



PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS MEETING MINUTES
Thursday, July 21, 2016, 3 p.m., at the John F. Street Center, 1100 Poplar St., Philadelphia, PA

The regular meeting of the Philadelphia Housing Authority ("PHA") Board of Commissioners was brought to order at approximately 3:00 p.m. by the Vice-Chair, Herbert Wetzel. In addition to the Vice-Chair, Commissioners Callahan, Camarda, Coney, Danzy, and Wise were in attendance, as well as President & CEO Kelvin A. Jeremiah ("CEO Jeremiah") and Acting General Counsel, Laurence M. Redican.

The Vice-Chair began the meeting by asking for a moment of silence in preparation for the work to be done. The Chair then announced that there would be no Board meeting in August.

CEO Jeremiah reviewed the Board meeting procedure for public comment and made the following announcements: 1) Commissioner Coney has been selected to be on the MTW National Advisory Committee by the U.S. Department of Housing and Urban Development ("HUD"); 2) PHA received a grant from HUD for \$414,000 for its Family Self-Sufficiency program; and 3) PHA also received a 9% Low Income Housing Tax Credit for its Strawberry Mansion Development, where it intends to add fifty-five new units of affordable housing.

The Vice-Chair inquired whether there were any corrections or amendments to the minutes of the Board Meeting of June 16, 2016. Hearing none, the minutes were accepted as submitted.

Nine resolutions were presented and unanimously approved.

Although the resolutions are set forth below in the order that was on the meeting agenda, the actual presentation of the resolutions at the meeting was done out of order due to Michael Johns, the presenter for the first two resolutions, not being at the meeting when it was time to start. Therefore, the 3rd and 4th resolutions on the agenda (11876 and 11877) were presented first, after which the usual order was resumed.

Resolution 11874, attached in Appendix 1, was presented by Michael Johns, Senior Executive Vice President – Capital Projects and Development ("SEVP- CPD"), to authorize PHA to seek approval from the U.S. Department of Housing and Urban Development ("HUD") to dispose of two (2) properties, at 624 N. 12th Street and 632 N. 12th Street, to the Philadelphia Chinatown Development Corporation, or its affiliates, at nominal value. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11875, attached in Appendix 1, was presented by Michael Johns, SEVP-CPD, to authorize PHA to seek approval from HUD to dispose of four (4) properties, at 1015 W. Cumberland Street, 2512 N. Alder Street, 2514 N. Alder Street, and 2516 N. Alder Street, to The Village of the Arts and Humanities, or its affiliates, at nominal value for its Community Arts Learning Project. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that

the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11876, attached in Appendix 1, was presented by Erik L. Soliván, Senior Vice President - Office of Policy, Research and Enterprise Planning ("SVP - PREP"), to authorize PHA to conclude and to execute a Memorandum of Agreement with Habitat For Humanity Philadelphia for repairs to thirty (30) homes and the development of twenty (20) homeownership units, in the Sharswood neighborhood, for a total amount not to exceed three million dollars (\$3,000,00.00) over a period not to exceed two (2) years and six (6) months. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11877, attached in Appendix 1, was presented by Erik L. Soliván, SVP - PREP, to authorize PHA to submit an amendment to HUD of PHA's Moving to Work Fiscal Year Seventeen Annual Plan for the conversion of one hundred twenty-seven (127) public housing units at Plymouth Hall and Norris Apartments Phase 1 to the Rental Assistance Demonstration ("RAD") Program. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11878, attached in Appendix 1, was presented by Michael Johns, SEVP-CPD, to authorize PHA to undertake actions related to effectuating the RAD conversions proposed in Resolution 11877, above, and closing the transactions. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11879, attached in Appendix 1, was presented by Dave Walsh, Executive Vice-President of Supply Chain Management ("EVP - SCM"), to amend PHA's existing contracts with Lomax Real Estate Partners, Mosaic Development Partners LLC, and TN Ward Company, for modular contractor development services, to accelerate the contract option periods to perform required services. The three contracts would remain for the same contract period and amounts as previously authorized, but without the yearly limitations on the annual contract expenditure amounts. Commissioner Danzy, as a member of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Danzy noted that the committee had met to review the resolution and recommended approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11880, attached in Appendix 1, was presented by Dave Walsh, EVP-SCM, to authorize a contract with The Well Workplace, LLC ("WellAdvantage") for health management and wellness administration services for PHA employees, with a contract performance period of two years as a base period, with three one-year option periods, for a total contract amount, if all options are exercised, not to exceed seven hundred twenty-two thousand two hundred dollars, (\$722,200.00). Commissioner Danzy, as a member of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Danzy noted that the committee had

met to review the resolution and recommended approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11881, attached in Appendix 1, was presented by Dave Walsh, Executive Vice-President of Supply Chain Management ("EVP – SCM"), to authorize PHA issue a task order to Dale Corporation for construction management services for Norman B. Blumberg Revitalization, which includes Bolton Way Senior Tower Renovations, with the total amount of the task order not to exceed thirty million thirty-five thousand one hundred sixty-four dollars (\$30,035,164.00). Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11882, attached in Appendix 1, was presented by Larry Redican, Acting General Counsel, to authorize PHA's President & CEO to approve awards of unit-based vouchers for the Veterans Affairs Supportive Housing program ("VASH") and to execute one or more contracts with the proposers or project owners, subject to an aggregate limit of 150 unit-based vouchers, should there be HUD approval of PHA's application for funding of the VASH voucher initiative. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. Following discussion, including CEO Jeremiah indicating that a report would be made to the Board in September as to the results of the application to HUD for the VASH vouchers, and the opportunity for public comment, of which there was none, the motion was unanimously approved.

