

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

April 12, 2018 – 2:00 P.M., E.D.S.T.

Members Present: Acklin, Gainey, Williamson, Hall-Russell

Members Absent: Lavelle

Staff Present: Rubinstein, Cummings, Link, Short, Nemani-Stanger, Kaminski, Clark, Hobbes, Davidson, Pawlak, Powell, Saladna, Bohince, Meier, Edwards, Fedorek, Reid, Madden, Thomas, Smith-Perry, Davidson, Brooks, and Schacht

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

1. General

- a. The minutes of the Regular Board Meeting on March 8, 2018 were approved as written and previously distributed.

2. Announcements

- a. Bus Rapid Transit (BRT) Transit Revitalization Investment District (TRID) planning meetings will be scheduled soon in the three anticipated BRT TRID zones (Downtown/Uptown/Oakland).
- b. Inclusive Innovation Week recap.
- c. Catapult program update.
- d. Mr. Rubinstein announced the public feedback from the 25-day comment period, as instructed by the Authority Board at the March 8, 2018 Regular Board Meeting regarding the Produce Terminal development lease by disposition with McCaffery Interests, Inc.

Mr. Acklin stated that at the March 2018 Board meeting, there was a conditional approval of the McCaffery Interest lease that included a thirty-day period for negotiations between the developer and the Society for Contemporary Craft. Based on progress in those negotiations, Mr. Acklin proposed to delay execution of the lease for an additional sixty days.

Mr. Rubinstein stated that the lease by disposition includes the requirement that the developer will abide by the Memorandum of Understanding requiring lease negotiations with the Society for Contemporary Craft.

Mr. Gainey stated that he is pleased with the sixty-day extension period.

Mr. Williamson stated that he is fine with the sixty-day extension period. He is concerned that if the developer negotiates a proposal that they perceive as commercially reasonable, but not viable for a small non-profit such as the Society for Contemporary Crafts the issue would not be resolved, and brought back to the Board after the sixty-day extension period. Mr. Rubinstein stated that the Authority will help facilitate negotiations.

Mr. Williamson asked if the TIF plan can proceed during the sixty-day extension period while the Authority currently owns this parcel. Mr. Acklin answered that authorized monies generated from the TIF plan will be used for the Smallman Street development and not for the Produce Terminal building.

Janet McCall, Executive Director of the Society for Contemporary Craft, was present. Ms. McCall thanked the Authority Board its efforts.

Councilwoman Deb Gross, of City Council was present. Councilwoman Gross thanked the Authority Board taking the time to ensure the protection of community assets. She also thanked the public for their comments to support the Society for Contemporary Craft.

Susan Yohe, Chair of the Board of Directors of the Society for Contemporary Craft, was present. Ms. Yohe stated that she is thrilled with the motion being presented today and requests that the Authority Board hold a conversation with them.

Sara Davis Buss, Counsel for McCaffery Interests, Inc., was present. Ms. Buss asked about the impact the sixty-day extension will have on the TIF process. Mr. Acklin answered that voting on the TIF financing plan today would allow the process to move forward.

Mr. Acklin requests a meeting with all parties and Board Members who would like to participate.

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

RESOLUTION NO. 113 (2018)

RESOLVED: That the following additional condition is added to the execution of the lease by disposition for the Terminal Building to McCaffery Interests, Inc., or an entity to be formed:

- the successful negotiation of a sublease with the Society for Contemporary Craft; and/or
- the expiration of sixty days during which McCaffery Interests, Inc., and the Society for Contemporary Craft, negotiate in good faith towards a commercially reasonable sublease.

3. Smallman Street Tax Increment Financing Plan

- a. Authorization to advance a Smallman Street Tax Increment Financing (TIF) Plan.
- b. Cooperation Agreement between the URA, the City of Pittsburgh, the County of Allegheny, and the School District of the City of Pittsburgh for the TIF Plan.
- c. Cooperation Agreement between the URA and the City of Pittsburgh for the transfer of an amount estimated at \$3,500,000 for Smallman Street roadway and public space improvements funding related to the TIF.
- d. Authorization to execute all financing documents required in connection with the Smallman Street TIF note issuance, subject to conditions.

Mr. Rubinstein requested Board approval of the above items.

Mr. Robert Rubinstein, Executive Director stated that the Smallman Street Tax Increment Financing (TIF) District will leverage a portion of incremental real estate tax revenue generated as a result of two private redevelopments in order to fund the related public Smallman Street public improvement project.

Smallman Street Public Improvement Project:

The City of Pittsburgh's Department of Mobility and Infrastructure ("DOMI") and Department of Planning, along with the URA, Pittsburgh Water and Sewer Authority ("PWSA"), and McCaffery Interests, Inc. (the "Redeveloper"), are finalizing designs to improve Smallman Street and related public realm enhancements between 16th and 21st Streets in the Strip District neighborhood of the City of Pittsburgh (the "Smallman Street Public Improvement Project").

The purpose of the Smallman Street Public Improvement Project is to increase pedestrian access, safety, and circulation within the Strip District neighborhood. Ultimately, the redevelopment of these sites and adjacent sites will result in a denser environment that will attract additional people to the neighborhood. The public agencies involved in the Smallman Street Public Improvement Project seek to address the needs of pedestrians by proposing infrastructure improvements that prioritize public safety. The Smallman Street TIF would fund:

- Public space improvements
- Street and right-of-way improvements
- Storm sewers, sanitary sewers, and water distribution systems
- Engineering and inspection work related to the above infrastructure
- Improvements to space(s) accessible to the public (as funds permit)

The Smallman Street Public Improvement Project will be designed and constructed by DOMI and the Redeveloper. The water- and sewer-related infrastructure improvements that will occur throughout the TIF district will be led by PWSA at its expense. The overall Smallman Street Public Improvement Project is estimated to cost \$24,000,000 including PWSA's work. The

URA will enter into a funding-related Cooperation Agreement with the City of Pittsburgh, in an amount estimated at \$3,500,000, and not to exceed \$3,700,000, to fund a portion of the design and construction contracts for the Smallman Street Public Improvement Project.

Private Improvements:

McCaffery Interests, Inc., is proposing to redevelop the Produce Terminal into a mixed-use development that would include office, retail, and food-centric uses. The redeveloper also plans to redevelop the vacant warehouse located at 1600 Smallman Street into a mixed-use office and retail development. These private redevelopments are estimated to cost \$100M.

