URA Board Agenda

Date/Time: Thursday, April 16, 2020 at 2:00 PM
Web Access: https://zoom.us/j/94108094643
Dial In: (929) 205-6099 Meeting ID: 941 0809 4643

URA Regular Board Meeting
AGENDA A

1. Roll Call

2. Public Comment

3. General
   a. Approval of Meeting Minutes of the Regular Board Meeting

4. RFPs, RFQs, RFIs, and Bids
   a. Request for Proposals (RFP) for Greater Hill Master Plan Update.
   b. Request for Qualifications (RFQ) in partnership with Neighborhood Allies to provide e-commerce technical assistance to the Get Online and Grow Online e-commerce technical assistance program.
   c. Request for Qualifications (RFQ) for Technical Assistance (TA) providers for child-care businesses.

5. Announcements
   a. COVID-19 Response Update
   c. Lower Hill Briefing on Take Down of Block G-1 (Page 2)

6. Residential Lending and Investments (Pages 3 through 13)
   a. Garfield – N. Negley Residences (pp. 3 to 6)
   b. Squirrel Hill – Flats on Forward (pp. 7 to 10)
   c. Lawrenceville -Sixth Ward Flats (pp. 11 to 13)

7. Agenda B
Director’s Report

To: URA Board of Directors

From: Susheela Nemani-Stanger, Director of Neighborhood Development

Cc: Greg Flisram, Executive Director

Date: April 16, 2020

Re: Agenda Item 5c: Takedown of Block G-1 – Lower Hill Briefing

About the Development

Lower Hill Developer LLC, which is an affiliate of The Buccini/Pollin Group, Inc. (“BPG”), plans to construct a 24-story mixed-use tower that will include approximately 382,000 square feet of office space; approximately 35,000 square feet of retail; and approximately 100 structured parking spaces. The proposed tower will be adjacent to the new Cap Park above I-579, which will provide pedestrians who work and shop in the Central Business District easy access to the site, with additional commercial amenities for residents in the nearby Greater Hill District. Two floors of structured parking will serve the tower’s commercial tenants and visitors.

- Project costs are budgeted at approximately $200 million.
- The project will be developed in conformance with applicable LEED-ND requirements.
- BPG has selected Gensler to design the building. Construction will be overseen by BPGS Construction.

Submission of Take Down Notice

Pittsburgh Arena Real Estate Redevelopment LP (“PAR”) and Lower Hill Developer LLC have submitted a Take Down Notice for Take Down Tract #10, also known as Block G-1. The URA Board and Sports and Exhibition Authority Board will both vote on matters related to the Take Down of Block G-1 at a future date.

Block G-1 (Block 2-C, Lot 401) comprises 1.34 acres bounded by Bedford Avenue to the north, Logan Street to the east, Wylie Avenue to the south, and Washington Place to the west. The property is owned by the Sports & Exhibition Authority of Pittsburgh and Allegheny County (“SEA”).

Next Steps

At the next meeting of this Board, staff plans to seek preliminary approval of BPG, Lower Hill Developer LLC, or an affiliated entity, as a redeveloper for the take down of Block G-1, as well as preliminary approval of a Conceptual Development Plan. At the next URA board meeting, URA staff also intends to brief the board on Lower Hill LERTA Retained Amount Guidelines and Greater Hill District Neighborhood Reinvestment Fund Guidelines which are currently in the process of being drafted.

Note: Today’s presentation does not require board action.
**Director’s Report**

To: URA Board of Directors

From: Jessica Smith-Perry, Director of Housing Lending and Investments

cc: Greg Flisram, Executive Director

Date: April 16, 2020

Re: Agenda Item 6: Residential Lending and Investments

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**Residential Lending Agenda Item Overview**

6A. Garfield – N. Negley Residences

1. Housing Opportunity Fund (HOF) Rental Gap Program (RGP) loan agreement with 327 NN LLC or a related entity in the amount of $585,230.

2. Rental Housing Development and Improvement Program (RHDIP) loan agreement with 327 NN LLC or a related entity in the amount of $414,770.