While review of the resolutions ended at 3:22 p.m., before proceeding to the public comment portion of the meeting, a number of awards were presented.

As part of PHA's commitment to having qualified PHA residents on the PHAPD force as officers, eight residents out of the current goal of ten have been hired so far. A presentation of awards was made by CEO Jeremiah and Chief Bard to the two most recent graduates.

As part of the Resident Spotlight, six of the ten PHA residents, who were hired by Johnson Controls, Inc., as part of its extended Section 3 commitment for its energy contract, were present and came up to be acknowledged and congratulated for their selection and hiring.

The next group recognized for its achievements was that of twenty-nine PHA residents who not only graduated from PHA's Pre-Apprentice program with scores of between 89 and 100, out of 100 possible, and have union cards as maintenance aides, but who also now have union jobs at a wage of over \$26.00 per hour. CEO Jeremiah noted that this achievement reflects the Board's commitment to having PHA work to ensure an inclusive and effective relationship with the building and construction trades to train and hire PHA residents, as well as very admirable work on the part of the group being recognized.

The scholarship awards from PhillySEEDS, Inc. and PHA were then individually presented to those of the sixty-two (62) recipients present at the meeting, in amounts of \$1,000, \$3,000 and \$5,000, in a total amount of two hundred fifty-six thousand dollars (\$256,000.00), along with congratulatory applause.

The public comment period began at approximately 4 p.m., after which the Vice-Chair adjourned the meeting at approximately 4:10 p.m.

Sign-up sheets with the names of those who signed up to speak in the general comment period, with a designation of the topic(s) addressed by the speaker(s), are attached as Appendix 2.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Laurence M. Redican". The signature is fluid and cursive, with a long horizontal flourish at the end.

Laurence M. Redican
Acting General Counsel
Philadelphia Housing Authority

APPENDIX 1

THE PHILADELPHIA HOUSING AUTHORITY
REGULAR MEETING OF THE BOARD OF COMMISSIONERS
JOHN F. STREET CENTER
1100 POPLAR ST.
THURSDAY, JULY 21, 2016, at 3 p.m.
AGENDA

- A. **Call to Order** Lynette Brown-Sow, Chair of the Board of Commissioners
- B. **Remarks** Kelvin A. Jeremiah, President & CEO
- C. **Approval of Minutes** of the Board Meeting held June 16, 2016, as distributed.
- D. **New Business**
 - 1. **RESOLUTION AUTHORIZING SUBMITTING A REQUEST TO AMEND AN APPROVED DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT TO CONVEY TWO PROPERTIES TO THE PHILADELPHIA CHINATOWN DEVELOPMENT CORPORATION**
(Michael Johns)
 - 2. **RESOLUTION AUTHORIZING SUBMITTING A REQUEST TO AMEND AN APPROVED DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT TO CONVEY FOUR PROPERTIES TO THE VILLAGE OF THE ARTS AND HUMANITIES**
(Michael Johns)
 - 3. **RESOLUTION ADOPTING A MEMORANDUM OF AGREEMENT WITH HABITAT FOR HUMANITY PHILADELPHIA**
(Erik L. Soliván)
 - 4. **RESOLUTION AUTHORIZING AN AMENDMENT TO THE PHILADELPHIA HOUSING AUTHORITY MOVING TO WORK ANNUAL PLAN FOR FISCAL YEAR SEVENTEEN**
(Erik L. Soliván)
 - 5. **RESOLUTION AUTHORIZING THE CONVERSION UNDER THE RENTAL ASSISTANCE DEMONSTRATION PROGRAM OF PLYMOUTH HALL AND NORRIS APARTMENTS AND THE GRANTING OF AUTHORITY TO CLOSE THE TRANSACTIONS**
(Michael Johns)
 - 6. **RESOLUTION AUTHORIZING A CONTRACT AMENDMENT WITH LOMAX REAL ESTATE PARTNERS, MOSAIC DEVELOPMENT PARTNERS LLC, AND TN WARD COMPANY FOR MODULAR CONTRACTOR DEVELOPMENT SERVICES**
(Dave Walsh)

- 7. RESOLUTION AUTHORIZING A CONTRACT WITH THE WELL WORKPLACE, LLC FOR HEALTH MANAGEMENT AND WELLNESS ADMINISTRATION SERVICES**
(Dave Walsh)
- 8. RESOLUTION AUTHORIZING A TASK ORDER WITH DALE CORPORATION FOR CONSTRUCTION MANAGEMENT SERVICES FOR NORMAN B. BLUMBERG REVITALIZATION, WHICH INCLUDES BOLTON WAY SENIOR TOWER RENOVATIONS**
(Dave Walsh)
- 9. RESOLUTION AUTHORIZING APPROVAL OF AWARDS OF UNIT-BASED (ALSO KNOWN AS PROJECT-BASED) VOUCHERS FOR THE VETERANS AFFAIRS SUPPORTIVE HOUSING PROGRAM SUBJECT TO AN AGGREGATE LIMIT OF 150 UNIT-BASED VOUCHERS**
(Celeste Fields)

E. Public Comment Period

RESOLUTION NO. 11874

RESOLUTION AUTHORIZING SUBMITTING A REQUEST TO AMEND AN APPROVED DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT TO CONVEY TWO PROPERTIES TO THE PHILADELPHIA CHINATOWN DEVELOPMENT CORPORATION