The proposed Smallman Street TIF District ("TIF District") is a contiguous geographic TIF District that would pledge 75% of incremental real estate taxes, for a period of 19 years, generated by the two private development parcels:

<u>Address</u>	<u>Lot & Block</u>
1600 Smallman Street	9-G-80
2100 Smallman Street	9-D-200

TIF Plan Details:

The Smallman Street TIF District is located in the Strip District neighborhood and is within the Lower Strip District Certified Redevelopment Area (#68). The TIF Plan proposes to divert 75% of the real estate tax increment generated by the private development parcels in order to pay debt service on a TIF note. The TIF note will be used to pay TIF-eligible costs for the Smallman Street Public Improvement Project.

The assessed value of taxable real property following private improvements in the Smallman Street TIF District is projected to meet or exceed \$31,000,000. The estimated \$609,879 increase ("increment") from the base year real estate assessed value for the pledged parcels (after full build-out) is projected to yield real estate tax increment of \$11,587,701 over the 19-year TIF District term, applying the 2018 millage rates. The URA proposes that 75%, or \$457,409 (on an annual basis), of the pledged increment be used to support the Smallman Street Public Improvement Project.

Job Creation:

Based on an independent Economic Impact Study conducted by Fourth Economy Consulting, Inc., the Produce Terminal and 1600 Smallman Street private projects are expected to create 766 direct construction, 168 indirect construction jobs, and 645 permanent jobs.

TIF Process:

The City Council of Pittsburgh, the Board of Public Education of the School District of the City of Pittsburgh, and Allegheny County Council ("the Taxing Bodies") have approved initial resolutions of intent through which they endorsed, in principle, Tax Increment Financing for the project and agreed to participate in developing a TIF Plan. Since that time, a detailed TIF Plan has been developed and a TIF Committee, made up of representatives from the Taxing Bodies, have reviewed and provided comment to the draft TIF Plan. If the URA Board advances this TIF Plan, it

will be presented to the Taxing Bodies for consideration and adoption, along with a related Cooperation Agreement.

Authorization is also sought to execute all financing documents required in connection with the TIF note, subject to receipt, review, and concurrence with the TIF Term Sheet.

Principal:

Dan McCaffery, CEO

McCaffery Interests, Inc.

875 North Michigan Avenue, Suite 1800

Chicago, IL 60611

Ms. Susheela Nemani-Stanger, Director of the Authority's Economic Development department stated that the TIF Note is guaranteed by the developer, McCaffery Interests, Inc. She also stated that the TIF Note is non-recourse to the Authority or the Taxing Bodies in any way, and if taxes are insufficient to cover the debt service payments, the developer would be required to pay the difference.

Mr. Acklin stated that this is an excellent summary of eighteen months of hard work. He commended Councilwoman Gross and others for their leadership with this development.

Mr. Rubinstein stated that the PWSA improvements include a whole zone of the Strip District neighborhood which is happening because of this project.

Mr. Williamson appreciates the clear summary of this TIF process. He stated that he hopes that future TIF proceeds to invest in publicly owned infrastructure and not privately-owned developments, and the public will now have an ongoing financial interest.

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

RESOLUTION NO. 114 (2018)

RESOLVED: That the Smallman Street Tax Increment Financing (TIF) Plan is hereby authorized for advancement to the City Council of Pittsburgh, the Board of Public Education of the School District of the City of Pittsburgh, and Allegheny County Council.

RESOLUTION NO. 115 (2018)

RESOLVED: That a cooperation agreement with the City of Pittsburgh, the County of Allegheny and the School District of the City of Pittsburgh to adopt the Smallman Street TIF Plan is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute said agreement, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION NO. 116 (2018)

RESOLVED: That a cooperation agreement with the City of Pittsburgh for the transfer of funds for the Smallman Street roadway and public space improvements related to the TIF in an amount not to exceed \$3,700,000.00 is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute said agreement, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

RESOLUTION 117 (2018)

RESOLVED: That execution of all financing documents related to the Smallman Street TIF note issuance is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute said documents, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.

4. Northside (California-Kirkbride, Central Northside and Perry South) - Northside Properties Residences Phase II - Multifamily Financing Inducement Resolution
 - a. Official Action to Register the Intent to Issue Multifamily Debt for the Northside Properties Residences Phase II Redevelopment in an amount not to exceed \$23,900,000.
 - b. Issuance of a Request for Proposals and selection of bond counsel from the approved slate.

Mr. Rubinstein requested Board approval of the above items.

Mr. Tom Cummings, Director of Housing stated that authorization is requested for an official action to register the Intent to Issue Multifamily financing debt for the redevelopment of 126 Northside Properties Residences Phase II scattered site affordable rental units located in the California-Kirkbride, Central Northside and Perry South neighborhoods of the City of Pittsburgh. Authorization is also requested to issue a Request for Proposals from an approved slate and to select a firm to represent the Authority as bond counsel in the transaction.

North Side Associates (NSA) owned/owns 324 units located in 239 separate buildings spread out among the historic Northside. The units, which are a mix of 1, 2, 3, 4, and 5 bedroom townhouses and flats were originally built between 1870 and 1910. Previously part of an Allegheny Housing Rehabilitation Corporation (AHRCO) project, the units were acquired by NSA in 1983. While moderate improvements have been made to the NSA units over time, a full development-wide capital improvement plan has not taken place. In order to extend the long-term affordability of the development, the principals are creating a phased plan for the comprehensive redevelopment of all 324 affordable units. This plan includes full renovations and new construction replacement (where appropriate).

The principals of NSA will create new entities to purchase and redevelop, or replace, the 324 units in a phased approach, which is expected to last over the next eight years. Phase I, consisting of 75 scattered site units, closed in late December 2017 and is currently under construction. The Phase II project presented today includes the historic rehabilitation of 124 units and new construction of two (2) replacement units. Renovations will include new roofs, windows, flooring, appliances and updated kitchens and bathrooms. Most the units will be gutted and reframed, and will receive all new mechanical systems. The approximate construction cost per unit is \$175,000.

Proposed financing includes a new first mortgage (Walker & Dunlop), Federal Historic Tax Credit (HTC) equity, 4% Low Income Housing Tax Credit (LIHTC) equity, seller financing, interim income, an escrow transfer, requested Urban Redevelopment Authority (URA) subordinate financing, a loan from Bridgeway Capital and PHARE/RTT funds. Financing during the construction period includes a Citizens Bank bridge loan for tax credit equity. The preliminary financing plan is as follows:

<u>Source</u>	<u>Amount</u>
First Mortgage	\$10,938,600
HTC Equity	\$ 3,752,086
LIHTC Equity	\$ 12,140,162
Seller Financing	\$ 5,002,000
Interim Income	\$ 636,000
URA RHDIP Loan	\$ 1,100,000
Bridgeway Loan	\$ 2,000,000
Escrow Transfer	\$ 164,920
PHARE/RTT Funds	<u>\$ 500,000</u>
TOTAL	\$36,233,768

An application for Pennsylvania Housing Finance Agency (PHFA) PHARE/RTT funding was submitted in October 2017. The application for Volume Cap will be submitted to PHFA in mid-April 2018. The developer will also submit an application to the State Historic Preservation Office (SHPO) in the Spring 2018. Closing is planned for December 2018.