**Authorization Request**

Authorization is requested to enter into the above-mentioned HOF RGP and RHDIP loan agreement(s) with 327 NN LLC or a related entity (a to-be-formed single purpose entity or a newly created single purpose entity created by Catalyst Communities) for the rehabilitation of 327 North Negley Avenue, also known as the B’Nai Israel Synagogue, in the Garfield neighborhood. The rehabilitation of the historic structure (constructed in 1923) will be divided into two phases.

**About the Project**

Catalyst Communities will serve as the developer on the project, and Bloomfield-Garfield Corporation will participate as the nonprofit applicant. Beacon Residential Management will serve as the property manager and service provider. The Catalyst team is also working with Desmone Architects, Clio Consulting, and Mistick Construction to complete Phase I of the project.

Phase I will involve the addition of two stories to the existing wings, additions to the rotunda and the creation of 45 rental units. Of these 45 units, 6 will be rented to households with incomes at or below 30% of area median income (AMI), 17 will be rented to households with incomes at or below 50% AMI, and 15 will be rented to households with incomes at or below 60% AMI for a total of 38 affordable units. These units will remain affordable for a period of 40 years. Phase I was awarded 2019 9% Low Income Housing Tax Credits (LIHTC) from the Pennsylvania Housing Financing Agency (PHFA). Phase II will involve the complete restoration of the rotunda into community-serving offices and gathering space for the residents of the development. This is an entirely separate phase, and therefore the funds represented in this Board action and development budget shall only apply towards the completion of Phase I.
The sanctuary rotunda was originally constructed in 1923. The B’Nai Israel Congregation made additions to the south wing of the building in 1950 and the west wing in 1953. In the 1990s, the B’Nai Israel Congregation ultimately merged with Congregation Beth Jacob of New Kensington, forming the Adat Shalom Congregation in Fox Chapel. Since 1995, the sanctuary has remained unused while the attached community building became a charter school operated by the Urban League of Greater Pittsburgh in the early 2000s.

Advisory and Committee Recommendations:

On April 2, the HOF Advisory Board passed a motion to award this project an RGP loan in the amount of $585,230. Similarly, the Real Estate Loan Review Committee passed a motion on April 8 to award this project a RHDIP loan in the amount of $414,770. This project also has funding from other state and local sources, including $1.25 million in PHFA PHARE funds, $870,000 in gap financing, and 10 housing choice vouchers from the Housing Authority of the City of Pittsburgh (HACP). Additionally, there will be a construction bridge loan in the amount of $6,640,937.

URA Board approval is contingent upon:

- Receipt of final drawings and construction costs and approval of the same by the URA Engineering and Construction staff
- Receipt of final evidence of financing and approval by the URA
- Part 58 approval from the U.S. Department of Housing and Urban Development (HUD).

Details of the development are as follows:

Developer: 327 NN LLC  
c/o Catalyst Communities, LLC  
Michael Polite, CEO  
429 Fourth Avenue, Suite 2010  
Pittsburgh, PA 15219

Property Location: 327 N. Negley Avenue  
Pittsburgh, PA 15206

Ward: 11th

City Council District: 9

Description: Rehabilitation and renovation of the B’Nai Israel Synagogue, located at 327 North Negley Avenue in the Garfield neighborhood to include 45 total units. Six units will be affordable at or below 30% AMI, 17 units will be affordable at or below 50% AMI, and 15 units will be affordable at or below 60% AMI for a total of 38 affordable units.

General Contractor: Mistick Construction  
1300 Brighton Road  
Pittsburgh, PA 15233
Architect: Desmone Architects  
3400 Butler Street  
Pittsburgh, PA 15201

Non-Profit Applicant: Bloomfield-Garfield Corporation

Total Development Costs: $18,183,897

Proposed Development Sources:

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<th>Source</th>
<th>Amount</th>
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<td>Federal LIHTC Equity</td>
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<tr>
<td>HACP</td>
<td>$870,000</td>
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<td>PHFA PHARE</td>
<td>$1,250,000</td>
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<td>FHLB</td>
<td>$345,767</td>
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<tr>
<td>URA RHDIP Loan</td>
<td>$414,770</td>
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<td>URA HOF RGP Loan</td>
<td>$585,230</td>
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<td><strong>TOTAL PROJECT FINANCING</strong></td>
<td><strong>$18,183,897</strong></td>
</tr>
</tbody>
</table>

URA Financing:

- **$585,230** HOF RGP loan, 0% annual interest rate, 40-year term, 25% cash flow – split with RHDIP loan
- **$414,770** RHDIP loan, 0% annual interest rate, 40-year term, 25% of the cash flow – split with HOF RGP loan. The RHDIP loan will be sourced with HOME 2019 funds and/or HODAG repayments.

*PHFA will receive 50% of cash flow for the $1,250,000 PHARE funds. HACP will receive the remaining 25% of cash flow.

Total URA Financing: $1,000,000

Program Benefit:

This development will rehabilitate 327 N. Negley Avenue, creating 38 affordable rental units in the Garfield neighborhood in addition to preserving the historic B’Nai Israel Synagogue and the legacy of the B’Nai Israel Congregation.

Required Approvals:

The project was approved by the HOF Advisory Board on April 2, 2020 for a $585,230 HOF Rental RGP loan, and by the Real Estate Loan Review Committee on April 8, 2020 for a $414,770 RHDIP Loan.

MWBE Review Committee Status:

Catalyst Communities’ latest MWBE/MWI Narrative, dated March 10, 2020, has been reviewed and approved by the URA MWBE Compliance staff. A complete plan will be reviewed and approved in advance of project closing.
Resolutions for Agenda Item 6A

RESOLUTION NO. ____ (2020)

RESOLVED: That a loan with 327 NN LLC or a related entity, for the rehabilitation of 327 North Negley Avenue, also known as the B’Nai Israel Synagogue, in the Garfield neighborhood, in an amount of up to $585,230, payable from the Housing Opportunity Fund (HOF) Rental Gap Program (RGP) is hereby approved, and the Executive Director, Deputy Executive Director and/or Chief Financial Officer, 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. This authorization is contingent upon receipt of final drawings and construction costs and approval of the same by Authority staff, and receipt of final evidence of financing and approval of the same by Authority staff.

RESOLUTION NO. ____ (2020)

RESOLVED: That a loan with 327 NN LLC or a related entity, for the rehabilitation of 327 North Negley Avenue, also known as the B’Nai Israel Synagogue, in the Garfield neighborhood, in an amount of up to $414,770, payable from the Rental Housing Development and Improvement Program (RHDIP) is hereby approved, and the Executive Director, Deputy Executive Director and/or Chief Financial Officer, 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. This authorization is contingent upon receipt of final drawings and construction costs and approval of the same by Authority staff, and receipt of final evidence of financing and approval by Authority staff, and receipt of Part 58 approval from the U.S. Department of Housing and Urban development (HUD).
Residential Lending Agenda Item Overview (Continued)

6B. Squirrel Hill – Flats on Forward

1. Housing Opportunity Fund Rental Gap Program (RGP) Loan Agreement with Flats on Forward LP or a related entity, in an amount up to $585,000.

2. Rental Housing Development and Improvement Program (RHDIP) Loan Agreement with Flats on Forward LP or a related entity, in an amount up to $665,000.

About the Project

ACTION-Housing, Inc. is the developer of Flats on Forward, under the single-purpose entity, Flats on Forward LP. The project will redevelop the former Squirrel Hill Theater site and the vacant parcel on the corner of Forward and Murray Avenues in the Squirrel Hill neighborhood into a mixed-use, affordable housing development. The development is located adjacent to Krause Commons, an affordable housing project that ACTION-Housing built in 2018. The project was awarded 2019 9% Low Income Housing Tax Credits (LIHTC) from the Pennsylvania Housing Finance Agency (PHFA) and will provide a total of 43 units. It is preferred that 25% of the housing units be for individuals with disabilities. Five units will be rented to households with incomes at or below 20% AMI, 17 will be rented to households with incomes at or below 50% AMI, and the remaining 21 will be rented to households at or below 60% AMI. The first floor will have 10,000 square feet of leasable retail/commercial space.

Flats on Forward is consistent with the Squirrel Hill Urban Coalition’s (SHUC) vision for this site as well as all existing neighborhood plans that call for the revitalization of this gateway and for a diversity of housing stock. ACTION-Housing had a strong relationship with SHUC throughout the construction of Krause Commons and looks forward to a continuing cooperative relationship to make Flats on Forward a reality. The Forward/Murray intersection is one of the primary gateways to the Squirrel Hill neighborhood. This is a neighborhood of considerable diversity and is one of the highest per capita income neighborhoods in the city. It contains a healthy mix of rental and owner-occupied housing opportunities, a dynamic commercial corridor, strong public schools, places of worship, grocery stores, parks and playgrounds, and all the other necessities for daily living.

Advisory and Committee Recommendation

On April 2, 2020, the HOF Advisory Board passed a motion to award this project an RGP loan in the amount of $585,000. Similarly, the Real Estate Loan Review Committee passed a motion on April 8, 2020, to award this project a RHDIP loan in the amount of $665,000.

URA Board approval is contingent upon:

- Receipt of final drawings and construction costs and approval of the same by the URA Engineering and Construction staff.
- Receipt of final evidence of financing and approval by the URA.
- Part 58 approval from the U.S. Department of Housing and Urban Development (HUD).
Details of the Flats on Forward development are as follows:

Developer: Flats on Forward LP
c/o Action Housing, Inc.
Lawrence Swanson, Executive Director
425 Sixth Avenue, Suite 950
Pittsburgh, PA 15219

Architect: Bohlin Cywinski Jackson
611 William Penn Pl, Suite 1300
Pittsburgh, PA 15219

General Contractor: PJ Dick
225 North Shore Drive
Pittsburgh, PA 15212

Location: 5824 Forward Avenue, Pittsburgh, PA 15217

Ward: 14th Ward

Description: Construction of a mixed-use affordable housing building with 43 new affordable apartments and 10,000 square feet of commercial retail space in Squirrel Hill.

Total Development Costs: $23,241,131

URA Financing:

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<td>URA RHDIP Loan</td>
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<td>Total URA Financing:</td>
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Other Financing Sources:

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<td>LIHTC Tax Credit Equity/ (National Equity Fund, Inc.)</td>
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<td>RACP (Secured)</td>
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<td>PHFA PHARE (Secured)</td>
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<td>State HOME (Pending)</td>
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<td>FHLB (Pending)</td>
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<td>Multimodal &amp; Mixed-Use Funds &amp; Additional RACP (Pending)</td>
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<td>Commercial – Condo Purchase (Pending)</td>
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URA Financing: $585,000 HOF RGP loan, 0% annual interest rate 40-year term, up to 25% cash flow – split with RHDIP loan

$665,000 RHDIP loan, 0% annual interest rate, 40-year term, up to 25% of the cash flow – split with HOF RGP loan. The RHDIP loan will be sourced with HOME 2019, Paygo 2019, and/or HODAG Repayment funds.

*PHFA will receive 50% of cash flow for the $1,000,000 PHARE funds.

Program Benefit: Redevelopment of this site will significantly improve a major gateway into the Squirrel Hill neighborhood and commercial district. The developed property will also provide affordable housing opportunities with the construction of 43 new apartment units.

Real Estate Loan Review Committee Status: Presented and approved at the April 8 meeting.

MWBE Review: MWBE Narrative has been submitted and approved. Full plan will be reviewed and approved in advance of the project loan closing.
Resolutions for Agenda Item 6B.

RESOLUTION NO. ____ (2020)

RESOLVED: That a loan with Flats on Forward LP or a related entity, for the redevelopment of the former Squirrel Hill Theater site and the vacant parcel on the corner of Forward Avenue and Murray Avenue in the Squirrel Hill neighborhood, in an amount of up to $585,000, payable from the Housing Opportunity Fund Rental Gap Program (RGP) is hereby approved, and the Executive Director, Deputy Executive Director and/or Chief Financial Officer, 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. This authorization is Contingent upon receipt of final drawings and construction costs and approval of the same by Authority staff, and receipt of final evidence of financing and approval of the same by Authority staff.

RESOLUTION NO. ____ (2020)

RESOLVED: That a loan with Flats on Forward LP or a related entity, for the redevelopment of the former Squirrel Hill Theater site and the vacant parcel on the corner of Forward Avenue and Murray Avenue in the Squirrel Hill neighborhood, in an amount of up to $665,000, payable from Rental Housing Development and Improvement Program (RHDIP) is hereby approved, and the Executive Director, Deputy Executive Director and/or Chief Financial Officer, 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. This authorization is contingent upon receipt of final drawings and construction costs and approval of the same by Authority staff, and receipt of final evidence of financing and approval of the same by Authority staff, and Part 58 approval from the U.S. Department of Housing and Urban Development (HUD).
Residential Lending Agenda Item Overview (Continued)

6C. Lawrenceville - Sixth Ward Flats

1. First amendment to Rental Housing Development and Improvement Program (RHDIP) Loan Agreement with Sixth Ward Flats, LP to increase the loan by $350,000 (from $1,200,000 to $1,550,000).

Project Overview

On March 14, 2019, the Authority authorized an RHDIP loan to developer Sixth Ward Flats, LP in the amount of $1,200,000 for the development of two three-story buildings to be located at 3330-3350 and 3400 Penn Avenue in the Lower Lawrenceville neighborhood. The development will consist of a total of 35 affordable units and first floor commercial and/or community/supportive services space. Authorization is being requested to increase the RHDIP loan by up to $350,000 to partially fund construction cost increases and additional potential project financing gaps detailed below. In advance of the construction closing, a Phase I Environmental Site Assessment did not detect high level contaminants on either development site. During the closing process, the tax credit investor required additional soils testing. This testing resulted in findings of high metal contaminants on both sites. A Pennsylvania Department of Environmental Protection (“DEP”) Act 2 clean-up plan was then required by the investor resulting in an increase of approximately $400,000 in construction costs to have the contaminated soils removed.

Additionally, utility lines adjacent to both sites had to be relocated. The developer was originally informed by Duquesne Light Company (DLC) that the utility line relocations would be routine; the end result was that extensive work was needed to re-route power from high-voltage distribution lines coming from the adjacent DLC substation, and a reconfiguration of the broader electrical distribution network in Lawrenceville. The cost for the relocation of the utility lines exceeded $200,000. The issues outlined above not only caused financial difficulties but construction delays as well creating a timing issue with the projected tax credit delivery to the tax credit investor. These delays, in addition to the halt in construction due to COVID-19, will reduce the amount of credits the investor can immediately utilize and in return, lowers their value. The developer will be penalized for the downward adjustment and charged additional fees.

ACTION-Housing, Inc (AHI), who formed the single purpose entity Sixth Ward Flats, LP, had already reinvested $653,125 of its developer fee ($100,000 deferred developer fee and $553,125 of reinvested developer fee) in the project. The reinvested developer fee includes $225,000 for supportive services and $328,125 required by PHFA as a condition of the PHARE funding. Additionally, AHI invested a Sponsor Loan of $445,085.

This development was recently approved by PHFA to receive $400,000 under its Community Revitalization Fund Program (CRFP) to help support the financial shortfall. The funding was raised through the sale of tax credits under the Mixed-Use Development Tax Credit Program, the proceeds of which are being used to fund the work of the CRFP. Sixth Ward Flats, LP, c/o ACTION-Housing, Inc. is located at 611 William Penn Place, Suite 800, Suite 300, Pittsburgh, PA 15219. Larry Swanson is the Executive Director of AHI.
Details of the Six Ward Flats development are as follows:

**Developer:** Sixth Ward Flats, LP

**Property Locations:** 3330-3350 & 3400 Penn Avenue
Lower Lawrenceville neighborhood

**Ward:** 6th Ward

**Description:** The development includes 35 affordable apartment units and first floor commercial / community / supportive service spaces

**Architect:** 4080 Architecture
4 Smithfield Street #6
Pittsburgh, PA 15222

**General Contractor:** Nelson, Inc.
100 Clark Street
Pittsburgh, PA 15223

**Funding Structure:**

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<th>Line Item</th>
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<th>Revised</th>
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<td>LIHTC Equity</td>
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<td>PHFA PHARE HTF</td>
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<td>PHFA CRFP Funds</td>
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<td>Federal Home Loan Bank AHP Funds</td>
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<td>Reinvested Developer Fee</td>
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<td>Deferred Developer Fee</td>
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<td>Action Housing Sponsor Loan</td>
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<tr>
<td>URA RHDIP Loan:</td>
<td>$1,200,000</td>
<td>$1,550,000</td>
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</table>