WHEREAS, the Philadelphia Housing Authority ("PHA") is the owner of the two (2) properties located at 624 N. 12th Street and 632 N. 12th Street (collectively the "Property"); and

WHEREAS, PHA obtained approval from the U.S. Department of Housing and Urban Development ("HUD") to dispose of the property at 624 N. 12th Street (approval on November 19, 2009) and the property at 632 N. 12th Street (approval on May 12, 2010) to bona fide purchasers for fair market value (collectively the "HUD Approvals"); and

WHEREAS, PHA now wishes to request approval from HUD to dispose of the Property at nominal consideration to the Philadelphia Chinatown Development Corporation (the "Developer") or its affiliate(s); and

WHEREAS, the Developer is proposing to develop fifteen (15) residential units of affordable rental housing, in accordance with current HUD Section 8 income guidelines (the "Project"), which would include the Property, as well as properties acquired from other sources; and

WHEREAS, the Developer would retain ownership and has agreed to enter into a restrictive covenant or similar agreement to ensure use of the Property for affordable housing for a period of at least thirty (30) years, as provided in HUD PIH Notice 2012-7; and

WHEREAS, the Developer has agreed to reserve and rent 10% or 2 affordable units, whichever is greater, to eligible PHA residents and to comply with the requirements of PHA's Section 3 Program; and

WHEREAS, the Developer has agreed to pay all settlement costs associated with the disposition; and

WHEREAS, the proposed disposition of the Property is in the best interests of PHA, its residents, and the City of Philadelphia;

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the PHA President & CEO and/or his authorized designee(s) to submit a request to HUD to amend the HUD Approvals, in order to convey the Property, as set forth above, and to take all necessary actions to carry out the provisions of this resolution, in compliance with all applicable statutes, laws and regulations.

I hereby certify that this was
APPROVED BY THE BOARD ON 7/21/16

ATTORNEY FOR PHA

RESOLUTION NO.11875

RESOLUTION AUTHORIZING SUBMITTING A REQUEST TO AMEND AN APPROVED DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT TO CONVEY FOUR PROPERTIES TO THE VILLAGE OF THE ARTS AND HUMANITIES

WHEREAS, the Philadelphia Housing Authority ("PHA") is the owner of the four (4) properties located at 1015 W. Cumberland Street, 2512 N. Alder Street, 2514 N. Alder Street, and 2516 N. Alder Street (collectively the "Property"); and

WHEREAS, PHA, on November 19, 2009, obtained approval from the U.S. Department of Housing and Urban Development ("HUD") to dispose of the Property to bona fide purchasers for fair market value (the "2009 HUD Approval"); and

WHEREAS, PHA now wishes to request approval from HUD to dispose of the Property for nominal consideration to The Village of Arts and Humanities ("VOAH" or the "Developer") or its affiliate(s); and

WHEREAS, the Developer is proposing to expand its community arts and learning projects, which provide programmatic services for the community and PHA residents, in and around the Fairhill, Wamock and Norris Apartments communities (the "VOAH Project"); and

WHEREAS, the Developer would retain ownership and has agreed to enter into a restrictive covenant or similar agreement to ensure use of the Property only for purposes of the VOAH Project, for a period of at least thirty (30) years, as provided in HUD PIH Notice 2012-7; and

WHEREAS, the Developer has agreed to pay all settlement costs associated with the disposition; and

WHEREAS, the proposed disposition of the Property is in the best interests of PHA, its residents, and the City of Philadelphia;

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the PHA President & CEO and/or his authorized designee(s) to submit a request to HUD to amend the 2009 HUD Approval, in order to convey the Property, as set forth above, and to take all necessary actions to carry out the provisions of this resolution, in compliance with all applicable statutes, laws and regulations.

RESOLUTION NO. 11876

RESOLUTION ADOPTING A MEMORANDUM OF AGREEMENT WITH HABITAT FOR HUMANITY PHILADELPHIA

WHEREAS, the Philadelphia Housing Authority ("PHA") provides quality affordable housing to families with low incomes as a designated Moving to Work Agency and its mission is to provide safe, decent, and sanitary housing for persons of low income, in accordance with the United States Housing Act of 1937, as amended, Title 42, §1437 *et seq.*, United States Code, and the Pennsylvania Housing Authorities Law of 1937, as amended; and

WHEREAS, Habitat For Humanity Philadelphia ("HFHP") is an incorporated 501(c)(3) non-profit corporation located at 1829 North 19th Street Philadelphia, PA 19121, whose mission is to transform lives and the City of Philadelphia by building quality homes in partnership with families in need and uniting all Philadelphians around the cause of affordable housing; and

WHEREAS, HFHP was a named partner on the Choice Neighborhoods Initiative Planning Grant that helped develop the Housing and Neighborhood Plans and administered a successful pilot Sharswood Preservation Home Repair Program, by helping ten (10) homeowners conduct critical maintenance, reduce energy consumption, and improve their home façades; and

WHEREAS, HFHP and PHA seek to partner with each other to collaborate with Sharswood/Blumberg residents on the expansion of the pilot Sharswood Preservation Home Repair Program to provide support to thirty (30) additional existing homeowners, through a Memorandum of Agreement ("MOA"), attached hereto, with a cost to PHA for these thirty (30) repairs not to exceed five hundred thousand dollars (\$500,000.00) in non-federal funds and with HFHP providing one hundred ninety thousand dollars (\$190,000.00) in leveraged resources; and