The current owner of the North Side Properties is a limited partnership called North Side Associates. An entity controlled by Robert Mistick is the general partner. Northside Properties Residences II LLC (NPRII), is a new entity that will be created to purchase and redevelop the Phase II properties. Robert Mistick and Sarah Mistick are the principals of the managing member of the new Phase II ownership entity.

Mr. Williamson asked about the 4% tax credit period. Mr. Cummings stated that these are all affordable units below 50-60% of area median income, and all the units are currently covered by Section 8 contracts, and will be provided with an extension for at least the tax credit period. He stated that the goal is to improve the condition of the units for the families that reside there currently and to provide for long-term affordability.

Mr. Acklin thank Mr. Mistick for his investment in this project and continued partnership with the URA and the City to provide affordable solutions for low-income individuals.

Mr. Robert Mistick, of Northside Properties Residences II LLC (NPRII), was present. Mr. Mistick thanked the Authority Staff for their support. He stated that this project is a community project that will create safe affordable housing.

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

RESOLUTION NO. 118 (2018)

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;

WHEREAS, the Authority desires to finance certain capital expenditures to be located in the 25th and 26th Wards of the City of Pittsburgh, Allegheny County, Pennsylvania (the "City") relating to the new construction of 2 affordable units and the rehabilitation of approximately 124 scattered site affordable rental units known as Northside Properties Residences Phase II (the "Project");

WHEREAS, the Developer, Northside Properties Residences II LLC, or a Limited Liability Company to be formed 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 \$23,900,000.

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 12th day of April 2018.

RESOLUTION NO. 119 (2018)

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

5. Hilltop (Carrick, Allentown and Knoxville) - Rebuilding Together Pittsburgh

- a. Grant to Rebuilding Together Pittsburgh in an amount not to exceed \$25,000.00 to be applied to the cost of the rehabilitation of up to ten (10) homes in the Hilltop neighborhoods of Carrick, Allentown, and Knoxville.

Mr. Rubinstein requested Board approval of the above item.

Mr. Cummings stated that authorization is requested to enter into a grant agreement with Rebuilding Together Pittsburgh (RTP) in an amount not to exceed \$25,000 to rehabilitate owner-occupied homes in the Hilltop neighborhoods of Carrick, Allentown, and Knoxville.

Rebuilding Together Pittsburgh (RTP) was awarded \$485,485 in Affordable Housing Program funds through the Federal Home Loan Bank of Pittsburgh (FHLB). Additional sources of funds are required under the AHP. In addition to the requested URA grant, funds are being provided by Brentwood Bank in the amount of \$10,000 and Economic Development South in the amount of \$25,000.

The requested URA funds will be considered a portion of the rehabilitation costs for housing renovations of up to 10 owner-occupied homes in the Carrick, Allentown, and Knoxville neighborhoods. The majority of the homeowners served will have incomes at or below 50% of the area median income (AMI). The URA's funds will be used to cover soft costs for the project. The total development cost for the ten (10) homes is \$545,485.

In the past, the URA has entered into grant agreements with RTP to rehabilitate homes in Sheraden, Homewood, Hazelwood, Allentown and the Upper Hill District.

RTP is located at 7800 Susquehanna Street, Pittsburgh, PA 15208. The Executive Director is Steve Hellner-Burris.

Funds for the grant agreement will come from a combination of CDBG and/or City funds.

Mr. Acklin asked about the number of homes that are serviced in the City annually. Eric Stoller, Chief Development Officer, of Rebuilding Together Pittsburgh (RTP), was present. Mr. Stoller answered that their portfolio across Allegheny County consists of approximately 154 occupied rehabs a year, and between six to twelve resales that are sold typically to low-income and first-time home buyers. Mr. Acklin asked if there are conditions included in the deed on those sales. Mr. Stoller answered that it would depend on the community partners. He stated that there has been hard work done in the Hazelwood neighborhood to find low-income tenants who can benefit by becoming first-time home buyers where the market is starting to improve.

Mr. Williamson stated that he had spent time with Councilman Kraus in the Knoxville and Beltzhoover neighborhoods and they are in need of investments.

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

RESOLUTION NO. 120 (2018)

RESOLVED: That a grant to Rebuilding Together Pittsburgh to rehabilitate owner-occupied homes in the Hilltop neighborhoods of Carrick, Allentown, and Knoxville, in an amount not to exceed \$25,000.00, payable from Community Development Block Grant (CDBG) and/or City funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a grant 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.

6. South Oakland – PTC Parcel

- a. Exclusive negotiations with Elmhurst Development, LLC, or a related entity to be formed, for a period of 90 days, with a possible 90-day extension, for the sale of Block 28-N, Lot 315, also known as Parcel 3 in Pittsburgh Technology Center, in the 4th Ward.

Mr. Rubinstein requested Board approval of the above item.

Mr. Nathan Clark, Director of Real Estate stated that on August 31, 2017, the URA re-issued a rolling Request for Proposals for the remaining development parcels at the Pittsburgh Technology Center (“PTC”). The URA received a proposal from Elmhurst Development, LLC, in December 2017 to redevelop Parcel 3. The site, which contains approximately 4.055 acres, is located at 511-575 Technology Drive in South Oakland.

Elmhurst Development, LLC, is proposing to develop the Elmhurst Innovation Center, a flexible mix of office and high bay space, enabling a wide range of uses including office, research and development, robotics, additive manufacturing, and life science innovation on a speculative basis. The development will be constructed in two phases, totaling 121,800 square feet. The site will feature up to 150 on site parking spaces. Total project costs are estimated at \$25.5 million.

Authorization is now requested to enter into exclusive negotiations with Elmhurst Development, LLC, or a related entity to be formed. The exclusive negotiations period would be for 90 days with the option of extending this period for an additional 90 days at the discretion of the Executive Director.

Elmhurst Development, LLC, is a Pennsylvania corporation with a mailing address of One Bigelow Square, Suite 630, Pittsburgh, PA 15219. William E. Hunt is President and CEO.

Mr. William Hunt, President and CEO of, Elmhurst Development, LLC, was present. Mr. Hunt gave an overview of the space he is developing.

