Minutes of the Regular Board Meeting of the Urban Redevelopment Authority of Pittsburgh, Wherrett Memorial Room, 13th Floor, John P. Civic Building, 200 Ross Street

December 14, 2017 – 2:00 P.M., E.S.T.

Members Present: Messrs: Acklin, Lavelle, Ferlo
Members Absent: Hall-Russell, Gainey


Mr. Acklin called the Meeting to order and declared a quorum present.

1. **General**

   a. The minutes of the Regular Board Meeting on November 9, 2017 and Special Board Meeting of November 15, 2017 were approved as written and previously distributed.

2. **Announcements**

   a. Mr. Acklin announced Ms. Cheryl Hall-Russell’s Ph.D. award and acknowledged her success.

   b. Mr. Acklin announced the end of Mr. Ferlo’s service as a member of the Authority’s Board of Directors. He also acknowledged Mr. Ferlo’s many years of dedicated service. Mr. Lavelle thanked Mr. Ferlo for his years of dedication to public service. Mr. Rubinstein acknowledged his leadership and passion to the Authority’s Board of Directors. Mr. Ferlo thanked the administration for their hard work, and said he was very humbled by the years of support he has received.

3. **Shadyside – Hunt Armory**

   a. Exclusive negotiations with The Mosites Company, David Light, and Lafe Metz, or a related taxable entity to be formed, for a period of 90 days, with a possible 90-day extension, for the sale of the building known as the Hunt Armory, Block 84-L, Lot 283, in the 7th Ward.

Mr. Rubinstein requested Board approval of the above item.

Mr. Robert Rubinstein, Executive Director stated that on May 20, 2015, the URA entered into an Agreement of Sale with the Commonwealth of Pennsylvania for the Hunt Armory located at 324 Emerson Street in the Shadyside neighborhood of the City of Pittsburgh. In order to identify a
redeveloper for the site, a Request for Proposals ("RFP") for the redevelopment of the National Register of Historic Places and City Historic Landmark designated building was issued on June 18, 2015 when the developer that was originally selected was unable to proceed, a second RFP was issued on May 4, 2017. Any proposed redevelopment plan will require the approval of the Commonwealth of Pennsylvania and the Pennsylvania Historical and Museum Commission ("PHMC").

RFP Process
An overview of the RFP process is outlined below:

Public Meeting I: SWOT Analysis
First RFP issued
Second RFP Issued
RFP Deadline
Initial Proposal Evaluations
Public Meeting II: Redeveloper Presentations
Community Survey Open
Final Proposal Evaluation
Farmers Market Presentation
Redeveloper Interviews
URA Board Meeting, Community Survey Closed

Monday, June 8, 2015
June 18, 2018
Thursday, May 4, 2017
Friday, June 30, 2017
Tuesday, July 11, 2017
Wednesday, July 26, 2017
Tuesday, August 1, 2017
Wednesday, August 23, 2017
Saturday, September 23, 2017
Friday, December 8, 2017
Thursday, December 14, 2017

Community Meetings
Prior to the 2015 RFP issuance, City Council District 8 Councilman Dan Gilman convened community stakeholders, including the family of Captain Alfred E. Hunt, the Sacred Heart Church, the Calvary Episcopal Church, the Sacred Heart Elementary School, the DePaul School for Hearing and Speech, the Shadyside Action Coalition, the Shadyside Chamber of Commerce, neighbors, and service members who have served in the Hunt Armory, to share thoughts about the redevelopment process. At that time, stakeholders decided the URA should take control of the building, rather than pursuing a direct sale by the Pennsylvania Department of General Services, for two key reasons: (1) to allow the community to provide input, and (2) to ensure the building was not sold simply on a speculative basis. Stakeholders further agreed that that the RFP review committee established should include an Emerson Street resident, a representative from Shadyside Action Coalition, and a representative from the Shadyside Chamber of Commerce in order to ensure community participation.

During the RFP process, two large community meeting were attended by approximately 250 individuals. The first meeting in 2015 included a SWOT (strengths, weaknesses, opportunities, and threats) analysis for the site, as well as a discussion of the process moving forward. The second meeting in July 2017 allowed the four respondents to present their plans and answer questions from the community. A final public appearance was later made by the proposers at the Shadyside Farmers Market to respond to remaining questions.
Community Survey
A community survey was designed by the Office of Councilman Dan Gilman and hosted on the front page URA website to collect feedback on the four proposals from the internet-connected neighborhood.

In summary, the community influenced the RFP process through representation on the review committee, attendance at a public meeting and farmers market, responses to the community survey, and outreach through written, email, and phone communication to the URA Board of Directors, the Office of Councilman Dan Gilman, and the Office of Mayor William Peduto.

RFP Review Committee
An RFP review committee was convened with input on its composition from community stakeholders, Councilman Dan Gilman, and the URA. The committee included eight (8) individuals representing the community, Shadyside Action Coalition, Shadyside Chamber of Commerce, Department of City Planning, Alder Court Apartments, and the URA. The review committee was responsible for reviewing the RFP submissions and summarizing their findings to the URA Board of Directors. All submissions were thoroughly reviewed and analyzed according to a range of criteria, including but not limited to:

- acquisition offer,
- economic viability of the plan,
- capacity to attract and secure financing with minimum public subsidy,
- redeveloper capacity and experience,
- compatibility with community goals and Shadyside Action Coalition’s vision for community,
- sustainable design standards,
- scale of development,
- approach to parking,
- safe traffic circulation surrounding property in light of current uses,
- mitigation of excessive noise during construction and operations, and
- community access to property on periodic or ongoing basis.

The URA received four (4) responses to the RFP issued on May 4, 2017. Each of the respondents presented their proposals at a community meeting on July 26, 2017, after the June 30, 2017, deadline. The proposals offered a wide range of adaptive reuses for the Hunt Armory, including an entertainment venue with senior residences, ice rink with offices, entertainment venue with condos, and recreational retail destination. Based on the RFP criteria, response to community concerns, and analysis by URA staff, the review committee recommends the Mosites, Light, and Metz team to the URA Board of Directors. We are now requesting authorization to enter into exclusive negotiations with the Redeveloper for a period of 90 days, with a possible 90 day extension at the discretion of the Executive Director.
Next Steps
During the exclusive negotiations period, URA staff will work with the Redeveloper to further refine and revise their redevelopment plan and submit an acceptable URA Redevelopment Proposal Package.

Principals
Steve Mosites
President, The Mosites Company
715 Henry W. Oliver Building
535 Smithfield Street, Suite 715
Pittsburgh, PA 15222

David Light
CEO, Kinetix Projects LLC

B. Lafe Metz
Partner, Buchanan Ingersoll & Rooney PC
One Oxford Centre
301 Grant St
Pittsburgh, PA 15219

Mr. Steve Mosites, President of The Mosites Company, was present, Mr. Mosites stated that the community process for this project has not yet begun. He gave an overview of the Hunt Armory space and presented the layout for future development office space, parking, and the design of two ice skating rinks. He spoke about opportunities the two ice skating rinks will bring to the community. Mr. Ferlo was pleased that a more community-based and open RFP was issued for this project. Mr. Acklin stated that this is a complex project, and acknowledged The Mosites Company’s willingness to take on this project. Mr. Ferlo requested that City Council become involved with this project.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 340 (2017)

RESOLVED: That exclusive negotiations with Mosites Company, David Light, and Lafe Metz, or a related taxable entity to be formed, for the sale of the building known as the Hunt Armory, Block 84-L, Lot 283, in the 7th Ward, for a period of ninety (90) days, with a possible ninety (90) days extension at the discretion of the Executive Director are hereby approved.
4. **Bethesda Homewood Redevelopment**

1. UDAG Program Income Fund (UPIF) loan agreement with East Liberty Development, Inc. (ELDI) and/or a to be formed entity in the amount of up to $500,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Tom Cummings, Director of Housing stated that authorization is requested to enter into the above-referenced loan agreement with East Liberty Development, Inc. ("ELDI") or a to-be-created entity with ELDI as the general partner. The loan will be used as part of a larger financing package to acquire, evaluate, maintain and improve 140 scattered-sites formerly Section 8 Project Based rental units in 32 separate properties. 124 units are in Homewood, 10 units are in Garfield, and six units are in Larimer.

The properties are approximately 75% occupied. The physical condition of the properties is very poor; over the last several years, the portfolio received failing REAC scores when the U.S. Department of Housing and Urban Development ("HUD") conducted annual inspections of the properties. The current owner did not make needed improvements to the portfolio, and in 2017, the property received a REAC score of 9 (on a scale of 1 to 100). Therefore, in August 2017, HUD abated the Project Based Section 8 contract which means the owner is no longer receiving monthly operating subsidy from HUD to pay a portion of the tenants’ rents. Additionally, HUD has hired a relocation specialist and is working with the existing tenants and the Housing Authority of the City of Pittsburgh ("HACP") to provide Section 8 relocation vouchers and assist in relocating them from the property.

Several community organizations including ELDI, Bloomfield Garfield Corporation, the Larimer Consensus Group, and the Homewood Community Collaborative became very concerned that the existing tenants would not be able to find quality affordable housing in Pittsburgh’s east end. They were also concerned about what may happen to the properties and how these deteriorated properties may affect real estate values in the surrounding areas. Therefore, ELDI entered into a sales agreement with the existing owner. They also approached the philanthropic community and are in the process of raising funds to acquire the properties, repair the properties in need of the least amount of work, and continue to operate the units that can be easily repaired so that not all the households will need to be relocated. A larger strategy will then need to be developed by the community for the eventual rehabilitation, and/or demolition/new construction of the portfolio.

The lead development entity for the project is ELDI. ELDI is located at 100 N. Sheridan Avenue, 4th floor, Pittsburgh, PA 15206. Maelene Myers is the Executive Director.

URA Board approval is contingent upon:
• The successful creation of a to-be-determined ownership entity.
• Securing all financial sources needed to acquire the property, perform some rehabilitation, and maintain the property for at least a three-year interim/stabilization period.

Details of the development are as follows:

Developer: East Liberty Development, Inc. or to-be-formed entity
Location: Scattered sites in Homewood, Larimer, and Garfield
Description: The acquisition and stabilization of a 140-unit scattered site Project-Based Section 8 portfolio

Total Acquisition/Stabilization Costs: $ 5,883,053

**URA Financing Sources:**
- URA UDAG PIF loan $ 500,000 (2% Interest, three-year term)
- Total URA Financing $ 500,000

**Other Financing Sources:**
- Heinz Endowments $ 900,000
- Pending Foundation grants $ 2,833,053
- TBD First Mortgage $ 1,600,000
- City Demolition Escrow Release $ 50,000
- Total Other Financing $ 5,383,053

Program Benefit: By acquiring this portfolio, the number of households that need to be relocated and/or displaced is minimized. Rehabilitation and future development will also help to reduce slum and blight and stabilize the neighborhoods.

