authority Loan Amount
SCOPE OF CONSTRUCTION	

SCOPE OF CONSTRUCTION

Preservation

PROJECT DESCRIPTION

Mary Field Senior Apartments ("Project") will consist of the preservation and rehabilitation of two existing developments previously funded under HUD's 202 Supportive Housing for Elderly program:

- Mary Field Presbyterian Apartments, a six-story building, constructed in 1993, with ninetynine (99) units and one manager unit at 2100 South 58th Street; and,
- Greenway Presbyterian Apartments, a four-story building, constructed in 2004, with sixtyseven (67) units and one manager unit at 2001 South 59th Street.

One Hundred Sixty-Six (166) of the units receive subsidy from a long-term Housing Assistance Payment contract with the remaining two units being one manager unit in each building. The Project is pursuing a PRAC conversion under the Rental Assistance Demonstration through HUD. The total square footage of the development is 138,999 across both buildings. These buildings are on HumanGood's 58th Street Campus in the 12th police district, which include two additional affordable housing communities that are not part of this project. Amenities at each building include on-site management office, community room with kitchen, computer room, multi-purpose room, conference room, seating/common areas, library, laundry rooms, and on-site parking. Each building currently has a part-time Resident Services Coordinator with an office at each building. The Project

will receive substantial renovations and conversion to a Low-Income Housing Tax Credit (LIHTC) community. Upon completion of the renovations, the units will continue to be available for older adults and/or disabled individuals with household incomes ranging up to 60% AMI.

This is a preservation project which meets HUD and PHFA thresholds for mobility and sensory set asides. However, due to the age of each building, the codes and regulations under which they were developed, and the current codes for accessibility, it is cost prohibitive to meet the City's additional ADA requirements. The Project has received a waiver from DHCD for the City's additional ADA requirements.

One hundred forty-five (145) units will be visitable, with ten (10) accessible units, and seven (7) sensory units. There will be seventeen (17) units committed for residents referred by the Office of Supportive Housing Clearinghouse. During construction, tenants will be temporarily moved within the Project.

BACKGROUND INFORMATION

In 2004, the Philadelphia Redevelopment Authority (the "Authority") provided a loan to Greenway Presbyterian Apartments, Inc. secured by a mortgage and evidenced by a note in the amount of \$1,020,000. The proceeds of the loan assisted in the construction of sixty-seven (67) units of permanent rental housing for low-income elderly residents and 1 manager's unit. The loan was structured with a term of 40 years at 0% interest from the date of the initial loan closing.

SCOPE OF PRESERVATION/REHABILITATION

- Site work shall include replacing damaged portions of in-ground sanitary and storm piping systems and increasing the capacity of the in-ground stormwater by installing a second sewer connection to 59th Street.
- The roof covering systems shall receive a liquid roof coating, applied directly onto the existing roof covering system, accompanied by the liquid coating manufacturer's 20-year warranty. For the façade on both buildings, the existing backer rods, and control joint sealant assemblies have reached the end of their lifespan and shall be replaced.
- Flooring shall be replaced, and all wall surfaces shall be repainted with a low-VOC paint in a light color tone. Graspable handrails will be added to corridors. One additional washing machine and dryer, as well as utility hook-ups, shall be added to each laundry room to bring the appliance count to current PHFA standards of one washing machine and one dryer for every 20 apartments, or fraction thereof.
- This project will incorporate several elements to foster sustainability and improve energy efficiency. The lighting plan calls for replacing traditional, low efficiency lighting fixtures with new LED lighting, and the exterior lighting plan calls for reusing existing light poles. The new water boilers will be high-efficiency models, and the new appliances and windows across both buildings will be EnergyStar rated.
- Within the corridors, community room & kitchen, laundry room, managerial offices and tenant apartments of both buildings, all light fixtures shall be replaced with LED fixtures with similar color rendering indices. All site lighting fixtures, both pole and building wall mounted, shall be replaced with exterior grade LED fixtures. The intent is to reuse the existing site lighting poles.

BORROWER, DEVELOPER DESCRIPTION

Mary Field Senior Apartments LP, a Pennsylvania Limited Partnership, was formed for the sole purpose of developing the Project. Mary Field Housing GP LLC will serve as the general partner.

HumanGood, formerly known as Philadelphia Presbytery Homes and Services for the Aging d/b/a Presby's Inspired Life, is a not-for-profit corporation engaged in establishing, maintaining, supporting and operating communities for the care of older adults. Below is a list of previous developments on which HumanGood or Presby's Inspired Life served as the sponsor:

- Cantrell Place 61 rental units PRA funding \$2,200,000 new construction completed in 2019
- Ann Thomas Presbyterian 74 rental units PRA funding \$950,000 preservation/rehabilitation completed in 2018
- Janney Apartments 47 units PHDC funding \$3,000,000 HOME funds under construction, to be completed in 2024.