**Authority Financing:** $1,200,000 Original RHDIP Loan plus $350,000 Loan Increase – 5.5% interest rate, 35-year term, 50% net cash flow

**Program Benefit:** The project will add critically needed affordable housing units to this strong neighborhood market. There are six mobility and seven sensory impairment units. Supportive services will be available to residents.

**Real Estate Loan Review Committee Status:** Presented and approved at the April 8, 2020 meeting.

**MWBE Plan:** An approved M/WBE was approved in advance of the original construction closing.
Resolutions for Agenda Item 6C.

RESOLUTION NO. _____ (2020)

RESOLVED: That amendment of a Loan Agreement with Sixth Ward Flats, LP, dated July 30, 2019, to partially fund construction cost increases and additional potential project financing gaps for the development of the two three-story buildings to be located at 3330-3350 and 3400 Penn Avenue in the Lower Lawrenceville neighborhood, for an increase of up to $350,000, for a total Agreement amount of $1,550,000, payable from the Rental Housing Development and Improvement Program (RHDIP) is hereby approved, and the Executive Director, Deputy Executive Director and/or Chief Financial Officer, on behalf of the Authority, is hereby authorized to execute an amendment of 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.
URA Board Agenda: 04/16/2020

URA Regular Board Meeting
AGENDA B

1. **Conveyance**
   
   a. Allegheny Center
   
      i. Conveyance, via quit claim deed, Block 23-R, Lot 500-02 (part); Block 23-S, Lot 32; and Block 23-S, Lot 33; in the 22nd Ward, to Allegheny Center Christian Missionary Alliance Church for $1.00.

2. **Ratifications**
   
   a. Neighborhood Initiatives Fund
      
      i. Ratification of the application to Pittsburgh Foundation for an Emergency Action Fund grant in an amount not to exceed $215,000 to support administrative and operating funds for current Neighborhood Initiative Fund grantees experiencing hardships due to COVID-19.

3. **Amendments**
   
   a. Urban Design Consultants
      
      i. Amendment to the URA's February 2020 slate of urban design consultants to include Michael Baker International.

   b. Fox Rothschild LLP
      
      i. Amendment of Agreement with Fox Rothschild LLP dated July 13, 2017 for bankruptcy-related legal services, for an increase not to exceed $15,000.

4. **Grant Approval**
   
   a. Agreement with the Pittsburgh Foundation or related entity to receive an Emergency Action Fund grant in an amount not to exceed $215,000.

   b. Agreement with the Henry L. Hillman Foundation to receive a grant for the URA's Emergency Loan Program in an amount not to exceed $250,000.

5. **Disclosures**
   
   a. Approval of Elaine Fleming to participate in the Housing Recovery Program-Developer for a property located at 331 Enright Court, Pittsburgh, PA 15206. Ms. Fleming is a Housing Authority of the City of Pittsburgh employee.

   b. Approval of Elaine Fleming to also receive a HOF Down Payment and Closing Cost Assistance Deferred Loan.

6. **Agreements**
   
   a. Agreement with The Mortgage Office for loan origination and servicing software for an amount not to exceed $125,000 for implementation and $50,000 per year in annual costs.

7. **Funding Authorizations, Applications and Approvals**
   
   a. Authorization for $100,000 from the Strip District Loan Fund to be used for strip district businesses through the URA's COVID-19 Emergency Loan Fund program.
b. Application and receipt of third-party funds for the Emergency Loan Fund.

c. Application and receipt of a Community Development Block Grant (CDBG) Emergency Shelter Grant (ESG) for funds that may be allocated to the URA resulting from COVID-19 Stimulus funding.

d. Cooperation Agreement with the City of Pittsburgh for the Community Development Block Grant (CDBG) Emergency Shelter Grant (ESG) funding.