Real Estate Loan Review Committee: To be presented at the December 13, 2017 Real Estate Loan Review Committee.

Mr. Cummings stated that the parcels on this property are privately owned. Kendall Pelling, of ELDI, was present. Mr. Pelling stated the properties are owned by Homewood Residential Properties LP. Mr. Acklin asked the amount that the current owners would receive from this acquisition. Mr. Pelling answered that the net proceeds would be between $300,000.00 and
$400,000.00. Mr. Acklin asked if a claim can be filed to recover monies from previous HUD funding. Mr. Pelling answered that HUD has the potential to file a claim against the current owners. Mr. Acklin suggested that rental registration be established in the City because of the current issues with landowners/landlords misusing federal funds. Mr. Ferlo is pleased to see ELDI take on this project.

Jerome Jackson, of Operation Better Block, was present. Mr. Jackson stated that he appreciates the Board and ELDI’s efforts, but asked that the Board take into consideration the Homewood residents’ concerns about ELDI’s management.

Mr. Ferlo requested to amend the resolution to include an MOU with ELDI and appropriate community based groups before advancing financing.

Mr. Lavelle asked about the timeline for the total financing package. Mr. Pelling answered that it will depend on the various foundations’ timeline for funding. Mr. Lavelle suggested that the Authority funding be contingent on the final MOU between the community and ELDI.

Reverend Samuel Ware, Acting Chairman of the Homewood Community Development Collaborate, was present. Reverend Ware stated that he feels that the Authority and the foundation community have worked quickly to resolve this crisis, and, consequently, may not have given community organizations sufficient input. He stated that he appreciates the Authority and ELDI’s efforts.

Mr. Lavelle suggested that the MOU include a condition in the financing package that the properties would be maintained as affordable.

Erica Yesko, of the CEA, was present. Ms. Yesko expressed concern about the displacement of current tenants.

Mr. T. Rashard Byrdsong, of the CEA, was present. Mr. Byrdsong introduced a displaced resident, Kimberly to speak. Kimberly stated that the conditions of the unit she had been living in were deplorable.

Kevin Quisenberry, Esquire, of the Community Justice Project, was present. Mr. Quisenberry stated that he is representing Kimberly and other residents to fight displacement, to preserve this property and to preserve the subsidy that is represented under HUD/HAP contract either on site or in the City.

Mr. Larry Meadows, Jr., of the Homewood Children’s Village, was present. Mr. Meadows stated that there are 96 units affected by this project housing between 300 and 400 individuals.
Mr. Acklin motioned for an amendment including an MOU to be obtained before the financing for this project moves forward, and that terms be included into the financing agreement.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted, as amended:

RESOLUTION NO. 341 (2017)

RESOLVED: That a loan to East Liberty Development, Inc., or a to be formed entity, to acquire, evaluate, maintain, and improve 140 scattered sites, in an amount not to exceed $500,000.00, payable from the UDAG Program Income Fund, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a loan agreement and related documents therefor, which documents shall include provisions to preserve affordable housing, include rights of first refusal for existing tenants, and require the borrower or its affiliate to execute a memorandum of understanding with applicable community groups, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

5. Homewood – Kelly Hamilton Homes

1. Redevelopment Proposal, form of disposition contract, final drawings, final evidence of financing and execution of a deed for the sale of the following properties to the Housing Authority of the City of Pittsburgh for $1.00, plus costs:

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Mr. Rubinstein requested Board approval of the above item.

Mr. Cummings stated that in January 2017, authorization was given to enter into exclusive negotiations with the Housing Authority of the City of Pittsburgh ("HACP") for 25 parcels in the 13th Ward. We are now requesting authorization to approve HACP's proposal and enter into a disposition contract with them for these parcels, which contain a total area of approximately 94,944 square feet, or 2.18 acres, and are located along Formosa Way and Hamilton Avenue in Homewood. We are also requesting authorization to approve the final drawings and the final evidence of financing and to execute a deed.

HACP will own the lots and will enter into a ground lease with the developer, which is a partnership between KBK Enterprises, LLC, and HACP's development affiliate, Allies & Ross Management and Development Corporation. The developer intends to use the assembled site plus an adjoining 1.68-acre HACP property to construct a mixed-income rental community to replace units from the former Addison Terrace public housing community.

A 4% Low Income Housing Tax Credit project, Kelly Hamilton Homes will involve new construction of 58 one-, two-, and three-bedroom units in single-family detached, townhouse, and stacked units. Of the 58 units being developed, 42 will be tax credit affordable and 16 will be market rate. Total development costs are budgeted at approximately $22 million.

The properties at 7001 and 7014 Hamilton Avenue contain vacant structures, while those at 7076 Hamilton Avenue are improved with a parking lot. The remainder are vacant land.

The Housing Authority of the City of Pittsburgh is a public-housing authority with a mailing address of 200 Ross Street, Pittsburgh, PA 15219. Caster D. Binion is the Executive Director. Keith B. Key Enterprises is a private company with an office at 4249 Easton Way, Suite 220, Columbus OH 43219. Keith B. Key is President and CEO.

Cheryl Fuller, of the Homewood Concerned Citizens Council, was present. Ms. Fuller stated that her organization and other Homewood based organizations are concerned about the outcome of this development that is in the best interest of the Homewood residents.

Mr. T. Rashard Byrdsong, of the CEA stated that he supports this initiative because of the lack of development in Homewood for the past twenty-five years.
Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 342 (2017)

RESOLVED: That the Redevelopment Proposal submitted by the Housing Authority of the City of Pittsburgh for the following properties, and execution of a disposition contract by sale for $1.00, plus costs are hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute said disposition contract and related documents, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto; and it is

RESOLVED FURTHER: That the final drawings and evidence of financing submitted by the Housing Authority of the City of Pittsburgh for the following properties, are hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a deed and all documents necessary to effectuate the sale thereof, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto:

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6. Homewood – Homewood Coliseum

1. Option Agreement with ANTAR Corporation, for $5,000.00, for the purchase of Block 174-K, Lot 174, in the 13th Ward (7310 Frankstown Avenue), known as the Homewood Coliseum.

2. Agreement of Sale with ANTAR Corporation for the purchase of Block 174K, Lot 174, in the 13th Ward (7310 Frankstown Avenue), known as the Homewood Coliseum, for $410,000.00.

3. Authorization to submit funding application(s) to governmental entities, philanthropic organizations, and other entities.

Mr. Rubinstein requested Board approval of the above items.

Mr. Rubinstein stated that authorization is requested to enter into an Option Agreement with ANTAR Corporation for the purchase the Homewood Coliseum, Block 174-K, Lot 174, in the 13th Ward (7310 Frankstown Avenue). The Homewood Coliseum is an approximately 29,000-square-foot vacant structure located on a one-acre site in the Homewood North neighborhood of Pittsburgh. The payment for the up-to-12-month option period is $5,000.00. During the option period the URA will conduct due diligence activities and determine whether to acquire this property.

Should the URA determine to acquire the Homewood Coliseum, we are also requesting authorization to enter into an Agreement of Sale with ANTAR Corporation. The acquisition price for this property will be $410,000.00. Although the URA has not yet conducted full due diligence on this property, staff is aware of certain repair and stabilization work that needs to be performed on the property’s roof. Accordingly, at closing, $75,000.00 of the acquisition price, less the amount necessary to fully satisfy any outstanding loans from URA to ANTAR Corporation or its equity owners, will be paid to ANTAR Corporation, and the balance of the acquisition price will be placed in an escrowed account at the URA to be used as payment for the repair and stabilization of the roof. Any portion of such escrowed funds that is not utilized by the URA towards verifiable repair and stabilization costs within twenty-four (24) months of closing will be forwarded to ANTAR Corporation. Funding sources for this potential acquisition are 2015 City Paygo Strategic Site Assembly, 2016 City Paygo Brownfield Development and/or Leased Land funds.

ANTAR Corporation is a Pennsylvania corporation with a mailing address of 7925 Inglenook Place, Pittsburgh, Pennsylvania 15208. John Brewer is its president.

Mr. Ferlo stated that he is appreciative of all parties involved in this project, and is in support of this project. Mr. Rubinstein explained that the comprehensive plan is currently ongoing and that he hopes that as a community asset this plan will be incorporated to help guide the future of this
building. Mr. Ferlo asked if a budget line item for redevelopment assistance capital program (RCAP) is in the authorization. Mr. Rubinstein stated that this had been covered previously.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 343 (2017)

RESOLVED: That the execution of an option agreement with ANTAR Corporation, to acquire Block 174-K, Lot 174, in the 13th Ward (7310 Frankstown Avenue), for $5,000.00, is hereby approved; and the Executive Director or Director of Finance, on behalf of the Authority is authorized to execute an option agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 344 (2017)

RESOLVED: That the acquisition of Block 174-K, Lot 174, in the 13th Ward (7310 Frankstown Avenue), known as the Homewood Coliseum, from ANTAR Corporation, for $410,000.00, payable from 2015 City Paygo Strategic Site Assembly, 2016 City Paygo Brownfield Development and/or Leased Land funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to execute an agreement of sale and all documents required for said acquisition, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 345 (2017)

RESOLVED: that submission of application(s) for funding for the Homewood Coliseum project to governmental entities philanthropic organizations, and other entities, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to execute such applications and all documents required for receipt of such funding therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
7. **Lincoln-Lemington – Former Lemington Home for the Aged - Multifamily Financing Inducement Resolution.**

   1. Official Action to Register the Intent to Issue Multifamily Debt for the former Lemington Home for the Aged building in the amount of up to $6.0 million.

   2. Requests for Proposals for Bond Counsel.

Mr. Rubinstein requested Board approval of the above items.

Mr. Cummings stated that authorization is requested for an official action to register the Intent to Issue Multifamily Financing Debt for the redevelopment of the former Lemington Home for the Aged. The redevelopment will include the acquisition and adaptive reuse of the building into senior housing, plus first floor commercial space. Authorization is also requested to issue a Request for Proposals for legal services for a firm to represent the Authority in the transaction.

