# AGENDA

**APPROVAL OF BOARD MINUTES**

Meeting of February 10, 2021

## I. EXECUTIVE DIRECTOR'S REPORT

## II. ADMINISTRATIVE

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(e) Conveyance of Title of City Properties Through Philadelphia Redevelopment Authority to Philadelphia Land Bank

(f) Conveyance of Philadelphia Redevelopment Authority Properties to Philadelphia Land Bank

III. HOUSING FINANCE

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312-318, 315-25 Diamond Street, 2042-2054, 2108-2150 N. Orianna Street, 2028-2040, 2041, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street
New Financing and Modification of Existing Loans
PHILADELPHIA REDEVELOPMENT AUTHORITY
BOARD MEETING MINUTES

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Prior to the start of the meeting, Mr. Harmon made the announcement that today's Board meeting is being held electronically via an authorized communication device pursuant to Title 35 of the Pennsylvania Consolidated Statutes, Section 5741 (35 Pa.C.S. §5741), is open to public attendees and open for public comment. The Board meeting is being recorded and questions and comments can be entered using the Question & Answer box at the lower right-hand corner of the screen. Questions and/or comments will be read out loud and answered if needed. Mr. Harmon indicated that he did receive correspondence from Barbara Chavous-Pennock of East Parkside Residents Association which has been provided to the Board and which will be attached to the February 10, 2021 Board meeting minutes (a written response to this letter was previously provided by Mr. Heller). Mr. Harmon further stated that he provided his email address to the public for any issues with submitting questions and/or comments.

***PLEASE NOTE THAT THERE WAS A QUESTION AND ANSWER PORTAL FOR PUBLIC ATTENDEES OF THIS BOARD MEETING. THE PUBLIC ATTENDANCE LIST AND THE SUBMITTED QUESTIONS AND ANSWERS, IF ANY, ARE ATTACHED HERETO FOLLOWING THE MINUTES.

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A virtual meeting of the Board of Directors of the Philadelphia Redevelopment Authority was held on Wednesday, February 10, 2021, commencing at 4:00 PM, pursuant to proper notices being made.

ANNOUNCEMENTS

Ms. Fadullon announced that Peilin Chen has been appointed to the Board of Directors and will be replacing Rob Dubow as Treasurer. A copy of Ms. Chen's appointment letter will be attached to the February meeting minutes.

ROLL CALL

The following members of the Board of Directors reported present: Anne Fadullon, Chair; James Cuorato, Vice Chair; Maria Duque-Buckley, 2nd Vice Chair and Assistant Secretary; Peilin Chen, Treasurer; and Duane Bumb, Secretary.

The following assigned staff were present: Gregory Heller, Ryan D. Harmon, Esquire, Angel Rodriguez, Darci Bauer, Victoria Engelstad, Brian Romano, Alberta Benn, and Elizabeth Bonaccorso.

MINUTES

Ms. Fadullon called for a motion to approve the minutes of the Board meeting of January 13, 2021.

Upon motion made and duly seconded, the minutes of January 13, 2021 were approved.

EXECUTIVE DIRECTOR'S REPORT

Mr. Heller stated that currently there are not any rental assistance applications open. Mr. Heller explained that Phase IV rental assistance will be available in March. Mr. Heller further stated to check back at PHLRentAssist.org for updates.

ADMINISTRATIVE

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

Board Action

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

RESOLUTION NO. 2021-05

PHILADELPHIA LAND BANK – RESOLUTION AUTHORIZING THE CONVEYANCE OF CERTAIN PROPERTIES OWNED BY THE PHILADELPHIA REDEVELOPMENT AUTHORITY TO THE PHILADELPHIA LAND BANK
WHEREAS, Act 153 of 2012, 68 Pa. C.S.A. § 2101, et seq. (the "Land Bank Act") authorized the City of Philadelphia ("City") to create a land bank in accordance with the Land Bank Act; and

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

WHEREAS, under Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), a redevelopment authority, with the consent of the local governing body and without a redevelopment contract, may convey title to certain redevelopment authority property to a land bank; and

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

WHEREAS, the transfer of the properties identified on Exhibit "A" to this Resolution to the Philadelphia Land Bank will promote the public purposes for which the City created the Philadelphia Land Bank;

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Philadelphia Redevelopment Authority to convey title to those properties identified on Exhibit "A" hereto, to the Philadelphia Land Bank, and for the preparation, execution, acknowledgment and delivery of deeds to the Philadelphia Land Bank, without consideration, pursuant to Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), and to obtain the appropriate councilmanic action.

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

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

EXHIBIT "A"

Properties Owned by Philadelphia Redevelopment Authority to be Transferred to Philadelphia Land Bank

1st Councilmanic District Properties

1900 Lehigh Avenue
2057 E. Rush Street
5th Councilmanic District Properties

3230-38 Diamond Street

8th Councilmanic District Properties

149 Apsley Street
234 E. Berkley Street

Voting for the foregoing amendment: Ms. Fadullon, Mr. Cuorato, Ms. Buckley, Ms. Chen and Bumb.

Mr. Rodriguez presented "Item II(b) – Conveyance of Title of City Property Through Philadelphia Redevelopment Authority to Philadelphia Land Bank" in substance consistent with the attached Fact Sheet hereto.

Board Action

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

RESOLUTION NO. 2021-06

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

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

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

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

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

**EXHIBIT "A"**

**1st Councilmanic District Property**

1740 S. Howard Street

Voting for the foregoing amendment: Ms. Fadullon, Mr. Cuorato, Ms. Buckley, Ms. Chen and Bumb.

Ms. Engelstad presented "Item II(c) – Authorization to Enter into (i) an Exclusive Management and Leasing Agreement with DHC Management, LLC and (ii) an Exclusive Leasing Listing Agreement with DHC Management, LLC Relative to the Lower Germantown Property Portfolio" in substance consistent with the attached Fact Sheet hereto.
Additional Comments and Discussion

Ms. Engelstad informed the members of the Board that Renee Smith, Esq., is in attendance to answer any questions or concerns. Ms. Smith is the principle of DHC Management LLC ("DHC LLC").

Ms. Fadullon indicated that two (2) questions were received from Ms. Haskins through the chat feature on the Zoom platform. Ms. Fadullon read Ms. Haskins' questions: 1) Can you provide a general update as to the status of the Lower Germantown properties, and 2) Who are the principals of DHC LLC.

Ms. Fadullon asked Mr. Heller to respond. Mr. Heller stated that BFW Group is under contract to provide a physical conditions and needs assessment ("PCNA") of the Germantown/Mt. Airy portfolio and the Authority expects to have a draft within the next week. Mr. Heller asked Ms. Engelstad if she received any information that suggested that expectation had changed. Mr. Engelstad replied no. Mr. Heller asked Ms. Engelstad to provide the requested information as to the owner/principal of DHC LLC. Ms. Engelstad stated the owner/principal is Renee Smith, Esq.

Ms. Fadullon recognized Allison Weiss and invited her to speak. Ms. Weiss asked what other properties are managed by DHC LLC. Ms. Fadullon requested that Ms. Smith respond to this question. Ms. Smith replied that she is the President and CEO of DHC LLC. Ms. Smith stated that she is excited about working with the Authority and managing this property portfolio. Ms. Smith stated that DHC LLC currently manages over fifty (50) units throughout the City, primarily in North and West Philadelphia.

Ms. Weiss asked Ms. Smith to identify some of the property addresses of the properties DHC LLC manages. Ms. Smith responded that she is not able to name those properties at the present time but that she can provide a list. Ms. Fadullon asked if DHC LLC has a website. Ms. Smith provided the website information: www.dhcmgmtgroup.com. Ms. Fadullon requested that anyone who has additional concerns or questions view the company's website. Ms. Smith stated that her contact information is included on the website should anyone have any additional questions.

Ms. Fadullon recognized Ms. Haskins and invited her to speak. Ms. Haskins asked if there will ever be a community meeting after the Authority receives the PCNA. Mr. Heller confirmed and stated that this is and has always been the plan. Ms. Haskins asked when this community meeting would take place. Ms. Fadullon replied that staff wants to review and analyze the report prior to scheduling a meeting.

Board Action

Ms. Fadullon called for a motion on the resolution. Upon motion made and duly seconded, the resolution was approved as follows:
RESOLUTION NO. 2021-07

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY TO ENTER INTO (i) AN EXCLUSIVE MANAGEMENT AND LEASING AGREEMENT WITH DHC MANAGEMENT, LLC, AND (ii) AN EXCLUSIVE LISTING AGREEMENT WITH DHC MANAGEMENT, LLC, RELATIVE TO THE LOWER GERMANTOWN PROPERTY PORTFOLIO

WHEREAS, the Philadelphia Redevelopment Authority (the "Authority") is the owner of the properties identified on Exhibit "A," attached hereto (collectively, the "Properties"), located in the Germantown section of Philadelphia.

WHEREAS, the Authority issued a Request for Proposals dated August 12, 2020 ("RFP"), seeking qualified providers to perform management and leasing services relative to the Properties.

WHEREAS, DHC Management, LLC ("DHCM LLC"), a Pennsylvania limited liability company, was selected as the most responsive bidder.

WHEREAS, Authority staff seeks authorization to enter into (i) an Exclusive Management and Leasing Agreement ("Management Agreement") with DHCM LLC, and (ii) an Exclusive Leasing Listing Agreement ("Listing Agreement") with DHCM LLC, relative to the management and leasing of the Properties and on the terms and conditions set forth in the attached Fact Sheet.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that authorization is hereby given to enter into (i) an Exclusive Management and Leasing Agreement with DHCM LLC, and (ii) an Exclusive Leasing Listing Agreement with DHCM LLC, relative to the management and leasing of the Properties, with compensation payable to DHCM LLC as follows:

1. The Authority will agree to pay DHCM LLC the following sums: (a) a fee of Fifty Dollars ($50.00) per month for each vacant unit at the Properties, (b) a fee of eight percent (8%) of all collected rents on the occupied units at the Properties, but in no event less than fifty dollars ($50) per month per occupied unit, (c) a fee of five percent (5%) of all costs incurred by DHCM LLC and accepted by the Authority to make units available for leasing, and (d) a lease origination fee equal to fifty percent (50%) of one (1) month's rent received from tenant for any new leases signed.

FURTHER AUTHORIZING, the preparation, execution and delivery of all contracts or other documentation necessary or desirable in order to carry out the foregoing.

FURTHER AUTHORIZING, that the President may allow modifications to this Resolution necessary or desirable to carry out its purposes and intents.
EXHIBIT "A"
Properties

- PREMISES A 6526-34 Germantown Ave (OPA Account No. 886614710)
- PREMISES B 6657-59 Blakemore Street (OPA Account No. 886614700)
  (including 530-34 Vernon Road)
- PREMISES C 5429-43 Lena Street (OPA Account No. 886651000)
- PREMISES D 60-74 Collom Street (OPA Account No. 886651100)
- PREMISES E 101 E. Collom Street (OPA Account No. 121070205)
- PREMISES F 36 E. Wister Street (OPA Account No. 121047715)
- PREMISES G 38 E. Wister Street (OPA Account No. 121047815)
- PREMISES H 40-46 E. Wister Street (OPA Account No. 121047925)
- PREMISES I 63 E. Wister Street (OPA Account No. 121053515)
- PREMISES J 50 Collom Street (OPA Account No. 121062105)
- PREMISES K 56 E. Collom Street (OPA Account No. 121062410)
- PREMISES L 45 E. Garfield Street (OPA Account No. 121044310)
- PREMISES M 47 E. Garfield Street (OPA Account No. 121044410)
- PREMISES N 51 E. Garfield Street (OPA Account No. 121044605)
- PREMISES O 67 E. Church Lane (OPA Account No. 122039205)
- PREMISES P 83 Church Lane (OPA Account No. 122039702)
- PREMISES Q 85 Church Lane (OPA Account No. 122039805)
- PREMISES R 87 E. Church Lane (OPA Account No. 122039905)
- PREMISES S 117 W. Manheim Street (OPA Account No. 123076605)
- PREMISES T 4949 Germantown Avenue (OPA Account No. 121151105)
- PREMISES U 4951 Germantown Avenue (OPA Account No. 121151205)
- PREMISES V 5417 Lena Street (OPA Account No. 122138205)
- PREMISES W 5513 Lena Street (OPA Account No. 122138805)
- PREMISES X 5515 Lena Street (OPA Account No. 122138915)
- PREMISES Y 5423-27 Lena Street (OPA Account No. 886650950)
Voting for the foregoing amendment: Ms. Fadullon, Mr. Cuorato, Ms. Buckley, Ms. Chen and Bumb.

DEVELOPMENT

Mr. Romano presented "Item III – Selection of Redeveloper, Arcadia Commons" in substance consistent with the attached Fact Sheet hereto.

Board Action

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

RESOLUTION NO. 2021-08

RESOLUTION SELECTING ARCADIA COMMONS AS REDEVELOPER OF 2553 KERN STREET LOCATED IN THE NEW KENSINGTON-FISHTOWN REDEVELOPMENT AREA, NEW KENSINGTON-FISHTOWN URBAN RENEWAL AREA

BE IT RESOLVED, by the Philadelphia Redevelopment Authority, that Arcadia Commons ("Redeveloper") is hereby selected as redeveloper of 2553 Kern Street located in the New Kensington-Fishtown Redevelopment Area, New Kensington-Fishtown Urban Renewal Area, and approval is hereby given to the Redevelopment Contract and the proposed method of disposition as most appropriate and prudent under the law and circumstances; approving a disposition price of Sixty-Five Thousand Dollars ($65,000.00); determining that the Redeveloper possesses the qualifications and financial resources necessary to acquire and develop the property in accordance with the Redeveloper's approved plans; further authorizing the execution, delivery and recording of the Redevelopment Contract, self-amortizing Mortgage and a Deed for the property and the preparation of all other documentation necessary or desirable in order to carry out the foregoing, and to obtain the appropriate councilmanic action.

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

HOUSING FINANCE

Ms. Bauer presented "Item IV – Consent to Modification of Partnership Interests of Pilgrim Gardens Senior Housing, L.P." in substance consistent with the attached Fact Sheet hereto.
Board Action

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

RESOLUTION NO. 2021-09

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY’S CONSENT TO THE MODIFICATION OF THE GENERAL AND LIMITED PARTNERSHIP INTERESTS OF PILGRIM GARDENS SENIOR HOUSING, L.P.