WHEREAS, in accordance with the Sharswood/Blumberg Transformation Plan to develop nearly four hundred (400) homeownership units in that neighborhood, HFHP and PHA seek to partner with each other to develop twenty (20) homeownership units in Sharswood/Blumberg, under the MOA, with a cost to PHA for these twenty (20) units not to exceed two million five hundred thousand dollars (\$2,500,000.00) and with HFHP providing two million dollars (\$2,000,000.00) in leveraged resources; and

WHEREAS, the not-to-exceed amount to be paid by PHA for the total of fifty (50) units, referenced above, is three million dollars (\$3,000,000.00), under the terms of the MOA, which is attached to this resolution;

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to conclude and to execute the MOA with Habitat For Humanity Philadelphia in substantially the form attached hereto, as set forth above, for a total amount not to exceed three million dollars (\$3,000,00.00) over a period not to exceed two (2) years and six (6) months, and to take all necessary actions relating to such MOA, including determining whether any options available under the MOA shall be exercised.

I hereby certify that this was
APPROVED BY THE BOARD ON 7/21/16

ATTORNEY FOR PHA

Attachment to Resolution re: MOA between PHA and Habitat for Humanity Philadelphia (without diagram attachments)

**MEMORANDUM OF AGREEMENT
BY AND BETWEEN
HABITAT FOR HUMANITY PHILADELPHIA AND THE PHILADELPHIA HOUSING
AUTHORITY**

July 21, 2016 – December 31, 2019

This **MEMORANDUM of AGREEMENT** (hereafter called the "MOA"), entered into by and between the Habitat for Humanity Philadelphia ("HFHP"), and the Philadelphia Housing Authority (hereafter referred to as "PHA"), effective the 21st day of July 2016,

WITNESSETH

WHEREAS, PHA is a public body, corporate and politic, organized and existing as a public housing authority in accordance with the Housing Authorities Law of 1937, which appears at Title 35, §1541 *et seq.*, of the Pennsylvania Statutes; and

WHEREAS, HFHP is an incorporated 501(c)3 non-profit corporation located at 1829 North 19th Street Philadelphia, PA 19121, whose mission is to transform lives and our city by building quality homes in partnership with families in need, and uniting all Philadelphians around the cause of affordable housing; and

WHEREAS, the mission of PHA is to provide safe, decent, and sanitary housing for persons of low income, in accordance with the United States Housing Act of 1937, as amended, which appears at Title 42, §1437 *et seq.*, United States Code, and the Pennsylvania Housing Authorities Law of 1937; and

WHEREAS, in furtherance of mutual objectives for planning the transformation of the Sharswood/Blumberg neighborhood, HFHP and PHA agree to partner with each other to collaborate with Sharswood residents on a small project that will try the ideas raised by residents for changing the community and use the outcomes of the trial to refine the Transformation Plan for implementing the redevelopment of the broader community; and

WHEREAS, PHA has an interest in expanding the partnering with HFHP, as HFHP is a named partner under U.S. Department of Housing and Urban Development Choice Neighborhoods Initiative for Blumberg/Sharswood; and

WHEREAS, in furtherance of mutual objectives, HFHP and PHA agree there could be no better time than at present to collaborate on the provision of assistance to homeowners in the Sharswood neighborhood as part of the Choice Neighborhoods Initiative; and

NOW THEREFORE, based upon the mutual promises, covenants, and conditions set forth herein, and agreeing to be bound hereby, HFHP and PHA agree and commit to work closely on the following initiatives:

AGREEMENT

1. **INCORPORATION.** The background set forth herein above is specifically made part of this MOA.

2. **ACTIVITIES.**

A. Phase 2 - Home Preservation Project to Support Existing Sharswood Homeowners

PHA will leverage non-federal financial and administrative resources with HFHP financial and administrative resources for the provision of this pilot project that will target existing homeowners on mutually agreed upon blocks in the Sharswood neighborhood that need repairs. The Home Repair Project will target up to 30 additional homes and will consist of the following type of repairs: Facade improvements; critical health and safety repairs; energy efficiency upgrades; and soft costs for program administration. PHA shall contribute an

amount not to exceed five hundred thousand dollars (\$500,000) in non-federal funds and HFHP shall contribute \$190,000 in leveraged in-kind and cash resources for a total collaborative investment of \$690,000.

- B. PHA's contribution to the Preservation Project will be made by reimbursement to HFHP through multiple invoicing and subsequent draws as expenses are incurred.

PHA acknowledges and agrees that Homeowners may pay a portion of the materials and subcontractor cost capped at a reasonable percent of total repair costs based on the owner occupants' level of income, and that HFHP will have sole discretion over the types of repairs to be made to any homes in this Home Preservation Project.