The subject property is the former Lemington Home for the Aged located at 1625 Lincoln Avenue in Pittsburgh’s Lincoln-Lemington neighborhood. There will be 54 one-bedroom apartments (48 of which will be compliant with Uniform Federal Accessibility Standards), with 18 apartments each on floors two through four, and a mix of senior support and community services and management/community space for residents on the first floor. The financing plan will restrict occupancy to households with incomes up to 60% of area median income. The developer has secured a preliminary commitment of Project-Based Section 8 rental assistance through the Housing Authority of the City of Pittsburgh (HACP) to ensure long-term rental affordability.

The senior support space will consist of a licensed adult day center. The adult day operation will provide services that will promote independent living for the on-site residents as well as nearby residents living at the adjacent Eva P. Mitchell senior apartment building. The planned services will include housekeeping, laundry and two daily meals. Residents will participate in the services without additional household expense.

The first-floor space will also include sufficient square footage to support a community health clinic, including back-office operations. The current plan has approximately 8,200 square feet set aside for the clinic and related uses. The developer has secured a letter of intent to lease the first-floor space set aside for the community clinic. The redevelopment plan includes on-site parking and separate entrances for the residents and each commercial user.

The estimated project cost is $8.05 million (with total project costs up to a maximum of $9,500,000). The preliminary permanent financing plan will require a new $3.6 million permanent first mortgage, $2.9 million in low income housing tax credit (LIHTC) equity, and an HACP gap financing loan in the amount of $1.55 million.

The developer plans to acquire the building in December 2017. The application for Volume Cap will be submitted to the Pennsylvania Housing Finance Agency (PHFA) in the first quarter of 2018. Closing is planned for August 2018.
The owner is 1625 Lincoln LLC. The developers are Ralph A. Falbo, Inc. and AWK Development. The proposed new ownership entity is Redo1625 LP – a-to-be-formed Pennsylvania Limited Partnership consisting of Ralph A. Falbo, Inc. and AWK Development. Michael Polite, of Ralph A. Falbo, Inc., is the Chief Operating Officer of the Managing General Partner. The general contractor is SRK Construction. The architect is PWWG.

Mr. Lavelle stated that he is fully supportive of this project.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolutions were adopted:

RESOLUTION NO. 346 (2017)

WHEREAS, the Urban Redevelopment Authority of Pittsburgh (the “Authority”) is a body corporate and politic, duly organized and existing pursuant to the constitution and the laws of the Commonwealth of Pennsylvania; and

WHEREAS, the Authority desires to finance certain capital expenditures to be located at 1625 Lincoln Avenue, in the 12th Ward of the City of Pittsburgh, Allegheny County, Pennsylvania (the "City") relating to the rehabilitation/redevelopment of the former Lemington Home for the Aged building into approximately 54 affordable rental units and a mix of senior support and community services and management/community space for the residents (the "Project"); and

WHEREAS, the Developer, a proposed new ownership entity named Redo1625 LP, a to-be-formed Pennsylvania Limited Partnership consisting of Ralph A. Falbo, Inc. and AWK Development, is applying for an allocation of 4% Low-Income Housing Tax Credits from the Pennsylvania Housing Finance Agency (“PHFA”) to finance a portion of the Project; and

WHEREAS, a portion of the costs of the Project may be financed by the issuance of conduit tax-exempt bonds or notes by the Authority issued in accordance with Section 142(d) of the Internal Revenue Code of 1986, as amended (the "Code").

NOW, THEREFORE, the Authority hereby resolves and declares its intent under Treasury Regulation § 1.150-2 to issue bonds or notes (the “Conduit Tax Exempt Debt”) to finance the capital costs of the Project, together with costs of issuance and reasonably required reserves, subject to the following conditions:

1. The maximum principal amount of Conduit Tax Exempt Debt expected to be issued to finance the Project is $6.0 million.

2. Pending issuance of the Conduit Tax Exempt Debt, the Authority may finance the Project with other funds which will be reimbursed with the proceeds of the Conduit Tax Exempt Debt, provided that (a) the Conduit Tax Exempt Debt shall not be used to reimburse any expenditure paid more than 60 days prior to the present date; (b) the Conduit Tax Exempt Debt
shall not be issued more than 18 months after the later of (i) the date of the first expenditure to be reimbursed with the proceeds of the Conduit Tax Exempt Debt, or (ii) the date the Project is placed in service; and (c) in no event may the Conduit Tax Exempt Debt be issued more than three years after the date of the first expenditure to be reimbursed with the proceeds of the Conduit Tax Exempt Debt; and provided further that the limitations of this paragraph 2 shall not apply to qualified "preliminary expenditures" as permitted by Treasury Regulation § 1.150-2(f).

3. Issuance of the Conduit Tax Exempt Debt shall be subject to documentation acceptable to the officers of the Authority.

4. All prior acts of the officials, agents and employees of the Authority which are in conformity with the purpose and intent of this Resolution, and in furtherance of the Project, shall be and the same hereby are in all respects ratified, approved and confirmed.

5. All other resolutions of the Authority, or parts of resolutions, inconsistent with this Resolution are hereby repealed to the extent of such inconsistency.

6. This Resolution shall take effect immediately upon its passage.

ADOPTED at a regular meeting held this 14TH day of December 2017.

RESOLUTION NO. 347 (2017)

RESOLVED: That the issuance of a request for proposals for Bond Counsel is hereby approved.

8. East Liberty – Larimer/East Liberty Choice Neighborhood Phase II

1. Second Amendment to Grant Agreement with the Housing Authority of the City of Pittsburgh for an increase of $1,454,400.00, for a total Grant Agreement amount of up to $4,726,800.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Cummings stated that authorization is requested to execute a second amendment to a grant agreement with the Housing Authority of the City of Pittsburgh ("HACP") increasing the grant from $3,272,400 to a total grant amount of up to $4,726,800. At its meeting of February 9, 2017, the Authority authorized a grant between the Authority and HACP in an amount not to exceed $3,272,400 to cover demolition, site preparation and public improvement costs to support the East Liberty/Larimer Choice Neighborhoods 150-unit Phase II development. Community Development Block Grant ("CDBG") funds from years 2015 and 2016 were used to cover the $3,272,400 in expenses.
On June 20, 2017, the URA entered into a grant agreement in the amount of $2,652,062 and on November 6, 2017 the URA increased the grant amount to $3,272,400 under a first amendment to grant agreement.

The Authority will use 2017 CDBG funds to pay for the second amendment. The 2017 CDBG funds were not yet available when the initial grant agreement was executed. The subject funds are part of the City of Pittsburgh’s multi-year $12.0 million matching commitment for the $30.0 million Choice Neighborhood Implementation Grant. The grant agreement allows payments to be made to either HACP or Allies & Ross Management and Development Corporation, HACP’s non-profit development affiliate.

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolutions was adopted:

RESOLUTION NO.348 (2017)

RESOLVED: That amendment of the Grant Agreement with the Housing Authority of the City of Pittsburgh, for an increase of up to $1,454,400.00 to cover demolition, site preparation and public improvement costs to support the East Liberty/Larimer Choice Neighborhoods 150-unit Phase II development, payable from 2017 CDBG funds, for a total Agreement amount not to exceed $4,726,800.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an amendment therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

9. **Cooperation Agreement**

   1. Foreclosure Acquisition and Stabilization Program Cooperation Agreement with Pittsburgh Housing Development Corporation.

Mr. Rubinstein requested Board approval of the above item.

Mr. Cummings stated that in November 2016, the Authority approved a $500,000 UDAG Program Income Fund ("UPIF") loan to the Pittsburgh Housing Development Corporation ("PHDC") to enable the PHDC to acquire properties (initially financed with URA funds) that are being foreclosed upon. In most of these cases the Authority is in a subordinate lien position to the senior mortgagee, and the Authority’s mortgage(s) are wiped out at the Sheriff’s sale. In some cases, properties are sold at a discount and/or converted to substandard rental housing.

To protect URA investment in developments where the Authority has provided financing, to encourage the availability of affordable housing, and to discourage the proliferation of absentee landlords, PHDC is working to acquire foreclosed properties directly at Sheriff’s sale and return
them to the private market. By bidding at Sheriff’s sale, PHDC is trying to achieve one of four end results:

(1) Purchasing a property outright for resale;
(2) Pushing the bid price high enough to cover the outstanding URA mortgage balance;
(3) Pushing the bid price high enough to discourage low quality rental properties; or
(4) Pushing the bid high enough to maintain surrounding values in the neighborhood.

To provide a mechanism for the return of URA funds in those instances where PHDC is successful in acquiring a foreclosed property, a cooperation agreement between URA and PHDC is being proposed. This agreement would outline certain fees associated with URA staff time and provide for the return of any net proceeds from the final sale of properties acquired from Sheriff’s sale to the URA, in order to offset both the loss from its initial investment and the cost of staff time for monitoring the Sheriff’s sale process. Net Sales proceeds are defined as “the difference between the sale price of the ... Property and PHDC's total costs, which costs include, but are not limited to, the cost of acquisition, developer fees, all rehabilitation expenses and closing costs, and the URA Legal Fee.” In the event that there are no Net Proceeds available at a final sale, no funds would be returned to the URA.

PHDC has already acquired two properties under the previously authorized $500,000 UPIF loan and is preparing to rehabilitate them for sale to income qualified homebuyers. PHDC is the Authority’s in-house housing development affiliate.

Mr. Ferlo asked for an explanation of the process regarding this item. Mr. Jason Hobbes, the Authority’s Senior Counsel, explained that the agreement between the Authority and PHDC would allow the Authority to recover its loan funds from homes the Authority financed as a second deferred Lender.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION 349 (2017)

RESOLVED: That the execution of a cooperation agreement with Pittsburgh Housing Development Corporation to authorize the Authority to provide assistance to PHDC with regard to the Foreclosure Acquisition and Stabilization Program, and to provide a mechanism for the return of Authority funds, among other things, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute such agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
10. **City-Wide - Adoption of a Tenant Protection Policy for Projects that Involve the Sale of Public Land or Receive Public Financial Support.**

1. Adoption of a tenant protection policy for the projects that involve the sale of public land or receive public financial support.

Mr. Rubinstein requested Board approval of the above item.

Mr. Cummings stated that authorization is requested to officially adopt a tenant protection policy for the projects that involve the sale of public land or receive public financial support. In 2015 and 2016 the City of Pittsburgh commissioned an Affordable Housing Task Force to study the availability of and the need for affordable housing in the City and to make recommendations regarding the preservation and creation of affordable housing. The Task Force recommended actions such as studying incentive zoning and inclusionary housing policies, creating an affordable housing database, creating a preservation housing policy, etc. In the first quarter of 2017, the Mayor issued Executive Orders to the Authority, the Housing Authority of the City of Pittsburgh (HACP) and various City Departments to begin to study and implement certain policies regarding affordable housing. One Executive Order issued to the Authority was to create and adopt a tenant protection policy.

