

PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS MEETING MINUTES Thursday, June 16, 2016, 3 p.m., at 12 S. 23rd St., Philadelphia, PA 19103

The regular meeting of the Philadelphia Housing Authority ("PHA") Board of Commissioners was brought to order at approximately 3:15 p.m. by the Chair, Lynette Brown-Sow. In addition to the Chair, Commissioners Callahan, Camarda, Coney, and Wise were in attendance, as well as President & CEO Kelvin A. Jeremiah ("CEO Jeremiah") and Acting General Counsel, Laurence M. Redican.

The Chair began the meeting by asking for a moment of silence in preparation for the work to be done. The Chair then announced that the July Board meeting will be at the John F. Street Center.

CEO Jeremiah reviewed the Board meeting procedure for public comment and made the following announcements: 1) PHA is again offering a summer food program, from June 27 – August 26, 2016 at 19 sites; 2) about 110 World Changers volunteers will be helping out at 5 PHA sites this month and Commissioner Camarda was thanked for her involvement in this endeavor; 3) PHA was awarded 42 VASH vouchers this month, for veterans, thanks to the efforts of the HCV team at PHA; 4) a RAD significant amendment for Norris and Plymouth is currently out for public comment, until July 7th at noon; and 5) PHA will host a Doing Business at PHA event at GGFE on June 23rd.

PHA resident Tommi Spriggs was recognized in the monthly Resident Spotlight for June. She successfully completed a Human Services program in 2015 with a 3.96 GPA; went on to enroll at Springfield College, where she has earned a 4.0 GPA during her last semester; and is currently an intern at PHA. Ms. Spriggs was presented with a Certificate of Award and received a congratulatory round of applause.

The Chair inquired whether there were any corrections or amendments to the minutes of the Board Meeting of May 19, 2016. Hearing none, the minutes were accepted as submitted.

Nine resolutions were presented and unanimously approved.

Resolution 11865, attached in Appendix 1, was presented by Laurence M. Redican, Acting General Counsel, to authorize PHA to submit the Annual MTW Report to HUD, for PHA's Fiscal Year 2016. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11866, attached in Appendix 1, was presented by Joanne R. Strauss, Executive Vice President - Human Resources ("EVP – HR"), for authorization for PHA to contract with Delta Dental for employee dental insurance coverage for a one-year base period and an additional one-year option period, for a total amount not to exceed one million, six hundred forty-eight thousand dollars (\$1,648,000.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Callahan noted

that the committee had met to review the resolution and had extensive discussions with PHA staff regarding this resolution and the other resolutions being presented that related to health insurance contracts, all of which were recommended for approval by the committee. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11867, attached in Appendix 1, was presented by Joanne R. Strauss, EVP-HR, to authorize PHA to contract with Mutual of Omaha for employee Life & Accidental Death and Dismemberment insurance coverage. The contract is for a one-year base period with two one-year options, in a total amount not to exceed one million one hundred sixteen thousand dollars (\$1,116,000.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded and there being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11868, attached in Appendix 1, was presented by Joanne R. Strauss, EVP-HR, to authorize PHA to contract with Vision Benefits of America for employee vision insurance policies. The contract performance period is a one year base period with three (3) one-year options, in a total amount not to exceed one hundred fifty thousand dollars (\$150,000.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Callahan noted that the committee had met to review the resolution and recommended it for approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11869, attached in Appendix 1, was presented by Joanne R. Strauss, EVP-HR, to authorize PHA to contract with Independence Blue Cross for employee medical and prescription insurance coverage. The contract performance period is for a one-year base period with one (1) one-year renewal option in a total amount not-to-exceed amount of forty-nine million, five hundred seventy-four thousand eight hundred dollars (\$49,574,800.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Callahan noted that the committee had met to review the resolution, had a number of questions answered regarding the proposal and its meeting the needs of employees, and recommended approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11870, attached in Appendix 1, was presented by Joanne R. Strauss, EVP-HR, to authorize an amendment to the Defined Contribution Plan ("Plan") to allow any participant in the Plan who is a current PHA employee to have two (2) loans outstanding at a time and to extend the maximum loan term from two (2) years to four (4) years. Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Callahan noted that the committee had met to review the resolution and recommended approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11871, attached in Appendix 1, was presented by Joanne R. Strauss, EVP-HR, to authorize a number of amendments and revisions to the Employee Handbook. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. There being no discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11872, attached in Appendix 1, was presented by Dave Walsh, Executive Vice-President of Supply Chain Management ("EVP – SCM"), to authorize PHA to contract to purchase electricity and natural gas futures from July 1, 2016 through July 1, 2017, and allow those purchasing commitments to extend to July 1, 2020, subject to a number of additional requirements noted in the resolution. Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Callahan noted that the committee had met to review the resolution and recommended approval. There being no further discussion or public comment, for which an opportunity was provided, the motion was unanimously approved.

Resolution 11873, attached in Appendix 1, was presented by Dave Walsh, EVP-SCM, to authorize PHA to enter into a Pre-Development Agreement and a ground lease with Alterra Corporation to provide the best development plan for the parcels between 2012 through 2016 Chestnut Street. Commissioner Camarda, as a member of the Policy and Planning Committee that reviewed the resolution, moved for its approval. After the motion was seconded, Commissioner Camarda noted that the committee had met to review the resolution and recommended its approval. Following discussion, including public comment, the motion was unanimously approved.

The public comment period began at approximately 3:45 p.m., after which the Chair adjourned the meeting at approximately 3:55 p.m.

Sign-up sheets with the names of those who signed up to speak on specific resolutions as well as those who signed up to speak in the general comment period, with a designation of the topic(s) addressed by the speaker(s), are attached as Appendix 2. With regard to the second speaker in the public comment period, CEO Jeremiah also stated that the Board of Commissioners would receive a written report regarding the matter, pending further investigation.

Respectfully submitted,

Laurence M. Redican Acting General Counsel

Philadelphia Housing Authority

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APPENDIX 1

THE PHILADELPHIA HOUSING AUTHORITY ANNUAL MEETING OF THE BOARD OF COMMISSIONERS 12 S. 23rd St. PHILADELPHIA, PA 19103 THURSDAY, JUNE 16, 2016, at 3 p.m. AGENDA

- A. Call to Order Lynette Brown-Sow, Chair of the Board of Commissioners
- B. Remarks Kelvin A. Jeremiah, President & CEO
- C. Approval of Minutes of the Board Meeting held May 19, 2016, as distributed.
- D. New Business
 - 1. RESOLUTION APPROVING THE FISCAL YEAR 2016 ANNUAL MOVING TO WORK ("MTW") REPORT OF THE PHILADELPHIA HOUSING AUTHORITY ("PHA") FOR SUBMISSION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT AND CERTIFYING THAT PHA HAS MET THREE MTW STATUTORY REQUIREMENTS (Erik Soliván)
 - 2. RESOLUTION AUTHORIZING A CONTRACT WITH DELTA DENTAL TO PROVIDE EMPLOYEE DENTAL INSURANCE COVERAGE (Joanne R. Strauss)
 - 3. RESOLUTION AUTHORIZING A CONTRACT WITH MUTUAL OF OMAHA TO PROVIDE EMPLOYEE GROUP LIFE AND ACCIDENTAL DEATH AND DISMEMBERMENT INSURANCE COVERAGE (Joanne R. Strauss)
 - 4. RESOLUTION AUTHORIZING A CONTRACT WITH VISION BENEFITS OF AMERICA FOR EMPLOYEE VISION COVERAGE (Joanne R. Strauss)
 - 5. RESOLUTION AUTHORIZING A CONTRACT WITH INDEPENDENCE BLUE CROSS FOR EMPLOYEE MEDICAL AND PRESCRIPTION INSURANCE COVERAGE (Joanne R. Strauss)
 - 6. RESOLUTION AUTHORIZING AMENDMENT OF THE DEFINED CONTRIBUTION PLAN ("PLAN") TO EXTEND THE MAXIMUM LOAN TERM AND ALLOW CURRENT PARTICIPANTS IN THE PLAN TO HAVE UP TO TWO LOANS FROM THE PLAN AT THE SAME TIME (Joanne R. Strauss)

7. RESOLUTION ADOPTING AND APPROVING AMENDMENTS AND REVISIONS TO THE EMPLOYEE HANDBOOK

(Joanne R. Strauss)

8. RESOLUTION AUTHORIZING CONTRACTING FOR THE PURCHASE OF ELECTRICITY AND NATURAL GAS (Dave Walsh)

9. RESOLUTION AUTHORIZING THE SELECTION OF A DEVELOPER FOR 2012 - 2016 CHESTNUT STREET, PHILADELPHIA, PA (Dave Walsh)

E. Public Comment Period

RESOLUTION APPROVING THE FISCAL YEAR 2016 ANNUAL MOVING TO WORK ("MTW") REPORT OF THE PHILADELPHIA HOUSING AUTHORITY ("PHA") FOR SUBMISSION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT AND CERTIFYING THAT PHA HAS MET THREE MTW STATUTORY REQUIREMENTS

WHEREAS, the U.S. Department of Housing and Urban Development ("HUD") requires the Philadelphia Housing Authority ("PHA"), as a participant in the Moving to Work Demonstration Program ("MTW"), to submit an Annual Report on the status of its programs, operations, and finances in a form specified and required by HUD; and

WHEREAS, under the MTW Agreement, HUD will assess PHA's performance on an annual basis by comparing, at the end of PHA's fiscal year, its goals as stated in its approved MTW Annual Plan, to its actual performance, as stated in its Annual Report; and

WHEREAS, PHA must include in the MTW Annual Report all required elements as described in the MTW Agreement; and

WHEREAS, Attachment B of the MTW Agreement, HUD Form 50900 Section VI (A), requires a certification in the Annual Report that PHA has met the three MTW statutory requirements of :1) assuring that at least 75 percent of the families assisted by PHA are very low-income families; 2) continuing to assist substantially the same total number of eligible low-income families under MTW as would have been served had the funding amounts not been combined under MTW; and, 3) maintaining a comparable mix of families by family size, as would have been served or assisted had the amounts not been used under the MTW demonstration; and

WHEREAS, the Annual Report must be submitted no later than ninety (90) days after the end of PHA's fiscal year; and

WHEREAS, PHA's fiscal year ended on March 31, 2016 and its Annual Report is due to HUD on or before June 30, 2016; and

WHEREAS, PHA has prepared its Annual MTW Report for Fiscal Year 2016, which is ready for timely submission to HUD and which contains all the required elements;

BE IT RESOLVED, that the PHA Board of Commissioners hereby approves PHA's Annual Report for the MTW Demonstration Program for Fiscal Year 2016 (period ending March 31, 2016), as distributed to the Board, for submission to HUD, and certifies that the report reflects that PHA has met the three MTW statutory requirements of: 1) assuring that at least 75 percent of the families assisted by PHA are very low-income families; 2) continuing to assist substantially the same total number of eligible low-income families under MTW as would have been served had the funding amounts not been combined under MTW; and 3) maintaining a comparable mix of families by family size, as would have been served or assisted had the amounts not been used under the MTW demonstration; and authorizes the President & CEO and/or his designee(s) to undertake all necessary actions including, but not limited to, responding to HUD comments and requests for additional information, in order to secure HUD approval for the Annual Report.

ATTORNEY FOR PHA

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RESOLUTION AUTHORIZING A CONTRACT WITH DELTA DENTAL TO PROVIDE EMPLOYEE DENTAL INSURANCE COVERAGE

WHEREAS, the Philadelphia Housing Authority ("PHA") currently provides dental insurance to its fulltime, regular status employees, and has an obligation to continue to do so, as stated in the Employee Handbook and applicable collective bargaining agreements; and

WHEREAS, the current dental insurance policy in force expires July 31, 2016; and

WHEREAS, pursuant to Resolution No. 11732, approved by this Board on September 25, 2014, PHA entered into a contract with Model Consulting to perform employee benefits consulting and brokerage services, and included in the contract's Scope of Work, procurement and solicitation services on behalf of PHA for its employee benefits policies; and

WHEREAS, on March 1, 2015, Model Consulting changed its name to CBIZ Model Consulting ("CBIZ"); and

WHEREAS, at PHA's request, CBIZ solicited dental insurance quotations from various insurers; and

WHEREAS, based on a review of recommendations from CBIZ, PHA selected Delta Dental as providing the most appropriate employee dental coverage options for the plan year beginning August 1, 2016 and ending July 31, 2017; and

WHEREAS, it is recommended that PHA contract with Delta Dental for employee dental insurance coverage for a one-year base period in an amount not to exceed eight hundred twenty-four thousand dollars (\$824,000.00), with a second year option for the same amount, which is not to exceed eight hundred twenty-four thousand dollars (\$824,000.00), for a total not-to-exceed amount of one million, six hundred forty-eight thousand dollars (\$1,648,000.00);

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to enter into a contract of insurance for employee dental coverage with Delta Dental, as set forth above, subject to the availability of funds therefor, in a total amount not to exceed one million, six hundred forty-eight thousand dollars (\$1,648,000.00), including the exercise of any options, and to take all necessary actions relating to such contract.

APPROVED BY THE BOARD ON 6/16/16

ATTORNEY FOR PHA

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RESOLUTION AUTHORIZING A CONTRACT WITH MUTUAL OF OMAHA TO PROVIDE EMPLOYEE GROUP LIFE AND ACCIDENTAL DEATH AND DISMEMBERMENT INSURANCE COVERAGE

WHEREAS, the Philadelphia Housing Authority ("PHA") currently provides Life and Accidental Death and Dismemberment ("AD/D") insurance to its full-time, regular status employees, and has an obligation to continue to do so, as stated in the Employee Handbook and applicable collective bargaining agreements; and

WHEREAS, the current Life & AD/D policy in force expires on July 31, 2016; and

WHEREAS, pursuant to Resolution No. 11732, approved by this Board on September 25, 2014, PHA entered into a contract with Model Consulting to perform employee benefits consulting and brokerage services, and included in the contract's Scope of Work, procurement and solicitation services on behalf of PHA for its employee benefits policies; and

WHEREAS, on March 1, 2015, Model Consulting changed its name to CBIZ Model Consulting ("CBIZ"); and

WHEREAS, at PHA's request, CBIZ solicited quotations from various insurers for short-term and long-term disability insurance policies, which are one-hundred percent (100%) employee paid through payroll deduction insurance, as well as Life and AD/D insurance coverage; and

WHEREAS, based on a review of recommendations from CBIZ, PHA selected Mutual of Omaha as providing the most appropriate employee Life and AD/D insurance coverage for the plan year beginning August 1, 2016 and ending July 31, 2017, with two (2)one-year options for extension; and

WHEREAS, it is recommended that PHA contract with Mutual of Omaha for employee Life and AD/D insurance coverage for a one-year base period with two (2) one-year options, in an amount not to exceed three hundred seventy-two thousand dollars (\$372,000.00) each year, in addition to payroll deductions authorized and elected by employees, for a total not-to-exceed amount of one million one hundred sixteen thousand dollars (\$1,116,000.00);

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to enter into a contract of insurance for employee Life and AD/D insurance coverage, as set forth above, as well as other voluntary insurance coverages such as short-term and long-term disability insurance policies, subject to the availability of funds therefor, in a total amount not to exceed one million one hundred sixteen thousand dollars (\$1,116,000.00), including the exercise of any options, and to take all necessary actions relating to such contract.

APPROVED BY THE BOARD ON 6/16/16

ATTORNEY FOR PHA

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RESOLUTION AUTHORIZING A CONTRACT WITH VISION BENEFITS OF AMERICA FOR EMPLOYEE VISION COVERAGE

WHEREAS, the Philadelphia Housing Authority ("PHA") currently provides vision insurance to its full-time, regular status employees, and has an obligation to continue to do so, as stated in the Employee Handbook and applicable collective bargaining agreements; and

WHEREAS, the current vision insurance policy in force expires July 31, 2016; and

WHEREAS, pursuant to Resolution No. 11732, approved by this Board on September 25, 2014, PHA entered into a contract with Model Consulting to perform employee benefits consulting and brokerage services, and included in the contract's Scope of Work, procurement and solicitation services on behalf of PHA for its employee benefits policies; and

WHEREAS, on March 1, 2015, Model Consulting changed its name to CBIZ Model Consulting ("CBIZ"); and

WHEREAS, at PHA's request, CBIZ solicited from various insurers quotations for vision insurance coverage; and

WHEREAS, based on a review of recommendations from CBIZ, PHA selected Vision Benefits of America as providing the most appropriate employee vision insurance coverage for the plan year beginning August 1, 2016 and ending July 31, 2017, with three (3)one-year options for extension; and

WHEREAS, it is recommended that PHA contract with Vision Benefits of America for employee vision insurance coverage for a one-year base period with three (3) one-year options, in an amount not to exceed thirty-seven thousand, five-hundred dollars (\$37,500.00) per year, for a not-to-exceed amount of one hundred fifty thousand dollars (\$150,000.00);

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to enter into a contract for employee vision insurance coverage, as set forth above, subject to the availability of funds therefor, in a total amount not to exceed one hundred fifty thousand dollars (\$150,000.00), including the exercise of any options, and to take all necessary actions relating to such contract.

APPROVED BY THE BOARD ON 6/16/16

ADDRESS FOR PHA

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RESOLUTION AUTHORIZING A CONTRACT WITH INDEPENDENCE BLUE CROSS FOR EMPLOYEE MEDICAL AND PRESCRIPTION INSURANCE COVERAGE

WHEREAS, the Philadelphia Housing Authority ("PHA") has a need to maintain health insurance for its full-time, regular status employees to be in compliance with federal law and applicable collective bargaining agreements; and

WHEREAS, the current medical and prescription insurance policies in force expire on July 31, 2016; and

WHEREAS, pursuant to Resolution No. 11732, approved by this Board on September 25, 2014, PHA entered into a contract with Model Consulting to perform employee benefits consulting and brokerage services, and included in the contract's Scope of Work, procurement and solicitation services on behalf of PHA for its employee benefits policies; and

WHEREAS, on March 1, 2015, Model Consulting changed its name to CBIZ Model Consulting ("CBIZ"); and

WHEREAS, at PHA's request, CBIZ solicited quotations from various insurers for medical and prescription insurance policies; and

WHEREAS, based on a review of recommendations from CBIZ, PHA selected Independence Blue Cross as providing the most appropriate medical and prescription insurance coverage for the plan year beginning August 1, 2016 and ending July 31, 2017, with one (1) one-year option for extension; and

WHEREAS, it is recommended that PHA contract with Independence Blue Cross for employee medical and prescription insurance coverage for an amount not to exceed twenty-three million seven hundred twenty thousand dollars (\$23,720,000.00) for the base year, with one (1) one- year renewal option in an amount not to exceed twenty-five million eight hundred fifty-four thousand eight hundred dollars (\$25,854,800.00), for a total not-to-exceed amount of forty-nine million, five hundred seventy-four thousand eight hundred dollars (\$49,574,800.00);

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to enter into a contract for employee medical and prescription insurance coverage, as set forth above, subject to the availability of funds therefor, in a total amount not to exceed of forty-nine million, five hundred seventy-four thousand eight hundred dollars (\$49,574,800.00), including the exercise of any options, and to take all necessary actions relating to such contract.

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I hereby certify that this was APPROVED BY THE BOARD ON

ATTORNEY FOR PHA

RESOLUTION AUTHORIZING AMENDMENT OF THE DEFINED CONTRIBUTION PLAN ("PLAN") TO EXTEND THE MAXIMUM LOAN TERM AND ALLOW CURRENT PARTICIPANTS IN THE PLAN TO HAVE UP TO TWO LOANS FROM THE PLAN AT THE SAME TIME

WHEREAS, the Philadelphia Housing Authority ("PHA") has determined that it would be in the best interests of its current employees to allow each employee participating in the Defined Contribution Plan ("Plan") to take additional loans from the employees' plan contributions; and

WHEREAS, pursuant to Resolution 11584, the Plan was amended to allow for employees to have one (1) loan from the Plan at a time, effective January 25, 2013; and

WHEREAS, in order for PHA to allow employees to have two (2) loans outstanding from their Plan at any time, an amendment to the Plan is required; and

WHEREAS, PHA also wishes to amend the Plan to extend the maximum loan term from two (2) to four (4) years, pursuant to certain rules, regulations and restrictions adopted by the Plan Administrator;

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the President & CEO and/or his designee(s) to take all necessary steps to adopt an amendment to the Defined Contribution Plan, substantially in the form attached hereto (two forms attached), to allow any participant in the Defined Contribution Plan who is a present employee of PHA to have up to two (2) loans from the employees' Plan contributions at the same time and have up to four (4) years to repay a loan, with this amendment to be effective as of July 1, 2016.

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ATTORNEY FOR PHA

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Attachments to the resolution for amending the Defined Contribution Plan re: Loans to Employees

PHILADELPHIA HOUSING AUTHORITY DEFINED CONTRIBUTION PLAN PARTICIPANT LOAN PROGRAM

The Defined Contribution Plan permits loans to be made to Participants and their beneficiaries. However, before any loan is made, the Plan requires that a written loan program be established which sets forth the rules and guidelines for making Participant loans. This document shall serve as the required written loan program. Inaddition, the Plan Administrator may use this document to serve as, or supplement, any required notice of the loan program to Participants and their beneficiaries. All references to Participants in this loan program shall only include Participants and their Beneficiaries or any alternate payee with respect to the Plan.

The Plan Administrator is authorized to administer the Participant loan program. All applications for loans shall be made by a Participant to the Plan Administrator on forms which the Plan Administrator will make available for such purpose.

1. LOAN APPLICATION. Any Participant may apply for a loan from the Plan. A Participant must apply for each loan in writing with an application which specifies the amount of the loan desired, the requested duration for the loan and the source of security for the loan.

All loan applications will be considered by the Plan Administrator within a reasonable time after the Participant makes formal application. The Participant will be required to provide any supporting information deemed necessary by the Plan Administrator. This may include a financial statement, tax returns and such other financial information which the Plan Administrator may consider necessary and appropriate to determine whether a loan should be granted. The Participant will also authorize the Plan Administrator to obtain a credit report on the Participant.

The Plan Administrator will determine whether a Participant qualifies for a loan, applying such criteria as a commercial lender of funds would apply in like circumstances with respect to the Participant. Such criteria shall include, but need not be limited to, the creditworthiness of the Participant and his or her general ability to repay the loan, the period of time such Participant has been employed by the Employer, whether adequate security has been provided for the loan, and whether the Participant agrees, as a condition for receiving the loan, to make repayments through direct, after-tax payroll deduction.

- 2. LOAN LIMITATIONS. The Plan Administrator will not approve any loan to a Participant which, when aggregated with existing outstanding loans, causes the total outstanding amount to exceed 50% of his or her nonforfeitable account balance. The maximum aggregate dollar amount of loans outstanding to any Participant may not exceed \$50,000, reduced by the excess of the Participant's highest total outstanding Participant loan balance during the 12-month period ending on the date of the loan over the Participant's current total outstanding Participant loan balance on the date of the loan. With regard to any loan made pursuant to this program, the following rule(s) and limitation(s) shall apply, in addition to such other requirements set forth in the Plan:
 - No loan in an amount less than \$1,000 will be granted to any Participant.

- A Participant can only have two (2) loans currently outstanding from the Plan.
- All loans made pursuant to this program will be considered a directed investment
 from the account(s) of the Participant maintained under the Plan. As such, all
 payments of principal and interest made by the Participant will be credited only to
 the account(s) of such Participant. The Plan also will charge that portion of the
 Participant's account balances with expenses directly related to the origination,
 maintenance and collection of the note.
- EVIDENCE AND TERMS OF LOAN. The Plan Administrator will document every loan in the form of a promissory note signed by the Participant for the face amount of the loan, together with a commercially reasonable rate of interest.

Any loan granted or renewed under this program will bear a reasonable rate of interest. In determining such rate of interest, the Plan will require a rate of return commensurate with the prevailing interest rate charged on similar loans under like circumstances by persons in the business of lending money. Such prevailing interest rate standard will permit the Plan Administrator to consider factors pertaining to the opportunity for gain and risk of loss that a professional lender would consider on a similar arms-length transaction, such as the creditworthiness of the Participant and the security given for the loan. In the event that a Participant maintains more than one outstanding, the interest rates may vary for each such loan as appropriate to reflect current interest rates at the time of the loan application. Therefore, in establishing the rate of interest at the time of the loan request, the Plan Administrator will conduct a reasonable and prudent inquiry with professional lenders in the same geographic locale where the Participant and Employer reside to determine such prevailing interest rate for loans under like circumstances. Currently, the Plan Administrator has set the interest rate as the prime rate as reported by the Wall Street Journal on the last business day of each preceding month plus one percentage point.

The loan must provide at least quarterly payments under a level amortization schedule. Generally, the Administrator will require that the Participant repay the loan by agreeing to payroll deduction.

The Plan Administrator will fix the term for repayment of any loan, however, in no instance may the term of repayment be greater than four years.

A loan becomes due and payable when the Participant terminates employment with the Employer. In addition, any distribution, other than a hardship distribution, from the Plan will first be applied to offset any outstanding loan balance.

A loan, if not otherwise due and payable, is due and payable on termination of the Plan, notwithstanding any contrary provision in the promissory note. Nothing in this loan policy restricts the Employer's right to terminate the Plan at any time.

Participants should note the law treats the amount of any loan not repaid pursuant to its terms as a taxable distribution at the time the loan is in default.

4. SECURITY FOR LOAN. The Plan will require that adequate security be provided by the Participant before a loan is granted. For this purpose, the Plan will consider a Participant's interest under the Plan to be adequate security. However, in no event will more than 50% of a

Participant's vested interest in the Plan (determined immediately after origination of the loan) be used as security for outstanding loans. Generally, it will be the policy of the Plan not to make loans which require security other than the Participant's vested interest in the Plan. However, if additional security is necessary to adequately secure the loan, then the Plan Administrator will require that such security be provided before the loan will be granted.

- 5. FORM OF PLEDGE. The pledge and assignment of a Participant's account balances will be in the form prescribed by the Plan Administrator.
- 6. MILITARY SERVICE. If a Participant separates from service (or takes a leave of absence) from the Employer because of service in the military and does not receive a distribution of his or her account balances, the Plan shall suspend loan repayments until the Participant's completion of military service. The Employer will provide the Participant with a written explanation of the effect of the Participant's military service upon his or her Plan loan. While the Participant is on active duty in the United States military, the interest rate on the loan shall not exceed six percent (6%), compounded annually.
- 7. PAYMENTS AFTER LEAVE OF ABSENCE. When payments resume following a payment suspension in connection with a leave of absence authorized in 6 above, the Participant shall select one of the following methods to repay the loan, plus accumulated interest:
 - The Participant shall increase the amount of the required installments to an amount sufficient to amortize the remaining balance of the loan, plus accrued interest, over the remaining term of the loan.
 - The Participant shall pay a balloon payment of the remaining unpaid principal and interest, at the conclusion of the term of the loan as determined in the promissory note.
 - The Participant may extend the maturity of the loan and reamortize the payments over the remaining term of the loan. In no event shall the amount of the adjusted installment payment be less than the amount of the installment payment provided under the promissory note. In the case of a leave of absence described in item 6 above, the revised term of the loan shall not exceed the maximum term permitted under item 3 above, augmented by the time the Participant was actually in United States military service.
- 8. DEFAULT. The Plan Administrator will treat a loan in default if:
 - any scheduled payment remains unpaid beyond the last day of the calendar quarter following the calendar quarter in which the Participant missed the scheduled payment; or
 - the Participant makes or furnishes any false representation or statement to the Plan.

The Participant will have the opportunity to repay the loan, resume current status of the loan by paying any missed payment plus interest or, if distribution is available under the Plan, request distribution of the note. If the loan remains in default, the Plan Administrator will offset the Participant's vested account balances by the outstanding balance of the loan to the extent permitted by law. The Plan Administrator will treat the

note as repaid to the extent of any permissible offset. Pending final disposition of the note, the Participant remains obligated for any unpaid principal and accrued interest.
Adopted this day of, 2016. This loan program may be amended from time to time.
Plan Administrator
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PHILADELPHIA HOUSING AUTHORITY DEFINED CONTRIBUTION PENSION PLAN Amendment 2016-1
WHEREAS, the Philadelphia Housing Authority (the "Employer") established the Philadelphia Housing Authority Defined Contribution Plan (the "Defined Contribution Plan"); WHEREAS, the Employer is authorized to amend the Plan pursuant to Section 8(a) of such Plan; and
WHEREAS, the Employer desires to amend the Defined Contribution Plan to revise the current loan program.
NOW THEREFORE, the Defined Contribution Plan is hereby amended as follows: Article 6 of the Plan shall be amended, effective July 1, 2016, to amend and restate subsections (i)(iii), (i)(iv and (i)(v) as follows:
(iii) Loan Term and Amortization. Any loan shall by its terms require that repayment (principal and interest) be amortized in level payment, not less frequently than quarterly, over a period not extending beyond four years from the date of the loan. (iv) Minimum Loan Amount — Maximum Number of Loans. The minimum loan amount is \$1,000 per loan and the maximum number of loans outstanding at any
time is two (2). (v) Interest Rate. Interest shall be charged at a rate to be fixed by the Plan Administrator and, in determining the interest rate, the Plan Administrator shall take into consideration interest rates currently being charged on similar commercial loans by persons in the business of lending money. In the event that a Participant maintains more than one outstanding loan, the interest rates may vary for each such loan as appropriate to reflect current interest rates at the time of the loan's inception. Except as otherwise provided, the above amendments shall be effective as of the date of execution. IN WITNESS WHEREOF, this Amendment has been executed this day of July, 2016.
PHILADELPHIA HOUSING AUTHORITY ATTEST:
By:

RESOLUTION ADOPTING AND APPROVING AMENDMENTS AND REVISIONS TO THE EMPLOYEE HANDBOOK

WHEREAS, on June 16, 2012 the Philadelphia Housing Authority ("PHA") Board of Commissioner approved the Employee Handbook ("Handbook"); and

WHEREAS, the PHA Board of Commissioners approved and adopted the amendments and revisions to the Employee Handbook dated December 16, 2013; and

WHEREAS, the Handbook sets forth the policies, practices and operational procedures of employees; and

WHEREAS, upon review of the Handbook, PHA has determined that certain revisions to the Employee Handbook as set forth in the attachment to this resolution are appropriate a more detailed summary of which has been provided to the Board of Commissioners and Resident Leadership; and

WHEREAS, upon review of the Handbook, PHA has further determined that certain provisions of the Handbook needed to be revised, including:

- Adding the following seven (7) policies:
- 1) Confidentiality Policy
- 2) Payment of Wages Upon Death
- 3) Employee Recognition Program Policy
- 4) Mediation Policy
- 5) Administrative Leave Policy
- 6) Social Distancing Policy
- 7) Mobile Devices Policy
- Removing the following four (4) policies:
- 1) Employee Complaint Procedure (replaced with Mediation Policy)
- 2) Driving Standards (incorporated into the Fleet Policy)
- 3) Temporary Promotion (addressed in all collective bargaining agreements)
- 4) Dental Vision and Life Insurance Provisions (now incorporated into Health Insurance Policy)
- the following three (3) policies, which were previously approved by the Board and published electronically, but were not in a final published version of the Handbook:
- 1) Lobbying Policy
- 2) Limited English Proficiency Policy
- 3) Records Retention Policy

BE IT RESOLVED that the PHA Board of Commissioners hereby approves and adopts the amendments and revisions to the Employee Handbook dated as of June 19, 2016, as the policy of PHA and authorizes the President & CEO or his authorized designee to promulgate any operational procedures or supporting processes needed to implement the Employee Handbook, as well as to adopt or approve any future operational changes to practices, procedures, or processes developed by the Human Resources Department that do not result in a material change to the provisions of the Employee Handbook;

BE IT FURTHER RESOLVED that this Resolution shall be effective on July 1, 2016 and supersedes any prior resolution on this matter.

ATTORNEY FOR PHA

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Attachment to Resolution Approving Amendments and Revisions to the Employee Handbook

- At-Will Statement (Section 2.1) Modification of vacation accrual amounts and addition of provision allowing for cashing out of excess vacation time.
- Citizenship Policy (Section 2.2) Revision of the policy name from Residence to provide clarity.
- Inclement Weather Policy (Section 2.5) Modification of the policy to include essential personnel
- Equal Employment Opportunity (Section 2.7)-Repositioned content within the Policy.
- Prevention of Discrimination, Harassment and Retaliation (Section 2.8)-Removed an example to ensure employees' understanding of the Policy
- EEO Complaint Procedure (Section 2.9)-Modified to avoid any appearance of conflicts of interest and reduce potential liability
- Specific Prohibited Conduct (Section 3.2)-The inclusion of a new preamble will increase employees' understanding of what may constitute a conflict and will reduce PHA's exposure to liability.
- Statement of Financial Interest (Section 3.3)- Clarify policy and provide additional understanding to employees
- Outside Employment and Volunteer Activities (Sections 3.8 and 3.9) Modification of existing outside employment policy and procedures to clarify requirements for outside employment and volunteer activities
- Political Activity (Section 3.10)-Policy was modified to reflect changes in the Hatch Act
- Business Travel (Section 3.13)- Policy was modified to provide guidance to employees around travel and expense reimbursements.
- Employment Categories (Section 4.1) Providing more general definitions of FLSA classifications to clarify whether a position is exempt or non-exempt.
- Employment Status (Section 4.2)- Clarification of the policy and to provide additional understanding to employees
- Transfers and Promotions (Section 4.4)- Revised language reflects PHA's performance management system
- Separation from Service (Section 4.5)- Clarification of policy and to provide additional understanding to employees
- Americans With Disabilities Act (ADA)/ADA Amendments Act (ADAAA) (Section 4.7)-Change name of policy from Reasonable Accommodation and clarify policy to provide additional understanding to employees
- Mobile Devices Policy (5.13) This policy outlines the use of personal mobile devices at work and the safe use of Agency issued and personal mobile devices by employees while driving.
- Workplace Bullying Policy (Section 5.2) With the amendments to the policy, PHA's definition
 of Workplace Bullying will encompass both verbal and physical forms of bullying, as well as
 provide a more detailed definition and more specific examples of what does and does not
 constitute workplace bullying.
- Absence and Tardiness (Section 5.3) Policy modification to provides clarification to employees
- Employee Performance Evaluations (Section 5.4) Includes more detail about the process which will allow for employees to understand their role in the performance evaluation process.
- Personnel Records (Section 5.8)- Modifies policy to be consistent with Pennsylvania personnel records law

- Dress Code (Section 5.11) Provides clarification on the definition of mini skirts
- Electronic and Telephonic Communication Systems (Section 5.12) -Provides clarification to employees on prohibited activities under the policy
- No Smoking (Section 5.17) Clarification of policy and to ensure compliance with new PHA smoke-free policy previously approved by the Board
- Pay Rate and Step Increment (Section 6.1)- The revisions will reflect PHA current practices for establishing pay rates and eliminate language regarding step increments that PHA no longer utilizes.
- Work Week/Work Day (Section 6.2) Clarification of policy and to provide additional understanding to employees; removal of language to reflect updated practice of a supervisor scheduling breaks according to operational need
- Overtime (Section 6.3) Language was modified to provide clarity to PHA's existing procedures and in accordance with the Fair Labor Standards Act
- Payday (Section 6.4) Eliminates requirement that employees must be paid via direct deposit
- Health Insurance (Section 7.1) -Changed name of policy from Medical Insurance to incorporate all health related benefits and to clarify the policy and provide additional understanding to employees
- Retirement Plans (Section 7.2)- Added language to codify the allowance of employees to take up to two loans from the Defined Contribution Plan at once, as well as extend the maximum loan term to 4 years.
- Vacation Leave (Section 8.1)- Clarification of leave upon separation language in the policy to provide additional understanding to employees
- Sick Leave (Section 8.3) Clarification of existing policy. Language has also been included to maintain consistency with a city ordinance regarding domestic violence
- Compensatory Leave (Section 8.5) Modified the policy to avoid the administrative burden of the President and CEO reviewing compensatory time request forms
- Usage and Continuation of Leave (Section 8.6) —Changed title from Use of Leave. Policy modified for legal compliance and fiscal reasons.
- Family Medical Leave ("FMLA") (Section 8.7) —Clarification of existing policy pursuant to federal law. Also provides compensation process when an employee is on leave pursuant to the FMLA.
- Medical Leave of Absence (Section 8.8) Eliminates the ability of PHA to request that employee submit to physical by PHA doctor, as HRD no longer employs this policy for privacy reasons. Clarifies that separation is not absolute, as PHA may be required to return employee pursuant to federal and state law.
- Bereavement Leave (Section 8.9) Clarifies that employee does not need to use the one (1) bereavement day to attend the funeral. Can also use the one (1) day for grieving, etc.
- Drug and Alcohol Free Workplace (Section 9.1) The location of this language is changed to promote ease of reading.
- Fleet Policy and Standard Operating Procedures (Appendix B) Policy revision clarifies that
 the policy applies to non-PHA employees who may have access to PHA vehicle. Policy also
 modifies Fleet Committee and provides for other changes for clarity and administration of the
 policy.

RESOLUTION AUTHORIZING CONTRACTING FOR THE PURCHASE OF ELECTRICITY AND NATURAL GAS

WHEREAS, the Philadelphia Housing Authority ("PHA") Sustainability Policy, adopted by Board Resolution No. 11552, on August 24, 2012, directed PHA, among other things, to create a Sustainability Working Group and develop an energy procurement strategy; and

WHEREAS, PHA contracted with Mondre Energy, Inc. and Tradition Energy, LLC ("Consultants"), for energy procurement advice and to assist PHA in economically procuring energy supplies for all of PHA's property types other than scattered sites; and

WHEREAS, PHA developed written energy procurement strategies for electricity and natural gas ("Energy Procurement Strategies"), which were approved by the Board of Commissioners on March 20, 2014, by Board Resolutions No.11688 (relating to electricity) and No. 11689 (relating to natural gas); and

WHEREAS, Resolutions No. 11688 and 11689 authorized PHA to competitively procure and enter into supply contracts for the purchase of electricity and natural gas, under which PHA may place individual orders or otherwise make purchase commitments; and

WHEREAS, Resolutions No. 11688 and No. 11689 each contained a limitation of two (2) years on the length of any single purchase commitment, which was extended to three (3) years by Resolution No. 11807, as adopted on September 17, 2015; and

WHEREAS, the energy purchasing authorizations contained in Resolutions No. 11688 and No. 11689 terminated on March 31, 2016; and

WHEREAS, PHA wishes to continue to implement the Energy Procurement Strategies, as developed with advice from the Consultants, and approval from PHA's President & CEO; and

WHEREAS, it is in PHA's best interest to: 1) combine the procurement authorizations for electricity and natural gas previously approved by the Board by Resolutions 11688 and 11689; 2) extend the period for entering into energy procurement contracts through July 1, 2017; and 3) authorize having the energy purchase commitments made under such contracts extend through July 1, 2020;

BE IT RESOLVED, that the PHA Board of Commissioners hereby authorizes the President & CEO and/or his designee(s) to take all actions necessary to implement the Energy Procurement Strategy for electricity and/or natural gas for all PHA accounts, other than scattered sites, in order to secure an economical electricity and/or natural gas supply for PHA; and

BE IT FURTHER RESOLVED, that the authority granted to the PHA President & CEO and/ or his authorized designee(s) to act without further Board approval, as set forth above, in order to conclude and execute electricity and/or natural gas purchase commitments for PHA's energy supply requirements, is subject to the following limitations:

a) the authorization to contract granted under this resolution shall terminate on July 1, 2017, unless extended by the Board prior to that date;

- b) the term for any electricity and/or natural gas purchase commitment made under any such contract may not extend past July 1, 2020;
- (b) the total amount payable under purchase commitments for electricity in any fiscal year, under the authority granted in this resolution, shall not exceed the budgeted amount for such fiscal year by more than 10%;
- (c) the total amount payable under purchase commitments for natural gas, under the authority granted in this resolution, in any fiscal year shall not exceed the budgeted amount for such fiscal year by more than 10%; and
- (d) the President & CEO or his designee shall provide quarterly reports to the Board on bid solicitations conducted and electricity and/or natural gas purchase commitments executed under this authorization, with the first report of all actions taken as of July 1, 2016 to be delivered to the Board no later than October 19, 2016.

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I hereby certify that this was APPROVED BY THE BOARD ON 6 16 14

ATTORNEY FOR PHA

RESOLUTION AUTHORIZING THE SELECTION OF A DEVELOPER FOR 2012 - 2016 CHESTNUT STREET, PHILADELPHIA, PA

WHEREAS, the Philadelphia Housing Authority ("PHA") issued a solicitation to choose a developer to develop the site owned by PHA, located at 2012 through 2016 Chestnut Street, and enter into a ground lease agreement consisting of three (3) parcels of land that are in the Rittenhouse Square neighborhood of Philadelphia; and

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

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

WHEREAS, based upon the consensus evaluation, it is recommended that Alterra Property Group is selected as the developer; and

WHEREAS, the Developer has proposed to develop the site with market rate housing containing two hundred eight (208) units with the potential of an affordable component of 20% of the total units along with seven thousand (7,000) square feet of commercial space on the first floor; and

WHEREAS, PHA seeks to enter into a Pre-Development Agreement with the Developer, who is financing the project though investor equity funds; and

WHEREAS, there are no pre-development fees associated with the project and PHA intends to provide project-based vouchers, if the affordable component is applicable; and

WHEREAS, under the terms of the Request for Qualification, Alterra Property Group must comply with Section 3, MBE and WBE requirements for construction of the Development; and

WHEREAS, PHA has determined that the disposition of the site is in the best interest of PHA and its residents; and

WHEREAS, any final plan for development, will be subject to the approval of PHA's Board of Commissioners and the U.S. Department of Housing and Urban Development;

BE IT RESOLVED, the Board of Commissioners hereby authorizes PHA's President & CEO and/or his authorized designee(s) to enter into a Pre-Development Agreement with Alterra Property Group to take all steps necessary to complete a plan for the optimum development of the site, with the understanding that such agreement shall not include any monetary commitment on the part of PHA.

APPROVED BY THE BOARD ON 6/16/16

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APPENDIX 2

JUNE 2016 SIGN-UP SHEET FOR COMMENT ON SPECIFIC RESOLUTIONS

(3 minutes per person)



- APPROVING FISCAL YEAR 2016 ANNUAL MOVING TO WORK REPORT FOR SUBMISSION TO HUD AND **CERTIFYING THAT PHA HAS MET THREE MTW STATUTORY REQUIREMENTS**
 - CONTRACT WITH DELTA DENTAL TO PROVIDE EMPLOYEE DENTAL INSURANCE COVERAGE
- CONTRACT WITH MUTUAL OF OMAHA TO PROVIDE EMPLOYEE GROUP LIFE AND ACCIDENTAL DEATH AND DISMEMBERMENT INSURANCE COVERAGE
 - CONTRACT WITH VISION BENEFITS OF AMERICA FOR EMPLOYEE VISION COVERAGE
- CONTRACT WITH INDEPENDENCE BLUE CROSS FOR EMPLOYEE MEDICAL AND PRESCRIPTION INSURANCE COVERAGE 4. R
- AMENDMENT OF THE DEFINED CONTRIBUTION PLAN TO EXTEND THE MAXIMUM LOAN TERM AND ALLOW CURRENT PARTICIPANTS IN THE PLAN TO HAVE UP TO TWO LOANS FROM THE PLAN AT THE SAME TIME
 - ADOPTING AND APPROVING AMENDMENTS AND REVISIONS TO THE EMPLOYEE HANDBOOK
 - CONTRACT WITH MONDRE ENERGY FOR THE PURCHASE OF ELECTRICITY AND NATURAL GAS **√** 89 69
- PRE-DEVELOPMENT AGREEMENT AND GROUND LEASE WITH ALTERRA FOR 2012 2016 CHESTNUT STREET

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JUNE 2016 SIGN-UP SHEET FOR THE GENERAL PUBLIC COMMENT PERIOD AT THE END OF THE BOARD MEETING

(3 minutes per person)



Please PRINT your name and generally identify your topic:

1.	Name: Trine Smith issue w/emergency transfer Maintenance Issue? Yes No_ Other (topic): and other FHA actions
2.	Name: Julia Harris non-PHA resident w/issue (5) Name: Julia Harris w/PHA neighbor Maintenance Issue? Yes No_Other (topic): Threatened
3.	Name: Maintenance Issue? Yes No Other (topic):
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