SITE CONTROL

The Borrower will acquire the Project from Southwest Philadelphia Presbytery Apartments, Inc., (d/b/a Mary Field Presbyterian Apartments) and Greenway Presbyterian Apartments, Inc., which are both controlled by HumanGood.

PROJECT FINANCING

The Authority is providing a non-recourse construction/permanent loan in the amount not to exceed \$4,020,000 consisting of 1,020,000 of assumed debt and \$3,000,000 of new financing. The loan will be structured with a term of 42 years at 1% percent interest. During the loan period, no principal or interest will be required to be paid. The entire balance will be due and payable in 42 years.

The loan will be secured in a lien position behind funds provided by the Pennsylvania Housing Finance Agency ("PHFA") under the Pennsylvania Housing Affordability and Rehabilitation Enhancement fund ("PHARE") and construction loan financing provided by Red Stone A7 III LLC ("Red Stone"). Upon payment of the Red Stone Loan, the loan will be in a lien position behind the PHFA PHARE funds and permanent debt provided by Red Stone.

Red Stone will acquire a 99.99% interest in the LP for an amount of \$13,621,068.

Red Stone will provide tax exempt bond financing in the amount up to \$18,000,000.

Seller's Note in an amount up to \$8,290,000

PHFA PHARE in an amount up to \$2,000,000.

Deferred Developer's fee in an amount up to \$942,696.

Red Stone will provide permanent debt in an amount up to 3,500,000.

Sponsor Loan in an amount up to \$1,500,000.

Energy Rebate in an amount up to \$15,000.

Interim Income in an amount up to \$393,198.

Transfer Reserve for Replacement in an amount up to \$396,413.

APPROVALS

- The Philadelphia Planning Commission determined an environmental review for this Project is not required due to the funding source.
- Housing Construction Division approval of plans, specifications and costs.
- The City of Philadelphia approval of the Economic Opportunity Plan for the participation ranges for MBE are 18.6% and WBE 6.4%.

DISBURSEMENT OF LOAN PROCEEDS WILL BE CONTINGENT UPON:

• Department of Revenue tax clearance for all members of the Development Team

EXHIBITS

- Project Development Team
- Board of Directors
- Development Budget
- Operating Proforma
- Site Plan

Item III

Mary Field Senior Apartments Project Development Team

OWNER/BORROWER	Mary Field Senior Apartments LP 2000 Joshua Road Lafayette Hl, PA 19444
GENERAL PARTNER	Mary Field Housing GP LLC 2000 Joshua Road Lafayette Hl, PA 19444
DEVELOPERS	HumanGood 2000 Joshua Road Lafayette Hl, PA 19444
CONTRACTOR	T N Ward Company 129 Coulter Avenue Ardmore, PA 19003
ARCHITECT	Joseph F. McKernan Jr, Architects & Assoc., LLC 100 Dobbs Lane, Suite 204 Cherry Hill, NJ 08034
MANAGEMENT AGENT	HumanGood 2000 Joshua Road Lafayette HI, PA 19444
SUPPORTIVE SERVICE PROVIDER	HumanGood 2000 Joshua Road Lafayette HI, PA 19444
ATTORNEY	Buchanan Ingersoll & Rooney, PC 50 S 16th Street, Suite 3200 Philadelphia, PA 19102

Board of Directors, HumanGood East

Bruce Laycook, Chair Randall L. Stamper, Vice Chair Gloria Meads, Secretary Albert W. Kelley John Agnew Judee Bavaria Donna Benton Ken Bose Walter J. Clarke Bob Crist Lynn Melby Mike Reynolds Sue Roderick William G. Young, Jr.

