

URBAN REDEVELOPMENT AUTHORITY OF PITTSBURGH

TRANSIT REVITALIZATION INVESTMENT
DISTRICT PROGRAM GUIDELINES

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Urban Redevelopment Authority of Pittsburgh

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PURPOSE

The objective of this document is to provide guidance regarding the processes and requirements related to the formation, development, and implementation of Transit Revitalization Investment Districts (TRIDs) within the City of Pittsburgh.

The URA serves multiples roles related to administration and implementation of TRIDs, including:

1. Managing the TRID application process for all proposed TRIDs located within the City of Pittsburgh.
2. Coordinating with all relevant parties throughout the TRID application and implementation processes.
3. Serving as Taxing Bodies' (i.e., the City of Pittsburgh, the County of Allegheny, and Pittsburgh Public Schools) agent for all tax diversion programs, including TRID. Coordinating the implementation of TRIDs according to TRID plans.
4. Serving as the Management Entity, when authorized to do so by agreement among the City of Pittsburgh, the County of Allegheny, the Port Authority of Allegheny County, and Pittsburgh Public Schools.
5. Serving as the conduit to enable approved public agencies and private entities to take advantage of TRID related financing, as permitted by the Transit Revitalization Investment District Act (TRID Act).

PROGRAM DESCRIPTION

The URA's TRID Program was created to enable the use of Transit Revitalization Investment Districts to foster neighborhood revitalization within the City of Pittsburgh that otherwise would not be financially feasible. TRIDs utilize future increased tax revenues generated by a designated district to pay for eligible costs of Transit Oriented Development (TOD) projects within the district, to enable the completion of projects that produce quality, full-time jobs for City residents, increase the City's tax base, leverage substantial private investment, improve the City's transit infrastructure, increase the quality and ridership of public transit within the City, and provide benefits to communities in the City.

The TRID program was created and is governed by the TRID Act, which is detailed in the Appendix. The TRID Act allows all or a portion of the incremental real estate tax revenue generated by the development(s) in that District to be used to finance public or private improvements associated with TOD projects. The incremental increase in real estate taxes resulting from developments and improvements within the district are used to repay debt that is unique for each project and/or pay the costs of the improvements on a pay as you go basis. The tax increment can also include any tax increase resulting from the increase in commercial activity as a result of the development including other allowable non-real-estate taxes elected by the three taxing bodies.

All projects utilizing Transit Revitalization Investment District funds are subject to the processes and policies described below. The URA Board of Directors reserves the right to waive any guidelines it

deems appropriate to the extent permissible under the Transit Revitalization Investment District Act, as amended.

It is the responsibility of each applicant to work with the URA to identify the nature of the financing (whether a bank loan, bond issue or some other type of financing) and the specific provider of the financing (the bank, bond purchaser, underwriter or some other type of provider).

REQUIREMENTS

Transit Revitalization Investment Districts are only to be used in projects where traditional private financing is insufficient for project completion, the projects will have positive impacts on the neighborhood in which it will be built and on the City of Pittsburgh, and the projects will complement existing commercial and residential development in the City.

The following section outlines the requirements governing the TRID Program. 'General Requirements' are those of the TRID Act. 'Public Agency Requirements' are those which govern Public Agency sponsored TRIDs and TRID projects. 'Private Entity Requirements' are those which govern Private Entity-sponsored TRIDs and TRID projects. 'Public Agency Requirements' and 'Private Entity Requirements' will be enforced by the Management Entity of each approved TRID. It is the responsibility of an applicant to identify any change in requirements as dictated by the applicable Management Entity.

GENERAL REQUIREMENTS

TRIDs may include any geographic area of a municipality or municipalities, including vacant, underutilized or potentially redevelopable land, within an area generally formed by a minimum radius of one-eighth mile, not to exceed a radius of one-half mile, from a railroad, transit, light rail, busway or similar transit stop or station or stop location. TRID designation may also include new station locations proposed in conjunction with a planned public transportation service.

Tax revenues generated within a TRID shall be generated to completion and future maintenance of the specific and necessary improvements designated in the neighborhood plan and TRID planning study. Proposed real estate development or redevelopment may trigger additional needs for transit improvements and community facility improvements or support facilities and shall be accommodated through pertinent amendments of the TRID Planning Study and any relevant county, multi-municipal, local municipal, or neighborhood plans.