C. Homeownership Unit Development

- i. PHA and HFHP shall combine and leverage resources for the development of Homeownership units in Sharswood/Blumberg.
- ii. For the initial phase of 20 homeownership units in Sharswood, PHA shall provide \$2,500,000 in non-federal funds to leveraging a total value of \$2,000,000 in HFHP resources in-kind and cash resources
- iii. HFHP shall begin construction activities of the initial phase of 20 homeownership units by the fourth quarter of calendar year 2016 and shall put forth best efforts to complete construction activities of the 20 homeownership units by the fourth quarter of calendar year 2018.
- iv. HFHP shall identify homeowners for the 20 units as part of their standard homeownership program. PHA may recommend participants to the program, specifically, those residents who seek to return to Sharswood having been relocated from Sharswood due to condemnation, and HFHP shall accept the recommendations, so long as the resident meets the eligibility criteria.
- v. PHA shall provide to HFHP parcels in Sharswood to build the 20 homeownership units for nominal consideration and shall provide the parcels free and clear of all liens. Exhibit A contains a simplified map of the parcels selected for this partnership.
- vi. The HFHP units shall be constructed as two (2) story and three (3) bedrooms with one and one-half (1.5) bathrooms town home for a gross square foot area of one thousand two hundred and twenty six (1,226) square feet, plus a basement that is approximately 16 feet wide by 42 feet deep. All homeownership units shall be designed to meet Energy Star Rated Construction by integrating high-efficiency HVAC units, high-efficiency hot water heaters, Energy Star-rated light fixtures and appliances all wrapped in a super tightly insulated advance framed building. Exhibit B contains a draft floor plan for the proposed units.
- vii. PHA shall work with HFFP to acquire all appropriate zoning and variances and complete the necessary environmental reviews, and PHA shall cover the cost of the pre-development work.
- viii. HFHP shall not be responsible for the cost of any storm water management development or related costs needed for the units on the selected parcels, as PHA will cover any necessary costs.
- ix. PHA will provide HFHP with funding for Homeownership units as follows:
 - a. PHA shall notify HFHP approximately 30 days prior to the expected receipt of all necessary clearances to begin construction activities on the selected parcels so that HFHP can begin ordering materials, organizing and developing all related project management activities, and then invoice PHA appropriately for such work upon the receipt from PHA of final approvals to begin construction activities on the selected parcels.

- b. HFHP shall invoice PHA, with all appropriate supporting documentation on a monthly basis for materials and related project management costs or a portion of funds:
 - i. at the receipt of the building permit per home under construction, or
 - ii. at the receipt of a framing permit per home under construction, or
 - iii. at the receipt of a Certificate of Occupancy.

D. Project Marketing and Communications:

PHA and HFHP will collaborate on the development of a joint marketing and communications plan to inform and encourage Sharswood resident homeowners to participate in this small-trial Home Repair project. PHA and HFHP will share the cost of printing and distributing flyers and both parties will post information about the small-trial project Home Repair Program - as part of the Choice Neighborhoods Initiatives – on their websites respectively.

E. Survey of Project Participants

HFHP shall conduct a reasonable survey of the 10 project participants designed to inform the parties how to continue and expand the engagement of Sharswood property owners in the transformation of their community, and use the survey data to also inform the final Transformation Plan on ways to engage and have substantial connection to existing property owners on the redevelopment of the neighborhood.

F. Data Sharing

HFHP and PHA shall identify and share data on homeowners participating in the program. The data will be used to track participation and individual challenges to success. The exchange of data will be subject to the provisions pertaining to confidentiality as detailed in Section 10 of this MOA.

G. Collaborative Grant Writing

HFHP will work closely with PHA to submit collaborative grants, especially those related to the development of Sharswood/Blumberg, data collection, and analysis of PHA data, as well as research grants, where appropriate.

3. **AMENDMENTS.** This MOA may be amended by the President and Chief Executive Officer of PHA and Executive Director of HFHP or through its authorized representative, in writing signed by both parties, contingent upon review by HFHP legal counsel and the PHA legal counsel. No oral representation, warranty, condition, or agreement of any kind or nature whatsoever shall be binding upon the parties hereto, unless incorporated in this agreement in the form of an amendment.
4. **SEVERABILITY.** The invalidity or unenforceability of any one or more provisions of this MOA shall not affect the validity or enforceability of the remaining portions of this MOA, unless the invalidity or unenforceability would substantially deprive a party of the benefits of this MOA.
5. **DISSOLUTION.** Either PHA or HFHP may terminate this MOA by giving thirty (30) days' notice in writing, unless a shorter period of notice is mutually agreeable, upon which all provisions in this MOA will terminate and be of no further effect except (i) any obligations to share costs incurred prior to termination pursuant to Section 2(D) of this MOA (ii) Section 6 of this MOA and (iii) Section 10 of this MOA, each of which shall survive termination.

6. DUAL HOLD HARMLESS CLAUSE. Each party to this MOA shall hold the other harmless from, and indemnify each other against, any and all third party claims, demands and actions based upon or arising out of gross negligence or willful misconduct by any activities performed by either party and its employees and agents, and shall, at the request of either party, defend any and all actions brought against either party based upon any such claims or demands.

7. TERM AND REVIEW OF MOA.

- A. The initial term of this MOA will be from July 21, 2016 to the ending date of December 31, 2019.
- B. The parties may agree to extend the term of this MOA and revise or amend the services outlined herein for up to two (2) additional one-year terms. Any such decision to extend the term of the MOA must be made in writing by December 31, 2019.
- C. If the MOA expires and is not renewed, the affiliation between the parties will be dissolved as of the end of the then-current term, upon which all provisions in this MOA will terminate and be of no further effect except (i) any obligations to share costs incurred prior to termination pursuant to Section 2(D) of this MOA (ii) Section 6 of this MOA and (iii) Section 10 of this MOA, each of which shall survive termination.