The Authority reviewed statutory law, the affordable housing task force report, and feedback from advocacy groups and drafted the attached tenant protection policy.

Mr. Acklin asked if the Authority developed these policies. Mr. Hobbes answered that the Authority drafted the policies internally with the Authority’s Housing Department and the Authority’s Legal Department.

Kevin Quisenberry, Esquire, made suggestions in regard to the Tenant Protection Policy. Mr. Ferlo suggested that Mr. Quisenberry submit a legal memo with his comments, and motioned the Authority’s legal and Housing Department to consider the points Mr. Quisenberry has raised.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:
RESOLUTION 350 (2017)

RESOLVED: That adoption of a tenant protection policy for the projects that involve the sale of public land or receive public financial support is hereby approved, and that the policy may be further revised by the Authority staff to increase its scope and effectiveness is hereby approved:

Tenant Protection Policy

Background:
In Executive Order 2017-01, Mayor William Peduto directed the URA to develop “a set of policies that provides for increased tenant protections on projects involving the sale of public land or receiving public financial support.”

Policy:
In any transaction where the URA conveys land or lends or grants funds for a development project that includes more than twenty (20) residential rental units, the URA will include in the deed or long-term lease and/or funding agreement provisions reflecting the following principles:

- Mandatory compliance with the Pennsylvania Landlord and Tenant Act, 68 P.S. §§ 250.101 et seq.;
- Minimum notice prior to a Multiple Lease Termination Event (defined as the termination/non-renewal of more than 10% of residential units in any building or apartment complex within a sixty day period for reasons other than non-payment of rent);
  - Notice period depending on the scale of the eviction event, with a minimum of 90 days and maximum of one year.
- Landlord-provided relocation assistance in the event of a Multiple Lease Termination Event, including specified dollar amounts (pinned to CPI or other inflationary indicator) per residential unit subject to relocation;
- Mandatory notice to tenants of specified assistance and support services prior to a Multiple Lease Termination Event;
- Mandatory notice to local government entities prior to a Multiple Lease Termination Event;
- Written acknowledgment in appropriate documents that injunctive relief is appropriate to remedy a violation of terms based on these principles.
11. **Lower Hill/Uptown – Ecolnnovation District**

1. Final drawings, evidence of financing, and execution of a deed for the sale of Block 2-H, Lot 53, in the 3rd Ward (also known as Lot 5-B in NRG Subdivision Plan No. 1, and as a portion of Lot E), to NRG Energy Center Pittsburgh LLC for $238,875.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Nathan Clark, the Authority’s Interim Real Estate Director, stated that at its meeting of June 8, 2017, the Board of this Authority approved NRG Energy Center Pittsburgh LLC’s proposal to redevelop Block 2-H, Lot 53 (Lot 5-B in the NRG Subdivision Plan No. 1), a 9,557-square-foot parcel located along Colwell Street, Stevenson Street, and Our Way in the 3rd Ward, and authorized execution of a disposition contract by sale for a purchase price of $238,875.00.

NRG will place subsurface infrastructure serving the adjoining district energy plant in this parcel and develop and maintain a landscaped green space on Lot 5-B until such time as the existing district energy plant is expanded. Any expansion of the district energy plant onto Lot 5-B is subject to additional URA approvals. The green space development costs are estimated at $178,882.00.

Authorization is now requested to approve final drawings and evidence of financing and to execute a deed for the sale of this property. The approval is conditioned on NRG’s agreement to continue its outreach to MWBE firms as the project progresses and when operations begin.

NRG Energy Center Pittsburgh LLC is a Delaware limited liability company. It has a mailing address at 111 South Commons, Pittsburgh, PA 15212.

There were no discussions among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

**RESOLUTION NO. 351 (2017)**

RESOLVED: That the final drawings and evidence of financing submitted by NRG Energy Center Pittsburgh LLC for Block 2-H, Lot 53, in the 3rd Ward (also known as Lot 5-B in NRG Subdivision Plan No. 1, and as a portion of Lot E), are hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a deed and all documents necessary to effectuate the sale thereof, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
12. **Pittsburgh Technology Center – Parcel 4b**

1. Redevelopment Proposal and form of a disposition contract for the sale of Parcel 4b, Block 29-B, Lot 302, in the 4th Ward to Burns & Scalo Equities, LLC or another entity to be formed, for $539,055.00, plus costs.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to accept a proposal and enter into a Disposition Contract with Burns & Scalo Equities, LLC, (BSE) or another entity to be formed, for the conveyance of Parcel 4b in the Pittsburgh Technology Center. This parcel contains a total land area of approximately 1.089 acres, which has been appraised at $539,055 or $495,000 per acre. BSE plans to construct a six-story, 155,932 square-foot Class A office building on a speculative basis, known as the Riviera. The disposition contract for this transaction will call for BSE to close on its purchase of the property within six (6) months of the date of this Board meeting. BSE plans to purchase up to 200 monthly parking passes at 401 Technology Drive for distribution to the tenants and visitors of the Riviera. Total project costs are estimated at $34,678,265. Prior to the sale of this property, the proposed development will again be presented to the URA Board for approval of final working drawings and evidence of financing and for authorization to execute the deed.

The Redeveloper intends to form a new special purpose entity to acquire and develop the facility. The known partners will be James D. Scalo, in the form of a Trust. Burns & Scalo Equities, LLC is a Pennsylvania limited liability company with a mailing address of 965 Greentree Road, Suite 400, Pittsburgh, PA 15220. James D. Scalo is President and CEO.

Mr. Ferlo asked about the number of remaining lots. Mr. Rubinstein answered that four lots are currently available including this one. Mr. Ferlo recognized Burns & Scalo Equities for moving forward with this project.

James Scalo, of Burns & Scalo Equities, LLC, was present. Mr. Scalo explained that the parking garage located behind this building is an Authority lot and is currently occupied at 50%. He has spoken to the Administration about infrastructure improvements. Mr. Ferlo asked about LEED certification. Mr. Scalo answered that the project will be fully sustainable. Mr. Ferlo asked regarding the pricing of the parcel. Mr. Rubinstein answered that the property was reappraised and repriced because this property was previously sold for expansion parking and landscaping.

Vivien Li, President and CEO of Riverlife, was present. Ms. Li stated that she had met with Mr. Scalo and were pleased with this project.
Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 352 (2017)

RESOLVED: That the Redevelopment Proposal submitted by Burns & Scalo Equities, LLC or another entity to be formed, for the sale and redevelopment of Parcel 4b, Block 29-B, Lot 302, in the 4th Ward, for $539,055.00, plus costs, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a disposition contract by sale in substantial conformity with said Redevelopment Proposal, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

13. East Liberty – CUBE


2. Redevelopment proposal and form of a disposition contract for the sale of Block 84-E, Lot 118, in the 8th Ward, to Baum Grove, LP, for $212,500.00.

Mr. Rubinstein requested Board approval of the above items.

Mr. Clark stated that at its meeting of February 9, 2017, the Board of this Authority authorized acceptance of a proposal for the purchase of Block 84-E, Lot 118, by Baum Grove, LP, for additional parking for the adjoining Cube Creative Space, a space for makers and entrepreneurs to test out their business concepts that houses more than 20 entrepreneurs, nonprofits, programmers, start-ups, and other small businesses.

Since February, Baum Grove, LP, has been in negotiations with prospective tenants and has returned with a new proposal to reconfigure the entire 44,300-square-foot block bounded by Baum Boulevard, Euclid Avenue, Commerce Street, and Beatty Street. They will remove part of the existing Cube Creative Space building; renovate and expand the remainder; expand the parking area; and enter into a ground lease with a top-ten U.S. financial institution to construct a 9,100-square-foot, two-story office and retail building on the URA’s 4,000-square-foot parcel at the western end of the block. Total redevelopment costs are budgeted at $5.67 million.

We are now requesting authorization to rescind the prior Board action and to accept the new proposal and enter into a disposition contract with Baum Grove, LP, for the sale of Block 84-E, Lot 118, for $212,500.00. Prior to the sale of the property, this project will again be presented to the URA Board for approval of final working drawings and evidence of financing and for authorization to execute a deed.

Baum Grove, LP, is a Pennsylvania limited partnership with a mailing address at 5877 Commerce Street, Suite 109, Pittsburgh, PA 15206. Jason Lardo is a partner in Baum Grove GP, LLC, the general partner.
Mr. Jason Lardo, of Baum Grove GP, LLC, was present. Mr. Lardo stated that they want to continue to expand space in their cube network. Mr. Lavelle asked about the expansion of space. Mr. Lardo answered that the larger building holds the majority of tenants.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolutions were adopted:

**RESOLUTION NO. 353 (2017)**

**RESOLVED:** That Resolution No. 58 (2017), authorizing acceptance of a proposal for the purchase of Block 84-E, Lot 118, by Baum Grove, LP, for additional parking for the adjoining Cube Creative Space, is hereby rescinded.

**RESOLUTION NO. 354 (2017)**

**RESOLVED:** That the Redevelopment Proposal submitted by Baum Grove, LP, for the sale and redevelopment of Block 84-E, Lot 118, in the 8th Ward, for $212,500.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a disposition contract by sale in substantial conformity with said Redevelopment Proposal, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

14. **Chateau – Esplanade**

   1. Exclusive negotiations for a period of six (6) months, with additional extensions based upon milestones, with Millcraft Investments, Inc., Esplanade Partners, LP, or an entity to be formed, for the sale of Block 7-E, Lot 30, and Block 7-F, Lots 2, 10, 20, and 25, in the 21st Ward.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to extend exclusive negotiations with Millcraft Investments, Inc., or Esplanade Partners, LP, or an entity to be formed for the sale of the former J Allan Steel property and the former Elec Concrete Facility property located at 829 Beaver Avenue and 801 Kroll Drive along the Ohio River in Chateau. The parcels contain a total of approximately six acres of vacant land, with the exception of a small structure along the river that is currently vacant.

In its meeting of May 12, 2016, the Board authorized exclusive negotiation with a development group including Peter Smerd, Greg Stein, and Millcraft Investments, Inc., or entities to be formed. Since that meeting Millcraft Investments, Inc., has negotiated site control of the adjacent properties owned by Peter Smerd and Greg Stein for a total development site of approximately 13 acres. In addition, Millcraft Investments, Inc. has completed significant due diligence on the
redevelopment project including: survey and environmental assessment work, conceptual site planning, programming, pro forma development, and project fundraising.