PUBLIC AGENCY REQUIREMENTS

For TRIDs sponsored by a public agency, the following requirements will govern the URA's participation:

- TRID projects are primarily transit related public infrastructure improvements. Eligible projects can also include commercial, industrial, and residential developments that meet the goals of Transit Oriented Development within the district. Any costs associated with the development of these projects are eligible to be financed with TRID including capital costs (construction, rehabilitation, demolition, acquisition of land, buildings and machinery),

financing costs, professional services, administrative costs, relocation, organizational costs and costs associated with the creation and implementation of the TRID project.

- All developments must comply with all applicable local plans, ordinances and codes per the requirements of the Act.
- Commercial/Industrial developments must leverage private investment, create and sustain jobs for City residents, generate positive economic impacts for the City and generate sufficient tax revenue to offset increased municipal infrastructure and service costs.
- Residential developments must increase housing options available to City residents. This can be achieved by bringing new residents into the City, balancing an increase in new residents with tax revenue to support additional service requirements (both municipal and educational), or creating a net increase for-sale and rental housing units affordable to low- and moderate-income households.
- The diversion of incremental property tax revenues will only be to the extent necessary to make developments as proposed by the TRID planning study viable.
- TRID projects must further the plans and goals of the relevant TRID Planning Study. If projects support said goals but propose development or TRID support that differs significantly from the recommended improvements described in the planning study, the TRID Planning Study must be amended to include the new project proposal. Any amendments to the TRID Planning Study may require engagement with community organizations, City Planning, and other entities with relevant plans adopted for the area.
- Priority will be given to projects that use TRID revenues to support public infrastructure¹ improvements necessary to facilitate private investment that benefits the public, especially where non-TRID-funded projects are unable to secure or support the necessary financing to undertake such improvements².
- For TRID Projects, an applicant must include a plan to involve certified minority and woman business enterprises (M/WBE) in a percentage of the overall net project costs, including pre-construction costs, design, construction, procurement and post-construction. This plan must be reviewed by URA M/WBE specialists.
- An applicant must include a plan describing how it will satisfy the URA's minority workforce inclusion goals.

¹ For purposes of this document, "public infrastructure" is defined as those publicly owned and dedicated structures and facilities on which the continuance and growth of a community depend, including, but not strictly limited to, streets, roadways, road surfaces, bridges, tunnels, easements, right-of-ways, structured public parking facilities, public sanitary and storm water sewers, curbs, sidewalks, public water/power/cable conduits and public drainage structures. Privately owned infrastructure that serves the public interest may also be considered within this definition.

² TRID revenues may also be used for district-wide improvements, including but not limit to a revolving loan fund for residential façade improvements or affordable housing program funds.

- An applicant must include a plan to incorporate sustainable best practices into all aspects of the project from site preparation through construction and operation of buildings and site infrastructure. A p4 narrative is required with each application.
- Applicants are required to engage local community groups throughout the TRID process and to seek their evaluation of the proposed TRID projects. Where applicable, meetings will be held to provide the opportunity for community groups to interact directly with project applicants.
- An applicant may be required to enter into a Funding Agreement, Development Agreement, or a combined Funding and Development Agreement with the Management Entity whereby the Management Entity agrees to finance improvements constructed by the applicant and the applicant agrees to incorporate project elements required by the Management Entity.
- Applicant is required to provide the necessary documentation of site control.

PRIVATE ENTITY REQUIREMENTS

All Private Entity (*i.e.*, for-profit and not-for-profit business or organization) applicants must submit a complete TRID Private Application. A complete TRID Private Application includes an indemnification letter, application fee payment, and a deposit for predevelopment expenses into a transit development account prior to the advancement of a new TRID or consideration of a TRID project. The application will provide the Management Entity with the information necessary to determine the eligibility of the development and establish terms for the structure of the proposed TRID project. The requirements of the submission include agreement to fund a development impact analysis and underwriting analysis upon completion of initial review of the form.

In addition to the TRID application, applicants must complete and submit a p4 narrative. At this time, the p4 narrative will be used to gather information, but will not affect funding determinations.