8. NOTICE. Any notice required to be given here under shall be made by U.S. Registered Mail, return receipt requested, postage pre-paid, and shall be deemed to have been received on the date noted on the receipt returned to sender. Any such notice shall be addressed as follows:

HFHP:

1829 North 19th Street
Philadelphia, PA 19121
Attention: Office of the Executive Director

Cc: Regional Housing Legal Services
2 South Easton Road
Glenside, PA 19038
Attention: Chief Counsel

Philadelphia Housing Authority:

12 S. 23rd Street
Philadelphia, PA 19103
Attention: Executive Office

With a copy to:

12 S. 23rd Street
Philadelphia, PA 19103

Attention: Office of the General Counsel & Office of Policy, Research and Enterprise Planning

9. CHOICE OF LAW. This MOA is executed pursuant to and shall be construed under the laws of the Commonwealth of Pennsylvania. In the event that a dispute arises under this MOA that cannot be resolved by the parties, jurisdiction shall rest with a Pennsylvania tribunal of competent jurisdiction.

10. CONFIDENTIALITY. As part of this MOA, PHA and HFHP may share data containing certain information including, but not limited to, information about staff, resident population, initiatives, business, operations, litigation, properties, financial condition, plans, intellectual property, trade secrets, technologies, processes, business relationships, and/or vendors. All such information furnished, whether oral, written, or recorded/electronic, and regardless of the manner in which it is furnished, is referred to in this MOA as "Confidential Information." The term "Confidential

Information* shall also include all reports, summaries, compilations, analyses, notes, or other information prepared by the either party or its representatives that are based on, contain, or reflect any Confidential Information. Unless otherwise agreed upon in writing, both parties agree (a) to keep all Confidential Information confidential and not to disclose or reveal any Confidential Information to any person, and (b) not to disclose to any person any information about the MOA or any other facts relating thereto, or the fact that Confidential Information has been made available to either parties' representatives, in each case other than to those of its representatives who are actively and directly participating in, or otherwise need to know for purposes of performing, the MOA.

Both parties agree to take the same steps to safeguard and protect the confidentiality of the Confidential Information as it takes with respect to its own confidential information. Both parties will cause its representatives to observe the terms of this article of the MOA and will be responsible for any breach of its terms by its representatives.

Both parties agree that it will use the Confidential Information only for purposes of performing the MOA.

In the event that either party is requested pursuant to, or required by, applicable law, regulation, or legal process to disclose any Confidential Information, that party will provide the other party with prompt notice of such request or requirement.

Upon completion of the MOA, each party will promptly destroy (and confirm such destruction in writing) or deliver to the other all requested Confidential Information of the other party, including all copies, reproductions, summaries, compilations, third party analyses, or extracts thereof or based thereon in its possession or in the possession of any representative thereof except for (i) any electronic copies of Confidential Information that were created pursuant to such party's standard electronic and archival procedures and (ii) any Confidential Information that is required to defend or maintain any litigation related to this MOA. Subject to the exception in the previous sentence, all Confidential Information not requested and delivered would be archived or destroyed in such a way as to protect all confidentiality.

THIS SPACE IS INTENTIONALLY LEFT BLACK

IN WITNESS WHEREOF, the parties hereto, have caused this Memorandum of Agreement to be executed by their respective officers the date and year of the hereinabove mentioned.

Habitat for Humanity Philadelphia, Inc.

Philadelphia Housing Authority

Frank Monaghan
Executive Director

Kelvin A. Jeremiah
President and Chief Executive Officer

Date

Date

RESOLUTION NO. 11877

RESOLUTION AUTHORIZING AN AMENDMENT TO THE PHILADELPHIA HOUSING AUTHORITY MOVING TO WORK ANNUAL PLAN FOR FISCAL YEAR SEVENTEEN

WHEREAS, the U.S. Department of Housing and Urban Development ("HUD") administers a Moving to Work ("MTW") Demonstration Program and the Rental Assistance Demonstration Program ("RAD"); and

WHEREAS, HUD regulations for the RAD program require that approval for the conversion of units to RAD be brought before the Board of Commissioners of the Philadelphia Housing Authority ("PHA") as an amendment to the Annual MTW Plan; and

WHEREAS, PHA has identified one hundred twenty-seven (127) public housing units to convert to the RAD Section 8 Unit Based Voucher Program, which total consists of fifty-three (53) units at Plymouth Hall and seventy-four (74) units at Norris Apartments; and

WHEREAS, PHA has fulfilled the HUD requirement of providing opportunities for resident and public participation and comment on the Amended Annual Plan, including scheduling at least one (1) public hearing, by: 1) making available copies of the Amendment to the Plan to the public and to residents as of June 7, 2016; 2) holding a public hearing on June 22, 2016; 3) posting the draft plan on PHA's website; 4) briefing Resident Leadership at the monthly RAD meeting on June 29, 2016; and 5) having a public comment period from June 7, 2016 to July 7, 2016, and also has taken into consideration any comments received;

BE IT RESOLVED, that the Board of Commissioners does hereby approve the Amendment to the MTW Fiscal Year Seventeen Annual Plan, as distributed to the Board of Commissioners and referenced herein, and authorizes PHA's Chair and/or its President & CEO or his or her authorized designee(s) to take all steps necessary to finalize and secure HUD approval of and to implement the amendment, as set forth above.