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

RESOLUTION NO. 121 (2018)

RESOLVED: That exclusive negotiations with Elmhurst Development, LLC, or a related entity to be formed, for the sale of Block 28-N, Lot 315, also known as Parcel 3 in Pittsburgh Technology Center, in the 4th Ward, for a period of ninety (90) days, with a possible ninety (90) day extension at the discretion of the Executive Director, are hereby approved.

7. Crawford-Roberts – 1919 Webster Avenue

1. Exclusive negotiations with Hill Community Development Corporation, or a related entity to be formed, for a period of 90 days, with a possible 90-day extension, for the sale of Block 10-J, Lot 170, in the 3rd Ward.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to enter into exclusive negotiations with Hill Community Development Corporation ("Hill CDC") for Block 10-J, Lot 170, in Crawford-Roberts. The approximately 2,584-square-foot parcel, located at 1919 Webster Avenue, is currently improved with a three-family dwelling. The URA plans to demolish two deteriorated units at the rear and then to convey the structure to Hill CDC for renovation as an affordable for sale single family house. The exclusive negotiations period would be for 90 days with the option of extending this period for an additional 90 days at the discretion of the Executive Director.

Hill CDC is a Pennsylvania non-profit with a mailing address of 2015 Centre Avenue, Pittsburgh, PA 15219. Marimba Milliones is President and CEO.

Mr. Acklin asked how long this parcel has been in the Authority's portfolio. Mr. Clark answered that this parcel was previously a part of the PHDC portfolio then recently transferred to the Authority's portfolio.

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

RESOLUTION NO. 122 (2018)

RESOLVED: That exclusive negotiations with Hill Community Development Corporation or a related entity to be formed, for the sale of Block 10-J, Lot 170, in the 3rd Ward, for a period of ninety (90) days, with a possible ninety (90) day extension at the discretion of the Executive Director, are hereby approved.

8. Larimer – Larimer/East Liberty Choice Neighborhoods Future Phases

a. Acquisition of the following publicly-owned properties for \$1.00, plus costs:

<u>Ward</u>	<u>Block/Lot</u>	<u>Property Address</u>
12	124-J-232	Larimer Avenue
12	124-J-233	Larimer Avenue
12	124-J-234	Larimer Avenue
12	124-J-235	Larimer Avenue
12	124-J-287	518 Larimer Avenue
12	124-J-261	117 Meadow Street
12	124-J-271	105 Stuebner Way
12	124-J-272	107 Stuebner Way
12	124-J-273	109 Stuebner Way
12	124-J-274	111 Stuebner Way
12	124-J-281	119 Stuebner Way
12	124-J-282	121 Stuebner Way
12	124-J-283	123 Stuebner Way
12	124-J-293	110 Winslow Street
12	124-J-295	114 Winslow Street
12	124-J-298	120 Winslow Street
12	124-J-299	122 Winslow Street
12	124-J-300	124 Winslow Street
12	124-J-301	126 Winslow Street
12	124-J-302	128 Winslow Street
12	124-N-358	130 Winslow Street

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to acquire the above-listed parcels, which are owned by the City as Trustee for the Three Taxing Bodies by virtue of Treasurer’s Sale for tax delinquency. Except for one structure located on Block 124-J, Lot 235, the parcels are vacant lots, and they contain a total of approximately 50,820 square feet.

The properties will be acquired for \$1.00 plus costs using Larimer Project Funds including an internal UDAG loan and are being assembled for future phases of the proposed Choice Neighborhood Implementation Grant (“CNIG”) mixed-income housing development in the Larimer neighborhood of the City of Pittsburgh.

There was no discussion among the Members.

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

RESOLUTION NO. 123 (2018)

RESOLVED: That the acquisition of the following publicly-owned properties, for \$1.00, plus costs, payable from Larimer Project Funds including an internal UDAG loan, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to execute 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:

<u>Ward</u>	<u>Block/Lot</u>	<u>Property Address</u>
12	124-J-232	Larimer Avenue
12	124-J-233	Larimer Avenue
12	124-J-234	Larimer Avenue
12	124-J-235	Larimer Avenue
12	124-J-287	518 Larimer Avenue
12	124-J-261	117 Meadow Street
12	124-J-271	105 Stoebner Way
12	124-J-272	107 Stoebner Way
12	124-J-273	109 Stoebner Way
12	124-J-274	111 Stoebner Way
12	124-J-281	119 Stoebner Way
12	124-J-282	121 Stoebner Way
12	124-J-283	123 Stoebner Way
12	124-J-293	110 Winslow Street
12	124-J-295	114 Winslow Street
12	124-J-298	120 Winslow Street
12	124-J-299	122 Winslow Street
12	124-J-300	124 Winslow Street
12	124-J-301	126 Winslow Street
12	124-J-302	128 Winslow Street
12	124-N-358	130 Winslow Street

9. Larimer – Larimer/East Liberty Choice Neighborhoods Single-Family For-Sale Housing

- a. Acquisition of the following publicly-owned properties for \$1.00, plus costs:

<u>Ward</u>	<u>Block/Lot</u>	<u>Property Address</u>
12	124-N-199	159 Carver Street
12	124-N-197	163 Carver Street
12	124-N-196	165 Carver Street
12	125-N-15	Auburn Street
12	83-S-296	118 Auburn Street
12	124-N-34	121 Auburn Street

12	124-N-32	125 Auburn Street
12	83-S-301	130 Auburn Street
12	124-N-29	133 Auburn Street
12	124-N-3	138 Auburn Street
12	124-N-6	146 Auburn Street
12	124-N-20	149 Auburn Street
12	124-N-8	150 Auburn Street
12	125-A-371	154 Auburn Street
12	124-N-14	163 Auburn Street
12	124-N-12	165 Auburn Street
12	125-A-375	169 Auburn Street

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to acquire the above-listed parcels, which are owned by the City as Trustee for the Three Taxing Bodies by virtue of Treasurer’s Sale for tax delinquency. The properties at 146 and 169 Auburn Street are improved with houses. The remaining properties are vacant land. The requested properties contain a total land area of approximately 42,600 square feet. The parcels are being acquired as part of a site assemblage for future for-sale single-family housing construction. The URA plans to issue a Request for Qualifications (“RFQ”) for developers later this quarter.

The Larimer Consensus Group has been involved with the planning and will work with the URA to issue the RFQ.

The properties will be acquired for \$1.00 plus costs using Larimer Project Funds including an internal UDAG loan.

There was no discussion among the Members.

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

RESOLUTION NO. 124 (2018)

RESOLVED: That the acquisition of the following publicly-owned properties, for \$1.00, plus costs, payable from Larimer Project Funds including an internal UDAG loan, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to execute 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:

<u>Ward</u>	<u>Block/Lot</u>	<u>Property Address</u>
12	124-N-199	159 Carver Street
12	124-N-197	163 Carver Street

12	124-N-196	165 Carver Street
12	125-N-15	Auburn Street
12	83-S-296	118 Auburn Street
12	124-N-34	121 Auburn Street
12	124-N-32	125 Auburn Street
12	83-S-301	130 Auburn Street
12	124-N-29	133 Auburn Street
12	124-N-3	138 Auburn Street
12	124-N-6	146 Auburn Street
12	124-N-20	149 Auburn Street
12	124-N-8	150 Auburn Street
12	125-A-371	154 Auburn Street
12	124-N-14	163 Auburn Street
12	124-N-12	165 Auburn Street
12	125-A-375	169 Auburn Street

10. East Liberty – Larimer/East Liberty Choice Neighborhoods Zone A Park

- a. Agreement of sale with the Housing Authority of the City of Pittsburgh for the acquisition of Block 83-S, Lots 146 and 202, in the 11th Ward, for \$1.00, plus costs.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that the neighborhoods of Larimer and East Liberty are the site of a Federal Choice Neighborhoods Implementation Grant award in the amount of \$30 million for the comprehensive redevelopment of the Choice Neighborhoods area. The comprehensive redevelopment will focus on three core goals/components: housing, people, and neighborhood. The URA is charged with implementing the neighborhood component which seeks to address issues of vacant land, public infrastructure needs, and greening/park goals.

As part of the planning process for Choice Neighborhoods a network of parks was recommended as a strategy. The first phase park, Liberty Green, has been identified as the approximate 3.75-acre site at the corner of Larimer Avenue and Station Street in the East Liberty neighborhood. This site is adjacent to the recently completed 85-unit phase 1 mixed income housing development and the 150-unit phase 2 mixed income housing development that is under construction. URA owns the majority of the site and the Housing Authority of the City of Pittsburgh (“HACP”) owns the approximate 0.84-acre remainder.

HACP’s Board of Commissioners approved the disposition application on November 16, 2017, and the U.S. Department of Housing and Urban Development approved the disposition application on December 26, 2017. Authorization is now requested to enter into an agreement of sale with HACP to acquire Block 83-S, Lots 146 and 202, for \$1.00 plus costs. Block 83-S, Lot 146, is a vacant, 4,338 square foot lot located near the southeast corner of Kalida Drive and

Princeton Place. Block 83-S, Lot 202, is a vacant 32,320 square foot lot located between Kalida Drive and East Liberty Boulevard.

The funding source for this acquisition is Leased Land, Larimer Project Funds and/or UDAG loan funds.

HACP is a public-housing authority with a mailing address at 200 Ross Street, Pittsburgh, PA 15219. Caster D. Binion is the Executive Director.

Mr. Acklin asked if ownership will be transferred back to the City. Mr. Clark answered that the intent is to dedicate the properties to the City.

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

RESOLUTION NO.125 (2018)

RESOLVED: That the acquisition of Block 83-S, Lots 146 and 202, in the 11th Ward, from the Housing Authority of the City of Pittsburgh, for \$1.00, plus costs, payable from Leased Land, Larimer Project Funds and/or UDAG loan 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.

11. East Liberty – Larimer/East Liberty Choice Neighborhoods Commercial District Analysis.
 - a. Engagement of Larisa Ortiz Associates, LLC, for commercial district analysis services for the Larimer Avenue business district, for an amount not to exceed \$25,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that in February 2018, the URA issued a Request for Proposals for commercial market professionals to conduct an analysis of the potential for new commercial development along Larimer Avenue. The URA is seeking to understand the retail and commercial demand and mix needed to complement residential growth, while working toward a stabilized neighborhood in Larimer. The Larimer Consensus Group (“LCG”) has shown a strong desire to incorporate ground floor retail into the third phase of Choice Neighborhoods replacement housing along Larimer Avenue as well as to redevelop the auditorium and gymnasium of the former Larimer School into commercial uses. The Choice Neighborhoods project team hopes that this analysis will help inform square footages and types of businesses that could be supported by the market at this location.

The URA received a total of nine (9) proposals. A review committee comprised of two (2) members of the LCG, six (6) URA staff members, and the Project Director for the Choice Neighborhoods Implementation Grant was established to review the proposals. The proposals were evaluated based on technical expertise and experience; procedures and methods; project schedule; a fee proposal; and Minority- and Women-Owned Business Enterprise ("MWBE") participation. Of the nine (9) proposals received, six (6) incorporated MWBE participation into their proposals. The review committee met, created a shortlist of proposals, and interviewed three of the teams. The review committee would like to recommend Larisa Ortiz Associates, LLC.

Authorization is now requested to enter into agreement with Larisa Ortiz Associates, LLC, to provide an analysis of the Larimer Avenue corridor. Larisa Ortiz Associates is a minority-owned firm and a certified WBE in the Commonwealth of Pennsylvania. Larisa Ortiz Associates has a mailing address of 78-27 37th Avenue, Suite 1, Jackson Heights, NY 11372. Larisa Ortiz is Principal.

The source for these funds is Larimer project funds and/or other funding.

Mr. Williamson asked if Larisa Ortiz Associates, LLC had completed any work in the City of Pittsburgh. Mr. Dave Thomas, of the Authority Real Estate Department answered in the affirmative and that the firm comes highly recommended.

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

RESOLUTION NO.126 (2018)

RESOLVED: That engagement of Larisa Ortiz Associates, LLC, for commercial district analysis services for the Larimer Avenue business district, for an amount not to exceed \$25,000.00, payable from Larimer project funds and/or other funding, 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.

12. California-Kirkbride – Northside Properties Residences Phase 1

- a. Acquisition of publicly owned property known as Block 22-H, Lot 56, in the 25th Ward, for \$1.00, plus costs.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that authorization is requested to acquire Block 22-H, Lot 56, which is owned by the City as Trustee for the Three Taxing Bodies by virtue of Treasurer's Sale for tax delinquency. The parcel, which is located at 858 California Avenue in California-Kirkbride and contains approximately 2,266 square feet, will be acquired for \$1.00 plus costs using LLEA and/or Residential Land Reserve Funds.

The parcel is being acquired for accessory/side yard use in support of Northside Properties Residences I LLC's 75-unit scattered site affordable rental rehabilitation project that is currently under way. This \$18.9 million project, which is the first phase of multiyear undertaking that will eventually preserve 324 units located in 239 separate buildings spread out across the historic Northside, was presented to the Board in October and November 2017, when issuance of tax-exempt Multifamily Financing Bonds, a Rental Housing Development Improvement Program Loan, and a Pittsburgh Development Fund Loan for the project were approved.

There was no discussion among the Members.

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

RESOLUTION NO.127 (2018)

RESOLVED: That the acquisition of Block 22-H, Lot 56, in the 25th Ward, for \$1.00, plus costs, payable from LLEA and/or Residential Land Reserve Funds, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is authorized to 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.

13. Citywide – Pittsburgh Land Bank

- a. Grant agreement with the Pittsburgh Land Bank in an amount not to exceed \$50,000.00

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that in 2016, the URA received \$250,000.00 in two separate grants from the Heinz Endowments for a set of activities reforming the citywide land recycling system. One of these activities is the start-up of the new entity, The Pittsburgh Land Bank (the "Land Bank").

In the 18-month period since the grants were received, staff was able to complete the grant requirements and activities committed. The URA was able to complete some of the work in-house, rather than through consultants, at a lesser cost. As a result, there are still funds available in the original Heinz Endowments grant.

The Land Bank is ready to begin pilot operations in 2018 with a planned budget of \$800,000.00. To date, it has \$600,000.00 in funds committed for its 2018 activities; however, it is currently low on cash reserves until those commitments of funding are transferred.

This Authority has been an integral partner in both the larger land recycling system as well as in the operationalization of the Land Bank. The URA has held a Memorandum of Agreement

providing all administrative services to the Land Bank since March of 2016. This Agreement was just renewed for a third year.

At this time, so that the Land Bank can continue the momentum and hit the significant goal of transacting on its first set of properties in the first half of 2018, capacity and resources are critical. As the URA has funds remaining in the original Heinz Endowments grant, authorization is now requested to convey the remaining \$50,000.00 in grant funds to the Land Bank for its start-up activities. The Heinz Endowments has given support for this transfer of its grant funds.

Mr. Williamson asked about the status of the Land Bank Board. Mr. Clark stated that there is a Land Bank Board that meets monthly. Mr. Acklin asked for the status of the Land Bank process. Ms. Bethany Davidson, of the Authority Real Estate Department stated that there is currently an eight Member Board on which Councilman Lavelle serves. She stated that currently, there is still documentation that needs to be completed in order for property transactions to begin. She stated that some transactions will require cash that still needs to be transferred into the Land Bank from the 2018 City budget, and the monies being approved today will keep the process moving forward.

Upon a motion to approve by Mr. Williamson, seconded by Dr. Hall-Russell and unanimously carried, the following resolution was adopted:

RESOLUTION NO. 128 (2018)

RESOLVED: That a grant to The Pittsburgh Land Bank to convey the remaining Heinz Endowments grant funds to the Land Bank for its start-up activities, for an amount not to exceed \$50,000.00, is hereby approved, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute a grant 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.

14. Citywide – Property Maintenance and Capacity Building

- a. Amendment of agreement with Growth Through Energy & Community Health Strategies, Pittsburgh for an increase of \$17,000.00, for a total amount not to exceed \$143,500.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that in 2016 this Authority authorized an agreement with Growth Through Energy & Community Health Strategies, Pittsburgh ("GTECH"), in an amount not to exceed \$66,500.00, for Phase 1 of capacity building and program design for city-wide public lot maintenance (Resolution No. 25 of 2016). Additionally, in order retain GTECH for day-to-day technical assistance and program research, in 2017 this Board authorized an amendment bringing the total contract to an amount not to exceed \$126,500.00 (Resolution No. 61 of 2017).

This inclusive community engagement process and work has led to the complete restructuring of the URA's long standing vacant land maintenance program, with an eye towards achieving the goals of greater social equity and utilization of dollars to build capacity in neighborhoods, as well as meeting our obligations to maintain our portfolio of land.

GTECH has been a valuable partner through the first two years of the LandCare program. At this time, we are requesting authorization of an increase of \$17,000.00 to the amended agreement in order to retain their services for the remainder of 2018. This increase will allow GTECH to continue their day-to-day contractor support in the field; assist with the transition to the Public Purchase online contracting platform by helping small businesses and contractors to sign up and respond to the Year 3 LandCare RFP; perform community outreach; assist in RFP design and evaluation; and onboard new Year 3 contractors later this year. In the fourth quarter of this year, GTECH and the URA will begin to coordinate a hand-off of the program and all of its operations to URA staff members.

The funding source for this \$17,000.00 amendment will be Industrial Land Reserve Fund.

GTECH was initially selected through a competitive RFP process in the winter of 2016. GTECH is a not-for-profit with a mission to "work with people to transition land use liabilities into community assets and improve the economic, social, and environmental health of our communities." GTECH is located at 6587 Hamilton Ave, Pittsburgh, PA 15206. Evaine K. Sing is their CEO.

Mr. Acklin asked about the status of this program and if the goals of this investment are being met. Mr. Williamson suggested reports be submitted on the progress of the current contractors involved in this program. Mr. Clark stated that a report can be generated for the Board. Mr. Evan Miller, of the Authority Real Estate department stated that GTECH is working on a sustainable return on investment report that will be generated in the next couple of months.

Upon a motion to approve by Mr. Williamson, the following Members voted affirmatively: Mr. Williamson, Mr. Gainey and Mr. Acklin; the following Member voted in the negative: Dr. Hall-Russell. As a majority of the votes were affirmative, the following resolution was adopted:

RESOLUTION NO. 129 (2018)

RESOLVED: That amendment of the Agreement with Growth Through Energy & Community Health Strategies (GTECH), dated January 15, 2016, for an increase not to exceed \$17,000.00, for Phase 1 of capacity building and program design for city-wide public lot maintenance, payable from the Industrial Land Reserve Fund, for a total Agreement amount not to exceed \$143,500.00, 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.

15. Citywide – OpportunitySpace Web-Mapping Application

- a. Engagement of OpportunitySpace, Inc., d/b/a Tolemi, for its BuildingBlocks cloud-based web application in an amount not to exceed \$20,000.00.

Mr. Rubinstein requested Board approval of the above item.

Mr. Clark stated that the URA implemented BuildingBlocks in early 2017 in an effort to equip staff with analytical tools to guide decision making and inform policy decisions at the Authority. Tolemi is a Boston-based “smart city” data analytics company that provides tools specializing in delivering mapping, visualizations, and advanced analytics.

The URA has already utilized Tolemi’s BuildingBlocks program to combine its own internal data with information from City departments of Finance, PLI, and Planning; US Census Bureau; PA Spatial Data Access; and more to create an interface that gives staff the flexibility to investigate areas of interest at a deeper level, all instantly and in one place.

In 2017 the URA used BuildingBlocks as a tool to help guide strategic planning on property acquisition, identify nuisance properties, and provide real estate market level analysis. In 2018, the URA will continue to utilize BuildingBlocks for such processes, but also plans to work with BuildingBlocks to identify potential Treasurer’s Sale acquisitions by creating a process to send alerts regarding tax delinquency or condemnation of parcels adjacent to URA and City owned sites. The 2018 road map also includes increased reporting functionality for staff as well as additional engagement between Tolemi and small staff groups, with the intention of finding gaps and pain-points in workflows where data and effective reporting may be helpful.

The 2018 cost of \$20,000.00 to utilize Tolemi allows for the URA to have unlimited staff users.

The funding source for this item is the Leased Land Fund.

OpportunitySpace, Inc., is a Delaware corporation with an address of 50 Milk Street, 17th Floor, Boston, MA 02109. Andrew Kieve is Co-founder and CEO.

There was no discussion among the Members.

Mr. Acklin asked if this would interact with the MVA. Mr. Miller answered in the affirmative. Mr. Williamson asked about the type of data this application will provide. Mr. Miller answered that this application will pull many types of data from different sources.

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

RESOLUTION NO. 130 (2018)

RESOLVED: That the engagement of OpportunitySpace, Inc., d/b/a Tolemi, for its BuildingBlocks cloud-based web application, for an amount not to exceed \$20,000.00, payable from the Leased Land Fund, 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.

16. URA Business Loan Programs – Micro Enterprise Loan Program

- a. Approval of Program Guidelines for Micro-Enterprise Loan Program pilot.

Mr. Rubinstein requested Board approval of the above item.

Mr. Tom Link, Director of the Center for Innovation and Entrepreneurship stated that the URA, through programs administered by the Center for Innovation and Entrepreneurship, provides access to capital for business start-up, growth, and expansion throughout the City of Pittsburgh.

These programs are designed to meet financing needs of small businesses not met through traditional, private sources of capital. These programs support nearly all industries across all neighborhoods with a mission to support small business owners and entrepreneurs to start and grow their business, create jobs, and increase the economic vitality of neighborhoods through new taxes, new jobs and improved quality of life.

These programs are part of the URA's and the City of Pittsburgh's commitment to the guiding principles of p4. P4 is an effort to forge a new model of urban growth and development that is innovative, inclusive and sustainable. This model is based around a central, unifying framework—p4: People, Planet, Place and Performance—and launched at an international summit organized by Sustainable Pittsburgh in April 2015.

As the URA is integrating p4 into its business practices, a need for a new loan program has been identified. This new program, run initially as a pilot, will provide micro-loans to new and expanding businesses in the city. This new program will bolster the URA's strategy to promote opportunities for those groups who historically have not had ready access to early stage business startup and expansion capital, including minority – and woman – entrepreneurs.

This request is seeking URA Board approval of guidelines that were presented at the February meeting.

The new Micro-Loan program will be administered by Authority staff, with Direction from the Department Director and the Authority's Executive Director, and with the utilization of 3rd party advisory committees that provide financial underwriting and approval guidance. The URA will also contract with 3rd party providers to provide technical assistance to borrowers in this

program. This added layer of support is intended to complement the loan by providing individualized business education.

This program, like all the URA's loan programs will operate on the necessary return of capital (repayment of principal and interest) in order to re-invest in new business start-up and expansion opportunities.

A report will be provided monthly to the Board regarding all closings through the program.

A synopsis of the program:

Pittsburgh Micro-Enterprise Loan Program (Micro-Loan)

Loans up to \$20,000 (not to exceed 90% of total project costs) for machinery and equipment, working capital, and leasehold improvement, including façade renovations. Available to businesses city wide. Terms to match business asset being financed – generally 3-10 years with market or below fixed interest rates.

Copies of the proposed program guidelines are attached.

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

RESOLUTION NO. 131 (2018)

RESOLVED: That the Program Guidelines for Micro-Enterprise Loan Program pilot are hereby approved.

17. **URA Business Loan Programs – Micro Enterprise Loan Program**

- a. Appointment of members of the new Micro Enterprise Loan Program committee.

Mr. Rubinstein requested Board approval of the above item.

Mr. Link stated that through a suite of loan programs, The Center for Innovation and Entrepreneurship helps businesses leverage the capital necessary for their growth and success. As part of this effort, we are always exploring and evaluating new opportunities to further our work. During the URA's integration of p4 into its business practices, a need for a new loan program was identified. This new program, a micro enterprise loan will bolster the URA's strategy to promote opportunities for those groups who historically have not had ready access to early stage business startup and expansion capital, including minority – and woman – entrepreneurs.

Each of the URA's loan programs, utilize a 3rd party advisory committee. These committees support the lending programs by providing underwriting advisory services. For the Micro Enterprise Loan

Program we are proposing a new committee that will consist of local economic development professionals, micro-lenders, and entrepreneurs.

The proposed committee includes:

- Jason Jones – Vice President, Community Development Relationship Manager at Woodforest Bank
- Samuel Su – Assistant Vice President, Community Consultant at PNC
- Aster Teclay – Co-Founder of Invest In Her
- Ray Garofalo – Vice President, Community Development at Dollar Bank
- Eric Neice – Small Business Lender at The Progress Fund
- Shimira Williams – Serial entrepreneur who started multiple companies including Productivity LLC, TEKStart, LLC, and C.C. Busy.
- Zak Thomas – Senior Program Officer for Lending at Neighborhood Allies
- Aviva Lubowsky – Director of Client and Community Relations at Hebrew Free Loan Association of Pittsburgh

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

RESOLUTION NO. 132 (2018)

RESOLVED: That the appointment of the following individuals to the Micro Enterprise Loan Program committee is hereby approved:

- Jason Jones – Vice President, Community Development Relationship Manager at Woodforest Bank
- Samuel Su – Assistant Vice President, Community Consultant at PNC
- Aster Teclay – Co-Founder, Invest In Her
- Ray Garofalo – Vice President, Community Development at Dollar Bank
- Eric Neice – Small Business Lender at The Progress Fund
- Shimira Williams – Serial entrepreneur who started multiple companies including Productivity LLC, TEKStart, LLC, and C.C. Busy.
- Zak Thomas – Senior Program Officer for Lending at Neighborhood Allies
- Aviva Lubowsky – Director of Client and Community Relations at Hebrew Free Loan Association of Pittsburgh

18. URA Business Loan Programs – Technical Assistance Providers

- a. Appointment of Technical Assistance Providers for business loan recipients.

Mr. Rubinstein requested Board approval of the above item.

Mr. Link stated that through various financing programs, the URA provides entrepreneurs with access to capital to start or grow a business. During these lending relationships gaps in business expertise of the borrower are sometimes identified. The URA would like to have a slate of business technical consultants to call on to help borrowers as needed.

The URA will engage these consultants under the direction of the department director. It is expected that the loan officers who work directly with the entrepreneurs will assist in the identification of gaps and make a recommendation for technical assistance. Potential areas of assistance include accounting, marketing, business operations, as well as others.

In addition, the URA's new Micro-Enterprise Loan program will require all borrowers to engage with at least 5 hours of technical assistance at the onset of their loan. This slate of consultants will be also be contracted with for that purpose. This slate is intended to last for five years and to be updated on an ongoing/rolling basis.

These consultants were selected through an open Request For Qualifications (RFQ) process. We received eleven responses of interest, of which ten ultimately decided that they wanted to participate as a provider. Those individuals/firms are listed below.

- Melanie Ansell, My Business Builders LLC
- Royce Woods, Private Consulting
- Saloam Bey, Credit Power LLC
- Trish Digliodo, Paramount Co-Op
- Ron Gaydos, Scenius Strategies
- John Clark, John J. Clark & Associates
- Alice Williams, Strategic Consulting Concepts
- Anne Schlicht, Chatham Center for Women's Entrepreneurship
- Danielle Davis, Davis Consulting Solutions
- Delbert Tyler, Tyler Collier Associates LLC

Mr. Acklin asked about locating potential borrowers. Mr. Link answered that they are locating potential clients through outreach, working through our partners, and through the Micro Enterprise Loan Program committee, which will be assisting with sourcing deals. He credited Ms. Diamonte Walker, of the Authority with assisting in locating potential borrowers as well. Mr. Williamson stated that he believes this is a good program. Mr. Acklin asked about a total amount of monies that will be committed to this program. Mr. Link answered that the maximum amount will be up to \$20,000.00 per loan, and the progress of this pilot program will be reviewed next year.

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

RESOLUTION NO. 133 (2018)

RESOLVED: That the appointment of the following slate of firms to provide technical assistance for business loan recipients is hereby approved:

- Melanie Ansell, My Business Builders LLC
- Royce Woods, Private Consulting
- Saloam Bey, Credit Power LLC
- Trish Digliodo, Paramount Co-Op
- Ron Gaydos, Scenius Strategies
- John Clark, John J. Clark & Associates
- Alice Williams, Strategic Consulting Concepts
- Anne Schlicht, Chatham Center for Women's Entrepreneurship
- Danielle Davis, Davis Consulting Solutions
- Delbert Tyler, Tyler Collier Associates LLC

Mr. Acklin asked Mr. Peter Cohen, Counsel for the Pittsburgh Penguins, who is present the status of the Option Agreement Amendment. Mr. Cohen stated that the Option Agreement Amendment is near finalization. Mr. Acklin asked about the revisions to the Promissory Note by the Penguins in favor of the SEA. Mr. Cohen stated that the revised draft of the Note was sent earlier this afternoon.

19. Appointment of Koryak Consulting, Inc. (Koryak) and Innovative Business Products and Services, LLC (IBPS) as additional firms to the URA's Diversity, Equity, Inclusion and Training (DEIT) slate of pre-qualified consultants. Both firms are certified MBE firms.

Mr. Rubinstein requested Board approval of the above item.

Mr. Rubinstein stated that in August 2017, the URA issued a rolling Request for Qualifications for firms to provide training, guidance for ongoing institutional self-assessment post-training, and other tools to assist the URA in ensuring that the values of equitable development are integrated into the URA's internal workplace culture and external interactions with the communities we serve.

In Q1 2018, Koryak and IBPS submitted proposals to the Equity Working Group expressing interest in being added to the slate of consultants able to provide Diversity, Equity, Inclusion and Training to URA staff and leadership. The EWG reviewed the proposals and determined that both proposals would add complementary expertise to the URA's existing pre-qualified slate.

Koryak has expertise in streamlining the request for proposals and procurement processes of governmental agencies to better ensure minority and women participation. IBPS recently worked with the Pittsburgh International Airport offering high-impact diversity, equity and inclusion training to the airport's staff and leadership as commissioned by the airport's new CEO.

Both firms would be suitable respondents to any forthcoming request for quotes from the URA's slate of pre-qualified DEIT consultants.

Firm Information:

Suresh Ramanathan, CEO
Koryak Consulting, Inc.
2003, Kinvara Drive
Pittsburgh, PA 15237
412-364-6600
Certified MBE

Harvey Smith, Sr., CEO
Innovative Business Products and Services, LLC
PO Box 722
Monroeville, Pennsylvania 15146
Phone: 412-894-3132
Certified MBE and Certified WBE
There was no discussion among the Members.

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

RESOLUTION NO. 134 (2018)

RESOLVED: That the appointment of Koryak Consulting, Inc. (Koryak) and Innovative Business Products and Services, LLC (IBPS) as additional firms to the URA's Diversity, Equity, Inclusion and Training (DEIT) slate of pre-qualified consultants, is hereby approved.

AGENDA "B"

The Members reviewed the items on Agenda "B" upon motion made by Mr. Williamson, seconded by Mr. Gainey, and unanimously carried, the following resolutions were adopted:

1. Littler Mendelson, P.C.
 - a. Amendment of Agreement with Littler Mendelson, P.C, for employment law services for an increase of \$25,000.00, for a total Agreement amount not to exceed \$75,000.00.

RESOLUTION NO. 135 (2018)

RESOLVED: That amendment of the Agreement with Littler Mendelson, P.C, dated September 19, 2017, for an increase of up to \$25,000.00 for employment law services, for a total Agreement amount not to exceed \$75,000.00, payable from the Administrative Revolving Fund (ARF) 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. Middle Hill
 - a. Ratification of the execution of an easement agreement in favor of Zephaniah Properties, LLC, for Block 10-P, Lot 32, in the 5th Ward.

RESOLUTION NO. 136 (2018)

RESOLVED: That the execution of an easement in favor of Zephaniah Properties, LLC for Block 10-P, Lot 32, in the 5th Ward is hereby approved and ratified, and the Executive Director or Director of Finance, on behalf of the Authority, is hereby authorized to execute an easement agreement therefor, and the Secretary or Assistant Secretary is authorized to attest the same and affix the seal of the Authority thereto.


3. Residential Facade Program

- a. Disclosure of Ebony Tyler, City of Pittsburgh employee (Department of Finance), to participate in the Residential Facade Program, for a property located at 136 Dengler Street, Pittsburgh, PA 15210

RESOLUTION NO. 137 (2018)

RESOLVED: That disclosure of Ebony Tyler, City of Pittsburgh employee (Department of Finance), to participate in the Residential Façade Program for a property located at 136 Dengler Street, Pittsburgh, PA 15210 is hereby approved.

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


Assistant Secretary