The following criteria will be used to complete this evaluation:

1. Contribution to Transit Oriented Development

Projects will be evaluated on their contribution toward the best practices of TOD neighborhood development, including:

- Maximize location efficiency
- Build a mix of housing choices and complimentary uses
- Create walkable spaces
- Maximize transit station connectivity and visibility
- Design streets for all users

- Manage parking effectively
- Capture the value of transit

2. Economic and Fiscal Impact of the New Development

The number, type, and wages of the employment to be created, impact on competition and neighboring businesses and projected tax revenue.

3. Demonstration of Need for TRID funding

An applicant must submit a signed affidavit to the TRID Private Application certifying that the project cannot proceed without TRID funding and provide supporting documentation justifying the need for and the amount of financing requested. The amount of public infrastructure required to facilitate the development must be provided. Applicants may be required to provide a justification based on profit, return on investment or other measure deemed appropriate.

4. Adherence to TRID Planning Study

The extent to which the proposed development furthers the plans and goals of the TRID Planning Study.

5. Value Added

The extent to which the development will add value to the local economy and avoid shifting of resources within the City. Also, applicants must quantify the extent to which the development satisfies an unmet demand for a product or service in the region.

6. Development Location

The development must be consistent with the goals and objectives outlined in existing neighborhood plans, and all applicable local plans, ordinances and codes. Developments demonstrating greater levels of accessibility to public transportation facilities will be given higher priority.

7. Private Applicant Experience

The ability of the applicant to undertake and complete the project, provide the guarantees or credit enhancements necessary to support the requested financing and the risk associated with the overall development of the project (i.e. amount of pre-leased space, the market feasibility of the project) will also be considered. The Management Entity will also consider whether the Applicant would be able to secure additional funding for the Project should there be cost overruns or if additional phases of the Project are contemplated.

8. Certified Minority or Women Business Enterprise (MBE/WBE) Participation

Preference will be given to Applicants that are MBE/WBE certified in the Commonwealth or use MBE/WBE certified subcontractors in the construction of the Project.

9. Project's Demand Upon City Services

The Applicant should provide information detailing how it will offset the increased demand for City services such as utilities, public safety, and public works required for its Project as well as the impact on the Pittsburgh Public School District.

10. Locally or Domestically Sourced Materials

Preference will be given to Applicants whose Project plans involve the use of local or domestically sourced materials.

11. Other Relevant Criteria

Additional development criteria will be considered at the discretion of the Management Entity.

TRID CREATION PROCESS^{3,4}

TRID Application: Private entities (e.g., for-profit and not-for-profit businesses and organizations) are required to submit a TRID Application in which they propose the either the creation of a new TRID or a new development project within the boundary of an existing TRID. Public entities (e.g., government agencies) are not required to submit a TRID Application and should contact the URA about either the creation of a new TRID or a new development project within the boundary of an existing TRID.

Commitment Letter: Upon approval of a TRID application, the URA or other Management Entity will issue a commitment letter specifying the terms by which the URA or other Management Entity will advance the TRID process.

TRID Planning Study: The City of Pittsburgh Department of City Planning (DCP) or the URA will prepare a planning study in conjunction with the Port Authority of Allegheny County (PAAC) and other stakeholders for the proposed TRID that will define the TRID area, define and support the rationale for the TRID designation, and identify the projects that could utilize TRID funds and how these projects further established community goals such as those goals articulated in the community's neighborhood plan.

TRID Implementation Plan: The TRID Implementation Plan is intended to implement the underlying goals of the TRID Planning Study. At a minimum the TRID Implementation Plan shall include:

- Background on the development area

³ See, generally, Chapter 3 and Section 901

⁴ The outlined procedure relates to new requested TRIDs, or an amendment to an existing TRID District, such as the removal of a pledged or unpledged parcel, or other related actions.