WHEREAS, pursuant to Resolution No 18,958 adopted on January 12, 2010, the Philadelphia Redevelopment Authority ("Authority") Board authorized the Authority to enter into a loan agreement in the amount of Two Million Six Hundred Thousand Dollars ($2,600,000) ("Authority Loan") with Pilgrim Gardens Senior Housing, L.P., a Pennsylvania limited partnership ("Partnership"); and

WHEREAS, the proceeds of the Authority Loan, secured by a third mortgage on the property located at 7023 Rising Sun Avenue ("Property"), was used to assist the new construction of a five (5) story building consisting of sixty-two (62) senior affordable rental apartments in the Lawndale section targeted to residents between twenty (20%) percent and sixty (60%) percent of Area Median Income (the "Project"); and

WHEREAS, the limited partner of the Partnership is Evangelical Services for the Aging ("Evangelical Services") and the general partner is Pilgrim Gardens Senior Housing GP, LLC, an entity controlled by Evangelical Services; and

WHEREAS, Evangelical Services' mission has shifted to the development and management of retirement communities, and Evangelical Services has determined that they would transfer ownership of their elderly affordable rental housing organization to an entity whose mission was more consistent with that purpose; and

WHEREAS, to further its mission to provide high quality affordable senior rental housing, New Courtland ("NC") is interested in acquiring ownership of and managing the Project; and

WHEREAS, NC formed NewCourtland at Burholme LLC for the purpose of replacing the current general partner, Pilgrim Gardens Senior Housing GP, LLC;

WHEREAS, NC will acquire controlling limited partner interest from Evangelical Services.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority ("Authority"), that the Authority is authorized to consent to following modifications
to the partnership interests of Partnership:

1. The proposed new general partner of Partnership will be NewCourtland at Burholme LLC, an entity controlled by New Courtland.

2. The proposed new limited partners will be NewCourtland, with controlling interest, and Evangelical Services for the Aging, with a minority interest.

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

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

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**ADD IN ITEM**

Mr. Harmon presented "Item V – Small Landlord Loan Program; Modifications to (i) $380,000 Non-Revolving Line of Credit Loan to Impact Loan Fund Inc., and (ii) $600,000 Non-Revolving Line of Credit Loan to Impact Loan Fund, Inc." in substance consistent with the attached Fact Sheet hereto.

*Additional Comments and Discussion*

Mr. Harmon stated the only modification to the 1st line of credit is to reduce the amount available by Two Hundred Thousand Dollars ($200,000). All other terms and conditions will remain in effect.

Mr. Heller stated the mission is to assist small landlords who own affordable housing and that these landlords are small businesses that may have been hit hard during the pandemic. Mr. Heller explained that prior to the pandemic, the Authority negotiated the first line of credit and the second line of credit was negotiated in response to the pandemic to provide flexible low-cost working capital for landlords. Mr. Heller stated that these programs have been very successful. Mr. Heller stated that approximately Six Hundred Thousand Dollars ($600,000) of the allocated funds have been committed to date and that there are more small landlords seeking out loans under this program.

Mr. Heller stated that the purpose of this item is to provide more funding to the working capital loan to support these small landlords and assist them in these difficult times. Mr. Heller further stated that this item will provide for more accessibility to loans for small landlords.
Board Action

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

RESOLUTION NO. 2021-10

RESOLUTION AUTHORIZING MODIFICATIONS TO (i) $380,000 NON-REVOLVING LINE OF CREDIT LOAN TO IMPACT LOAN FUND, INC., AND (ii) $600,000 NON-REVOLVING LINE OF CREDIT LOAN TO IMPACT LOAN FUND, INC.

WHEREAS, the Philadelphia Redevelopment Authority ("Authority") issued a Request for Proposals dated August 30, 2018 (the "Request for Proposals"), seeking qualified financial institutions to provide loans (each, an "SLLP Loan", and together, the "SLLP Loans") and technical assistance to landlords (each, an "SLLP Landlord," and together, the "SLLP Landlords") located within the City of Philadelphia (the "City") that own a total of ten (10) or fewer units in need of health and/or safety-related repairs (herein, the "Small Landlord Loan Program" or "SLLP").

WHEREAS, Impact Loan Fund, Inc. ("Borrower"), was selected as the most qualified financial institution.

WHEREAS, pursuant to Resolution No. 2019-81, adopted by the Authority Board on November 13, 2019, the Authority made available to Borrower a non-revolving line of credit facility in the maximum principal sum of Three Hundred Eighty Thousand Dollars ($380,000) ("First Line of Credit"), the proceeds of which are to be used for the purpose of providing the SLLP Loans and technical assistance to SLLP Landlords in the City.

WHEREAS, the loan documents related to the First Line of Credit were executed on April 3, 2020.

WHEREAS, pursuant to Resolution 2020-27, adopted by the Authority Board on May 13, 2020, due to the circumstances surrounding the COVID-19 pandemic and severe economic impact it has had on tenants and landlords in the City, the Authority expanded the SLLP and made available to Borrower an additional non-revolving line of credit facility in the maximum principal sum of Six Hundred Thousand Dollars ($600,000) ("Second Line of Credit"), the proceeds of which are to be used for the purpose of providing loans in the maximum principal amount of Ten Thousand Dollars ($10,000) (each, an "SLLP Emergency Loan", and together, the "SLLP Emergency Loans") to landlords located in the City that (i) own a total of fifteen (15) or fewer units, and (ii) are in need of funds to help keep their units and buildings in operation during the COVID-19 pandemic (each, an "SLLP Burdened Landlord," and together, the "SLLP Burdened Landlords").

WHEREAS, the loan documents related to the Second Line of Credit were executed on June 12, 2020.
WHEREAS, Authority staff now seeks authorization to (i) reduce the principal amount of the First Line of Credit by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the First Line of Credit is One Hundred Eighty Thousand Dollars ($180,000), and (ii) increase the principal amount of the Second Line of Credit by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the Second Line of Credit is Eight Hundred Thousand Dollars ($800,000), and to make certain other modifications to the Second Line of Credit, only, as set forth in the attached Fact Sheet.

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

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority that authorization is hereby given to modify the terms of the First Line of Credit and Second Line of Credit as follows:

1. FIRST LINE OF CREDIT MODIFICATIONS:

   - The principal amount of the First Line of Credit is authorized to be reduced by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the First Line of Credit is One Hundred Eighty Thousand Dollars ($180,000).

2. SECOND LINE OF CREDIT MODIFICATIONS:

   - The principal amount of the Second Line of Credit is authorized to be increased by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the Second Line of Credit is Eight Hundred Thousand Dollars ($800,000).

   - Extend the "Maturity Date" of the Second Line of Credit Loan to the earlier of (i) seven (7) years from the date the Second Line of Credit was issued (June 12, 2020), or (ii) the full prepayment or maturity of the last outstanding SLLP Emergency Loan issued by Borrower under the Second Line of Credit, unless otherwise terminated in accordance with the Second Line of Credit loan documents (the Second Line of Credit currently has a "Maturity Date" of five (5) years from the date the Second Line of Credit was issued (June 12, 2020).

   - Expand the eligibility of SLLP Burdened Landlords able to receive and SLLP Emergency Loans to those who own no more than thirty (30) units of rental housing in their portfolios and the portfolios of any entities associated with the SLLP Burdened Landlord (the Second Line of Credit currently limits eligibility to SLLP Burdened Landlords (and their associated entities) that own no more than fifteen (15) units).

   - Increase the principal amount of SLLP Emergency Loans to Fifteen Thousand Dollars ($15,000) per SLLP Burdened Landlord (the Second Line of Credit...
currently limits the principal amount of SLLP Emergency Loans to Ten Thousand Dollars ($10,000) per SLLP Burdened Landlord).

- Increase the term of each SLLP Emergency Loan to a term that may not exceed sixty (60) months (the Second Line of Credit currently requires that the term of each SLLP Emergency Loan may not exceed forty-eight (48) months).

- Provide that SLLP Emergency Loans do not require repayment for the first nine (9) months of their term (the Second Line of Credit currently does not require repayment of SLLP Emergency Loans for the first six (6) months of their term).

- Extend the time period during which Borrower may originate SLLP Emergency Loans to two (2) years from the date the Second Line of Credit was issued (June 12, 2020) (the Second Line of Credit currently requires that Borrower may only originate SLLP Emergency Loans for one (1) year from the date the Second Line of Credit was issued (June 12, 2020). Any Second Line of Credit proceeds that have not been used to originate SLLP Emergency Loans shall be due and payable to the Authority within ninety (90) days following the second anniversary of the date the Second Line of Credit was issued (June 12, 2020).

- Convert the Second Line of Credit from non-revolving to revolving such that within two (2) years from the date the Second Line of Credit was issued (June 12, 2020), Borrower may borrow, repay, and re-borrow from the Second Line of Credit (including any proceeds received from previously repaid SLLP Emergency Loans) at any time or from time to time during that two (2) year period or the earlier termination of the Second Line of Credit.

- Require that any SLLP Burdened Landlord have all necessary City tax clearances through the date of receipt of any SLLP Emergency Loan, have an executed lease in place for the unit or units and have a current rental license and commercial activity license.

- Require that Borrower obtain and provide to the Authority a completed Pennsylvania Housing Finance Agency ("PHFA") Tenant Income Certification Form from the tenants of any SLLP Burdened Landlord prior to the issuance of any SLLP Emergency Loan confirming that all units are leased affordable to tenants whose household income does not exceed sixty percent (60%) of Area Median Income ("AMI").

FURTHER RESOLVING, all other terms of the First Line of Credit and Second Line of Credit not specifically authorized to be modified herein shall continue in full force and effect.

FURTHER AUTHORIZING, the preparation, execution, and delivery of all documentation necessary to carry out the foregoing in form and substance acceptable to the Executive Director and General Counsel.
FURTHER AUTHORIZING, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purposes and intents.

Voting for the foregoing amendment: Ms. Fadullon, Mr. Cuorato, Ms. Buckley, Ms. Chen and Bumb.

OLD BUSINESS

Ms. Fadullon inquired if there was any old business for the Board. Ms. Fadullon recognized Mr. Ali and invited him to speak. Mr. Ali stated he wanted to address an issue with regards to East Parkside Avenue and Mission First which was discussed at last month's Board meeting. Mr. Ali stated that he is speaking on behalf of the East Parkside Residents Association and that he is a member. Mr. Ali stated that Barbara Chavous-Pennock sent a letter to the Board today. Mr. Ali asked if Mr. Harmon acknowledged the receipt of the letter. Ms. Fadullon replied that at the beginning of the meeting Mr. Harmon acknowledged the letter was received. Ms. Fadullon stated that a copy of the letter was forwarded to the members of the Board and will be included in today's minutes.

Mr. Ali stated that Ms. Fadullon and Mr. Cuorato have been there to help communities and community members. Mr. Ali pointed out that the ball was dropped with respect to this project and the community was not informed about this project. Mr. Ali stated that there are multiple Registered Community Organizations ("RCOs") in this area and that the Authority should work with all RCOs, not just one.

Mr. Ali stated that Ms. Cousar, who is over 91 years old, has complete faith in Mr. Heller. Mr. Ali stated that Ms. Cousar felt as though Mr. Heller was looking out for her. Mr. Ali stated that the Authority did not look out for her and dropped the ball. Mr. Ali further stated he is asking Mr. Heller and the members of the Board to do a better job in making sure the community interests are protected.

Mr. Ali stated that the community is not aware of anything unless the Authority lets us know about it. Mr. Ali stated the community has now missed out on the opportunity to have discussions about this project.

Mr. Ali stated that he was offended because Ms. Cousar had so much faith in Mr. Heller. Mr. Ali stated that the Redevelopment Authority does a great job and that Ms. Fadullon has been outstanding in letting him and others speak and let our voices be heard. Mr. Ali stated that Ms. Fadullon followed the leadership that Mr. Cuorato put in place. Mr. Ali stated that he realizes Authority staff is trying to do its best but that the community residents would like to be active participants in our communities.
NEW BUSINESS

Ms. Fadullon inquired if there was any new business for the Board. Ms. Fadullon recognized Ms. Bagby and invited her to speak. Ms. Bagby stated that this is the first Authority Board meeting she has ever attended. Ms. Bagby explained there is a lot of work to be done in the community. Ms. Bagby stated that she previously worked for the Nicetown CDC many years ago.

Ms. Bagby explained that she will be attending these meetings to know what is going in the community and to become more involved. Ms. Bagby stated that she felt the community should be represented in the Authority Board and stated she was unaware whether Authority Board positions are open to community members.

Ms. Bagby requested additional information on how communities can find properties available to be acquired. Ms. Bagby stated that her background is in community development and healthcare. Ms. Bagby informed the Board that a fellow board member of the Black Brotherly Love Leadership Council, Taj Murdock is also in attendance. Ms. Bagby asked if there was any additional information that the Black Brotherly Love Leadership Council can utilize.

Ms. Fadullon thanked Ms. Bagby for her remarks. Ms. Fadullon advised Ms. Bagby to review PHDC's website because it provides extensive information as to available land, bid opportunities and other programs available to City residents. Ms. Fadullon also stated that contact information is included on the website.

Ms. Fadullon recognized Mr. Murdock and invited him to speak. Mr. Murdock thanked Ms. Fadullon for the resources she provided. Mr. Murdock stated he wanted to bring awareness to the Board about what is occurring in our community. Mr. Murdock stated that the Black Brotherly Love Leadership Council provides a safe haven for youths and seeks to address challenges youths face in our community on a day-to-day basis. Mr. Murdock stated that there is a lot of work being done by the Black Brotherly Love Leadership Council such as providing skills training, personal development, and financial development to youths.

Ms. Fadullon thanked Mr. Murdock for his comments and thanked him for the hard work he is doing in your communities. Ms. Fadullon asked Mr. Murdock to email her and explain what his organization is doing and she will connect him to the various resources in the City that may be of aid to his program. Ms. Fadullon stated that the Authority typically only deals with disposition of properties, land, and affordable housing. Mr. Fadullon explained that the resources Mr. Murdock is looking for such as community services and youth activities may be better addressed by another City department or agency.

Ms. Fadullon stated that a question was received asking how to become a member of the Authority Board. Ms. Fadullon stated that the Authority's Board of Directors is appointed by the
Mayor. Ms. Fadullon further stated that she will inform the Mayor about the interest in members of the public becoming Authority Board members.

ADJOURNMENT

There being no further business to come before the Board, Ms. Fadullon declared the meeting adjourned at 4:41 P.M.

SECRETARY TO THE BOARD
[PUBLIC ATTENDANCE LIST AND TRANSCRIPT OF QUESTIONS AND RESPONSES THERETO, IF ANY, ARE ATTACHED ON FOLLOWING PAGE]
See attached email. Please include the email and the attachment.

Thanks.

Ryan,  

Can you please send me a copy of the letter that was submitted by Barbara so it can be incorporated in February minutes? I don’t want to forget about it.

Thank you

Beth Bonaccorso  
Confidential Administrative Secretary  
Philadelphia Housing Development Corporation  
1234 Markets Street, 16th Floor  
Philadelphia, PA  19107  

Direct Dial: 215-448-3013  
Fax Number: 215-448-3147  

Email: Elizabeth.Bonaccorso@phdc.phila.gov  
PLEASE NOTE**NEW EMAIL ADDRESS***
February 1, 2021

To Whom It May Concern:

On January 27, 2021, members of East Parkside Residents Association (EPRA) joined members of Centennial Parkside Community Development Corporation for a tour of the Mission First Parkside Preservation Project on Parkside Avenue. At that time, and through information provided by EPRA Representative, Jihad Ali, from his recent attendance at the PRA meeting in which this project was presented, we learned that the funding had already been approved. As well, it has been reported that the project was nearing approval from the PRA though the community had not been afforded an opportunity to meet with the developers, express our concerns, negotiate a Community Benefit Agreement, and/or establish an oversight committee to ensure a mechanism for continued dialogue, transparency, and monitoring of the participation on the project for minorities, women, and community residents.