The proposed redevelopment project will transform this 13-acre site of brownfield and former industrial properties into a mixed-use development with amenities including improvements to the Three Rivers Heritage trail and recreational boating opportunities.

The exclusive negotiation period will be for a period of six (6) months, with a possible six (6) month extension. The six (6) month extension will be at the discretion of the Executive Director, and only upon the URA’s receipt of the following: a letter of community input from Manchester Citizens Corporation; and a letter of verification from the Department of City Planning that the Esplanade project is actively seeking Specially Planned District zoning.

Lucas Piatt is President and CEO of Millcraft Investments, a for-profit developer with a mailing address at 95 West Beau Street, Suite 600, Washington, PA 15301.

Mr. Ferlo asked about the status of current and future zoning. Mr. Rubinstein and Mr. Clark confirmed that that the future zoning status for this site will be an SP district.

Upon motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 355 (2017)

RESOLVED: That exclusive negotiations with Millcraft Industries, Inc., Esplanade Partners, LP, or an entity to be formed, for the sale of Block 7-E, Lot 30, and Block 7-F, Lots 2, 10, 20, and 25, in the 21st Ward, for a period of six (6) months, with additional extensions based upon milestones at the discretion of the Executive Director are hereby approved.

15. South Side Works – Open Hearth Garage

1. Exercise option and acquire Block 12-H, Lot 265-2, in the 16th Ward, for approximately $5,910,554.00, plus closing costs.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that at its meeting of September 11, 2014, this Board authorized the sale of South Side Works parcels B2c First Revised and B2d Second Revised to SouthSide Works City Apartments LLC ("SWCA"). This Board also authorized the Authority to enter a Loan Agreement with PNC Bank for up to $6.2 million, and then loan that amount to SWCA for the financing of the Open-Hearth Garage, to be built on Parcel B2d Second Revised to SWCA (See Resolutions 280, 281, 282, and 283 of 2014).
On December 19, 2014, this Authority closed on the conveyance of Parcels B2c First Revised and B2d Second Revised to SWCA, and closed on the Loans from PNC Bank, and to SWCA. SWCA has constructed a parking garage on parcel B2d Second Revised, and subjected the parking garage to a condominium regime creating three condominium units, an Apartment Parking Unit, a Retail Unit, and a Public Parking Unit.

As discussed at the September 11, 2014, meeting of this Board, at the time of Closing, SWCA and this Authority executed an Option and Right of First Refusal Agreement providing this Authority the option to purchase the Public Parking Unit.

At this time, this Authority desires to exercise its option to purchase the Public Parking Unit so that the URA may exercise control and manage the Public Parking Unit at a level consistent with other South Side Works garages. The consideration set forth in the Option Agreement is the amount that remains outstanding on the construction loan made by this Authority to SWCA. At this time SWCA is in compliance with the terms of such loan, and $5,910,554.00 remains outstanding.

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 357 (2017)

RESOLVED: That exercising of the option to acquire Block 12-H, Lot 265-2, in the 16th Ward, from SouthSide Works City Apartments LLC, for a purchase price of $5,910,554.00, plus closing costs, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement of sale and all documents required for said acquisition, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

16. Citywide – LandCare

1. Engagement of City Source Associates, Inc., for property maintenance services, for an amount up to $420,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that at its August 10, 2017 meeting, the Authority authorized the URA to enter into eight contracts for the maintenance of approximately 400 URA-owned parcels as part of LandCare Tier 2. The URA recently released an RFP for LandCare Tier 1, for the ongoing property maintenance of the remaining approximately 1,000 URA-owned parcels, including both vacant land and structures.
Services related to this contract include the removal and disposal of debris, cutting of grass and general overgrowth, removal of trees, snow removal and deicing sidewalks and drives, sealing and repair of structures, response to emergency situations, posting "No-Dumping," "No Trespassing," "No Parking" and other signs as needed, repair of fencing, cables, and damaged locks, and clean-out of non-hazardous materials from lots, all on an as-needed basis. New to this year's RFP is the breakdown of these 1,000 parcels into two categories: "Active" and "Request Only."

Active (~870 parcels) - Vacant lots and structures along high visibility corridors, residential neighborhoods, wooded parcels with frontage along a right of way. Active parcels are to be visited and maintained on a monthly basis, or more frequently if necessary.

Request Only (~110 parcels) - Parcels that are heavily wooded and steeply sloped, not highly visible and not fronting rights of way. Request Only parcels are to be visited once every three months at minimum to ensure that no hazardous or problematic conditions exist.

These categories were created through mapping analysis as well as studying a year's worth of maintenance activity on URA-owned parcels. The intention is to strategically focus time and resources in areas that need it most.

There were nine firms present at the Tier 1 Pre-Proposal Meeting held at the URA on November 20, 2017. A total of three firms responded to the RFP. Proposals were evaluated using the selection criteria outlined in the RFP. Based upon this evaluation, the proposal best suited for this scope of services is that of City Source Associates. The contract period will be for one year.

City Source Associates, Inc., is a Pennsylvania nonprofit corporation located at 401 Bingham Street, Pittsburgh, PA 15203 and Mr. William Harlak is the Executive Director.

The funding source for this work will be a combination of the Industrial Land Reserve Fund, Residential Land Reserve Fund, Leased Land, and various Project funds.

Mr. Ferlo thanked the City Source Manager and staff for their hard work on Authority's lots, and is concerned that the total amount of $420,000.00 is not included in the budget. Mr. Rubinstein stated that the amount being spent on maintenance of vacant buildings and lots is about $2,000,000.00 a year, and that the URA had received some funds from the City to offset this cost.

Upon a motion to approve by Mr. Lavelle, seconded by Mr. Ferlo and unanimously carried, the following resolution was adopted:
RESOLUTION NO.358 (2017)

RESOLVED: That engagement of City Source Associates, Inc., for property maintenance services, for an amount not to exceed $420,000.00, payable from the Industrial Land Reserve Fund, Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

17. General – Title and Appraisal Services

1. Agreements for title services with twelve (12) firms for up to $45,000.00 each for three (3) years.

2. Agreements for appraisal services with seven (7) firms for up to $75,000.00 each for three (3) years.

Mr. Rubinstein requested Board approval of the above items.

Mr. Clark stated that authorization is requested to execute Agreements for title services with the following twelve (12) title and settlement services entities, each for an amount not to exceed $45,000, for a period of three (3) years and a total amount not to exceed $540,000:

Chicago Title Insurance Company; Coon & Company; Dickie, McCamey & Chilcote, P.C.; Financial Dimensions, Inc.; First American Title Insurance Company; The Law Offices of Edward L. Kochuba, Jr., P.C.; Oxford Settlement Services Company; Papernick & Gefsky, LLC; Passport Settlement Services, LLC; Pioneer Land Settlement, Inc.; Tri-State Paralegal Service, LLC; and Vitti Law Group, Inc.

Authorization is also requested to execute Agreements for appraisal services with the following seven (7) firms, each for an amount not to exceed $75,000, for a period of three (3) years and a total amount not to exceed $525,000:

Bodnar Real Estate Services, Inc.; Howard Hanna Appraisal Services; Integra Realty Resources Pittsburgh, LLC; Kelly-Rielly-Nell-Barna Associates, Inc.; Landmark Appraisal Services; P.C. Kaufman Appraisal Services, LLC; and Valbridge Property Advisors|Barone Murtha Shonberg & Associates.

In November of 2017 this Authority issued two separate Requests for Proposals (RFP) for firms to provide a suite of as-needed services related to real estate title and settlement work and appraisals, as authorized by this Board (Resolutions Nos. 256 and 257 of 2017). The last time the panel of firms for this work was renewed was in December of 2015.
In addition to advertising in the Pittsburgh Post-Gazette and New Pittsburgh Courier, the RFPs were sent to a targeted distribution list which includes all firms who have engaged with the URA to provide these services at any time over the past ten years, the African American Chamber of Commerce, and the PA Unified Certification Program list of qualified MWBE firms. The RFPs were also listed on both the URA’s website and the City of Pittsburgh’s procurement site, Beacon.

Forty title and settlement services firms, including 14 MWBEs, received the title services RFP directly. The URA received 12 responses, including one from an MBE and three from WBEs. All 12 firms are being recommended for the panel.

Twenty-three appraisal firms, including 10 MWBEs, received the RFP directly. The URA received seven responses, including one from a WBE. All seven firms are being recommended for the panel.

Four of the 19 firms recommended for the title services and appraisal panels will be working with the URA for the first time in this capacity. Nine of the recommended firms are based in Pittsburgh, nine are in the Pittsburgh region, and one is based in Carlisle, Pennsylvania.

Appraisal and title services are typically obtained for a particular project and the fees are chargeable to the project for which work is performed. Firms are typically engaged to provide services based on capacity and specialization.

The funding source for these contracts will be a combination of the Residential Land Reserve Fund, Leased Land, and various Project funds.