I hereby certify that this was
APPROVED BY THE BOARD ON 7/21/16

ATTORNEY FOR PHA

RESOLUTION NO. 11878

RESOLUTION AUTHORIZING THE CONVERSION UNDER THE RENTAL ASSISTANCE DEMONSTRATION PROGRAM OF PLYMOUTH HALL AND NORRIS APARTMENTS AND THE GRANTING OF AUTHORITY TO CLOSE THE TRANSACTIONS

WHEREAS, on or about March 27, 2015, the Philadelphia Housing Authority ("PHA") received authorization from the U.S. Department of Housing and Urban Development ("HUD") to convert certain public housing developments under the Rental Assistance Demonstration ("RAD") program; and

WHEREAS, Plymouth Hall Apartments is a public housing senior development that contains fifty three (53) units and Norris Apartments Phase 1 is a public housing family development that contains seventy-four (74) units that will be converted to Project Based Voucher ("PBV") assistance, to be owned by PHA or a PHA subsidiary under the applicable provisions of the HUD RAD Notice and such conversion will allow PHA to refinance the development, complete needed repairs, and fully fund reserves; and

WHEREAS, on July 21, 2016, by Resolution No. 11877, the PHA Board of Commissioners approved a RAD Significant Amendment to the PHA MTW FY 2017 Annual Plan, which included the conversion of the Plymouth Hall Apartments and Norris Apartments and is a requirement under the RAD program; and

WHEREAS, the Plymouth Hall and Norris Apartments Phase 1 will remain affordable for a minimum term of forty (40) years;

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO, and/or his designee(s), to take all reasonable and necessary actions to: 1) prepare and submit necessary documents to HUD for approval of the RAD transactions; 2) fund the reserves and repairs with PHA funds and/or appropriate financing, 3) create a wholly-owned legal entity to own the developments; and 4) execute all necessary documents and take any other actions required to close and complete the transactions.

RESOLUTION NO. 11879

RESOLUTION AUTHORIZING A CONTRACT AMENDMENT WITH LOMAX REAL ESTATE PARTNERS, MOSAIC DEVELOPMENT PARTNERS LLC, AND TN WARD COMPANY FOR MODULAR CONTRACTOR DEVELOPMENT SERVICES

WHEREAS, the Philadelphia Housing Authority ("PHA") had identified a need for modular contractor development services and, by Resolution No. 11857, adopted on April 21, 2016, the Board of Commissioners therefore authorized the award of contracts to Lomax Real Estate Partners, Mosaic Development Partners LLC, and TN Ward Company; and

WHEREAS, the contracts were for a two (2) year base period, in an aggregate not-to-exceed amount of twenty million dollars (\$20,000,000.00), with three (3) additional one-year option periods, each with an aggregate not-to-exceed amount of ten million dollars (\$10,000,000.00); with the total aggregate amount to be spent under the three contracts, including the exercise of any options, not to exceed fifty million dollars (\$50,000,000.00); and

WHEREAS, PHA is currently working on a Task Order Request for Proposal for eighty-three (83) new modular units at the Blumberg site, which would require payment in amounts that exceed the initial yearly budget limits for the above-referenced contracts; and

WHEREAS, it would be in the best interest of PHA to have the financial flexibility to use Lomax Real Estate Partners, Mosaic Development Partners LLC, and TN Ward Company to address the immediate requirements for the eighty-three (83) new modular units at the Blumberg site; and

WHEREAS, in order to have that financial flexibility, PHA seeks to amend the contracts approved in Resolution No. 11857 to allow PHA to access the total aggregate amount of funding under the contracts;

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the PHA President & CEO and/or his authorized designee(s) to amend the contracts with Lomax Real Estate Partners, Mosaic Development Partners LLC, and TN Ward Company, as set forth above, to be for the same contract period and amount as previously authorized, but without the yearly limitations on the annual contract expenditure amounts, so that the contracts may continue until such time as the not-to-exceed funding limit is met or the end of the contract term is reached, subject to the availability of funds therefor, and to take all necessary actions relating to such contracts.

RESOLUTION NO. 11880

RESOLUTION AUTHORIZING A CONTRACT WITH THE WELL WORKPLACE, LLC FOR HEALTH MANAGEMENT AND WELLNESS ADMINISTRATION SERVICES

WHEREAS, the Philadelphia Housing Authority ("PHA") issued a solicitation to locate a health management and wellness program provider to design, consult and administer health management and wellness administration services to PHA employees; and

WHEREAS, the Request for Proposal was posted on PHA's website, advertised via local publications and chambers of commerce, mailed to qualified entities on PHA's Outreach List, and distributed to those who responded to the invitation; and

WHEREAS, the proposals were reviewed and evaluated by an evaluation committee and the supporting documents were reviewed by the Contracting Officer; and

WHEREAS, based upon the consensus evaluation, it is recommended that The Well Workplace, LLC ("WellAdvantage") be selected as the health management and wellness administration provider; and

WHEREAS, it is recommended that the amount to be expended under the contract shall not exceed seven hundred twenty-two thousand two hundred dollars (\$722,200.00) with a (2) two-year base period and three (3) one-year option periods, in the following not-to-exceed amounts:

- 1) for the two-year base period is two hundred ninety-one thousand eight hundred eighty dollars (\$291,880.00);
- 2) for the first one-year option period is one hundred forty-three thousand four hundred forty dollars (\$143,440.00);
- 3) for the second option period is one hundred forty-three thousand four hundred forty dollars (\$143,440.00); and
- 4) for the third option period is one hundred forty-three thousand four hundred forty dollars (\$143,440.00);

BE IT RESOLVED, that the Board of Commissioners hereby authorizes PHA's President & CEO and/or his authorized designee(s) to conclude and execute a contract with The Well Workplace LLC ("WellAdvantage"), subject to the availability of funds therefor, as set forth above, and to take all necessary actions relating to such contract, including determining whether the options available under the contract shall be exercised.

I hereby certify that this was
APPROVED BY THE BOARD ON 7/21/16

ATTORNEY FOR PHA

RESOLUTION NO. 11881

**RESOLUTION AUTHORIZING A TASK ORDER WITH DALE CORPORATION FOR
CONSTRUCTION MANAGEMENT SERVICES FOR NORMAN B. BLUMBERG
REVITALIZATION, WHICH INCLUDES BOLTON WAY SENIOR TOWER RENOVATIONS**

WHEREAS, the Philadelphia Housing Authority ("PHA") has identified a need for construction management services for Norman B. Blumberg Revitalization, which includes Bolton Way Senior Tower Renovations; and

WHEREAS, a Task Order Request for Proposal was developed for the selection of a company to address fulfilling this requirement, according to established procedures and all applicable laws regarding public contracts; and

WHEREAS, the Task Order Request for Proposal was supplied to the appropriate companies among PHA's contracted vendors under the Large Construction Management Contract; and

WHEREAS, the proposals were reviewed and evaluated by an evaluation committee and the supporting documents were reviewed by the Contracting Officer; and

WHEREAS, based upon the consensus evaluation, it is recommended that a contract be awarded to Dale Corporation; and

WHEREAS, it is further recommended that the contract be for a total amount not to exceed thirty million thirty-five thousand one hundred sixty-four dollars (\$30,035,164.00); and

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the President & CEO, or his authorized designee to conclude and execute a Task Order contract with Dale Corporation, in a total task order amount not to exceed, thirty million thirty-five thousand one hundred sixty-four dollars (\$30,035,164.00) subject to availability of funds therefor, as set forth above.

RESOLUTION NO. 11882

RESOLUTION AUTHORIZING APPROVAL OF AWARDS OF UNIT-BASED (ALSO KNOWN AS PROJECT-BASED) VOUCHERS FOR THE VETERANS AFFAIRS SUPPORTIVE HOUSING PROGRAM SUBJECT TO AN AGGREGATE LIMIT OF 150 UNIT-BASED VOUCHERS

WHEREAS, the Philadelphia Housing Authority ("PHA") desires to increase the number of opportunities for affordable housing units in the City of Philadelphia under the Veterans Affairs Supportive Housing ("VASH") program to provide new or preserve existing low-income housing through public-private partnerships; and

WHEREAS, on July 1, 2016, the U.S. Department of Housing and Urban Development ("HUD") issued PIH Notice 2016-11 that announced the availability of a set-aside of approximately fifteen million dollars (\$15,000,000.00) in HUD-VASH funding that will support approximately two thousand (2,000) units of project based voucher ("PBV") assistance nationwide; and

WHEREAS, under the HUD PIH Notice, PHA may apply for up to one hundred fifty (150) units to be placed under PBV housing assistance payments ("HAP") contract(s); and

WHEREAS, PHA is in the process of issuing a competitive request for proposals ("RFP") seeking proposals for the development of new or existing housing for the VASH PBV units; and

WHEREAS, applications for the award of the VASH PBVs must be transmitted to HUD no later than midnight on September 9, 2016, and must identify the proposed PBV location and number of units; and

WHEREAS, approved proposals and the resulting PBV contracts typically involve the commitment of funds in excess of one hundred thousand dollars (\$100,000.00) over the entire term of the contract, which would require Board approval; and

WHEREAS, it is in PHA's interest, in order to meet administrative application deadline, for the Board to delegate its authority to the President & CEO to approve a selection and award or multiple awards of PBV contracts, subject to an aggregate limit of one hundred fifty (150) PBVs; and

WHEREAS, contracts will only be awarded consistent with the fulfillment of MBE, WBE, and Section 3 requirements, and applicable federal requirements; and

WHEREAS, the authorizations requested under this resolution would only be utilized were HUD to approve an application by PHA for the funding for the VASH PBVs and a report of proposals received and awards made would be presented to the Board no later than September 15, 2016;

BE IT RESOLVED, that the President & CEO is hereby authorized to: 1) approve awards of PBVs for proposals submitted in accordance with the terms and conditions of the VASH PBV RFP; 2) take all actions necessary to submit an application to HUD by the September 9, 2016 deadline; 3) conclude and execute contracts with the successful proposer(s) or project owner(s) subject to an aggregate limit of one hundred fifty (150) UBV's, subject to the availability of funds therefor, as set forth above; and shall report to the Board by September 15, 2016 as to proposals received and awards made under the authority granted in this resolution.

APPENDIX 2

**JULY 2016 SIGN-UP SHEET FOR THE
GENERAL PUBLIC COMMENT PERIOD
AT THE END OF THE BOARD MEETING
(3 minutes per person)**



Please **PRINT** your name and generally identify your topic:

1. Name: Vista Robinson

Maintenance Issue? Yes ___ No ___ Other (topic): Redevelopment / Sheri: Sale

2. Name: Jon Corren

Maintenance Issue? Yes ___ No Other (topic): Landlord representation on the PHA board

3. Name: Louise Hanible Case

Maintenance Issue? Yes ___ No ___ Other (topic): _____

4. Name: _____

Maintenance Issue? Yes ___ No ___ Other (topic): _____

5. Name: _____

Maintenance Issue? Yes ___ No ___ Other (topic): _____

6. Name: _____

Maintenance Issue? Yes ___ No ___ Other (topic): _____