We regret that the PRA did not make us aware of this project and that neither the PRA or the developer afforded us as organized representatives of our membership and the community, an opportunity to host a community meeting. While we were informed that a community meeting was not needed because this was a renovation project, we do not believe that to be in keeping with the spirit in which public dollars are awarded for this project. We recognize that at this juncture, there is not a lot of time to afford us an opportunity to be heard. None-the-less, we request that you consider the issues that have been raised by us and the community.

The Parkside Preservation Project is made possible through taxpayer dollars and as such, we kindly ask that you move with expediency to ensure that our concerns are addressed.

The organizations have met joined by members of the immediate community. We ask that Mission First and PRA address the following requests in writing by February 15, 2021:

- Please provide the name and contact information for the primary decision maker for the project that we can address our concerns to him/her.
- Please provide the written relocation plan referenced during the tour.
- Please work with our organizations to negotiate a Community Benefits Agreement that addresses some of the critical needs of residents in East Parkside.
- We request that the management company guarantee on-site maintenance to ensure that the concerns of the residents and community are addressed regarding the removal of trash, removal of dumped items, maintenance and repair of property, and maintenance of walk-ways.
• We request that an Oversight Committee be established to monitor M/W/BE and community participation as stated above with representation for the organizations hereto represented.
• Please assign a representative from PRA to ensure we have a vehicle for community participation and input.

We look forward to your written response by February 15, 2021 and thank you in advance for your consideration.

Sincerely,

Barbara Chavous-Pennock
East Parkside Residents Association

Chris Spahr, Ph.D., AICP
Executive Director
Centennial Parkside CDC

cc: The Honorable Jamie Gauthier, Councilwoman
The Honorable Amen Brown, State Representative
The Honorable Vincent Hughes, State Senator
File
# PRA Board Meeting Attendance for February 10, 2021

<table>
<thead>
<tr>
<th>Attended</th>
<th>User Name (Original Name)</th>
<th>First Name</th>
<th>Last Name</th>
<th>Email</th>
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<tbody>
<tr>
<td>Yes</td>
<td>Jeff Carpenter</td>
<td>Jeff</td>
<td>Carpenter</td>
<td><a href="mailto:jeff@jcarpenterstudio.com">jeff@jcarpenterstudio.com</a></td>
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<tr>
<td>Yes</td>
<td>Renee Smith</td>
<td>Renee</td>
<td>Smith</td>
<td><a href="mailto:rsmith@dhholdingslp.com">rsmith@dhholdingslp.com</a></td>
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<td>Yes</td>
<td>Jihad Ali</td>
<td>Jihad</td>
<td>Ali</td>
<td><a href="mailto:jihad@jihadali.com">jihad@jihadali.com</a></td>
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<td>Yes</td>
<td>yvonne haskins</td>
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<td>Yes</td>
<td>Lawrence Battle Jr.</td>
<td>Lawrence</td>
<td>Battle Jr.</td>
<td><a href="mailto:lawrencebattlejr@gmail.com">lawrencebattlejr@gmail.com</a></td>
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<td>Yes</td>
<td>Allison Weiss (a beth)</td>
<td>a</td>
<td>beth</td>
<td><a href="mailto:awfromhh4@gmail.com">awfromhh4@gmail.com</a></td>
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<td>Yes</td>
<td>Nikki Bagby</td>
<td>Nikki</td>
<td>Bagby</td>
<td><a href="mailto:nikki@nikkibagby.com">nikki@nikkibagby.com</a></td>
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<td>Yes</td>
<td>Wanda Felder</td>
<td>Wanda</td>
<td>Felder</td>
<td><a href="mailto:wfelder@consultant.com">wfelder@consultant.com</a></td>
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<td><a href="mailto:tub08802@temple.edu">tub08802@temple.edu</a></td>
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<td>Yes</td>
<td>Allisson Weiss (a beth)</td>
<td>a</td>
<td>beth</td>
<td><a href="mailto:awfromhh4@gmail.com">awfromhh4@gmail.com</a></td>
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<td>Yes</td>
<td>Edward A. Welch# III</td>
<td>Edward</td>
<td>A. Welch, III</td>
<td><a href="mailto:ewelch@welchgroup.net">ewelch@welchgroup.net</a></td>
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<td>Yes</td>
<td>Rodney Jones</td>
<td>Rodney</td>
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<td><a href="mailto:rjonesrrd@gmail.com">rjonesrrd@gmail.com</a></td>
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<td>Yes</td>
<td>HardingByrd</td>
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<td><a href="mailto:hbyrd@dignityhousing.org">hbyrd@dignityhousing.org</a></td>
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<td>Yes</td>
<td>jamila.davis</td>
<td>jamila</td>
<td>davis</td>
<td><a href="mailto:jamila.davis@phila.gov">jamila.davis@phila.gov</a></td>
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<tr>
<td>Yes</td>
<td>Taj Murdoch</td>
<td>Taj</td>
<td>Murdoch</td>
<td><a href="mailto:teaminc2015@gmail.com">teaminc2015@gmail.com</a></td>
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<tr>
<td>Yes</td>
<td>Johanna Ramos</td>
<td>Johanna</td>
<td>Ramos</td>
<td><a href="mailto:johanna.ramos@phila.gov">johanna.ramos@phila.gov</a></td>
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<tr>
<td>Yes</td>
<td>Robin Miller# Miller Des</td>
<td>Robin</td>
<td>Miller, Miller</td>
<td><a href="mailto:nyparealtor@gmail.com">nyparealtor@gmail.com</a></td>
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<tr>
<td>Yes</td>
<td>Bill Dixon</td>
<td>Bill</td>
<td>Dixon</td>
<td><a href="mailto:bill@dixonlawyers.com">bill@dixonlawyers.com</a></td>
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<td><a href="mailto:ncmorgan1@gmail.com">ncmorgan1@gmail.com</a></td>
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<td>Yes</td>
<td>chivone morris</td>
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<td><a href="mailto:fashionguru5@yahoo.com">fashionguru5@yahoo.com</a></td>
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<td>Yes</td>
<td>Lenora Jackson-Evans</td>
<td>Lenora</td>
<td>Jackson-Evans</td>
<td><a href="mailto:plumevans@hotmail.com">plumevans@hotmail.com</a></td>
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<td>Yes</td>
<td>Rob Call</td>
<td>Rob</td>
<td>Call</td>
<td><a href="mailto:rob.call@phila.gov">rob.call@phila.gov</a></td>
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<td>#</td>
<td>Question</td>
<td>Asker Name</td>
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<td>Answer(s)</td>
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<td>1</td>
<td>When will the PRA provide information about the properties generally?</td>
<td>yvonne haskins</td>
<td><a href="mailto:yvonne.haskins1@gmail.com">yvonne.haskins1@gmail.com</a></td>
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<td>2</td>
<td>Who are the owners of the leasing company?</td>
<td>yvonne haskins</td>
<td><a href="mailto:yvonne.haskins1@gmail.com">yvonne.haskins1@gmail.com</a></td>
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<td>3</td>
<td>I did not understand what will happen on the 14th?</td>
<td>yvonne haskins</td>
<td><a href="mailto:yvonne.haskins1@gmail.com">yvonne.haskins1@gmail.com</a></td>
<td>We'll get the draft property</td>
</tr>
<tr>
<td>4</td>
<td>Thank you, Greg... Will we have a community meeting after COVID?</td>
<td>yvonne haskins</td>
<td><a href="mailto:yvonne.haskins1@gmail.com">yvonne.haskins1@gmail.com</a></td>
<td>live answered Yes, we will have a community meeting</td>
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<td>5</td>
<td>dhc mgt website has no examples of property they manage for reference. please ask them to provide property in philadelphia. they show their address location as welsh road in willow grove. thank you. -allison weiss SoLo</td>
<td>a beth</td>
<td><a href="mailto:awfromhh4@gmail.com">awfromhh4@gmail.com</a></td>
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<td>6</td>
<td>Can you direct me to whom I need to contact to become a member of the board. And the steps I need to take to become a member of the board.</td>
<td>Wanda Felder</td>
<td><a href="mailto:wfelder@consultant.com">wfelder@consultant.com</a></td>
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</table>
Nature of Transaction: The Philadelphia Redevelopment Authority (the "PRA") will facilitate the conveyance of title of properties owned by the PRA to the Philadelphia Land Bank:

- The conveyance of these properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.
- The PRA properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 1st Councilmanic District Office, 5th Councilmanic District Office and 8th Councilmanic District Office.

PROPERTY INFORMATION:

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

1\textsuperscript{st} Councilmanic District Properties

2057 E. Rush Street
1900 Lehigh Avenue

5\textsuperscript{th} Councilmanic District Properties

3230-38 Diamond Street

8\textsuperscript{th} Councilmanic District Properties

234 E. Berkley Street
149 Apsley Street
**Nature of Transaction:** The Philadelphia Redevelopment Authority (the "PRA") will facilitate the conveyance of title of properties owned by the City of Philadelphia (the "City") to the Philadelphia Land Bank:

- The conveyance of these properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.

- The City properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 1st Councilmanic District Office.

**PROPERTY INFORMATION:**

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

Prepared by: Brian Romano  
Reviewed by: Angel Rodriguez
EXHIBIT "A"

1st Councilmanic District Property

1740 S. Howard Street
Request: The Board is requested to authorize the Philadelphia Redevelopment Authority (the "Authority") to enter into (i) an Exclusive Management and Leasing Agreement ("Management Agreement") with DHC Management, LLC ("DHCM LLC"), and (ii) an Exclusive Leasing Listing Agreement ("Listing Agreement") with DHCM LLC, relative to the management and leasing of the properties identified on Exhibit "A," attached hereto (collectively, the "Properties").

Background: After over two (2) years of litigation to regain possession of the Properties, the Authority is now the title owner of the Properties, which have been a blight on the Germantown neighborhood for years. The Properties exist in various stages of disrepair and consist of forty-five (45) buildings containing approximately one hundred forty (140) units total. Approximately eighteen (18) of those units are currently occupied by tenants and are currently managed by Philadelphia Asset and Property Management Company ("PAPMC"), the property management arm of Philadelphia Housing Authority ("PHA"); the rest of the units are vacant and most of the Properties are being maintained in a sealed and safe condition.

The Authority is pursuing a planning and community engagement process prior to disposing the Properties for redevelopment. The intended redevelopment program for these Properties will be as affordable housing. Authority staff anticipates holding the Properties for a duration of no more than five (5) years. During that time, the Authority intends to keep the eighteen (18) currently occupied units in service and may bring other units on line if they can be brought up to the United States Department of Housing and Urban Development ("HUD") Section 8 Housing Quality Standards ("HQS") without significant expense. For the rest of the Properties, PRA intends to leave them vacant but maintained in a clean, safe, and stable condition.

The Authority issued a Request for Proposals dated August 12, 2020 ("RFP"), seeking qualified providers to perform management and leasing services relative to the Properties. DHCM LLC was selected as the most responsive bidder. DHCM LLC is a registered Minority-owned and Women-owned
business entity.

**Terms:** The proposed Management Agreement will set forth the terms of and conditions of DHCM LLC's management of the Properties on behalf of the Authority, including management, leasing, operation, maintenance and other duties as therein specified. The proposed Listing Agreement will appoint DHCM LLC as the Authority's exclusive lease listing agent for the Properties.

The term of the proposed Management Agreement and Listing Agreement is for one (1) year, which may be extended for four (4) additional periods of one (1) year each. The term can be terminated by the Authority for any reason with sixty (60) days' notice and terminates automatically in the event of sale, condemnation, casualty, bankruptcy, fraud or failure to cure a default that has continued for thirty (30) days. The term can be terminated by DHCM LLC with ninety (90) days' notice.

As compensation for all services provided by DHCM LLC pursuant to the proposed Management Agreement and Listing Agreement, the Authority will agree to pay DHCM LLC the following sums: (a) a fee of Fifty Dollars ($50.00) per month for each vacant unit at the Properties, (b) a fee of eight percent (8%) of all collected rents on the occupied units at the Properties, but in no event less than fifty dollars ($50) per month per occupied unit, (c) a fee of five percent (5%) of all costs incurred by DHCM LLC and accepted by the Authority to make units available for leasing, and (d) a lease origination fee equal to fifty percent (50%) of one (1) month's rent received from tenant for any new leases signed.

Proposed resolution is attached.

Prepared by: Ryan Harmon
EXHIBIT "A"

Properties

- PREMISES A 6526-34 Germantown Ave (OPA Account No. 886614710)
- PREMISES B 6657-59 Blakemore Street (OPA Account No. 886614700)
  (including 530-34 Vernon Road)
- PREMISES C 5429-43 Lena Street (OPA Account No. 886651000)
- PREMISES D 60-74 Collom Street (OPA Account No. 886651100)
- PREMISES E 101 E. Collom Street (OPA Account No. 121070205)
- PREMISES F 36 E. Wister Street (OPA Account No. 121047715)
- PREMISES G 38 E. Wister Street (OPA Account No. 121047815)
- PREMISES H 40-46 E. Wister Street (OPA Account No. 121047925)
- PREMISES I 63 E. Wister Street (OPA Account No. 121053515)
- PREMISES J 50 Collom Street (OPA Account No. 121062105)
- PREMISES K 56 E. Collom Street (OPA Account No. 121062100)
- PREMISES L 45 E. Garfield Street (OPA Account No. 121044310)
- PREMISES M 47 E. Garfield Street (OPA Account No. 121044410)
- PREMISES N 51 E. Garfield Street (OPA Account No. 121044605)
- PREMISES O 67 E. Church Lane (OPA Account No. 122039205)
- PREMISES P 83 Church Lane (OPA Account No. 122039702)
- PREMISES Q 85 Church Lane (OPA Account No. 122039805)
- PREMISES R 87 E. Church Lane (OPA Account No. 122039905)
- PREMISES S 117 W. Manheim Street (OPA Account No. 123076605)
- PREMISES T 4949 Germantown Avenue (OPA Account No. 121151105)
- PREMISES U 4951 Germantown Avenue (OPA Account No. 121151205)
- PREMISES V 5417 Lena Street (OPA Account No. 122138205)
- PREMISES W 5513 Lena Street (OPA Account No. 122138805)
- PREMISES X 5515 Lena Street (OPA Account No. 122138915)
- PREMISES Y 5423-27 Lena Street (OPA Account No. 886650950)
NAME OF DEVELOPER/APPLICANT: Arcadia Commons, a Pennsylvania non-profit corporation

Nature of Transaction: Selection of Arcadia Commons ("Arcadia") as redeveloper proposing to develop the parcel located at and known as 2553 Kern Street (the "Property") into a community garden/open space. Arcadia owns 2555-57 Kern Street as well which is also part of this project. Arcadia has been maintaining these parcels as a community garden for the past few years.