**Title Services:**

<table>
<thead>
<tr>
<th>Firm Name</th>
<th>Principal</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>Chicago Title Insurance Company</td>
<td>Steve Emery, Esq.</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Coon &amp; Company</td>
<td>Karen Coon</td>
<td>Carlisle</td>
</tr>
<tr>
<td>Dickie, McCamey &amp; Chilcote, P.C.</td>
<td>James P. Killeen, Esq.</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Financial Dimensions, Inc.</td>
<td>William F. Morano, II</td>
<td>West Mifflin</td>
</tr>
<tr>
<td>First American Title Insurance Company</td>
<td>Mimi Fersch</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Central Business District</td>
</tr>
<tr>
<td>Firm Name</td>
<td>Principal</td>
<td>Location</td>
</tr>
<tr>
<td>----------------------------------------</td>
<td>----------------------------------</td>
<td>------------</td>
</tr>
<tr>
<td>Bodnar Real Estate Services, Inc.</td>
<td>Gary R. Bodnar</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Howard Hanna Appraisal Services</td>
<td>Dennis A. Cestra, SRA</td>
<td>O’Hara, PA</td>
</tr>
<tr>
<td>Integra Realty Resources Pittsburgh, LLC</td>
<td>Paul D. Griffith, MAI, CRE, FRICS</td>
<td>Sewickley, PA</td>
</tr>
<tr>
<td>Kelly-Rielly-Nell-Barna Associates, Inc.</td>
<td>Robert B. Nell, Jr., MAI, SRA</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Landmark Appraisal Services</td>
<td>Jacob J. Nolte</td>
<td>Coraopolis, PA</td>
</tr>
</tbody>
</table>
There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolutions were adopted:

RESOLUTION NO. 359 (2017)

RESOLVED: That engagement of Coon & Company for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 361 (2017)

RESOLVED: That engagement of Chicago Title Insurance Company for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 360 (2017)

RESOLVED: That engagement of Dickie, McCamey & Chilcote, P.C. for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
RESOLUTION NO. 362 (2017)

RESOLVED: That engagement of Financial Dimensions, Inc. for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 363 (2017)

RESOLVED: That engagement of First American Title Insurance Company for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 364 (2017)

RESOLVED: That engagement of The Law Offices of Edward L. Kochuba, Jr. P.C. for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 365 (2017)

RESOLVED: That engagement of The Oxford Settlement Services Company for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
RESOLUTION NO. 366 (2017)

RESOLVED: That engagement of Papernick & Gefsky, LLC for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 367 (2017)

RESOLVED: That engagement of Passport Settlement Services, LLC, for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 368 (2017)

RESOLVED: That engagement of Pioneer Land Settlement, Inc., for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 369 (2017)

RESOLVED: That engagement of Tri-State Paralegal Services, LLC, for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 370 (2017)

RESOLVED: That engagement of Vitti Law Group, Inc., for title services, for an amount not to exceed $45,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
RESOLUTION NO. 371 (2017)

RESOLVED: That engagement of Bodnar Real Estate Services, Inc., for appraisal services, for an amount not to exceed $75,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 372 (2017)

RESOLVED: That engagement of Howard Hanna Appraisal Services for appraisal services, for an amount not to exceed $75,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 373 (2017)

RESOLVED: That engagement of Integra Realty Resources Pittsburgh, LLC, for appraisal services, for an amount not to exceed $75,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 374 (2017)

RESOLVED: That engagement of Kelly-Rielly-Nell-Barna Associates, Inc., for appraisal services, for an amount not to exceed $75,000.00 for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 375 (2017)

RESOLVED: That engagement of Landmark Appraisal Services for appraisal services, for an amount not to exceed $75,000.00, for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
RESOLUTION NO. 376 (2017)

RESOLVED: That engagement of P.C. Kaufman Appraisal Services, LLC for appraisal services, for an amount not to exceed $75,000.00, for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 377 (2017)

RESOLVED: That engagement of Valbridge Property Advisors|Barone Murtha Shonberg & Associates for appraisal services, for an amount not to exceed $75,000.00, for three (3) years, payable from Residential Land Reserve Fund, Leased Land and various Project funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

18. Four Mile Run Monongahela-to-Oakland Link Conceptual Design

1. Engagement of Michael Baker International for an amount not to exceed $120,000.00.

2. Cooperation Agreement with the City of Pittsburgh for project funding.

Mr. Rubinstein requested Board approval of the above items.

Mr. Rubinstein stated that authorization is requested to enter into a contract with Michael Baker International (Michael Baker) to provide conceptual planning consulting services for the Four Mile Run Monongahela-to-Oakland Link. The Monongahela-to-Oakland Link project will serve as the basis for future planning activities, neighborhood design, and a framework for investment within the Four Mile Run area. It is intended that the plan will be utilized by the Department of Mobility and Infrastructure (DoMI) to address mobility issues concurrent with stormwater/green infrastructure improvements proceeding by PWSA. The scope for the professional services will include community engagement, assessment of need, developing parameters for facility/service design and operation, identification and evaluation of alternatives, definition of a preferred alternative, and a conceptual design summary report. The process will be managed by Michael Baker and led in partnership with URA and DoMI staff.

The URA and DoMI released a Request for Qualifications (RFQ) on November 6, 2017 from qualified consultant firms. The RFQ was posted on the URA website and emailed to numerous professional consulting firms. On November 17, 2017 six (6) proposals were submitted. A consultant review team was formed including representatives from URA, DoMI, Pittsburgh Water and Sewer Authority (PWSA), and Pittsburgh Parks Conservancy (PPC). The consultant review
team reviewed all proposals, convened to create a shortlist, and selected Michael Baker International’s proposal from this shortlist.

Michael Baker International was selected by the review committee as the most qualified firm to perform the work. Michael Baker International is an engineering, planning, and consulting firm with world headquarters in the Pittsburgh area. Michael Baker International will pair their extensive national experience with local expertise including HNTB, Toole Design Group, and Mongalo-Winston Consulting (a certified WBE).

The contract is expected to span 4 months and will not exceed $120,000.00. The URA fronting source for this contract will be URA City Bond, URA City Paygo funds, Pittsburgh Technology Center project funds and/or other related sources which will be reimbursed to the URA using future City Bond or Paygo funds secured through the 2018 Capital Budget, and transferred to the URA via a Cooperation Agreement.

Contact:
Peter Quintanilla
Michael Baker International
100 Airside Drive
Moon Township, PA 15108
Phone: 412-269-6300

Karina Ricks, Director of the Department of Mobility and Infrastructure, was present. Ms. Ricks stated that this is the first step to a larger project that is included in the City’s Capital budget, and appreciates the partnership with the Authority. Mr. Acklin stated that he is aware that this is a complex community conversation and that Ms. Ricks personal involvement and commitment is appreciated.

Mr. Hobbes clarified that this action will include a cooperation agreement with the City of Pittsburgh and PWSA.

Mr. Ferlo asked about the leadership of this project. Mr. Lavelle answered that he believes that the City will take the lead and the Authority will assist in the financing. Mr. Ferlo feels that Alcosan should be a major partner in this project.

Mr. Rubinstein stated that there are multiple elements involved with this project, and the amount of financing will total between $40,000,000.00-$60,000,000.00 overall. He stated that the Authority is specifically focusing on the economic development aspects of this project and will be working closely with the Department of Mobility and Infrastructure to co-manage and advance financing instead of waiting for the City’s budgeting process to be completed.

Mr. Ferlo asked about community engagement. Mr. Rubinstein stated that there are about five neighborhoods that will be affected by this project, and certain spots that will be more impacted
but will benefit. Mr. Rubinstein stated that issues are being evaluated. Ms. Ricks stated that a public community meeting had been held, and anticipates future meetings.

Upon a motion to approve by Mr. Lavelle, seconded by Mr. Ferlo and unanimously carried, the following resolutions were adopted:

RESOLUTION NO. 378 (2017)

RESOLVED: That engagement of Michael Baker International to provide conceptual planning consulting services for the Four Mile Run Monongahela-to-Oakland Link, for an amount not to exceed $120,000.00, payable from City Bond funds, City Paygo funds, Pittsburgh Technology Center project funds and/or other related sources, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 379 (2017)

RESOLVED: That a cooperation agreement with the City of Pittsburgh and Pittsburgh Water and Sewer Authority for the Four Mile Run Monongahela-to-Oakland Link project is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to execute a cooperation agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

19. **Hill District**

   1. **Lower Hill Development Fund Guidelines**
      
      a. Presentation of the Lower Hill Development Fund Guidelines.

   2. **Greater Hill District Neighborhood Reinvestment Fund Guidelines**
      
      a. Presentation of the Greater Hill District Neighborhood Reinvestment Fund Guidelines.

Mr. Rubinstein presentation of the above items.

Mr. Rubinstein stated that as part of the Lower Hill LERTA financing structure, a Development Fund was established to facilitate development needs on the 28-acre site. On a yearly basis, all property owners are required to contribute half of the abated real estate taxes on buildings to the Lower Hill Development Fund. These funds can be used by either the SEA, the URA or developers to create public infrastructure on the site. Alternatively, developers may also make the case that a pure abatement on half the real estate taxes on buildings is needed to complete
their project. This and other details are spelled out in greater detail in the Lower Hill Development Fund Guidelines. (This action is to officially adopt these guidelines.)

As part of the Lower Hill LERTA financing structure, the Reinvestment Fund was established to attract funding and generate revenue for implementing the goals, objectives, strategies and process outlined in the Community Collaboration and Implementation Plan (CCIP). The activity and purpose of the Reinvestment Fund shall be to attract investing in or providing financing for development projects, and funding other community needs on the 28-acre site (as defined in the CCIP) and elsewhere in the Greater Hill District Geographic Area. On a yearly basis, all property owners on the site are required to contribute half of the abated real estate taxes on buildings to the Greater Hill District Reinvestment Fund. The Reinvestment Fund will be a segregated, restricted account held by the URA. Monies in the Reinvestment Fund may be expended for administration of the CCIP; activities and efforts of the CCIP and the Greater Hill District neighborhoods; and project development with the Greater Hill District. Details of the Reinvestment Fund can be found in the Greater Hill District Neighborhood Reinvestment Fund Guidelines. (This action is to officially adopt these guidelines.)

Mr. Rubinstein stated that two funds have been created, and the monies will come from tax increments developers receive from an abatement. Mr. Lavelle stated that the LERTA Program had been extended this week for another three months.

20. **Upper Lawrenceville – Business Expansion**

1. UDAG Program Income Fund loan agreement(s) with Friends of the Pittsburgh Urban Forest or related entity in an amount not to exceed $400,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Tom Link, Director of the Center for Innovation and Entrepreneurship stated that this action provides financing to allow Tree Pittsburgh to build a new office and workshop center on the 62nd Street site. Tree Pittsburgh’s current project gap is $400,000.00 and, with the URA’s financing, the organization will have successfully raised their $2.7M capital campaign.

**Limited Partners:**

<table>
<thead>
<tr>
<th>Friends of the Pittsburgh Urban Forest dba Tree Pittsburgh</th>
</tr>
</thead>
<tbody>
<tr>
<td>Danielle Crumrine, Executive Director</td>
</tr>
</tbody>
</table>

**Location:**

401 Butler Street, 2nd Floor
Pittsburgh, PA 15201

**Description:**

Real Estate Development
Total Project Costs: $2,681,200.00

Sources and Uses

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<tr>
<th>LAND</th>
<th>TOTAL</th>
<th>Foundation/Equity*</th>
<th>PNC Line of Credit</th>
<th>URA (UDAG loan)</th>
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<td>Site Preparation</td>
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<td>Infrastructure</td>
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<td>Other: Phtovoltaics</td>
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<td>$129,837</td>
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<th>BUILDING</th>
<th>TOTAL</th>
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<td>New Construction</td>
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<td>Other: Stormwater Cistern</td>
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<td>Permit Fees</td>
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<td>Contingencies</td>
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<td>$100,000</td>
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<td>$67,227</td>
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<tr>
<td>Other: Soil Sampling</td>
<td>$12,000</td>
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</tbody>
</table>

| Total           | $2,681,200| $2,137,037         | $150,000           | $400,000        |

Percentage of Total Project: 100%  80%  6%  15%

*Foundations contributing to the project include: Green Mountain Energy, PWSA, Penelec Sustainable Energy Fund, Hillman Family Foundations, and unrestricted grants from Colcom, RKM, Allegheny, McCune, Fine, PSTC, Individuals/Small Businesses, Tippins

Authority Loan Financing
UDAG Program Income Fund: Up to $400,000.00
Interest Rate: 4.5%
Term: Five (5) year term (fund raising bridge loan-repayment due with receipt of bridged monies with annual principal payments of unpaid balance).
Loan Review Committee: Approved at the December 4, 2017 Business LRC meeting

M/WBE Review Committee: To be reviewed- approval required prior to closing.