Development Financing				PRA
Development Financing				Maximum Rates
				Maximum Rates
PRA Funding	\$	3,000,000	8.98%	
Limited Partner Equity		13,621,068	40.78%	
PHFA PHARE Funds		2,000,000	5.99%	
Deferred Developer's Fee		942,696	2.82%	
Other- Seller's Note		8,290,000	24.82%	
Other - Assumed RDA Debt		1,020,000	3.05%	
Other - Permanent Debt		2,774,379		
Other - Sponsor Loan		950,000		
Other - Energy Rebate		15,000		
Other - Interim Income		393,198		
Other - Transfer Reserve for Replacemen		396,413		
Total Financing	\$	33,402,754	86.44%	_
Development Costs	-			PRA
				Maximum Rates
Construction Costs				
General Requirements	\$	756,327	4.94%	
Building Demolition 0				
Selective Demolition 579,051				
Site Work 0				
Offsite Improvements 0				
Environ Remed(gc con) 0				
Sub-total Site Work		579,051		
Structures		12,026,397		
Builders Profit		756,327		
Builders Overhead		252,109		
Bond Premium Building Permits		150,033 79,362		
Construction Contingency		1,459,961	10.00%	5% (nc)/10%(rehab)
Other:		1,459,901	10.00 /8	5% (IIC)/10%(renab)
Other:		0		
Total Construction Costs	\$	16,059,567		
_				
Fees	•	500 500		
Architectural Fee - Design	\$	599,538		See PHFA Guidelines
Architectural Fee- Adiminstration		199,846		
Legal - Development		125,000		
Civil Engineering		50,000		
Survey Soil/Structural Report		11,000 0		
Environmental Audit		46,632		
Environmental Remediation		40,032		
Energy Audit		6,000		
HERS Rater		0,000		
Passive House Consultant		0		
Project Capital Needs Asssessment		9,950		
Property Appraisal		10,000		
Market Study		10,000		
Cost Certification		15,000		
Other Soft Cost Contingency		27,324		Max \$15,000
Other- Utility/Energy Rebate Analysis		10,000		

Misc. Development Charges			
Multifamily Housing Applic Fee	\$	5,000	
Agency Legal Closing Fee		15,000	
Tax Credit Reservation Fee		98,816	
Tax Credit Carryover Allocation Fee		00,010	
Tax Credit Cost Certification Fee		2,500	
Furnishings (Common Area)		168,000	limit \$1,000 per unit
Rent-up expense		00,000	limit \$1,200 per unit/\$600 preserv
Relocation		200,000	
Utility Tap in, Hook up, & Municipal Fee		200,000	
		0	
Subsidy Layering Review Fee Other		0	
	\$	489,316	
Misc. Development Subtotal	φ	409,310	
Construction & Financing Charges	•	· · · · ·	
Construction Loan Interest	\$	171,170	
Construction Loan Origination Fee		1,561	
Construction Loan Credit Enhancement		0	
Construction Loan Application Fee		0	
Taxes During Construction		0	
Insurance During Construction		171,049	
Title Insurance		100,000	
Recording		0	
PHFA Construction Servicing Fee		10,000	
Other- Construction Monitoring Fee		27,000	
Construction/Financing Subtotal	\$	480,780	
Permanent Financing			
Agency Loan Reservation Fee	\$	-	
Agency Loan Orignation Fee		0	
Permanent Loan Origination Fee		40,055	
Permanent Loan Credit Enhancement		0	
Cost Of Issuance/Underwriters Discount		284,000	
Other- Borrower's Counsel		50,000	
Permanent Financing Subtotal	\$	374,055	
Land and Building Purchase			
Acquisition of Land	\$	1,412,000	
Acquistion of Existing Structures		7,898,000	
Acquisition Legal Fees		0	
Closing Costs		312,440	
Demolition Of Existing Structures		0	
Other		0	
Land/Building Purchase Subtotal	\$	9,622,440	
Total Replacement Costs	\$	28,146,448	

Dovelonme	nt Posonios						
	nt Reserves	¢	020 205				
Operating R		\$	938,395				
Tranformation		\$ \$ \$ \$ \$	-				
	sidy Reserve	\$	-				\$ 1,240
	Tax Reserve 1 yr	\$	23,366				
Insurance R	leserve 1 yr	\$	137,750				
Social Servi	ce Reserve	\$	-				
Other- Rese	erve for Replacement	\$	168,000				
	s Subtotal	\$	1,267,511				
Developer's	s Fee	\$	2,550,000				See PHFA Guidelines
Sundication							
Syndication		۴	F 000				
Organization		\$	5,000				
	interst during construction	\$	764,503				
	Interest After Construction	\$	111,967				
Bridge Loan	Fees & Expenses	\$	213,012				
Legal Fees		\$	85,000				
Accounting	Fees	\$	20,000				
Compliance		\$ \$ \$ \$ \$	20,914				
	Compliance, Asset Monitoring		218,400				
		,					
Syndica	tion Fees Subtotal	\$	1,438,796	-			
Total De	velopment Costs	\$	33,402,755	=			
	Total Units		168	1			
	Total Sq. Ft.		138,999]			
			per unit	per sq. ft.]		
	Total Construction Costs	\$	95,593	\$ 116			
	Total Replacement Costs	\$	167,538	\$ 202			
	Total Development Costs	\$	198,826	\$ 240			
	Replacement Cost + Dev. Fee	\$	182,717	\$ 221]		\$ 225
			Cost Analysis				
Proposed Unit	Mix				Blended per Unit Cost A	Allowable	
0 Bdrm	0 units @	\$	215,667	per unit	\$-		
1 Bdrm	166 units @	\$	247,228	per unit	\$ 41,039,848		
2 Bdrm	2 units @	\$	300,636	per unit	\$ 601,272		
3 Bdrm	0 units @	\$	388,926	•	\$ -		
4 Bdrm	0 units @	\$	426,919	•	\$-		
Totals	168				\$ 41,641,120		
Cost per Unit		\$	247.864	per unit			
Cost per Unit		\$		per unit	Allowable	W/aive	I er Required?
		Ψ	107,000		/	NO	
Cost per Squa	are Foot Allowable	\$	225	psf			
Cost per Squt		\$		psi psf	Allowable		
	120% of 234-Condominium	-		67.59%		0% or be	l elow otherwise bidding is req'o

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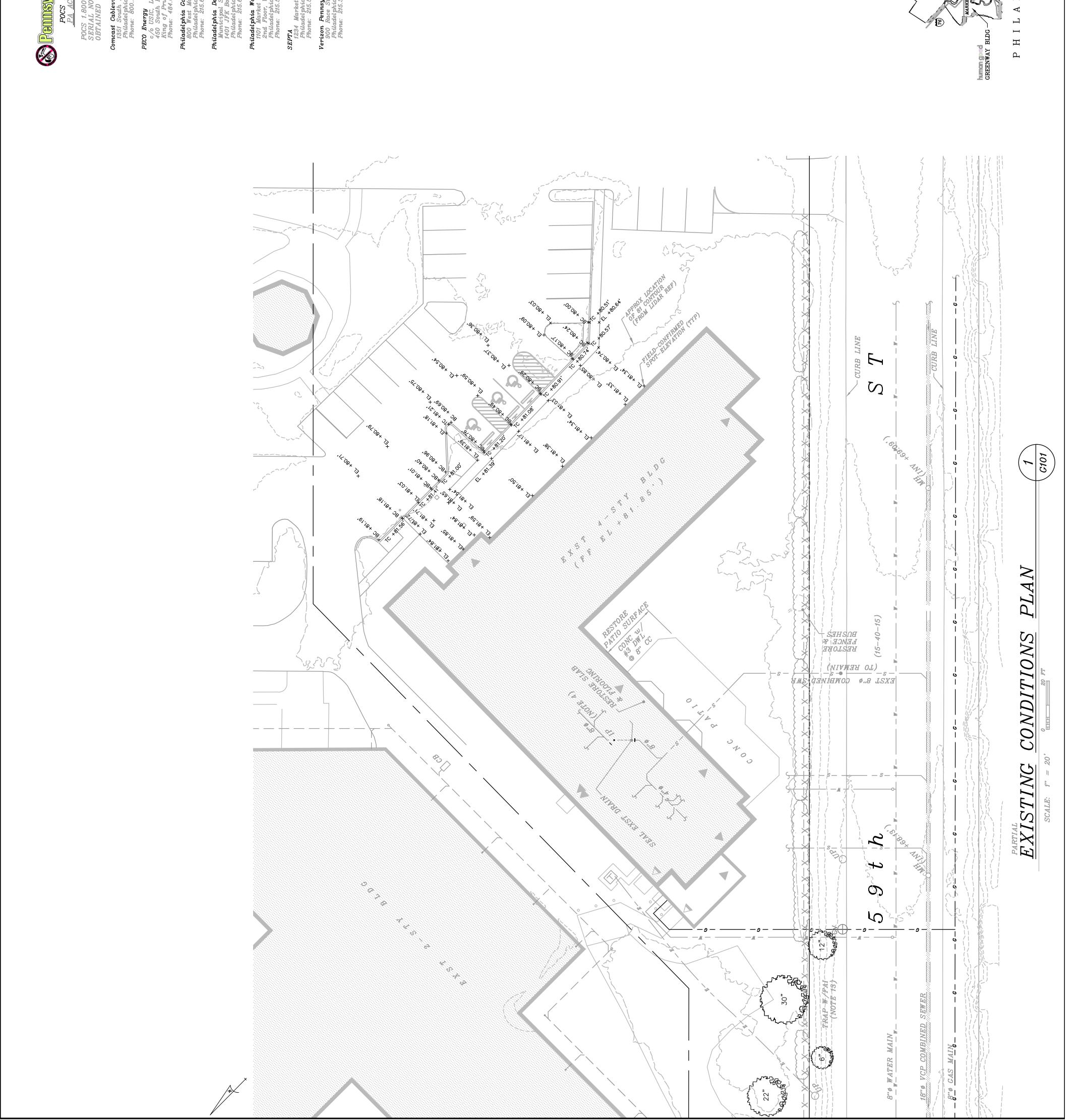
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