Legal Entity/Other Partners (if applicable): Jeff Carpenter - President

Mailing Address: 2614 Amber Street, Philadelphia, PA 19125

PROPERTY INFORMATION:

2553 Kern Street

Description: 497 SF - vacant lot   Zoning: RSA-5 Use: Community Garden/Open Space

Disposition Price: Sixty-Five Thousand Dollars ($65,000.00)

This Property qualifies under the City's disposition policy for community garden/open space. The Property transfer will include a self-amortizing mortgage with a term of thirty (30) years.

FINANCING:

Arcadia has provided documentation of available funds or reasonable ability to obtain necessary funds in an amount no less than total project costs.

COMMENTS OR OTHER CONDITIONS:

Arcadia is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations, conflicts of interest, or unresolved violation of City L&I codes. Per Chapter 17-1600 of the Philadelphia Code, an Economic Opportunity Plan will not be required as the total development costs are under One Hundred Thousand Dollars ($100,000). Proposed resolution, photos, site plan and budget are attached.

Prepared by: Brian Romano
Reviewed by: Angel Rodriguez
BOARD FACTSHEET
Meeting of February 10, 2021
Consent to Change of partner interests for Pilgrim Gardens
7023 Rising Sun Avenue

TRANSACTION SUMMARY

Pilgrim Gardens Senior Housing, L.P. ("Partnership") has requested the Philadelphia Redevelopment Authority ("Authority") to consent to a modification of its general and limited partners. The Partnership is the owner of Pilgrim Gardens Senior Housing Project now known as Burholme Senior Residence ("Project"), located at 7023 Rising Sun Avenue ("Property").

PROJECT STRUCTURE

The current general partner of the Partnership is Pilgrim Gardens Senior Housing GP, LLC ("PG LLC"), an entity controlled by Evangelical Services for the Aging ("Evangelical Services"). The current limited partner is Evangelical Services.

This Project was developed pursuant to funding under the American Recovery and Reinvestment Act of 2009 ("ARRA"). ARRA permitted the Pennsylvania Housing Finance Agency ("PHFA") to exchange tax credits for other forms of funding. PHFA provided a loan in the amount of Eight Million Four Hundred Forty-Seven Thousand Seven Hundred Fifty Dollars ($8,447,750) under ARRA in exchange for tax credit investment which normally would be provided by an investor.

The proposed new general partner will be NewCourtland at Burholme LLC ("Burholme LLC"), an entity controlled by New Courtland ("NC"). The proposed new limited partners will be NC, with controlling interest and Evangelical Services, with a minority interest.

BACKGROUND

Pursuant to Resolution No 18,958 adopted on January 12, 2010, the Board Authorized the Authority to enter into a loan agreement with the Partnership in the amount of Two Million Six Hundred Thousand Dollars ($2,600,000) ("Authority Loan").

The proceeds of the Authority Loan, secured by a third mortgage on the Property, were used to assist with the new construction of a five (5) story building consisting of sixty-two (62) senior affordable rental apartments in the Lawndale section of the City of Philadelphia (the "City"), targeted to residents between twenty percent (20%) and sixty percent (60%) of Area Median Income.
Evangelical Services' mission has shifted to the development and management of retirement communities and they have determined that they would transfer ownership of their elderly affordable rental housing organization to one whose mission was more consistent with that purpose. NC is interested in acquiring ownership of and managing this Project. NC's mission is to provide high quality affordable senior rental housing in the City. NC has developed, manages and operates six hundred (600) apartments for elders including two (2) properties it acquired from Evangelical Services in 2018, the Manor Glen and Meadow House Residences.

NC formed Burholme LLC for the purpose of replacing the current general partner, PG LLC.

**REQUESTED BOARD ACTION**

- Consent to the modification of the general and limited partners of the Partnership.

**COMMENTS OR OTHER CONDITIONS**

- NC is compliant with the City of Philadelphia Revenue Department and has no outstanding tax obligations.

Proposed resolution is attached.
NAME OF BORROWER/APPLICANT: Impact Loan Fund, Inc. ("Borrower")

Background: The Philadelphia Redevelopment Authority ("Authority") issued a Request for Proposals dated August 30, 2018 (the "Request for Proposals"), seeking qualified financial institutions to provide loans (each, an "SLLP Loan", and together, the "SLLP Loans") and technical assistance to landlords (each, an "SLLP Landlord," and together, the "SLLP Landlords") located within the City of Philadelphia (the "City") that own a total of ten (10) or fewer units in need of health and/or safety-related repairs (herein, the "Small Landlord Loan Program" or "SLLP"). Borrower was selected as the most qualified financial institution.

Pursuant to Resolution No. 2019-81, adopted by the Authority Board on November 13, 2019, the Authority made available to Borrower a non-revolving line of credit facility in the maximum principal sum of Three Hundred Eighty Thousand Dollars ($380,000) ("First Line of Credit"), the proceeds of which are to be used for the purpose of providing the SLLP Loans and technical assistance to SLLP Landlords in the City. The loan documents related to the First Line of Credit were executed on April 3, 2020.

Pursuant to Resolution 2020-27, adopted by the Authority Board on May 13, 2020, due to the circumstances surrounding the COVID-19 pandemic and severe economic impact it has had on tenants and landlords in the City, the Authority expanded the SLLP and made available to Borrower an additional non-revolving line of credit facility in the maximum principal sum of Six Hundred Thousand Dollars ($600,000) ("Second Line of Credit"), the proceeds of which are to be used for the purpose of providing loans in the maximum principal amount of Ten Thousand Dollars ($10,000) (each, an "SLLP Emergency Loan", and together, the "SLLP Emergency Loans") to landlords located in the City that (i) own a total of fifteen (15) or fewer units, and (ii) are in need of funds to help keep their units and buildings in operation during the COVID-19 pandemic (each, an "SLLP Burdened Landlord," and together, the "SLLP Burdened Landlords"). The loan documents related to the Second Line of Credit were executed on June 12, 2020.

Nature of Request: Authority staff now seeks authorization to (i) reduce the principal amount of the First Line of Credit by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the First Line
of Credit is One Hundred Eighty Thousand Dollars ($180,000), and (ii) increase the principal amount of the Second Line of Credit by Two Hundred Thousand Dollars ($200,000) such that the total principal amount now available under the Second Line of Credit is Eight Hundred Thousand Dollars ($800,000), and to make certain other modifications to the Second Line of Credit, only, as follows:

- Extend the "Maturity Date" of the Second Line of Credit Loan to the earlier of (i) seven (7) years from the date the Second Line of Credit was issued (June 12, 2020), or (ii) the full prepayment or maturity of the last outstanding SLLP Emergency Loan issued by Borrower under the Second Line of Credit, unless otherwise terminated in accordance with the Second Line of Credit loan documents (the Second Line of Credit currently has a "Maturity Date" of five (5) years from the date the Second Line of Credit was issued (June 12, 2020).

- Expand the eligibility of SLLP Burdened Landlords able to receive and SLLP Emergency Loans to those who own no more than thirty (30) units of rental housing in their portfolios and the portfolios of any entities associated with the SLLP Burdened Landlord (the Second Line of Credit currently limits eligibility to SLLP Burdened Landlords (and their associated entities) that own no more than fifteen (15) units).

- Increase the principal amount of SLLP Emergency Loans to Fifteen Thousand Dollars ($15,000) per SLLP Burdened Landlord (the Second Line of Credit currently limits the principal amount of SLLP Emergency Loans to Ten Thousand Dollars ($10,000) per SLLP Burdened Landlord).

- Increase the term of each SLLP Emergency Loan to a term that may not exceed sixty (60) months (the Second Line of Credit currently requires that the term of each SLLP Emergency Loan may not exceed forty-eight (48) months).

- Provide that SLLP Emergency Loans do not require repayment for the first nine (9) months of their term (the Second Line of Credit currently does not require repayment of SLLP Emergency Loans for the first six (6) months of their term).

- Extend the time period during which Borrower may originate SLLP Emergency Loans to two (2) years from the date the Second Line of Credit was issued (June 12, 2020) (the Second Line of Credit currently requires that Borrower may only originate SLLP Emergency Loans for one (1) year from the date the Second Line of Credit was issued (June 12, 2020). Any Second Line of Credit proceeds that have not been used to originate SLLP Emergency Loans shall be due and payable to the Authority within ninety (90) days following the second anniversary of the date the Second Line of Credit was issued (June 12, 2020).
- Convert the Second Line of Credit from non-revolving to revolving such that within two (2) years from the date the Second Line of Credit was issued (June 12, 2020), Borrower may borrow, repay, and re-borrow from the Second Line of Credit (including any proceeds received from previously repaid SLLP Emergency Loans) at any time or from time to time during that two (2) year period or the earlier termination of the Second Line of Credit.

- Require that any SLLP Burdened Landlord have all necessary City tax clearances through the date of receipt of any SLLP Emergency Loan, have an executed lease in place for the unit or units and have a current rental license and commercial activity license.

- Require that Borrower obtain and provide to the Authority a completed Pennsylvania Housing Finance Agency ("PHFA") Tenant Income Certification Form from the tenants of any SLLP Burdened Landlord prior to the issuance of any SLLP Emergency Loan confirming that all units are leased affordable to tenants whose household income does not exceed sixty percent (60%) of Area Median Income ("AMI").

All other terms of the First Line of Credit and Second Line of Credit not specifically modified herein shall continue in full force and effect.

Proposed Resolution is attached.

Prepared by: Ryan Harmon
Litigation Caption: 1745 W Diamond LLC v. Philadelphia Redevelopment Authority, et al., Court of Common Pleas of Philadelphia County, June Term, 2018, Docket No. 00147 (the "Lawsuit").

Nature of Litigation: The Board is requested to authorize the Authority to enter into a Settlement Agreement and Release (the "Agreement") with Plaintiff, 1745 W. Diamond LLC ("Plaintiff") and Defendant, Jacqueline Spencer-Brisbane ("Brisbane"), to resolve all claims, counterclaims and crossclaims presented in the Lawsuit. Subject to the terms and conditions contained in the Agreement, the Authority will provide a quitclaim deed to the property located at 1745 W. Diamond Street (the "Property") to Plaintiff or its designee for consideration in the amount of Three Hundred Thousand Dollars ($300,000.00).

COMMENTS OR OTHER CONDITIONS:

Through negotiations, Plaintiff, who claims to be the current title holder to the Property, the Authority, who also claims to be the current title owner of the Property, and Brisbane, who purported to sell the Property to Plaintiff, are willing to release all claims presented in the Lawsuit in consideration of the Authority agreeing to execute a quitclaim deed to the Property to Plaintiff for consideration in the amount of Three Hundred Thousand Dollars ($300,000.00) from Plaintiff.

Proposed Resolution is attached.

Prepared by: Ryan D. Harmon
RESOLUTION AUTHORIZING SETTLEMENT OF LITIGATION WITH 1745 W DIAMOND LLC AND JACQUELINE SPENCER-BRISBANE UPON CERTAIN TERMS AND CONDITIONS, INCLUDING THE TRANSFER BY THE AUTHORITY BY QUITCLAIM DEED OF ANY AUTHORITY RIGHTS IN AND TO 1745 W. DIAMOND STREET

WHEREAS, Plaintiff, 1745 W. Diamond LLC ("Plaintiff") commenced a lawsuit in the Philadelphia Court of Common Pleas against the Philadelphia Redevelopment Authority (herein, the "Authority") docketed at June Term, 2018, Docket No. 00147 (herein, the "Lawsuit"); and

WHEREAS, the Lawsuit alleges, among other things, that Plaintiff is the current title owner of 1745 W. Diamond Street (herein, the "Property") and seeks to quiet title in Plaintiff's favor against the Authority and Defendant, Jacqueline Spencer-Brisbane ("Brisbane"); and

WHEREAS, the Lawsuit included counterclaims filed by the Authority relative to its claimed ownership of the Property; and

WHEREAS, Plaintiff, Brisbane and the Authority have deemed it desirable to resolve all claims presented in the Lawsuit amicably in accordance with the terms of the proposed Settlement Agreement and Release (the "Agreement"), subject to Board approval; and

WHEREAS, the Authority has agreed, subject to Board approval, to execute a quitclaim deed transferring the Authority's interest in the Property to Plaintiff for consideration in the amount of Three Hundred Thousand Dollars ($300,000), and in consideration of Plaintiff and Brisbane releasing all claims presented against the Authority in the Lawsuit; and

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

NOW, THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority that the Deputy Executive Director of Real Estate is hereby authorized to execute a Settlement Agreement and Release that, among other terms, (i) requires the Authority to transfer, by execution of a quitclaim deed to Plaintiff, any rights the Authority may have in and to the Property, conditioned on the receipt by the Authority of consideration in the amount of Three Hundred Thousand Dollars ($300,000), and (ii) requires Plaintiff and Brisbane to release all claims presented against the Authority in the Lawsuit.

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

FURTHER AUTHORIZING, that the Deputy Executive Director, with the advice of General Counsel, may allow modifications to the Resolution necessary or desirable to carry out its purpose and intents.
NATURE OF TRANSACTION:

The approval of Construction Contract between the Philadelphia Redevelopment Authority (the "Authority"), as agent for the City of Philadelphia (the "City"), and Dolan Mechanical, Inc. ("Dolan") for the Philadelphia Zoo, Animal Hospital Mechanical Equipment Replacement project, located at 3400 Girard Avenue (the "Project").

The Project includes the replacement of existing rooftop mechanical equipment and accessory, including duct work and insulation at the Philadelphia Zoo's Animal Hospital building.

SELECTION PROCESS:

In December, 2020, the Authority solicited qualified construction firms for the Project. The Authority received five (5) bids. Dolan was the lowest qualified bidder.

Dolan Mechanical, Inc.
638 Johnson Road
Sicklerville, NJ 08081
Total Base Bid: $887,360
EOP: 18% MBE; 7% WBE

BACKGROUND/FINANCING:

The Project will be funded with City Capital funds as outlined in the executed Grant Agreement between the Authority and the City. The Grant Agreement allows for funds to be transferred to the Authority for City projects.

Proposed Resolution and supporting project information are attached.

Prepared by: Robert LaBrum
Reviewed by: Ryan Harmon
RESOLUTION NO.

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A CONSTRUCTION CONTRACT WITH DOLAN MECHANICAL, INC., FOR THE PHILADELPHIA ZOO ANIMAL HOSPITAL MECHANICAL EQUIPMENT REPLACEMENT PROJECT, LOCATED AT 3400 GIRARD AVENUE

WHEREAS, the Philadelphia Redevelopment Authority ("Authority"), as agent for the City of Philadelphia ("City"), solicited proposals seeking responses from qualified construction firms willing and capable of performing the Philadelphia Zoo Animal Hospital Mechanical Equipment Replacement project, located at 3400 Girard Avenue (the "Project").