- Descriptions of presently known project applicant(s)
- Description of the proposed development(s)
- Description of the proposed boundaries of the TRID
- Maps of the proposed TRID
- Estimated costs of the proposed development(s) (including public infrastructure)
- Economic and fiscal impact of the TRID study's proposed development(s), assuming full implementation (during construction and at build out)
- TRID amount
- Improvements to be financed with TRID proceeds
- Pledged parcels within the proposed TRID
- Current assessed value and tax base
- Projected assessed value
- Projected pledged revenue
- Provisions for insufficient TRID revenues and excess tax increment
- Other financial details of the proposed TRID and potential projects, if available
- Estimated non-project costs
- Proposed changes to all applicable local plans, ordinances and codes
- Description of Management Entity and participating public entities
- Statement on community engagement
- Statement of proposed method for relocation (if applicable)
- Expected TRID establishment date
- Duration of TRID

Public Meeting: The City and the PAAC shall jointly conduct at least one public meeting in the TRID area to review the proposed joint development plan and its related public improvements prior to implementation. This meeting is in addition to the TRID Planning Study.

TRID Counsel: Should the URA decide to propose a TRID to the City, County, and School District, legal counsel will be engaged by the URA. This expense shall be reimbursable to URA by the Management Entity upon closing of TRID financing from the proceeds of that financing. The Applicant is also encouraged to retain separate TRID Counsel, preferably experienced in real estate and taxation, during the TRID process.

Resolution to Participate: The taxing bodies will by ordinance or resolution, agree to participate in or opt out of the TRID. Such ordinance or resolution will be adopted and a copy of the ordinance or resolution must be delivered to the governing body creating the district prior to or on the date on which the public hearing is held⁵.

TRID Creation: The City will adopt an ordinance which accomplishes the following:

- Describes the boundaries of the TRID
- Creates the TRID as of a given date
- Assigns a name to the TRID
- Designates the Management Entity administering the TRID
- Designates the share of the tax increment to be collected by the Management Entity
- Designates the TRID's termination date
- Contains findings in accordance with the Act, including:
 - The TRID included vacant, underutilized, or potentially redevelopable land
 - The TRID area is formed by a minimum 1/8 mile radius and maximum 1/2 mile radius around a railroad transit, light rail, busway or similar transit stop or location. TRID designation may also include planned transit stops or locations.
 - The TRID boundaries may be expanded or reduced based on local circumstances such as local economic development and planning goals, community character, property boundary and scale variations but only when: (i) authorized by the governing body or bodies of the affected jurisdiction or jurisdictions in cooperation with the pertinent public transportation agency; and (ii) the rationale for the boundaries is supported by the findings of the required TRID planning study.
 - The TRID Plan conforms to the Neighborhood Master Plan, if any.
- The TRID Plan will afford maximum opportunity for the rehabilitation of TRID projects by private enterprise.

⁵ See Section 302

Cooperation Agreement: A Cooperation Agreement between the URA, the affected taxing bodies, and the PAAC will be executed before closing of the TRID that includes a description of the TRID Management Entity.

TRID Management Entity: The URA will serve as the management entity for all TRIDs unless the governing municipalities (*i.e.*, the City of Pittsburgh, the County of Allegheny, the Port Authority of Pittsburgh, and Pittsburgh Public Schools) collectively determine an entity other than the URA and eligible to serve as the Management Entity should be created or designated to serve as the Management Entity.

Collection of TRID Increment: Over the course of the predesignated term, the Management Entity will collect the proceeds from generated increment in the TRID as designated by the resolution creating the TRID. These funds will be deposited into a trustee account. The portion of TRID increment that is pledged to support TRID projects may only be used to fund eligible project costs. The remaining portion of TRID increment will be distributed to the Taxing Bodies.

Termination: A TRID District will terminate when the positive tax increments are no longer allocable to the TRID District or by resolution, the City dissolves the TRID District, providing no bonds or notes for the District remain outstanding⁶.

APPLICATION PROCESSES

PUBLIC AGENCY-SPONSORED TRIDS

No formal TRID application exists for public TRID projects. All public agencies should contact the URA directly to begin the process for project approval.