Funding will be provided through the UDAG Program Income Fund.

Danielle Crumrine
Executive Director
Friends of the Pittsburgh Urban Forest dba Tree Pittsburgh
5401 Butler Street, 2nd Floor
Pittsburgh, PA 15201

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 380 (2017)

RESOLVED: That a loan to Friends of the Pittsburgh Urban Forest or a related entity for a new office and workshop center on the 62nd Street site, in an amount not to exceed $400,000.00, payable from the UDAG Program Income Fund, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a loan agreement and related documents therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

21. Southside – Business District Planning

1. Engagement of Fourth Economy Consulting for business district planning services for the East Carson Street business district, for an amount of up to $40,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Link stated that in April 2017, the URA board approved the issuance of an RFP for business district planning services for the East Carson Street business district. The RFP was developed by URA staff, working closely with the Mayor’s Office, the Department of City Planning, Councilman
Kraus and representatives from the South Side community. It was distributed and advertised in late August, and proposals were received in late September from the following firms:

- Fourth Economy Consulting
- GAI
- Third Sector Consulting
- Synergy Real Estate

A review committee, including representatives from the URA, Mayor’s Office, Councilman Kraus, City Planning, the South Side Community Council, the South Side Planning Forum and the Chamber of Commerce. The City’s Nighttime Economy Manager was also included. The committee met in October to review the proposals, and decided to interview all four teams. The interviews took place in November, and the Fourth Economy team was chosen.

The Fourth Economy team worked closely with the URA’s MWBE Program Officer in a good faith effort to meet MWBE goals. Tara Sherry-Torres of TST Productions will be participating as an MBE subcontractor for the project.

This project will be focused on the development of a business district plan for East Carson Street, including:

- Working with URA staff and others to collect data for the corridor, including properties, business mix, public safety statistics, and rental rates.
- Surveying businesses and customers to determine the current retail and hospitality market.
- Working with South Side organizations to begin to develop capacity within the community for business district management, and determine if a new group should be established or if an existing group can take on the task.
- Working with the City of Pittsburgh Nighttime Economy Manager to develop a nighttime economy impact study, an operational cost analysis of the nighttime economy, a policy review and other relevant analyses.
- Developing recommendations for the implementation of the plan.

The planning process is expected to last 6 months, with a projected completion in mid-2018.

The source for these funds is City Bond ($20,000.00) and 2017 Paygo ($20,000.00).

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:
RESOLUTION NO. 381 (2017)

RESOLVED: That engagement of Fourth Economy Consulting for business district planning services for the East Carson Street business district, for an amount not to exceed $40,000.00, payable from City Bond funds and City Paygo funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

22. Wall to Wall Studios, Inc.

   1. Amendment of Agreement with Wall-to-Wall Studios, Inc., for an increase of up to $20,000.00, for a total not to exceed $70,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Link stated that authorization is requested to amend an existing contract dated February 2, 2013 with Wall-to-Wall Studios by $20,000.00, for a new total not to exceed $70,000.00, for updates and development on the LaunchPGH.com website.

The Authority is requesting an increase in the contract to cover costs for updates to the site which include, a new homepage, new MWBE content, new event page format, and general improvements to make the site more user friendly. The site has not received updates since its 2013 launch. Improvements for the site were gathered from interviews with local entrepreneurs, the target audience for the site.

The funding sources will be grant funds from the Henry L. Hillman Foundation and CIE Entrepreneurial Support.

There was no discussion among the Members.

Upon a motion to approve by Mr. Lavelle, seconded by Mr. Ferlo and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 382 (2017)

RESOLVED: That amendment of the Agreement with Wall-to-Wall Studios, Inc., dated February 2, 2013, for an increase of up to $20,000.00, for updates and development on the LaunchPGH.com website, payable from the Henry L. Hillman Foundation and CIE Entrepreneurial Support, for a total Agreement amount not to exceed $70,000.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an amendment therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
23. **Downtown - Mellon Square**

1. Engagement of Low Country Building Solutions for interior refurbishment of an unoccupied lease space at 536 Smithfield Street, for an amount of up to $21,500.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Marty Kaminski, Director of Engineering and Construction stated that authorization is requested to enter into an Agreement with Low Country Building Solutions for interior refurbishment of an unoccupied lease space at 536 Smithfield Street. Work involves selective interior demolition, cleaning, patching, painting and replacing light fixtures.

The project was publicly bid by the URA, and bids were opened on November 17, 2017. Five bids were received for the work. Low Country Building Solutions was the lowest responsible bidder.

Low Country Building Solutions is an MWBE located at 1455 Spring Garden Avenue, Pittsburgh, PA 15212 and Ms. Mona Minnie-Branson is the President.

Authorization is contingent upon the contractor receiving tax clearance from the City of Pittsburgh and submission of an acceptable MBE/WBE Plan.

Funding for this project will be from TIF and/or Downtown Sales Proceeds.

Mr. Lavelle asked for more clarification of this item. Mr. Rubinstein stated that the City master leases the space to the Parking Authority which has leases on the other spaces through the end of 2018 or July 2019. The space in question has been left vacant to allow the Authority to bring in some smaller local businesses. Mr. Rubinstein stated that the Authority has a license agreement to control this space.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

**RESOLUTION NO. 383 (2017)**

RESOLVED: That engagement of Low Country Building Solutions for refurbishment of an unoccupied lease space at 536 Smithfield Street, for an amount not to exceed $21,500.00, payable from TIF and/or Downtown Sales Proceeds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

24. **URA Office maintenance**
1. Amendment to Agreement with Jalar Construction, LLC, for general maintenance work in the URA offices for an increase of up to $20,000.00, for a new total not to exceed $30,000.00.

Mr. Rubenstein requested Board approval of the above item.

Mr. Kaminski stated that authorization is requested to amend the August 1, 2017 Agreement with Jalar Construction, LLC, by an amount not to exceed $20,000.00. The URA requires repairs and modifications at various locations in its offices at 200 Ross St., including but not limited to painting, plaster repair, ceiling repair, and electrical and mechanical work.

The total amount of the Agreement, after the amendment, will not exceed $30,000.00.

Jalar Construction, LLC, is located at 3523 Shadeland Avenue, Pittsburgh, PA 15212 and Jermaine A. Younger is the President. Jalar Construction, LLC, is an MBE firm.

Funding for this Agreement will be from ARF Civic Building Maintenance and Repair Fund.

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 384 (2017)

RESOLVED: That amendment of the Agreement with Jalar Construction, LLC, dated August 1, 2017, for an increase of up to $20,000.00, for general maintenance work in URA offices, payable from the ARF Civic Building Maintenance and Repair Fund, for a total Agreement amount not to exceed $30,000.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an amendment therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.
25. **Redemption of Single Family Mortgage Bonds 2006 C Series - $260,000.00.**

Mr. Rubinstein requested Board approval of the above item.

Mr. Rubinstein stated that approval is requested to redeem $260,000.00 of Single Family Mortgage Revenue Bonds from the 2006 Series C in January of 2018.

As part of the Authority’s bond maintenance program, the Authority has determined the amount of income from prepayments and excess revenue that will be available to pay down future debt. In accordance with the bond indenture, these receipts are to be used for the early redemption of bonds. The economic benefit of calling the bonds is estimated at over $72,000.00 in interest savings over the term of the Bonds shown below:

$260,000.00 principal amount of 2006 Series C.
The interest rates on the existing debt range from 4.4% to 4.8%, with maturity ranging from 2018 to 2028. This debt reduction is following the 10-year rule established for the Mortgage Revenue Bond parity indenture.

There was no discussion among the Members.

Upon a motion to approve by Mr. Lavelle, seconded by Mr. Ferlo and unanimously carried, the following resolution was adopted:

**RESOLUTION NO. 385 (2017)**

**Re: REDEMPTION OF SINGLE FAMILY MORTGAGE REVENUE BONDS**

WHEREAS, the Urban Redevelopment Authority of Pittsburgh (the “Authority”) has heretofore previously issued its Single-Family Mortgage Revenue Bonds in order to carry out its Pittsburgh Home Ownership Program and Pittsburgh Housing Recovery Program (the “Program”); and

WHEREAS, to carry out the Programs, the Authority has determined that it will be necessary for the Authority to affect a redemption of certain Mortgage Revenue Bonds pursuant to the Special Redemption Provisions thereof and in connection therewith for the Authority to authorize such other actions in connection with the foregoing as are necessary.

NOW, THEREFORE, BE IT

RESOLVED, that the Authority hereby authorizes and directs that the following series of Mortgage Revenue Bonds in the principal amounts set forth below are to be redeemed from moneys attributable to prepayments (and scheduled amortization payments on First Mortgage Loans and excess revenues).
$260,000.00, principal amount, of Mortgage Revenue Bonds, 2006 Series C

The Board of Directors hereby authorizes, ratifies, and approves all actions to be taken to accomplish such redemption. The maturities to be redeemed shall be selected by the Director of Finance.

ADOPTED by the Urban Redevelopment Authority of Pittsburgh the 14th day of December 2018, lawful session regularly assembled.

26. Appointment of a slate of firms to provide language translation and interpretation services.

Mr. Rubinstein requested Board approval of the above item.

Mr. Rubinstein stated that in September 2017, the URA issued a Request for Information for firms to provide translation and interpretation services in five (5) languages (Spanish, Arabic, Russian, Nepali, and Swahili) to assist the URA in making its services more inclusive for the community.

Background
In July 2015, the URA established a Social Equity Working Group to help integrate these principles throughout the URA’s culture and activities. Since its establishment, the URA has taken concrete steps, including pursuing translation and interpretation services, to accomplish this goal.

Objective
At this point, the URA seeks to appoint a slate of firms to provide an array of translation and interpretation services to the URA over the next few years. The URA’s goals include:

- Provide client-facing documents in five (5) languages;
- Prepare the URA to provide services to non-native English speakers in the community; and
- Improve the URA’s ability to meet immigrant and refugee needs.

Slate
In response to the RFI, the URA received eight (8) responses from firms and organizations based in Pittsburgh and across the country. A selection committee comprised of members of the URA’s Social Equity Working Group reviewed the responses and conducted interviews and recommends the following firms be added to a slate for a period of five years:

<table>
<thead>
<tr>
<th>Firm</th>
<th>Principal(s)</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>Global Wordsmiths</td>
<td>Mary Jayne McCullough</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Confluent Translations LLC</td>
<td>Charlene Nagy</td>
<td>Pittsburgh, PA</td>
</tr>
<tr>
<td>Linguistica International</td>
<td>Sabrina Morales</td>
<td>Kearns, UT</td>
</tr>
</tbody>
</table>
Based on the expertise of each firm, one or more firms will be contacted for a desired service.

There was no discussion among the Members.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 386 (2017)

RESOLVED: That acceptance of the following slate of firms to provide language translation and interpretation services is hereby approved:

- Global Wordsmiths
- Confluent Translations LLC
- Linguistica International

27. Appointment of a slate of firms to provide legal services in the areas of employment law, real estate law, and commercial litigation.

Mr. Rubinstein requested Board approval of the above item.

Mr. Rubinstein stated that in October 2017, the URA issued a Request for Qualifications ("RFQ") for firms to provide legal services in the areas of employment law, real estate law, and commercial litigation. The URA received responses from 15 law firms. The URA proposes to appoint all 15 firms to its slate. Of the 15 firms, 5 (33%) are WBE firms and 3 (21%) are MBE firms.

Note: to expand MWBE opportunities in legal services, the URA considers a law firm as an MWBE if the originating/billing partner who will receive equity credit for the URA’s work, if considered independently from the firm as a whole, would qualify as an MWBE.

Background

The URA handles many legal matters with its in-house counsel, but frequently retains outside counsel due to the need for counsel with particular areas of expertise, staff capacity, etc. The URA attempts to use a variety of firms for such matters while maintaining consistent relationships that provide efficiencies and cost savings. The URA issued this RFQ to expand its list of outside counsel and give any firm the opportunity to work with the URA.
Slate

URA staff reviewed the RFQ responses and recommends the selection of the following firms to a slate for a period of five years:

- Fox Rothschild LLP
- Clark Hill PLC
- Maiello Brungo & Maiello, LLP
- Dickie McCamey & Chilcote, P.C.
- Cobb Counsel, LLC
- Cohen & Grigsby, P.C.
- Littler Mendelson, P.C.
- Chartwell Law Offices, LLP
- Harmon Kennedy LLC
- Thomas H. Ayoob III & Associates, LLC
- Saul Ewing Arnstein & Lehr LLP
- Meyer Unkovic & Scott, LLP
- Thomson, Rhodes & Covie, P.C.
- Burns White LLC
- Reed Smith LLP

Depending upon expertise, rates, and other criteria outlined in the RFQ, the URA will negotiate individual engagements with firms on the slate as services are needed.

Mr. Hobbes iterated that there had been 15 responses to the RFQ and that all 15 respondents had been selected. The proposed slate includes 33% WBE participation and 21% MBE participation.

Upon a motion to approve by Mr. Ferlo, seconded by Mr. Lavelle and unanimously carried, the following resolution was adopted:
RESOLUTION NO. 387 (2017)

RESOLVED: That acceptance of the following slate of firms to provide legal services in the areas of employment law, real estate law, and commercial litigation is hereby approved:

- Fox Rothschild LLP
- Clark Hill PLC
- Masiello Brungo & Masiello, LLP
- Dickie McCamey & Chilcote, P.C.
- Cobb Counsel, LLC
- Cohen & Grigsby, P.C.
- Little & Mendelson, P.C.
- Chartwell Law Offices, LLP
- Harmon Kennedy LLC
- Thomas H. Ayoob III & Associates, LLC
- Saul Ewing Arnstein & Lehr LLP
- Meyer Unkovic & Scott, LLP
- Thomson, Rhodes & Covile, P.C.
- Burns White LLC
- Reed Smith LLP

AGENDA “B”

The Members reviewed the items on Agenda “B” upon motion made by Mr. Ferlo, seconded by Mr. Lavelle, and unanimously carried, the following resolutions were adopted:

1. **2014-2015 CDBG Cooperation Agreement**

   1. Amendment of the 2014-2015 CDBG Cooperation Agreement with the City of Pittsburgh for an increase of $300,000.00 to be used for the Allegheny Dwellings project.

RESOLUTION NO. 388 (2017)

RESOLVED: That amendment of the 2014-2015 CDBG Cooperation Agreement with the City of Pittsburgh, for the Allegheny Dwellings project, for an increase of up to $300,000.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an amendment therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

2. Amendment of URA Employee Handbook, effective immediately, to include -new section IV(L) which will allow employees to donate excess paid time off to their colleagues who are on medical leave, not covered by disability insurance, and without sufficient paid time off.
RESOLUTION NO. 389 (2017)

RESOLVED: That amendment of the of URA Employee Handbook, effective immediately, to include new section IV(L) which will allow employees to donate excess paid time off to their colleagues under certain circumstances, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an amendment therefor, and the Secretary or Assistant Secretary is authorized to attest same and affix the seal of the Authority thereto.

3. **Larimer**

RESOLUTION NO. 390 (2017)


4. **East Liberty**
   a. Amendment of Resolution No. 289 (2015), which authorized acquisition of Block 83-P, Lot 225, in the 11th Ward from the Pittsburgh Parking Authority, and was amended by Resolution No. 138 (2016) to change the purchase price to $1,000,000, to now add Pittsburgh Development Fund as the funding source.

RESOLUTION NO. 391 (2017)

RESOLVED: That Resolution No. 289 (2015) is hereby amended to add the Pittsburgh Development Fund as a funding source.

5. **9 Mile Run**
   a. Certificate of Completion for MRRC Summerset II, L.P. for Lot 273, a/k/a Block 88-R-86, in the 14th Ward, and authorization to return the Good Faith deposit (residential construction – 1762 Parkview Blvd).

   b. Certificate of Completion for Summerset Cottage Associates, LP for Lot 285, a/k/a Block 88-M-40, in the 14th Ward, and authorization to return the Good Faith deposit (residential construction – 1680 Shelburne Lane).
RESOLUTION NO. 392 (2017)

RESOLVED: That issuance of a Certificate of Completion to MRRC Summerset II, L.P. for Lot 273, a/k/a Block 88-R-86 in the 14th Ward, and return of the Good Faith Deposit (residential construction – 1762 Parkview Blvd) are hereby approved, and the Executive Director or the Director of Finance, on behalf of the Authority, is hereby authorized to execute said Certificate of Completion, and the Secretary or the Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 393 (2017)

RESOLVED: That issuance of a Certificate of Completion to Summerset Cottage Associates, LP for Lot 285, a/k/a Block 88-M-40, in the 14th Ward, and return of the Good Faith Deposit (residential construction – 1680 Shelburne Lane) are hereby approved, and the Executive Director or the Director of Finance, on behalf of the Authority, is hereby authorized to execute said Certificate of Completion, and the Secretary or the Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

6. Reallocation of up to $200,000.00 from 2014-2015 Major Projects CDBG funds (Hazelwood & Homewood) to Allegheny Dwellings.

RESOLUTION NO. 394 (2017)

RESOLVED: That appropriation of up to $200,000.00 of the 2014-2015 CDBG Major Projects (Hazelwood & Homewood) allocation to Allegheny Dwellings is hereby approved.

7. Homeowner’s Emergency Loan Program (HELP)
   a. Approval of Malcolm Hardie, an Urban Redevelopment Authority of Pittsburgh employee, to participate in the Homeowner’s Emergency Loan Program (HELP), for a property located at 3442 Perrysville Avenue, Pittsburgh, PA 15214, subject to the approval of the City of Pittsburgh and/or U.S. Department of Housing and Urban Development (HUD).

RESOLUTION NO. 395 (2017)

RESOLVED: That the receipt by Malcolm Hardie, an Authority employee, of a loan through the Homeowner’s Emergency Loan Program (HELP), for a property located at 3442 Perrysville Avenue, Pittsburgh, PA 15214, subject to the approval of the City of Pittsburgh and/or U.S. Department of Housing and Urban Development (HUD) is hereby approved.
8. **2016 Paygo Funds**
   
a. Reallocation of $100,000.00 from the Party Wall Program line item to the Pittsburgh Housing Construction Fund (PHCF) line item

   **RESOLUTION NO. 396 (2017)**

   RESOLVED: That appropriation of up to $100,000.00 of the Party Wall Program line item allocation to the Pittsburgh Housing Construction Fund (PHCF) line item, is hereby approved.

9. Reallocation of up to $15,000.00 from 2013-2014 CDBG Storefront – Renovation Program to the Streetface Program.

   **RESOLUTION NO. 397 (2017)**

   RESOLVED: That appropriation of up to $15,000.00 of the 2013-2014 CDBG Storefront – Renovation Program allocation to the Streetface Program, is hereby approved.

10. Authorization to re-appropriate the following line items to the project name “Smallman Street” in order to formally track the project budget in URA’s financials systems:

   a. 2013 City Bond “Allegheny Riverfront/Green Boulevard” – $119,852.50
   b. 2013 City Bond “Lawrenceville” - $247,018.48
   c. 2014 City Paygo “Lawrenceville/Strip” - $83,356.58

   **RESOLUTION NO.398 (2017)**

   RESOLVED: That re-appropriation of up to $119,852.50 of 2013 City Bond funds from the Allegheny Riverfront/Green Boulevard line item to the Smallman Street Project line item is hereby approved.

   **RESOLUTION NO. 399 (2017)**

   RESOLVED: That re-appropriation of up to $247,018.48 of 2013 City Bond funds from the Lawrenceville line item to the Smallman Street Project hereby approved.
RESOLUTION NO. 400 (2017)

RESOLVED: That re-appropriation of up to $83,356.58 of 2014 City Paygo funds from the Lawrenceville/Strip line item to the Smallman Street Project hereby approved.

There being no further actions to come before the Members, the Meeting was adjourned.

[Signature]
Assistant Secretary