WHEREAS, Dolan Mechanical, Inc. ("Dolan") submitted its response to the Authority, outlining their extensive experience. Dolan was lowest qualified bidder.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, the authorization is hereby given to the Authority's Executive Director to enter into a Construction Contract, as agent for the City of Philadelphia, with Dolan for the Project, with a maximum compensation not to exceed Nine Hundred Seventy-Six Thousand Ninety-Six Dollars ($976,096) (total Base Bid plus 10% Contingency).

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

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

On December 21, 2018, the Philadelphia Redevelopment Authority ("Authority"), as agent for the City of Philadelphia ("City"), solicited proposals from qualified energy firms for the design, construction, operations and maintenance of a Compressed Natural Gas ("CNG") fueling station at the City's Fleet Management Facility, located at 3033 South 63rd Street, Philadelphia ("Project").

Pursuant to Resolution 2019-19, adopted on March 13, 2019, the Authority Board approved a Design-Build/Construction Agreement ("Agreement") between the Authority, as agent for the City, and Clean Energy, Inc. ("Clean Energy"), for the Project. The total compensation payable to Clean Energy under the Agreement was One Million Five Hundred Forty Thousand One Hundred Fourteen Dollars ($1,540,114).

The Project has taken longer to complete due to an over a four (4) month delay to secure the needed permits with the City and from a three (3) month delay for PGW to complete the necessary gas connections to the Project. The City has also requested additional work for the Project to assure it is completed in a safe and operational manner. The additional work includes, but not limited to, the construction of structural piers and equipment pads for unsuitable subgrade, added wheel stops, removal of contaminated soil and construction of electrical transformer vaults (the "Additional Work").

NATURE OF TRANSACTION:

Authorization is now sought to permit the Authority, as agent for the City, to enter into a First Amendment to the Design Build/Construction Agreement between the Authority, as agent for the City, and Clean Energy for the Project. The Amendment will extend the Agreement completion date to April 31, 2021 (the anticipated completion date for the Project) and approve additional compensation for additional work, not to exceed Five Hundred Thousand Dollars ($500,000).
FINANCING:

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

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

Prepared by: Robert LaBrum
RESOLUTION NO.

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

WHEREAS, the Philadelphia Redevelopment Authority ("Authority"), as agent for the City of Philadelphia ("City"), issued proposals seeking responses from qualified energy contractors willing and capable of performing the Compressed Natural Gas Fueling Station Project located at 3033 S. 63rd Street (the "Project").

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

WHEREAS, Clean Energy's proposal was selected by the Project review team and pursuant to Resolution 2019-19, adopted on March 13, 2019, the Authority Board approved a Design-Build/Construction Agreement ("Agreement") with Clean Energy for the Project, with a maximum compensation not to exceed One Million Six Hundred Ninety-Four Thousand One Hundred Twenty-Five ($1,694,125) (total base bid plus 10% administrative and contingency build-ins).

WHEREAS, the Agreement was executed by the parties on December 12, 2019.

WHEREAS, the City has determined that that additional work, including the construction of structural piers and equipment pads for unsuitable subgrade, removal of contaminated soil, added wheel stops, construction of electrical transformer vaults ("Additional Work") is needed for the Project.

WHEREAS, it has been determined by the City and the Authority staff that the Agreement completion date needs to be extended to April 30, 2021, to complete the Project.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, the authorization is hereby given to the Authority’s Executive Director to enter into a First Amendment to the Design-Build/Construction Agreement to (i) provide that Clean Energy perform the Additional Work, (ii) extend the completion date to April 31, 2021, and (iii) approve additional compensation payable to Clean Energy for the Additional Work in an amount not to exceed Five Hundred Thousand Dollars ($500,000).

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

FURTHER RESOLVING, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution and Construction Contract necessary or desirable to carry out its purposes and intents.
Compressed Natural Gas Fueling Station Project
Fleet Management Facility (3033 S. 63rd Street)
NATURE OF TRANSACTION:

The approval of a Construction Contract between the Philadelphia Redevelopment Authority (the "Authority"), as agent of the City of Philadelphia ("City"), and Robert Ganter Contractors Inc. ("Ganter"), for the Martin Luther King Jr. Recreation Center roof replacement project (the "Project"), located at 2101 Cecil B. Moore Avenue (the "Property"). The Project is part of the City's Rebuilding Community Infrastructure Program ("Rebuild").

The Project includes the demolition of existing roof and the new construction of new roofing membranes, fluid applied gutters and standing seam panel systems.

SELECTION PROCESS:

On January 22, 2021, the Authority, as agent for the City, advertised a Request for Proposals ("RFP") for the Project. The Authority received four (4) proposals from qualified contractors. Ganter's proposal was selected by the Project review team as the most qualified based on the selection criteria outlined in the RFP.

Robert Ganter Contractors Inc.
595 E. Pumping station Road
Quakertown PA, 18951
Total Base Bid: $1,448,000
EOP: 29.7% MBE: 70.3% WBE

FINANCING:

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

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

Prepared by: Robert LaBrum
Reviewed by: Ryan Harmon
RESOLUTION NO.

RESOLUTION AUTHORIZING THE PHILADELPHIA REDEVELOPMENT AUTHORITY, AS AGENT FOR THE CITY OF PHILADELPHIA, TO ENTER INTO A CONSTRUCTION CONTRACT WITH ROBERT GANTER CONTRACTORS INC. FOR THE MARTIN LUTHER KING JR. RECREATION CENTER ROOF REPLACEMENT PROJECT LOCATED AT 2101 CECIL B. MOORE AVENUE

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 Martin Luther King Jr. Recreation Center roof replacement project located at 2101 Cecil B. Moore Avenue (the "Project").

WHEREAS, Robert Ganter Contractors Inc. ("Ganter") submitted its response to the RFP, outlining their extensive experience.

WHEREAS, Ganter's proposal was selected by the Project review team.

NOW THEREFORE, BE IT RESOLVED, by the Philadelphia Redevelopment Authority, the authorization is hereby given to the Authority's Executive Director to enter into a Construction Contract, as agent for the City, with Ganter for the Project, with a maximum compensation not to exceed One Million Five Hundred Ninety-Two Thousand Eight Hundred Dollars ($1,592,800) (total Base Bid plus 10% Contingency).

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

FURTHER RESOLVING, that the Executive Director, with the advice of General Counsel, may allow modifications to the Resolution and Construction Services Contract necessary or desirable to carry out its purposes and intents.
Martin Luther King Jr. Recreation Center
Roof Replacement Project
2101 Cecil B. Moore Avenue
**Nature of Transaction:** The Philadelphia Redevelopment Authority (the "Authority") will facilitate the conveyance of title of properties owned by the City of Philadelphia (the "City") to the Philadelphia Land Bank (the "Land Bank").

- The conveyance of these properties will be for the disposition, reuse, and management by the Land Bank.

- The City properties listed below were approved for the conveyance to the Philadelphia Land Bank in collaboration with the 2nd Councilmanic District Office, 5th Councilmanic District Office and 8th Councilmanic District Office.

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

Prepared by: Brian Romano
Reviewed by: Angel Rodriguez
EXHIBIT “A”

2nd Councilmanic District Property
1329 S. 15th Street

5th Councilmanic District Property
1530 N. 7th Street
1254 N. Howard Street
729 Master Street
625 W. Oxford Street

8th Councilmanic District Property
152-58 W. Logan Street
5026 N. 7th Street
RESOLUTION NO.

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

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

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

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

WHEREAS, 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 Executive Director and General Counsel.

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

2nd Councilmanic District Property
1329 S. 15th Street

5th Councilmanic District Property
1530 N. 7th Street
1254 N. Howard Street
729 Master Street
625 W. Oxford Street

8th Councilmanic District Property
152-58 W. Logan Street
5026 N. 7th Street
Nature of Transaction: The Philadelphia Redevelopment Authority (the "PRA") will facilitate the conveyance of title of properties owned by the PRA to the Philadelphia Land Bank:

- The conveyance of these properties will be for the disposition, reuse, and management by the Philadelphia Land Bank.

- The PRA properties listed below were approved for conveyance to the Philadelphia Land Bank in collaboration with the 5th Councilmanic District Office.

PROPERTY INFORMATION:

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

5th Councilmanic District Properties

1411 N. 7th Street
1500 N. 7th Street
616 Cecil B. Moore Avenue
618 Cecil B. Moore Avenue
613 Jefferson Street
621 Jefferson Street
1450 N. Marshall Street
1452 N. Marshall Street
636 Master Street
638 Master Street
714 Master Street
720 Master Street
733 Master Street
736 Master Street
RESOLUTION NO.

PHILADELPHIA LAND BANK – RESOLUTION AUTHORIZING THE CONVEYANCE OF CERTAIN PROPERTIES OWNED BY THE PHILADELPHIA REDEVELOPMENT AUTHORITY TO THE PHILADELPHIA LAND BANK

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

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

WHEREAS, under Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), a redevelopment authority, with the consent of the local governing body and without a redevelopment contract, may convey title to certain redevelopment authority property to a land bank; and

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

WHEREAS, the transfer of the properties identified on Exhibit "A" to this Resolution to the Philadelphia Land Bank will promote the public purposes for which the City created the Philadelphia Land Bank;

NOW THEREFORE, BE IT RESOLVED by the Philadelphia Redevelopment Authority, that authorization is hereby given to the Philadelphia Redevelopment Authority to convey title to those properties identified on Exhibit "A" hereto, to the Philadelphia Land Bank, and for the preparation, execution, acknowledgment and delivery of deeds to the Philadelphia Land Bank, without consideration, pursuant to Section 2109 of Land Bank Act, 68 Pa. C.S.A. § 2109(d)(3), and to obtain the appropriate councilmanic action.

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

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

Properties Owned by Philadelphia Redevelopment Authority to be Transferred to Philadelphia Land Bank

5th Councilmanic District Properties

1411 N. 7th Street
1500 N. 7th Street
616 Cecil B. Moore Avenue
618 Cecil B. Moore Avenue
613 Jefferson Street
621 Jefferson Street
1450 N. Marshall Street
1452 N. Marshall Street
636 Master Street
638 Master Street
714 Master Street
720 Master Street
733 Master Street
736 Master Street
BOARD FACTSHEET
Meeting of March 10, 2021
Carl Mackley Apartments Preservation Development
Modification of Resolution 2020-80

TRANSACTION SUMMARY
Authorization for the Philadelphia Redevelopment Authority ("Authority") to consent to certain language required by the U.S. Department of Housing and Urban Development ("HUD") in a subordination agreement for the development financing for the Carly Mackley Apartments ("Project").

BACKGROUND INFORMATION
Pursuant to Resolution 2020-80, adopted December 9, 2020, the Board approved financing in an amount not to exceed Six Million Ninety Thousand Thirty-Nine Dollars ($6,090,039) ("Authority Loan") for the acquisition and rehabilitation of the Project. The Authority Loan will be subordinate to a first lien construction loan insured by HUD under Section 221(D)(4) of the National Housing Act, as amended ("Senior Debt"). HUD requires that the subordination of the Authority Loan permit the following: 1) that the term of the Authority Loan will be extended if HUD grants a defferment of amortization or forbearance that results in an extended maturity of the Senior Debt; and 2) that the Authority agrees that it will approve any transfer of ownership of the Project and assumption of the Authority Loan if approved by HUD in writing ("Transfer Consent").

The Authority has proposed to HUD that, in connection with the Transfer Consent, HUD should permit the Authority thirty (30) days' notice and an opportunity to provide comments to HUD before any transfer could occur.

BOARD ACTION

- Permit the Authority to allow an extension of the term of the Authority Loan if HUD extends the term of the Senior Debt.
- Permit the transfer of the Project and assumption of the Authority Loan, following notice to the Authority and an opportunity to provide comments, if HUD approves a transfer.

Proposed Resolution is attached

Prepared by: Zena Holland, Senior Housing Development Officer
Reviewed by: Darci Bauer, Director Housing Finance
RESOLUTION NO.

RESOLUTION AUTHORIZING THE AUTHORITY'S CONSENT TO CERTAIN LANGUAGE REQUIRED BY THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT IN A SUBORDINATION AGREEMENT FOR THE AUTHORITY FINANCING TO CARL MACKLEY HOUSES LIMITED PARTNERSHIP

WHEREAS, pursuant to Resolution 2020-80, adopted December 9, 2020, the Philadelphia Redevelopment Authority ("Authority") Board approved financing in the amount not to exceed Six Million Ninety Thousand Thirty-Nine Dollars ($6,090,039) to Carl Mackley Houses Limited Partnership ("Authority Loan") for the acquisition and rehabilitation of one hundred eighty-four (184) units of permanent rental housing for low income residents ("Project") located at 1401 E. Bristol Street; and

WHEREAS, the Authority Loan was approved to be subordinate to financing from Merchants Capital insured by HUD under Section 221(D)(4) of the National Housing Act, as amended ("Senior Debt"); and

WHEREAS, HUD requires that the subordination of the Authority Loan permit the following: 1) that the term of the Authority Loan will be extended if HUD grants a deferment of amortization or forbearance that results in an extended maturity of the Senior Debt; and 2) that the Authority agrees that it will approve any transfer of ownership of the Project and assumption of the Authority Loan if approved by HUD in writing ("Transfer Consent"); and

WHEREAS, the Authority has proposed to HUD that, in connection with the Transfer Consent, HUD should permit the Authority thirty (30) days' notice and an opportunity to provide comments to HUD before any transfer could occur.

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

- Permit the Authority to allow an extension of the term of the Authority Loan if HUD extends the term of the Senior Debt.
- Permit the transfer of the Project and assumption of the Authority Loan, following notice to the Authority and an opportunity to provide comments, if HUD approves a transfer.

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

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

Authorization for the Philadelphia Redevelopment Authority ("Authority") to enter into a non-recourse construction permanent loan with KDINB LP, a Pennsylvania limited partnership, in an amount not to exceed Five Million Seven Hundred Sixty-Six Thousand Three Hundred Ninety-Five Dollars ($5,766,395) (the "Authority Loan"). The Authority Loan consists of assumed Authority debt in the amount of Three Million Eighty-Five Thousand Seven Hundred Dollars ($3,085,700) and accrued interest of Six Hundred Eighty Thousand Six Hundred Ninety-Five Dollars ($680,695) (collectively, "Assumed Debt") from the Karen Donnally and Iris Nydia Brown developments (collectively, the "Project") and new financing in an amount not to exceed Two Million Dollars ($2,000,000) ("New Financing").

BACKGROUND INFORMATION

Karen Donnally

In 2004, the Authority provided two (2) loans to 4th & Diamond, L.P. in the aggregate amount of Two Million Two Hundred Fifteen Thousand Seven Hundred Dollars ($2,215,700) secured by two mortgages as evidenced by the following two (2) notes: 1) CDBG loan in the amount of One Million Six Hundred Ninety Five Thousand Seven Hundred Dollars ($1,695,700) ("Note 1"); and 2) HOME loan in the amount of Five Hundred Twenty Thousand Dollars ($520,000) ("Note 2") (collectively, the "KD Notes"). The proceeds of the KD Notes provided financing to assist in the new construction of thirty-two (32) units of permanent rental housing for low-income residents located at 312-318, 315-25 Diamond Street, 2042-2054, 2108-2150 N. Orianna Street, 2028-2040, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street (collectively, the "KD Properties"). Note 1 accrues no interest and is payable on the thirtieth (30th) anniversary of loan closing. Note 2 accrues interest at 5.20% compounded annually and is payable on the thirtieth (30th) anniversary of the loan closing.

Iris Nydia Brown

In 2004, the Authority provided a loan to INB Limited Partnership secured by a mortgage in the amount of Eight Hundred Seventy Thousand Dollars ($870,000) evidenced by a note ("INB Note"). The proceeds of the INB Note provided financing to assist with the new construction of twelve (12) units of permanent rental housing for low income residents located at 2742-70 Mascher Street ("INB Properties"). The INB Note accrues no interest and is payable on the thirtieth (30th) anniversary of the loan closing.
**PROPOSED PROJECT**

The Project will consist of the preservation/rehabilitation of forty-four (44) permanent rental units that have reached their fifteen (15) year low-income housing tax credit compliance period. The developer, Women's Community Revitalization Project ("WCRP"), has developed a preservation plan to keep the Project affordable. The Project is a mixture of two (2) and three (3) story structures with brick facades in twelve (12) buildings in single family townhome and duplex configurations. The Project consists of eighteen (18) two-bedroom units, twenty (20) three-bedroom units, and six (6) four-bedroom units. Each unit has its own separate entrance from the street, a full kitchen, dining/living room, washer and dryer. Thirty-six (36) units are visitable, with eight (8) accessible units, and two (2) sensory units. Five (5) units will be at or below 20% of the Area Median Income ("AMI"), four (4) units at or below 30% AMI, eighteen (18) units at or below 50% AMI, and seventeen (17) at or below 60% AMI. Four (4) units will be targeted to tenants referred by the City of Philadelphia Clearinghouse. All forty-four (44) units have Project Based Section 8 vouchers from the Philadelphia Housing Authority ("PHA").

**PROPOSED FINANCING**

To finance the Project, WCRP applied and received from the Pennsylvania Housing Finance Agency ("PHFA") four percent (4%) low income housing tax credit/tax exempt bonds and PHFA Pennsylvania Housing and Rehabilitation Enhancement Funds ("PHARE"). In addition, WCRP received the New Financing commitment from the Division of Housing and Community Development ("DHCD"). The Authority Loan consists of Assumed Debt and New Financing.

**BOARD ACTION**

The Board is asked to consent to the following:

- Permit the transfer of the KD Properties and INB Properties to KDINB LP
- Permit the assumption by KDINB LP of Assumed Debt
- Provide a non-recourse construction/permanent loan in an amount not to exceed $5,766,395 ("Authority Loan") with KDINB LP consisting of New Financing and Assumed Debt. The proceeds of the Authority Loan will be used for the preservation of forty-four (44) units of permanent rental housing for low-income residents located on the KD INB Properties and INB Properties. Upon completion, the forty-four (44) units will target households at or below sixty percent (60%) of Area Median Income.
- The term of the Authority Loan will be for forty-two (42) years at zero percent (0%) interest. During the Authority Loan term, no principal or interest will be required to be paid. The entire balance will be due and payable in forty-two (42) years.
- The Authority Loan will be secured by a third lien position during construction behind construction financing provided by TD Bank and PHFA PHARE Funds. Upon payment of the construction loan, the Authority Loan will remain in a third lien position behind permanent financing provided by Community
Lenders Community Development Corporations funds and PHFA PHARE funds.

COMMENTS OR OTHER CONDITIONS:

The City of Philadelphia ("City") has approved the Economic Opportunity Plan for the Project. The development team has no outstanding tax issues. The Authority Housing Construction Department has approved the plans, specification, and construction costs. The Philadelphia Planning Commission has stated they do not need to review this Project due to the funding source.

Proposed Resolution is attached

Prepared by: Zena Holland, Senior Housing Development Officer
Reviewed by: Darci Bauer, Director Housing Finance
RESOLUTION NO.

RESOLUTION AUTHORIZING THE AUTHORITY TO ENTER INTO A NON-RECOUPSE CONSTRUCTION PERMENANT LOAN WITH KDINB LP AND TO PERMIT EXISTING AUTHORITY DEBT TO BE ASSUMED AND RESTRUCTURED UNDER NEW TERMS AND CONDITIONS

WHEREAS, in 2004, the Philadelphia Redevelopment Authority ("Authority") provided two (2) loans to 4th & Diamond, L.P. in an aggregate amount of Two Million Two Hundred Fifteen Thousand Seven Hundred Dollars ($2,215,700) ("KD Loans"). The proceeds of the KD Loans provided for the new construction of thirty-two (32) units of permanent rental housing for low income residents ("KD Project") located at 312-318, 315-25 Diamond Street, 2042-2054, 2108-2150 N Orianna Street, 2028-2040, 2041, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street (collectively, the "KD Properties"); and

WHEREAS, the KD Loans are evidenced by two (2) notes: 1) CDBG loan in the amount of One Million Six Hundred Ninety-Five Thousand Seven Hundred Dollars ($1,695,700) ("Note 1"); and 2) Home loan in the amount of Five Hundred Twenty Thousand Dollars ($520,000) ("Note 2") payable to the Authority and secured by two (2) Mortgages on the KD Properties. Note 1 accrues no interest and is payable on the thirtieth (30th) anniversary of the loan closing. Note 2 accrues interest at Five and two tenths (5.20%) percent compounded annually payable on the thirtieth (30th) anniversary of the loan closing; and

WHEREAS, in 2004, the Authority provided a loan to INB Limited Partnership in the amount of Eight Hundred Seventy Thousand ($870,000) Dollars ("INB Loan") to assist with the new construction of twelve (12) units of permanent rental housing for low income residents ("INB Project") located at 2742-70 Mascher Street ("INB Properties"); and

WHEREAS, the INB Loan is evidenced by a note in the amount of Eight Hundred Seventy Thousand Dollars ($870,000) ("INB Note") payable to the Authority and secured by a mortgage on the INB Properties. The INB Note accrues no interest and is payable on the thirtieth (30th) anniversary of the loan closing; and

WHEREAS, Women's Community Revitalization Project ("WCRP"), the sponsor of the KD Project and INB Project (collectively, "Projects"), has developed a preservation plan to combine the Projects into a single project with forty-four (44) rental units ("KDINB Preservation Development") under one owner, KDINB LP; and

WHEREAS, KDINB LP will make capital improvements to the KDINB Preservation Development and maintain the units as low-income housing for an additional forty-two (42) years; and

WHEREAS, to finance the KDINB Preservation Development, WCRP applied and received from the Pennsylvania Housing Finance Agency ("PHFA") four percent (4%) low income housing tax credit/tax exempt bonds, PHFA Pennsylvania Housing and Rehabilitation Enhancement Funds ("PHARE"), and Community Lenders Community Development Corporation
("CLCDC") Funds. In addition, WCRP received a financing commitment from the Division of Housing and Community Development in the amount of Two Million Dollars ($2,000,000) ("New Financing"); and

WHEREAS, WCRP has requested the Authority consent to transfer the Projects and for KDINB LP to assume the KD Loan and INB Loan in the aggregate amount of Three Million Seven Hundred Sixty-Six Thousand Three Hundred Ninety-Five Dollars ($3,766,395) ("Assumed Debt") under revised terms.

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

- Permit the transfer of the KD Properties and INB Properties to KDINB LP
- Permit the assumption by KDINB LP of the Assumed Debt
- The Authority will provide a non-recourse construction/permanent loan in an amount not to exceed of Five Million Seven Hundred Sixty-Six Thousand Three Hundred Ninety-Five Dollars ($5,766,395) ("Authority Loan") with KDINB LP consisting of the New Financing and Assumed Debt. The proceeds of the Authority Loan will be used for the preservation of forty-four (44) units of permanent rental housing for low-income residents located on the KD Properties and INB Properties. Upon completion, the forty-four (44) units will target households at or below sixty percent (60%) of Area Median Income.
- The term of the Authority Loan will be for forty-two (42) years at zero percent (0%) interest. During the Authority Loan term, no principal or interest will be required to be paid. The entire balance will be due and payable in forty-two (42) years.
- The Authority Loan will be secured by a third lien position during construction behind construction financing provided by TD Bank and PHFA PHARE Funds. Upon payment of the construction loan, the Authority Loan will remain in a third lien position behind permanent financing provided by CLCDC and PHFA PHARE funds

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

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

Project Fact Sheet

<table>
<thead>
<tr>
<th>PROJECT NAME</th>
<th>Karen Donnally/Iris Nydia Brown Townhomes Preservation Development</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADDRESS</td>
<td>312-318, 315-325 Diamond Street, 2042-2054, 2108-2150 N. Orianna Street, 2028-2040, 2041, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street, 2742-70 Mascher Street</td>
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<tr>
<td>OWNER</td>
<td>KDINB LP</td>
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<tr>
<td>GENERAL PARTNER</td>
<td>KDINB GP, Inc.</td>
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<tr>
<td>DEVELOPER/SPONSOR</td>
<td>Women’s Community Revitalization Project (“WCRP”)</td>
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<td>GENERAL CONTRACTOR</td>
<td>JBL Construction Services, Inc.</td>
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<tr>
<td>TOTAL DEVELOPMENT COST</td>
<td>$12,906,082</td>
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<td>TOTAL CONSTRUCTION COST</td>
<td>$4,665,789</td>
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<td>PRA FINANCING</td>
<td>$2,000,000- Housing Trust Funds $3,766,395- Assumed Debt</td>
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<tr>
<td>SCOPE OF CONSTRUCTION</td>
<td>Preservation/Rehabilitation</td>
</tr>
</tbody>
</table>

**PROJECT DESCRIPTION**

The Karen Donnally/Iris Nydia Brown Preservation Development will consist of the preservation/rehabilitation of forty-four (44) permanent rental units developed in 2004 as part of the Karen Donnally and Iris Nydia Brown developments (collectively, “Projects”). The Projects have reached their 15-year low-income housing tax credit compliance period and WCRP has developed a preservation plan to keep the Projects affordable. The Projects are mixture of 2 and 3-story structures with brick facades in 12 buildings in single family townhome and duplex configurations with the 57,520 total square footage. The Projects consist of 18 two-bedroom units, 20 three-bedroom units, and 6 four-bedroom units. Each unit has its own separate entrance from the street, a full kitchen, dining/living room, washer and dryer. There are 39 parking spaces and a community room. Thirty-six units are visitable, with 8 accessible units, and 2 sensory units. Five (5) units will be at or below 20% of the Area Median Income (“AMI”), four (4) units at or below 30% AMI, eighteen (18) units at or below 50% AMI, and seventeen (17) at or below 60% AMI. Four (4) units will be targeted to tenants referred by the City of Philadelphia Clearinghouse. All forty-four (44) units have Project Based Section 8 vouchers from the Philadelphia Housing Authority.
SCOPE OF PRESERVATION / REHABILITATION

The rehabilitation will include replacement and upgrades to the heating and cooling systems, flooring, interior paint, bathroom and kitchen fixtures, and kitchen cabinetry. The exterior repairs will include complete window, exterior door, roof, gutter, downspout, and siding replacements and upgrades to the wall construction to eliminate water infiltration issues, and other modernizing of the units.

BACKGROUND INFORMATION

Karen Donnally

In 2004, the Authority provided loans to 4th & Diamond, L.P. in the aggregate amount of $2,215,700 secured by two mortgages as evidenced by the following two notes: 1) CDBG in the amount of $1,695,700 (“Note 1”); and 2) HOME loan in the amount of $520,000 (“Note 2”) (collectively, “KD Notes”). The proceeds of the KD Notes provided financing to assist in the new construction of 32 units of permanent rental housing for low-income residents located at 312-318, 315-25 Diamond Street, 2042-2054, 2108-2150 N. Orianna Street, 2028-2040, 2041, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street (“KD Properties”). Note 1 accrues no interest and is payable on the thirtieth (30th) anniversary of the loan closing. Note 2 accrues interest at 5.20% compounded annually and payable on the thirtieth (30th) anniversary of the Authority loan closing.

Iris Nydia Brown

In 2004, the Authority provided a loan to INB Limited Partnership secured by a mortgage in the amount of $870,000 evidenced by a note (“INB Note”). The proceeds of the INB Note provided financing to assist with the new construction of 12 units of permanent rental housing for low-income residents located at 2742-70 Mascher Street (“INB Properties”). The INB Note accrues no interest and is payable on the thirtieth (30th) anniversary of the Authority loan closing.

DEVELOPER/BORROWER DESCRIPTION

KDINB LP, a Pennsylvania Limited Partnership was formed for the sole purpose of developing this project. KDINB GP, Inc. will serve as the general partner. WCRP will serve as developer, and along with their consultant Stone Sherick Consulting Group will organize and advance the Project through the development process, structure the project financing and the syndication of equity proceeds.

WCRP, founded in 1987, is a women-led nonprofit affordable housing development entity that has been working in Philadelphia to increase the social and economic equity for low and very low-income families. WCRP has developed 282 affordable townhomes and apartments and has developed and owns a child development center serving 75 children. Many WCRP residents are formerly homeless and/or have come from transitional housing. Below is list of developments:

- Mamie Nicoles Townhomes – 33 affordable rental units – PHDC funding $2,000,000- new construction project currently under construction.
- Lillia Crippen Townhomes – 46 rental units- PRA funding $1,440,000 – a preservation project currently under construction.
- Nicole Hines Townhomes – 35 rental units – PRA funding $1,979,495 – currently under construction.
PROJECT FINANCING

The Authority is providing a non-recourse construction/permanent loan in an amount not to exceed $5,766,395 (“Authority Loan”) consisting of Three Million Eighty-Five Thousand Seven Hundred ($3,085,700) Dollars of assumed principal and Six Hundred Eighty Thousand Six Hundred Ninety-Five of accrued interest ($680,695) Dollars and Two Million ($2,000,000) Dollars of new financing. The Authority Loan will be structured with a term of 42 years at 0% interest. During the Authority Loan period, no principal or interest will be required to be paid. The entire balance will be due and payable in 42 years. The Authority Loan will be secured by a third lien position during construction on the KD Properties and the INB Properties behind the TD Bank Construction-Bridge Loan and PHFA’s Pennsylvania Housing Affordability and Rehabilitation Enhancement Funds (“PHARE”) funding. Upon payment of the Construction-Bridge Loan to TD Bank, the Authority Loan will remain in a third lien position behind permanent financing provided by Community Lenders Community Development Corporation (“CLCDC”) in the amount of $948,994 and the PHFA PHARE funds.

Raymond James (RJTCF) has reserved/allocated 99.99% interest in the Limited Liability Company in the estimated amount of $4,139,757.

TD Bank will provide the Construction-Bridge Loan in the amount up to $6,800,000 which will bridge the equity contributions and advance loan proceeds. The construction term is 24 months. At construction completion and satisfaction of conditions set by the investor, the equity and CLCDC loan proceeds will be used to repay the Construction-Bridge Loan. The Construction-Bridge Loan will be in a first lien position during construction.

CLCDC is providing permanent financing in the amount of $948,994. This loan will be in a first lien position at construction completion.

PHFA will provide PHARE RTT funds in the amount of $470,802. This loan will be a second lien position.

WCRP assumed debt in the amount of $715,494.

Reinvested Developer fee in the amount up to $441,119.

Existing Reserves in the amount up to $313,300.

Interim Income in the amount up to $93,791.

Energy Rebate in the amount up to $16,430.

APPROVALS

- Construction Division approval of plans, specifications and cost
- The participation ranges for MBE are 18%, WBE 7% has been approved by the Office of Economic Opportunity
- Department of Revenue’s tax clearance for all member of the Development Team
- The Philadelphia Planning Commission has stated they do not need to review this project due to the funding source
EXHIBITS

- Project Development Team
- Women’s Community Revitalization Project
- Operating Proforma
- EOP
- Site Plan
Karen Donnaly/Iris Nydia Brown Preservation Development
Project Development Team

OWNER
KDINB LP
100 W. Oxford Street, Suite E-2300
Philadelphia, PA 19122

GENERAL PARTNER
KDINB GP, Inc.
100 W. Oxford Street, Suite E-2300
Philadelphia, PA 19122

DEVELOPER/SPONSOR
Women’s Community Revitalization Project
100 W. Oxford Street, Suite E-2300
Philadelphia, PA 19122

CONTRACTOR
JBL Construction Services, Inc.
1657 The Fairway Ste., 141
Jenkintown, PA 19046

ARCHITECT
OZ Collaborative
4818 Baltimore Avenue
Glenside, PA 19038

ATTORNEY
Commonwealth Housing Legal Services
2 S. Easton Road
Glenside, PA 19038

MANAGEMENT AGENT/
SUPPORTIVE SERVICE PROVIDER
Women’s Community Revitalization Project
100 W. Oxford Street, Suite E-2300
Philadelphia, PA 19122

DEVELOPMENT CONSULTANT
Stone Sherick Consulting Group
230 N. 2nd Street, Suite 3-D
Philadelphia, PA 19106
Karen Donnally/Iris Nydia Brown Preservation Development

Women’s Community Revitalization Project

Board

Nora Lichtash
Staci Moore, Chair
Caroline Cuthbert, Co-Secretary
Brenda Peterson, Co-Secretary
Lynette Correa
Sharonel Monroe
Beatrice Morrow
Connnie Morrow
Norma Santiago
Lynette Trawick
## Development Financing

<table>
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<tr>
<th>Source</th>
<th>Amount</th>
<th>Rate</th>
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<tr>
<td>PRA - Housing Trust Fund</td>
<td>2,000,000</td>
<td>15.50%</td>
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<tr>
<td>PRA - Assumed Debt</td>
<td>3,766,395</td>
<td>29.18%</td>
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<tr>
<td>Limited Partner Equity</td>
<td>4,139,757</td>
<td>32.08%</td>
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<td>Community Lenders Perm Loan</td>
<td>948,994</td>
<td>7.35%</td>
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<td>Reinvested Developer Fee</td>
<td>441,119</td>
<td>3.42%</td>
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<td>WCRP-Assumed Debt</td>
<td>715,494</td>
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<td>PHARE RTT</td>
<td>470,802</td>
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<td>Existing Reserves</td>
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<td>Interim Income</td>
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<td>Energy Rebates</td>
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**Total Financing** $12,906,082 100.00%

## Construction Costs

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<td>Selective Demolition</td>
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<td>Site Work</td>
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<td>Offsite Improvements</td>
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<td>Environ Remed(gc con)</td>
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<td>Sub-total Site Work</td>
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<td>Structures</td>
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<td>Builders Profit</td>
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<td>Builders Overhead</td>
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<td>Bond Premium</td>
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<td>Building Permits</td>
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<td>Construction Contingency</td>
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## Fees

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<td>Architectural Fee- Adminstration</td>
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<td>Architectural Reimburseables Max</td>
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<td>Legal - Development</td>
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<td>Other:</td>
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<td>Total Fees</td>
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See PHFA Guidelines

Maximum Rates

- PRA
  - Maximum $2 million
## Project: Karen Donnaly Iris Nydia Brown Preservation
### Development Budget

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<thead>
<tr>
<th><strong>Misc. Development Charges</strong></th>
<th>Value</th>
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<tr>
<td>Multifamily Housing Applic Fee</td>
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<td>Agency Legal Closing Fee</td>
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<td>Tax Credit Reservation Fee</td>
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<td>Tax Credit Carryover Allocation Fee</td>
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<td>Tax Credit Cost Certification Fee</td>
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<td>Furnishings (Common Area)</td>
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<td>Rent-up expense</td>
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<td>Relocation</td>
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<td>Subsidy Layering Review Fee</td>
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<td><strong>Misc. Development Subtotal</strong></td>
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<td>Construction Loan Origination Fee</td>
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<td>Construction Loan Credit Enhancement</td>
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<td>Construction Loan Application Fee</td>
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<td>Taxes During Construction</td>
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<td>Insurance During Construction</td>
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<td>Title Insurance</td>
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<td>PHFA Construction Servicing Fee</td>
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<td>Other: Construction lender due diligence &amp;</td>
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<td><strong>Construction/Financing Subtotal</strong></td>
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<tr>
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<td>Agency Loan Reservation Fee</td>
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<td>Agency Loan Origination Fee</td>
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<td>Other: Non Agency Perm Legal</td>
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<table>
<thead>
<tr>
<th><strong>Land and Building Purchase</strong></th>
<th>Value</th>
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<tbody>
<tr>
<td>Acquisition of Land</td>
<td>$2,240,000</td>
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<tr>
<td>Acquisition of Existing Structures</td>
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<tr>
<td>Acquisition Legal Fees</td>
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<tr>
<td>Closing Costs</td>
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<tr>
<td>Demolition Of Existing Structures</td>
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<td>Other: Existing Reserves</td>
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<td><strong>Land/Building Purchase Subtotal</strong></td>
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<table>
<thead>
<tr>
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<tr>
<td></td>
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### Development Reserves

<table>
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<tr>
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<tbody>
<tr>
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<td>$</td>
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<tr>
<td>Transformation Reserve</td>
<td>$</td>
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<td><strong>Reserves Subtotal</strong></td>
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### Developer’s Fee

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### Syndication Fees

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<td>Bridge loan interest during construction</td>
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<td>Bridge Loan Interest After Construction</td>
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<td>Bridge Loan Fees &amp; Expenses</td>
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<td>Accounting Fees</td>
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<td>Compliance Monitoring</td>
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<td><strong>Syndication Fees Subtotal</strong></td>
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### Total Development Costs

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### Cost Analysis

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<td>Total Sq. Ft.</td>
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#### Total Construction Costs

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<td></td>
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#### Total Replacement Costs

<table>
<thead>
<tr>
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<tr>
<td></td>
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#### Total Development Costs

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#### Replacement Cost + Dev. Fee

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<table>
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<tbody>
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### Proposed Unit Mix

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<th>0 Bdrm</th>
<th>1 Bdrm</th>
<th>2 Bdrm</th>
<th>3 Bdrm</th>
<th>4 Bdrm</th>
<th>Totals</th>
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<tr>
<td>Units @</td>
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<td>0</td>
<td>18</td>
<td>20</td>
<td>6</td>
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<td>$206,974</td>
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<td>$288,519</td>
<td>$373,251</td>
<td>$409,711</td>
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<tr>
<td>Cost per Sq. Ft. for Project</td>
<td>$254,857</td>
<td>$206,974</td>
<td>$237,265</td>
<td>$288,519</td>
<td>$373,251</td>
<td>$409,711</td>
</tr>
</tbody>
</table>

| Cost per Unit Allowable | $343,560 | per unit |
| Cost per Sq. Ft. for Project | $254,857 | per unit |

**Waiver Required?**

**BoA**

**Cost per Square Foot Allowable**

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<tbody>
<tr>
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</table>

| Cost per Sq. Ft. for Project | $213    |

**BoA**

**120% of 234-Condominium**

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<tr>
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<td>74.18%</td>
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# Project: Karen Donnaly Iris Nydia Brown Preservation
## Development Budget

**HOME Maximum Subsidy**
- **Maximum 234- Condo-Elevator**
  - 254,489 per unit allowable
- **DHCD Funding**
  - $45,455 per unit

<table>
<thead>
<tr>
<th>Developer's Fee Analysis/Maximum Developer's Fee Allowable for Project</th>
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<tbody>
<tr>
<td><strong>Total Replacement Cost</strong></td>
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<tr>
<td>less acquisition costs</td>
</tr>
<tr>
<td><strong>Basis for Developer's Fee</strong></td>
</tr>
<tr>
<td><strong>Total Fee Allowable</strong></td>
</tr>
<tr>
<td><strong>Developer Fee for Project</strong></td>
</tr>
<tr>
<td>less reinvested dev. Fee</td>
</tr>
<tr>
<td><strong>Net Developer's Fee for Project</strong></td>
</tr>
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Scope of Construction: rehab Elevator in Building?  yes
(rehab or nc) (yes or no)

Reviewed and confirmed by: ___________________________ Date: ____________
<table>
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<tr>
<th>Item III (b)</th>
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<table>
<thead>
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<th>Category</th>
<th>Description</th>
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<th>Percent</th>
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<tr>
<td>Item II</td>
<td>Operating Income</td>
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<tr>
<td>Item III</td>
<td>Total Income</td>
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Note: All figures are in thousands of dollars.
MEMORANDUM

TO: Lynn Newsome, DHCD Compliance Director
FROM: Zena Holland, Community Investment Group
SUBJECT: Economic Opportunity Plan

Karen Donnally Iris Nydia Brown Preservation

DATE: February 16, 2021

Attached please find the Economic Opportunity Plan the Karen Donnally Iris Nydia Brown Preservation Development. If the Plan meets the DHCD’s goals, please fill out the bottom half of this memorandum. Thank you.

Project Name: Karen Donnally Iris Nydia Brown Preservation
Project Address(s): 312-318, 315-325 Diamond Street, 2042-2054, 2108-2150 N. Orianna Street, 2028-2040, 2051-2057, 2103-2121, 2125-2135, 2139-2141 N. 4th Street, 2742-70 Mascher Street
Owner: KDINB LP
Developer: Women’s Community Revitalization Project
Unit Breakdown: 44 - rental units
PRA Funding Amount: $2,000,000 – Housing Trust Funds + $3,766,395 – Assumed Debt
General Contractor: JBL Construction Services, Inc.
Construction Cost: $4,665,790
Total Development Cost: $12,906,082

I, Lynn Newsome, have reviewed the Affirmative Action Plan and approved the plan submitted by (the contractor) for (the project) for the following goals:

MBE Goals: 18%
WBE Goals: 7%
DBE Goals: ___

Lynn Newsome 2/17/2021

Lynn Newsome Date
City of Philadelphia
Economic Opportunity Plan

Karen Donnally and Iris Nydia Brown Preservation Development

I. Introduction, Definitions, Goals and Diversity Practices

The City of Philadelphia, acting through its offices of the Division of Housing and Community Development ("DHCD") and Office of Economic Opportunity ("OEO") (collectively, "City") and the Philadelphia Redevelopment Authority ("PRA") strongly encourage the use of certified Minority ("MBE"), Women ("WBE"), Disabled ("DSBE") and Disadvantaged\(^1\) ("DBEs") Business Enterprises (collectively, "M/W/DSBEs") and minority and female workers in all aspects of the development and use of a parcel(s) of land located at 2028-40 N. 4th St., 2051 N. 4th St., 2055-57 N. 4th St. (including 312-314 Diamond St. and 2044-54 N. Orianna St.), 2127-35 N. 4th St., 2141 N. 4th St., 2136-50 N. Orianna St., 2103-05 N. 4th St., 2109 N. 4th St., 2113-17 N. 4th St., 2108-32 N. Orianna St., 315-325 Diamond St. (including 315R Diamond St.) / 316, 318 W. Diamond St., 2042 N. Orianna St., 2107, 2111, 2119, 2121, 2125, 2139 N. 4th St., and 2742-70 N. Mascher St., which may include financial investment, design, construction and operations (Project). In support of this objective, City and PRA will require that the KDINB LP ("Purchaser") of this parcel commit to this Economic Opportunity Plan ("EOP" or "Plan") as required by Section 17-1602 of The Philadelphia Code, as amended.

This Plan contains ranges of projected M/W/DSBE utilization and goals for the employment of minority and female workers in connection with the Project. Purchaser shall cause this Plan to be made part of and incorporated into all bids, proposals and solicitations and any resulting agreement(s) entered into between Purchaser and any participant in connection with the development and use of the parcel. By submission of this Plan, Purchaser makes a legally binding commitment to the City and PRA to abide by the provisions of this Plan which include its commitment to exercise its Best and Good Faith Efforts throughout the project and its commitment to cause its participants to use their Best and Good Faith Efforts to provide subcontracting opportunities for M/W/DSBEs in all phases of the project and to employ a diverse workforce. This Plan expressly applies to all contracts awarded in connection with the Project.

Neither Purchaser nor any participant shall discriminate on the basis of race, color, religion, sex, national origin, sexual orientation, gender identity, ancestry, age, or handicap in the award and performance of contracts pertaining to this Plan. Purchaser has summarized its current and past practices relating to Purchaser’s diversity practices ("Diversity Practices Statement"). This statement, included as Attachment “A” to this Plan, identifies and describes Purchaser’s processes used to develop diversity at all levels of Purchaser’s organization including, but not limited to, board and managerial positions. This Diversity Practices Statement summarizes Purchaser’s strategic business plans specific to its current or past practices of M/W/DSBE utilization on its government and non-government projects and procurement activities. Purchaser further agrees to identify any “Equity Ownership” held in connection with this Project which shall mean the percentage of beneficial ownership in the Purchaser’s organization or development team that is held by minority persons, women and disabled

\(^1\)Disadvantaged Business Enterprises ("DBEs") are those socially or economically disadvantaged minority and woman owned businesses certified under 49 C.F.R. Part 26.
persons. In the event Equity Ownership is identified, Purchaser agrees to abide by the reporting requirements enumerated in Section 17-1603 (1)(g)(3).

Purchaser hereby verifies that all information submitted to the City in response to this Plan, is true and correct and is notified that the submission of false information is subject to the penalties of 18 Pa.C.S. Section 4904 (relating to unsworn falsification to authorities) and 18 Pa.C.S. Section 4107.2 (a)(4) (relating to fraud in connection with minority business enterprises or women’s business enterprises).

For the purposes of this Plan, MBE, WBE, DBE and DSBE shall refer to certified businesses so recognized by OEO. Only the work or supply effort of firms that are certified as M/W/DSBEs by an OEO approved certifying agency 2 will be eligible to receive credit as a Best and Good Faith Effort. In order to be counted, certified firms must successfully complete and submit to the OEO an application to be included in the OEO Registry which is a list of registered M/W/DSBEs maintained by the OEO and available online at www.phila.gov/oeo/directory.

For this Plan, the term “Best and Good Faith Efforts,” the sufficiency of which shall be in the sole determination of the City, means: efforts, the scope, intensity and appropriateness of which are designed and performed to foster meaningful and representative opportunities for participation by M/W/DSBEs and an appropriately diverse workforce and to achieve the objectives herein stated. Best and Good Faith Efforts are rebuttably presumed met, when commitments are made within the M/W/DSBE Participation Ranges established for this development and a commitment is made to employ a diverse workforce as enumerated herein.

II. Goals

A. M/W/DSBE Participation Ranges

The City of Philadelphia has established a citywide goal of 35% M/W/DSBE utilization as informed by its Annual Disparity Study. 3 This citywide goal should be used as a benchmark for the Purchaser’s expression of Best and Good Faith Efforts which are efforts taken by Purchaser to provide meaningful and representative opportunities for M/W/DSBEs in the Project. For this project, in the absence of discrimination in the solicitation and selection of M/W/DSBEs, the percentage of MBE, WBE and DSBE participation that is reasonably attainable through the exercise of Best and Good Faith Efforts is stated below as participation ranges. These percentages relate to the good faith estimated cost of the entire Project. In order to maximize opportunities for as many businesses as possible, a firm that is certified in two or more categories (e.g. MBE and WBE and DSBE or WBE and DSBE) will only be credited toward one participation range as either an MBE or WBE or DSBE. The firm will not be credited toward more than one category. These ranges are based upon an analysis of factors such as the size and scope of the development and the availability of MBEs, WBEs, DSBEs and DBEs to participate in this Project:

---

2 A list of “OEO approved certifying agencies” can be found at www.phila.gov/oeo
3 The City of Philadelphia FY’16 Annual Disparity Study recommends a an overall goal of 35% based upon an analysis of FY’16 utilization and availability.
### Item III (b)

<table>
<thead>
<tr>
<th>MBE</th>
<th>WBE</th>
</tr>
</thead>
<tbody>
<tr>
<td>18%</td>
<td>7%</td>
</tr>
</tbody>
</table>
B. Workforce Goals for a Diverse Workforce

As a benchmark for the expression of “Best and Good Faith Efforts” to provide meaningful and representative opportunities for diverse workers in the Project, the following goals have been established for the employment of minority persons and females in the Project workforce of apprentices and journeymen at the following levels:

African American Journeypersons – 22% of all journey hours worked across all trades
Asian Journeypersons – 3% of all journey hours worked across all trades
Hispanic Journeypersons – 15% of all journey hours worked across all trades
Female Journeypersons – 5% of all journey hours worked across all trades

Minority Apprentices – 50% of all hours worked by all apprentices
Female Apprentices – 5% of all hours worked by all apprentices

III. Responsiveness

A. Purchaser shall, and shall cause its participants to identify all M/W/DSBE commitments and agree to employ a diverse workforce on the form entitled, “M/W/DSBE Participation and Workforce Commitments.” The commitments on this form constitute a representation that the identified M/W/DSBE is capable of providing commercially useful goods or services relevant to the commitments and that the Purchaser and its participants have entered into legally binding agreements with the listed M/W/DSBEs for the work or supply effort described and the dollar/percentage amount(s) set forth on the form. In calculating the percentage of M/W/DSBE participation, the standard mathematical rules apply in rounding off numbers. In the event of inconsistency between the dollar and percentage amounts listed on the form, the percentage will govern.

B. M/W/DSBE commitments are to be memorialized in a written subcontract agreement. Letters of intent, quotations, contracts, subcontracts and any other documents evidencing commitments with M/W/DSBEs, including the M/W/DSBE Participation and Workforce Commitments Form, become part of and an exhibit to this Plan.

C. DHCD will review the M/W/DSBE Participation and Workforce Commitments Form for the purpose of determining whether Best and Good Faith Efforts have been made. DHCD reserves the right to request further documentation and/or clarifying information at any time during the construction and development of the Project.

D. If Purchaser, its participants or any subsequent developer makes any changes in contracts that have been reviewed by DHCD under the Plan, or if Purchaser at the time of Closing has not yet identified contracts entered into for the development of the Project, then Purchaser, its participants or any subsequent developer shall have the obligation to inform DHCD of any changes to the approved Plan and shall use Best and Good Faith efforts to use M/W/DSBEs for any new contracts.

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4 These goals are informed by the City of Philadelphia’s annual disparity assessment of workforce diversity, the “Economic Opportunity Plan Employment Composition Analysis Fiscal Year 2016.”
IV. Compliance and Monitoring of Best and Good Faith Efforts

A. A hard copy of this Plan, as certified below by OEO, shall be filed with the Chief Clerk of City Council within fifteen (15) days of Closing. The Plan shall be filed with:

Michael Decker, Chief Clerk of City Council  
Room 402 City Hall  
Philadelphia, Pennsylvania 19107

B. Purchaser and its participants agree to cooperate with DHCD in its compliance monitoring efforts, and to submit, upon the request of DHCD, documentation relative to their implementation of the Plan, including the items described below:

- Copies of signed contracts and purchase orders with M/W/DSBE subcontractors;
- Evidence of payments (cancelled checks, invoices, etc.) to subcontractors and suppliers to verify participation; and
- Telephone logs and correspondence relating to M/W/DSBE commitments.
- To the extent required by law, the Purchaser and its participants shall ensure that all its on-site contractors maintain certified payrolls which include a breakout of hours worked by minority and female apprentices and journeypersons; these documents are subject to inspection by the City.

C. Prompt Payment of M/W/DSBEs

1. The Purchaser and its participants agree and shall cause all its contractors to ensure that all M/W/DSBEs participating in the Project receive payment for their work or supply effort within five (5) business days after receipt of a proper invoice following satisfactory performance.

D. Oversight Process

1. Where the dollar value of development is in excess of Five Million Dollars ($5,000,000), the Plan shall establish a Project Oversight Committee, consisting of, as appropriate, the contractor, developer or recipient of financial assistance and representatives of the Purchaser, PRA, OEO, DCHD, City Council, and appropriate community organizations. Such Committee shall meet regularly, beginning no later than the initiation of the design phase of the project, and shall be responsible for facilitating compliance with the Plan. OEO will implement the Oversight Process, as required by Section 17-1603(b) of The Philadelphia Code. The Oversight Committee, through the Oversight Process, shall have within its purview the reconciliation of all compliance related issues or grievances. The Oversight Committee Process, as needed, will involve convening individual consultation or periodic small group meetings to include any or all of the constituent parties.
V. Remedies and Penalties for Non-Compliance

A. The Purchaser acknowledges and agrees that its compliance with the requirements of this Plan is a material inducement for the Ordinance of City Council and Purchaser’s failure to substantially comply with the Plan may result in enforcement actions and the imposition of penalties as authorized by Sections 17-1605 and 17-1606 of The Philadelphia Code. Notwithstanding the foregoing, no privity of contract exists between PRA, the City and any M/W/DSBE identified in any contract resulting from implementation of the Plan. Neither PRA nor the City intends to give or confer upon any such M/W/DSBE any legal rights or remedies in connection with subcontracted services under any law or policy or by any reason of any contract resulting from implementation of the Plan except such rights or remedies that the M/W/DSBE may seek as a private cause of action under any legally binding contract to which it may be a party.

Eleanor Lichtash, President of KDINB GP, Inc. (on behalf of KDINB LP)

PRINT NAME OF PURCHASER        DATE
_____________________________________________________________2/15/2021__________

SIGNATURE OF PURCHASER        DATE
__________________________________________________________2/15/2021

LYNN NEWSOME, DHCD COMPLIANCE DIRECTOR     DATE
__________________________________________________________2/17/2021

IOLA HARPER, DIRECTOR, OFFICE OF ECONOMIC OPPORTUNITY

[See Forms on following pages; these Forms, must be submitted by Purchaser]

---

5 Pursuant to Section 17-1603 (2) of The Philadelphia Code, the representative of the City of Philadelphia’s Office of Economic Opportunity, the “certifying agency”, certifies that the contents of this Plan are in compliance with Chapter 17-1600.
## Certificate Of Completion

**Envelope Id:** 49487D951C834833B88878610D4CD9CE  
**Status:** Completed  

**Subject:** Signed Documents  
**Source Envelope:**  
**Document Pages:** 6  
**Signatures:** 1  
**Certificate Pages:** 3  
**Initials:** 0  
**AutoNav:** Enabled  
**Envelopeld Stamping:** Enabled  
**Time Zone:** (UTC-05:00) Eastern Time (US & Canada)  

**Record Tracking**  
**Status:** Original  
**Holder:** City of Philadelphia - Office of Economic Opportun  
**Location:** DocuSign  
**Envelope Originator:**  
**IP Address:** 170.115.248.24

## Signer Events

**Signer**  
Iola Harper  
ioa.harper@phila.gov  

**Security Level:** Email, Account Authentication  
(None)  

**Signature Adoption:** Pre-selected Style  
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Signed: 2/23/2021 9:31:30 AM

**Electronic Record and Signature Disclosure:**  
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ID: e7019915-3370-4e56-a4f8-b3c584a665cb

## In Person Signer Events

**Signature**  
**Timestamp**

## Editor Delivery Events

**Status**  
**Timestamp**

## Agent Delivery Events

**Status**  
**Timestamp**

## Intermediary Delivery Events

**Status**  
**Timestamp**

## Certified Delivery Events

**Status**  
**Timestamp**

**Carbon Copy Events**

**Michelle Gumbs**  
Michelle.Gumbs@Phila.gov  

**Security Level:** Email, Account Authentication  
(None)  

**Electronic Record and Signature Disclosure:**  
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## Witness Events

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**Timestamp**

## Notary Events

**Signature**  
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- Certified Delivered: Security Checked  
  2/23/2021 9:31:21 AM  
- Signing Complete: Security Checked  
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Electronic Record and Signature Disclosure
This Electronic Records and Signature Disclosure is provided by the City of Philadelphia in connection with a pending electronic transaction. Any party proceeding with such electronic transaction is deemed to have consented i) to conduct the transaction by electronic means; and ii) where execution of an agreement is required, to the use of electronic signatures using the method provided in the agreement. Questions regarding this Electronic Records and Signature Disclosure should be addressed to econtractphilly@phila.gov.
## GENERAL CONTRACTOR’S PAST CONTRACTS WITH PRA:
### JBL CONSTRUCTION

<table>
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<tr>
<th>Contract</th>
<th>Date</th>
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<th>Achieved MBE</th>
<th>Projected WBE Goals</th>
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PROJECT NOTES

7.8 REPLACE BROKEN/MELTED VINYL SIDING SECTIONS.
7.6 LAP BUILDING DRAINAGE PLANE OVER THE TOP OF THE KICKOUT FLASHING AT VINYL SIDING.
7.5 PROVIDE AIR SEALING AT ALL WALL/FLOOR INTERFACES (UNDER BASE), SEAL ALL EXHAUST FAN HOUSINGS TO DRYWALL.
7.2 NEW DIMENSIONAL ASPHALT SHINGLES AT KAREN DONNALLY.

6.6000 WOOD, PLASTICS AND COMPOSITES
6.3000 CONCRETE
2.2 REMOVE ALL ASPHALT SHINGLES AT KAREN DONNALLY.
2.0 SELECTIVE DEMOLITION INCLUDING ROOFING, INTERIOR FINISHES AND EXISTING CONDITIONS

ADDITIONAL FLOOR DRAINS. BLOCKING AS REQUIRED IN ADA UNITS FOR ACCESSIBLE KITCHEN FURNISHINGS, GRAB BARS, HVI NOTIFICATION DEVICES AND OTHER REQUIREMENTS PER ADA AND UFAS. MUST BE MODIFIED BITUMEN ROOFING. SEE 7.1.

23.8 INSTALL PORTABLE DEHUMIDIFIERS IN MECHANICAL CLOSETS.
23.7 REPLACE ALL DIFFUSERS.
23.6 REPLACE THERMOSTATS WITH DIGITAL PROGRAMMABLE MODELS WITH HARDWIRE AND PROGRAMMED TO RUN AT ASHRAE 62.2 MINIMUM 24/7 WITH BOOST VENTED ENERGY STAR CERTIFIED MODELS.
23.5 CLEAN ALL DUCTWORK, AEROSEAL, AND BALANCE ALL SYSTEMS PER MNFTS SPECIFICATIONS.
23.4 REPLACE FLEXIBLE DRYER DUCTS WITH HARD ELBOWS AND SEMI-RIGID TRIM.
23.3 REPLACE BATHROOM VANITY SINK FAUCETS WITH 0.5 GPM WATERSENSE QUALIFIED FIXTURES.
23.2 REPLACE KITCHEN SINKS AND FAUCETS AT TIME OF COUNTERTOP TRIM.
23.1 REPLACE BATHROOM EXHAUST FANS WITH ENERGY STAR TYPE,
22.8 REPLACE COMMUNITY BUILDING TOILETS, KITCHENETTE FAUCET, AND SINKS.
22.7 REPLACE ORIGINAL DWELLING UNIT WATER HEATERS WITH NEW POWER VCT OR SHEET VINYL FLOORING IN BATHROOMS WITH CERAMIC TILES AND BASE.
22.6 REPLACE EXISTING TUBS WITH NEW FIBERGLASS TUBS AND SURROUNDS.
22.5 REPLACE SHOWER AND TUB DIVERTERS AND TRIM WITH NEW 1.75 GPM CORRECT DRAINAGE. SELECTIVE DEMO AND REPAIR OF CLADDING MNFTS SPECIFICATIONS.
22.3 REPLACE BATHROOM VANITY SINK FAUCETS WITH 0.5 GPM WATERSENSE QUALIFIED FIXTURES.
22.2 REPLACE KITCHEN SINKS AND FAUCETS AT TIME OF COUNTERTOP TRIM.
22.1 IN FURNACE WITH SPLIT SYSTEM COOLING. ADD OUTSIDE AIR DUCT, DAMPER, AND ELECTRONIC STRIKES AND CARD-READERS TIED TO NEW ACCESS CONTROL SYSTEM.

ARCHITECT:

CONSULTANTS:

PROJECT:

WOMEN'S COMMUNITY REVITALIZATION PROJECT - WCRP
KAREN DONNALLY AND IRIS BROWN TOWNHOUSES

SHEET TITLE AND NO:

KAREN DONNALLY SITE PLAN

CS-3

WCRP

PHILADELPHIA, PA 19143

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