PRIVATE ENTITY-SPONSORED TRIDS

Private entities are required to submit an application when they wish to work with the URA to create a new TRID or wish to use TRID funds to undertake an eligible project within an existing TRID. The TRID Application will include, but may not be limited to:

- A written narrative of the proposed development or improvement as well as a preliminary site plan and rendering
- A summary of the financing sources and proposed private and public improvements
- An estimate of the amount of TRID request and a justification for TRID assistance are also to be provided
- If the applicant is applying to use TRID funds for a project in an existing TRID, the justification should reference how the applicant's project supports the goals of the TRID Planning Study

⁶ See Section 6930.8

- Estimated economic and fiscal impact of the proposed development(s), to be refined by an Economic Impact Study upon approval
- Expected employment impact of the proposed development(s)
- Contribution of the project towards Transit Oriented Development
- An indemnification letter (a form of which is attached to the application)
- A schedule/timeline for the proposed development
- An application fee
- p4 narrative
- M/WBE narrative
- Workforce inclusion narrative

TRID Application Review: TRID Private Applications will be evaluated by the URA to determine project eligibility. In addition to these guidelines, the applicant is expected to comply with any TRID Policy or Guideline adopted by Allegheny County, the City of Pittsburgh, and the Pittsburgh Public School Board. The p4 narrative will be reviewed by the p4 committee but will not affect funding determinations.

Community Engagement: Applicants are expected to coordinate with local community groups regarding support for their project. Furthermore, TRID projects should work to achieve goals articulated in neighborhood plans, as applicable. Applicants are encouraged to obtain and submit letters of support from local community groups.

Economic Impact Study: If the project is deemed eligible, the URA will engage a consultant at the Applicant's expense to perform an Economic Impact Study and Underwriting Analysis which will estimate the anticipated impact of the development including the private investment, job creation and fiscal impacts. This expense shall be reimbursable to Applicant upon closing of TRID financing from the proceeds of that financing.

Financial Advisor: At the URA's discretion, a financial advisor may be solicited by the URA at the Applicant's expense. This expense shall be reimbursable to Applicant upon closing of TRID financing from the proceeds of that financing.

Issuance of Debt: The Management Entity will issue the TRID obligations. While the Management Entity serves in the role of a conduit which enables an Applicant to take advantage of the TRID financing structure permitted by the Act, **the Management Entity is not responsible for securing the financing and its credit is not pledged as security for the financing.** It is the responsibility of an Applicant to identify (1) the nature of the financing (whether a bank loan, bond issue or some other type of financing) and (2) the specific provider of the financing (the bank, bond purchaser, underwriter or some other type of provider). A parent company guarantee is required for all borrowings.

REPORTING COMMITMENTS

Jobs Reporting for Private Developments: *For the duration of the TRID, applicants receiving proceeds for private development must submit an annual update including number, type, and wages of jobs held within the development, as well as any additional information requested by the Management Entity and must provide up to date job information upon the Management Entity request. Upon the completion of the project, the applicant will have five years to meet its pre-development employment goals. If TRID funds are used in the private development, any shortfall in actual versus estimated jobs may result in monetary damages that would be specified in the Funding Agreement. For a blank copy of the report, see Appendix D.*

Post Development/Annual Report by Applicants: *For single project developments that utilize TRID financing, a post development report shall be provided by the developer after the development has been completed. For developers executing multiple developments over time with TRID financing, annual update reports will be provided by the developer, as additional development occurs. These annual reports shall be provided by the developer no later than the 1st of October, giving a detailed status report on the development outlined in the TRID Project Application. (Samples for both types of reports are included as Appendix E).*

FINANCIAL TERMS

Participation and Diversion Rate: In order to permit the taxing bodies to realize some immediate benefit from the development and to divert only that portion of the tax increment which is necessary to support a proposed project, the affected taxing bodies will be requested to participate in the TRID by pledging a percentage of the anticipated tax increment to the TRID for the duration of the TRID. The diversion rate is one factor that will determine the amount of assistance that can be provided to a project. Another factor affecting the amount of TRID financing is the anticipated incremental assessed value of the proposed development(s) and other increases in assessed value within the TRID. The diversion rate which is established for a TRID will depend upon the anticipated impact of projects within the TRID and will be set after the URA is satisfied that the applicant has exhausted attempts at securing other funding.

Term: The term of any and all borrowing shall be at maximum the remaining length of the TRID designation. Any debt obligations financed with the tax increments must be retired within this time period.

Interest Rate: The interest rate is dependent upon the conditions of the capital and/or financial markets and the credit enhancement, if any, provided for debt obligations.

Security & Debt Service: Applicants wishing to use TRID funds to fund their project through debt financing (e.g., a bank loan, bond issues, etc.) will be required to execute a Minimum Payment and Covenant Agreement in which the applicant's parent company or other guarantor of sufficient net worth will serve as security for the TRID financing. Minimum Payment and Covenant Agreements may not be required in cases of self-financing. Letters of credit, bond insurance or some other acceptable form of credit enhancement may be required as additional security for the obligation. TRID Bonds/Notes will not be supported by general obligations of the City, the URA, or the Management Entity. Other taxing bodies may choose to support the bond issue, although this should not be expected.

Pay as You Go: Entities undertaking TRID projects that will make district-wide improvements may request to finance said TRID projects as pledged increment is available to pay eligible costs. These TRID projects may be funded directly through the TRID account maintained by the TRID trustee.

Taxable and Tax-Exempt Issues: The improvements financed with the proceeds of a TRID Bond may be publicly owned. If publicly owned and considered to be public improvements (benefiting more than one property owner), the project may qualify for tax-exempt financing.

Fees: Various fees apply for deliverables throughout the process. Appendix B outlines the fees schedule.

APPENDICES

APPENDIX A. LEGISLATIVE BACKGROUND

In 2003, the Commonwealth of Pennsylvania enacted the Transit Revitalization Investment District Act (TRID Act). The TRID Act was subsequently amended in 2004 and 2016. The TRID Act allows for the creation of Transit Revitalization Investment Districts (TRIDs). The specific purpose of a TRID is to:

- Promote local, county, and regional economic development through both private sector investment and reinvestment and joint development activities in conjunction with public transportation improvements.
- Encourage multi-municipal, cooperative approaches to generate investment and revitalization through transit-oriented development around rail transit stations and along public transportation corridors.
- Increase overall ridership on public transportation systems while generating additional revenues for current and expanded services, capital improvements and related ongoing maintenance.
- Encourage and support municipal and multi-municipal comprehensive plan implementation.
- Stimulate public-private partnerships created by prospective development opportunities around, within or adjacent to the transit system, station areas and transit system components.
- Establish appropriate mechanisms to capture the real estate taxation and other values added by joint development activities for reinvestment in the transit system and local communities.
- Encourage greater community involvement in TRID location, design and implementation and resulting investment activities.
- Promote flexible, cooperative, coordinated and enhanced support for innovative, intermodal solutions in TRID development and implementation activities by municipal officials, public agencies, nonprofit organizations and the private sector.
- Support TRID implementation by maximizing the use of existing Federal and State laws and programs that are consistent with the purpose of the TRID Act.

APPENDIX B. FEE SCHEDULE

Fees Incurred During the TRID Process	
TRID Private Application Fee	\$2,500; non-refundable
Financial Advisor (if needed)	Determined based on consultant responses and scope
Impact and Underwriting Study	Determined based on consultant responses and scope
Bond Counsel (if needed)	Determined based on consultant responses and scope
URA Solicitor Fee	Up to \$15,000
TRID Plan Creation and Legal Review Fee	\$20,000; non-refundable, due after final inducement approval
Project Transit Development Account* Initial Payment Only	\$25,000; not capped; must be replenished if the account balance falls beneath \$10,000

Financing Issuance Costs	
Management Entity Debt Issuance Fee (Payable at closing)	2% of issuance amount
Bond Counsel (if needed)	Determined based on consultant responses and scope
Trustee Fee (Issuance & Annual)	Determined based on fee schedule of URA's current TRID Trustee

Management Entity Yearly Administration Fee	
Initial Payment	\$25,000 per borrowing
Annual Payment	Years 2-5 \$25,000 per borrowing Years 6-20 Fee Schedule Determined at Closing

NOTES:

- Payment of any fee does not guarantee project approval by the URA.
- The fees notated above are standard fees but may be subject to change for a nonstandard request.
- Application will not be accepted or reviewed until Application Fee is received.
- All above fees can be reimbursed at TRID closing using TRID proceeds

- Depending on other costs or services related to specific TRID projects, other fees may be applicable.
- In the event of a URA initiated TRID, all policies and fees may not apply.

*Additional pre-development payments will be made by applicant as “Transit Development Account” reaches \$10,000 or less. This account will be used by the URA to fund the above “Fees Incurred during the TRID Process” as needed.

APPENDIX C. INDEMNIFICATION LETTER

<<TO BE PRINTED ON APPLICANT LETTERHEAD>>

DATE

Mr. Greg Flisram
Executive Director
Urban Redevelopment Authority of Pittsburgh
412 Boulevard of the Allies, Suite 901
Pittsburgh, PA 15219

Re: Transit Revitalization Investment District Application for_____(the "Project")

Dear Mr. Flisram:

On behalf of__(the "Applicant"), I am submitting a Transit Revitalization Investment District ("TRID") Application for the above referenced project.

The Applicant understands that many of the terms and conditions of the Urban Redevelopment Authority's (the "Authority") respective rights and responsibilities are set forth in the TRID Program Guidelines, the various agreements between the Authority and the Taxing Bodies, the financing documents and the Developer's Agreement between the Authority and the Applicant.

By submitting the TRID Application, the Applicant is asking the Authority to consider the issuance of its bonds or other debt instruments (the "Obligations") to assist in the financing for our anticipated project. We acknowledge that the proposed financing will be of substantial benefit to our company as the Applicant. As a consequence, we agree to the following conditions, which are in addition to those set forth in the TRID Program guidelines and the other documents named above. Provided the URA has not acted with gross negligence or willful misconduct, the Applicant shall protect, exonerate, defend, indemnify and save the URA and its members, officers, employees, agents and attorneys, harmless from and against any and all costs or liabilities which may arise or have arisen out of this Agreement, the TRID Note and the Development Project, and from all costs, counsel fees, expenses and liabilities incurred in or about the defense of any such claims or actions or proceedings brought thereon, and from and against any and all losses, damages, costs, expenses or liabilities based on personal injury, death or loss or damage to property suffered or incurred by any person, firm or corporation arising out of or attributable to the construction, use, operation or maintenance of the Development Project, from any breach or default on the part of the Developer in the performance of any covenant to be performed pursuant to the terms of this Agreement, or any construction contract, or arising from any act of negligence of any of the Developer or any of the Developer's agents, contractors, subcontractors or employees performing work on or about the Development Project; and from and against all costs, counsel fees, expenses and liabilities incurred in or about the defense of any such claims or actions or proceedings brought thereon.

For the purposes of this letter,

- (a) "Authority" shall mean the Authority, its Board Members, Officers, Agents, and employees and the Urban Redevelopment Authority of Pittsburgh, its officers, employees and agents.
- (b) "Applicant" shall mean the Applicant, its successors and assigns, parent or subsidiary

entities, directors, members, officers, employees and agents.

Thank you for the Authority's consideration of this TRID Application.

Very truly yours, APPLICANT/BORROWER

By: Authorized Representative

Enclosure: Check #____in the amount of \$2,500 (Non-refundable TRID Application Fee).

APPENDIX D. ANNUAL JOBS REPORT

TRID Projects Annual Jobs Report*

Date:

Years after build-out:

Projected Employment

Full Time Equivalent Jobs*			
	Created	Retained	Total
Construction (if known)			
After Build Out			
Retail			
Manufacturing			
Office/Management			
Other (please identify):			
Total			
Total number of jobs:			
Number of jobs considered high-tech:			

Actual Employment as of: _____

Full Time Equivalent Jobs*				
	Created	Retained	Total	# Jobs filled by City residents
Construction (if known)				
After Build Out				
Retail				
Manufacturing				
Office/Management				
Other (please identify):				
Total				
Total number of jobs:				
Number of jobs considered high-tech:				

Please comment on any discrepancies between projected and actual employment numbers and provide reasoning for those discrepancies.

Total number of full-time employees plus number of employees on part-time schedules converted to a full-time basis.

APPENDIX E. POST DEVELOPMENT/ANNUAL REPORT TEMPLATE

Urban Redevelopment Authority of Pittsburgh

TRID Projects Post Development/Annual Report Template

Total Project Costs listed by Use: (include private development costs & infrastructure costs beyond TRID)
Final Sources of Funds:
Total Square Feet Developed (by product type):
If Different then Projections within approved TRID Plan Please Explain:
Current Vacancy Rate (by product type):
Planned Future Developmental & Cost (include available acreage):
Additional Comments:

