



PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS AMENDED MEETING MINUTES

Thursday, September 25, 2014, 3 p.m., at 12 S. 23rd St., Philadelphia, PA 19103

The Annual 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. Commissioner Danzy participated by telephone and Commissioners Callahan, Camarda, Coney, Wise and Wetzel were in attendance, as well as President & CEO, Kelvin Jeremiah (“CEO Jeremiah”) and Board Secretary and General Counsel, Barbara Adams. The Chair welcomed newly-appointed Commissioners Coney, Danzy and Wise, and then began the meeting by requesting a moment of silent reflection. The Chair noted that the Board had met in executive session before the meeting, at approximately 2 p.m., to discuss litigation and matters confidential by law.¹

CEO Jeremiah reviewed the procedure for public comment and also welcomed the newly-appointed Commissioners, Danzy, Wise and Coney.

CEO Jeremiah noted the following recent events: 1) Queen Lane was successfully imploded on September 13, 2014, after years of hard work, community engagement, and the support and advocacy of Corliss Gray and the Queen Lane residents; 2) PHA and Philly Seeds distributed over 3,000 book bags with supplies to young residents; 3) Philly Seeds won the Bellamy Award from the Pennsylvania Association of Housing and Redevelopment Agencies (“PAHRA”), which is PAHRA’s highest honor; 4) as part of PHA’s long-term security initiative, it has approved hiring an additional 26 police officers, including 10 residents, three of whom have passed the physical and reading exams and will be sponsored by PHA to attend the City of Philadelphia’s Police Academy; 5) CORD held a Community Partner Program Fair today at the John F. Street Center, for residents to learn more about PHA’s programs, and also had three winners for a Youth Poster Contest this summer about what “home” means to them. Two of the winners were introduced and showed their impressive winning-posters: Khadihan Johnson, 1st place winner from Blumberg, and Jarmal Arthur, 3rd place winner from Bartram.

In addition, last month, PHA launched a new employee recognition program and Joanne Strauss introduced the winner for September Employee of the Month, William Burns, a Senior Property Manager for Raymond Rosen, who was presented with a check for \$250.00 and a certificate.

The Chair then inquired whether there were any corrections to the minutes of the Board meeting of July 17, 2014. It was noted that the location of the last Board meeting was in the minutes as being at the usual location, at 12 S. 23rd St., however, the meeting was held at the John F. Street Center, and that change will be made to the minutes.

Twelve resolutions were presented, all of which were unanimously approved.

Resolution 11723, attached in Appendix 1, was presented by Andrea Bowman, Corporate Secretary, for the Board to approve the slate prepared by the Board Nominating Committee, to elect the current Chair, Lynette M. Brown-Sow, as Chair and Commissioner Herbert Wetzel as Vice-Chair of the Board of Commissioners. Commissioner Callahan, as a member of the Nominating Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner

¹ The addition of this sentence is the reason for amendment to the minutes.

Callahan noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11724, attached in Appendix 1 was presented by Andrea Bowman, Corporate Secretary, to authorize various amendments to the PHA By-Laws, as proposed by the By-Laws Committee, which include: changes to on-site records maintenance requirements; clarifying provisions regarding officers and employees and their terms; establishing two-year terms for the Chair and Vice-Chair; specifying the timing of the annual meeting; adding a new section regarding advisory committees; and refining the previous liability limitation and indemnification provisions to incorporate a series of technical changes and eliminate ambiguities regarding the right to indemnification and the process for obtaining it. Vice-Chair Wetzel, as a member of the By-Laws Committee, as well as Chair of the Policy and Planning Committee that reviewed the resolution, moved for its approval. The motion was seconded and Vice-Chair Wetzel noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11725, attached in Appendix 1, was presented by Andrea Bowman, Corporate Secretary, to establish the following schedule for regularly-scheduled public meetings of the PHA Board of Commissioners, through May of 2015, as required under the By-Laws: October 23, 2014; November 20, 2014; December 18, 2014; January 15, 2015; February 19, 2015; March 19, 2015; April 16, 2015; and May 21, 2015. Vice-Chair Wetzel, as Chair of the Policy and Planning Committee that reviewed the resolution, moved for its approval. The motion was seconded and Vice-Chair Wetzel noted that the reviewing Committee recommended approval of the resolution. Commissioner Callahan noted that the proposed schedule had been reviewed so as not to have conflicts with any major religious holidays, but that the Board meeting today conflicted with such a holiday, which was why Commissioner Markman was not able to attend. Following public comment and there being no further discussion, the resolution was unanimously approved.

Resolution 11726, attached in Appendix 1, was presented by Erik Soliván, Vice President – Office of Policy, Research and Enterprise Planning, to approve submission to HUD of an amendment to PHA's Moving to Work Annual Plan for Fiscal Year 2015 ("Plan") to add the following activities, and to make related budget changes: 1) repay before maturity two of PHA's Capital Fund Program Revenue Bonds in order to reduce PHA's debt service expenses: (a) Series B (current principal balance: \$17,165,000.00), and (b) Series C (current principal balance: \$7,155,000.00); 2) refinance the two remaining Capital Fund Program Revenue Bonds in order to reduce PHA's interest expenses: (a) Series A (current principal balance: \$44,150,000.00), and (b) Series D (current principal balance: \$11,000,000.00); 3) acquire properties through the Philadelphia Redevelopment Authority for use as replacement housing in the Sharswood/Blumberg neighborhood; and 4) issue new Capital Fund Program Revenue Bonds in connection with the development of the Blumberg project. Vice-Chair Wetzel, as Chair of the Policy and Planning Committee that reviewed the resolution, moved for its approval. The motion was seconded and Vice-Chair Wetzel noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11727, attached in Appendix 1, was presented by Celeste Fields, Executive Vice President – Leased Housing, to authorize PHA to contract with Women's Community Revitalization Project for thirty-six (36) unit-based vouchers, to include sixteen (16) two-bedroom units, sixteen (16) three-bedroom units and four (4) four-bedroom units, with seven (7) of the units being fully handicapped accessible. Vice-Chair Wetzel, as Chair of the Policy and Planning Committee that reviewed the resolution, moved for its approval. The motion was seconded and Vice-Chair Wetzel

noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11728, attached in Appendix 1, was presented by David Walsh, Executive Vice President- Supply Chain Management ("EVP-SCM"), to authorize PHA to contract with Daniels Contracting of Philadelphia, Inc. and Murphy's Transportation Services, Inc. to provide moving and storage services for evictions. The contract performance period for each of the two contracts is a two (2) year base period with three (3) one-year option periods, with a total aggregate amount of the two contracts, if all options are exercised, not to exceed two million seven hundred eighty-three thousand one hundred forty-three dollars (\$2,783,143.00). Commissioner Coney, as Chair of the Resident Services Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Coney noted that the reviewing Committee recommended approval of the resolution. Following discussion, including public comment, the resolution was unanimously approved.

Resolution 11729, attached in Appendix 1, was presented by David Walsh, EVP-SCM, to authorize PHA to contract with Batta Environmental, Inc. for lead based paint wipe testing. The contract performance period is a two (2) year base period with three (3) one-year option periods, with total aggregate amount of this contract, if all options are exercised, not to exceed one million nine hundred seventy-nine thousand three hundred and four dollars (\$1,979,304.00). Commissioner Coney, as Chair of the Resident Services Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Coney noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11730, attached in Appendix 1, was presented by David Walsh, EVP-SCM, to authorize PHA to contract with Noble Strategy for construction management services for Markoe Street Phase III Housing Revitalization Development, which site is located on the 800 block of Markoe Street, bounded by Ogden Street to the north and Brown Street to the south. The total aggregate amount of this contract is not to exceed one million nine hundred thirty-two thousand one hundred ninety-two dollars (\$1,932,192.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Callahan noted that the reviewing Committee recommended approval of the resolution. Following discussion and the opportunity for public comment, of which there was none, the resolution was unanimously approved.

Resolution 11731, attached in Appendix 1, was presented by Clare Ann Fitzgerald, Deputy General Counsel, Litigation - Office of General Counsel, for approval for PHA to obtain Workers' Compensation and Employer's Liability Insurance coverage pursuant to a policy to be issued by Liberty Mutual Insurance Company for the period from October 15, 2014 to October 15, 2015. The authorization in the resolution is for a maximum expenditure not to exceed twelve million, two hundred eighty-five thousand, three hundred seventy-seven dollars (\$12,285,377.00). Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Callahan noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11732, attached in Appendix 1, was presented by David Walsh, EVP-SCM, to authorize PHA to contract with Model Consulting for benefits administration, consulting, and brokerage services, for PHA employees. The total contract amount is not to exceed nine hundred twenty-five thousand dollars (\$925,000.00), to include a two-year base period and three one-year option periods.

Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Callahan noted that the reviewing Committee recommended approval of the resolution. Following the opportunity for public comment, of which there was none, and there being no further discussion, the resolution was unanimously approved.

Resolution 11733, attached in Appendix 1, was presented by Michael Johns, Senior Executive Vice President – Capital Projects and Development, to authorize PHA to commit funds for certain projects identified in the Five-Year Capital Plan, for the purposes set forth in Attachment “A” to the resolution, with any change or modification of such commitment requiring a separate resolution by the Board of Commissioners, and the commitment only being authorized for a period of five years, unless otherwise modified or extended by a resolution of the Board. The purpose of this resolution is to ensure that the funds are committed in accordance with the standards set forth by the Government Accounting Standards Board (GASB) in GASB 54. Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Callahan noted that the reviewing Committee recommended approval of the resolution. Following discussion, which included public comment, the resolution was unanimously approved.

Resolution 11734, attached in Appendix 1, was presented by William Myles, Acting Executive Vice President – Community Operations and Resident Development, to authorize PHA to negotiate with the first lienholder and the homeowner to repurchase a first-time homebuyer home located at 1318 N. Marshall Street, expend an amount not to exceed two hundred fifty thousand dollars (\$250,000.00), and sign all documents necessary to complete the transaction. Commissioner Callahan, as Chair of the Finance Committee that reviewed the resolution, moved for its approval. The motion was seconded and Commissioner Callahan noted that the reviewing Committee recommended approval of the resolution. Following discussion, which included public comment, the resolution was unanimously approved.

The public comment period was then held, beginning at approximately 4:10 p.m., after which the Chair adjourned the meeting at approximately 4:40 p.m.

The sign-up sheet with the names of members of the public speaking on specific resolutions, as well as the sign-up sheet for members of the public speaking in the General Comment Period, with a designation of the topic, is attached as Appendix 2.

Respectfully submitted,



Barbara Adams
Secretary
Philadelphia Housing Authority

THE PHILADELPHIA HOUSING AUTHORITY
MEETING OF THE BOARD OF COMMISSIONERS
12 S. 23rd ST.
PHILADELPHIA, PA 19103
THURSDAY, SEPTEMBER 25, 2014, at 3 p.m.
AGENDA

- A. **Call to Order** Lynette M. Brown-Sow, Chair of the Board of Commissioners
The Philadelphia Housing Authority Board of Commissioners
- B. **Remarks** Lynette M. Brown-Sow, Chair of the Board of Commissioners
Kelvin A. Jeremiah, President & CEO
- C. **Approval of Minutes** of the Board Meeting held July 17, 2014, as distributed.
- D. **New Business**

11723 X
RESOLUTION APPROVING LYNETTE M. BROWN-SOW AS CHAIR AND HERBERT E. WETZEL AS VICE-CHAIR OF THE PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS
(Andrea Bowman)

11724 Z
RESOLUTION APPROVING AMENDMENTS TO THE BY-LAWS OF THE PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS
(Andrea Bowman)

11725 B.
RESOLUTION ESTABLISHING THE SCHEDULE FOR REGULAR MEETINGS OF THE PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS THROUGH MAY OF 2015
(Andrea Bowman)

11726 A.
RESOLUTION AUTHORIZING THE PHILADELPHIA HOUSING AUTHORITY TO SUBMIT A PROPOSED AMENDMENT TO ITS MOVING TO WORK ANNUAL PLAN ("PLAN") FOR FISCAL YEAR 2015 TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT ("HUD") AND TO UNDERTAKE ALL ACTIONS TO OBTAIN HUD APPROVAL AND IMPLEMENT THE PLAN, AS AMENDED
(Erik Soliván)

11727 B.
RESOLUTION AUTHORIZING AN AWARD OF THIRTY-SIX (36) UNIT-BASED VOUCHERS TO THE WOMEN'S COMMUNITY REVITALIZATION PROJECT UNDER REQUEST FOR PROPOSAL #P-004403
(Celeste Fields)

11728 B.
RESOLUTION AUTHORIZING A CONTRACT WITH DANIELS CONTRACTING OF PHILADELPHIA, INC. AND MURPHY'S TRANSPORTATION SERVICES, INC. FOR MOVING AND STORAGE SERVICES FOR EVICTIONS
(David Walsh)

11729 7.

RESOLUTION AUTHORIZING A CONTRACT WITH BATTA ENVIRONMENTAL, INC. FOR LEAD BASED PAINT WIPE TESTING
(David Walsh)

11730 8.

RESOLUTION AUTHORIZING A CONTRACT WITH NOBLE STRATEGY FOR CONSTRUCTION MANAGEMENT SERVICES FOR MARKOE STREET PHASE III
(David Walsh)

11731 8.

RESOLUTION AUTHORIZING A CONTRACT WITH LIBERTY MUTUAL INSURANCE COMPANY FOR WORKERS' COMPENSATION AND EMPLOYER'S LIABILITY INSURANCE COVERAGE
(Clare Ann Fitzgerald)

11732 10.

RESOLUTION AUTHORIZING A CONTRACT WITH MODEL CONSULTING FOR BENEFITS ADMINISTRATION, CONSULTING, AND BROKERAGE SERVICES
(David Walsh)

11733 11.

RESOLUTION AUTHORIZING A FIVE-YEAR CAPITAL PLAN COMMITMENT
(Michael Johns)

11734 12.

RESOLUTION AUTHORIZING REPURCHASE OF HOME LOCATED AT 1318 N. MARSHALL STREET
(William Myles)

C

E. Public Comment Period

C

RESOLUTION NO. 11723

RESOLUTION APPROVING LYNETTE M. BROWN-SOW AS CHAIR AND HERBERT E. WETZEL AS VICE-CHAIR OF THE PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS

WHEREAS, the Philadelphia Housing Authority ("PHA") Board of Commissioners ("Board") adopted By-Laws at the Board meeting of April 26, 2013, pursuant to Resolution No. 11612; and

WHEREAS, under Section 401 of the By-Laws, "The Annual meeting of the Board shall be held following the commencement of the Authority Year at such date and time designated by the then-Chair," and this meeting, on September 25, 2014, is the designated Annual Meeting; and

WHEREAS, Section 311 of the By-Laws states that "[t]he Chair and Vice-Chair shall be elected at the annual meeting of the Board from among the members of the Board, and shall hold office for one year or until their successors are appointed and qualified. The Secretary, Treasurer and any Assistant Secretary and/or Assistant Treasurer may be elected at the same time. The Chief Executive Officer and the General Counsel shall serve from the date of their appointment until their resignation or until their successors are appointed and qualified;" and

WHEREAS, by Resolution 11612, referenced above, as well as Resolution No.11682, approved by the Board on February 20, 2014, the following persons were elected to the offices set beside their respective names, each to serve until their respective successors are duly qualified and elected:

Chair	Lynette M. Brown-Sow
Vice-Chair	Nelson A. Diaz [Resigned, the position is vacant]
Chief Executive Officer	Kelvin A. Jeremiah
General Counsel	Barbara Adams
Treasurer	Keith Daviston
Secretary	Barbara Adams
Assistant Treasurer	Raymond Ruocchio
Assistant Secretary	Laurence Redican; and

WHEREAS, under the By-Laws, it is required that an election shall be held at this Annual Meeting for the positions of Chair and Vice-Chair; and

WHEREAS, the Nominating Committee of the PHA Board of Commissioners, after requesting and considering input from the Board, has proposed Lynette M. Brown-Sow for the position of Chair and Herbert E. Wetzel for the position of Vice-Chair of the PHA Board of Commissioners;

BE IT RESOLVED, that Lynette M. Brown-Sow shall serve as the duly elected Chair and Herbert E. Wetzel shall serve as the duly elected Vice-Chair of the PHA Board of Commissioners, effective immediately, to serve for the term that is designated under the PHA By-Laws, as may be amended from time to time, with all other positions to remain with the designees as set forth above.

I hereby certify that this was

APPROVED BY THE BOARD ON 9/25/14

Barbara Adams, General Counsel
ATTORNEY FOR PHA

RESOLUTION NO. 11724

RESOLUTION AMENDING THE BY-LAWS OF THE PHILADELPHIA HOUSING AUTHORITY

WHEREAS, the Philadelphia Housing Authority ("PHA") Board of Commissioners ("Board") adopted By-Laws at the Board meeting of April 26, 2013, pursuant to Resolution No. 11612; and

WHEREAS, the Chair of the Board appointed a By-Laws Committee to review the By-Laws and suggest any amendments, pursuant to which direction the By-Laws Committee proposed a draft revision to the Board; and

WHEREAS, the Board wishes to approve the amended By-Laws, as proposed by the By-Laws Committee, most significantly with regard to the following six sections: § 107 (Records; Documents); § 301 (Officers and Employees) ; § 311 (Election or Appointment); § 401 (Annual Meetings); Article V (Advisory Committees); and Article VII (Liability Limitation and Indemnification); and

WHEREAS, a Summary of the proposed changes (Attachment "A" to this Resolution) and the final version of the proposed changes (Attachment "B") are both attached to this resolution;

BE IT RESOLVED, that the Amended and Restated By-Laws, as attached to this resolution, are hereby adopted as the Bylaws of this Authority; and

BE IT FURTHER RESOLVED, that this Resolution shall take effect immediately.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Adams, General Counsel
ATTORNEY FOR PHA

ATTACHMENT "A" - TO RESOLUTION AMENDING THE BY-LAWS OF THE BOARD OF
COMMISSIONERS OF THE PHILADELPHIA HOUSING AUTHORITY –
SUMMARY OF CHANGES

I. Section 107 – Records; Documents

The requirement for a resolution of the Board before allowing storage of Board minutes and all financial and related records at any site other than the principal office of the Authority is deleted. Authority records and documents are to be kept in accordance with PHA's records retention and disposition schedule that is in effect at the time, which allows for off-site storage, except that Board records for at least the preceding 10 years will continue to be stored at the principal office of PHA. Minutes of scheduled meetings of each Board committee will also be maintained, which was not previously required.

II. Section 301 – Officers and Employees

Provisions regarding the Board-appointed officers and their terms and the CEO-appointed officers and their terms are clarified and a process for resignation of the CEO was added.

III. Section 311 – Election or Appointment

Revisions primarily address the term of the Chair and Vice-Chair and other Board-appointed officers, to provide for a two-year term, rather than annual elections for the Chair and Vice-Chair.

IV. Section 401 – Annual Meetings

The previous By-Laws were not clear as to when the Annual Meeting would be held, so the revision provides a two-month window for the Annual Meeting, to be held in April or May of each year.

V. Article V – Advisory Committees

This Article is related to Board committees, which had not previously been addressed in the By-Laws, and provides for the standing committees of Policy and Planning, Resident Services, Finance, Evaluation and Audit (with the last two being established by separate resolutions). *Ad hoc* committees may also be established, as needed. Unless otherwise decided by the Board, the Chair is authorized to determine committee membership; and committees are to create charters.

VI. Article VII – Liability Limitation and Indemnification

This Article refines the previous liability limitation and indemnification provisions. It incorporates a series of technical changes largely resulting from the addition of new definitions. The changes eliminate ambiguities regarding the right to indemnification and the process for obtaining it.

**ATTACHMENT "B" - TO RESOLUTION AMENDING THE BY-LAWS OF THE BOARD OF
COMMISSIONERS OF THE PHILADELPHIA HOUSING AUTHORITY –
AMENDED BY-LAWS**

**AMENDED AND RESTATED BY-LAWS
OF
THE PHILADELPHIA HOUSING AUTHORITY**

**As Amended and Restated by the Board of Commissioners
on September 25, 2014**

ARTICLE I

GENERAL

Section 101. NAME OF THE AUTHORITY.

The name of the Authority shall be THE PHILADELPHIA HOUSING AUTHORITY.

Section 102. EXISTENCE AND POWERS.

The Philadelphia Housing Authority (the "Authority") is a body corporate and politic, organized and existing pursuant to the Pennsylvania Housing Authorities Law, 35 P.S. Section 1542 *et seq.*, as such law shall be amended from time to time (the "Law"), and shall have all the rights and powers granted thereunder.

Section 103. SEAL OF THE AUTHORITY.

The Authority may have a seal in the form of a circle containing the name of the Authority, the year of its incorporation (1937), and such other details as may be approved by the Board of Commissioners (the "Board").

Section 104. OFFICE OF THE AUTHORITY.

The principal office of the Authority shall be at such location within Philadelphia, Pennsylvania as the Board may designate, from time to time, by resolution.

Section 105. FISCAL YEAR.

The fiscal year of the Authority shall begin on April 1st and end on March 31st of the following year. The fiscal year may be changed, from time to time, upon resolution of the Board.

Section 106. ANNUAL EXAMINATION OF RECORDS.

The financial records, books and accounts of the Authority shall be examined annually during the first nine months of the fiscal year by a Certified Public Accountant who shall be designated by resolution of the Board. Such annual examination shall cover the immediately preceding fiscal year.

Section 107. RECORDS; DOCUMENTS.

There shall be kept at the principal office of the Authority for inspection by the public, an original or duplicate record of the public meetings of the Board and scheduled meetings of each committee of the Board from the previous ten (10) years; the original or a copy of the Resolution of the Council of the City of Philadelphia declaring the need for the Authority as filed with the Secretary of the Commonwealth of Pennsylvania; and the Authority's By-laws, including all amendments thereto. After ten (10) years, records of the public meetings of the Board and scheduled meetings of each committee of the Board may be stored in an off-site location. The Authority shall maintain its financial records, books, audits and accounts in accordance with the applicable records retention and disposition policy and schedule in effect from time to time at the Authority.

Section 108. CONSTRUCTION.

In construing these By-laws, any reference made to a statute shall be understood to incorporate any amendment to the statute that was passed subsequent to ratification of these By-laws.

ARTICLE II

MEMBERS OF THE BOARD OF THE AUTHORITY

Section 201. APPOINTMENT OF THE BOARD.

Consistent with the Law, the powers of the Authority shall be exercised by a governing Board of Commissioners, which shall consist of nine (9) members, except that under certain circumstances described in the Law, the Board shall consist of five (5) members. All members shall be appointed and continue to serve in accordance with the provisions of the Law and shall serve without compensation.

Section 202. TERMS OF APPOINTMENT.

Each Commissioner shall serve a term concurrent with the term of the appointing Mayor, but subject to removal as specified in the Law.

Section 203. RESIGNATION OF BOARD MEMBERS.

Any member of the Board may resign at any time by giving written notice to the Secretary. Such resignation shall be made in writing and shall take effect at the time specified in the notice. If no time is specified, the resignation shall be effective as of the time of its receipt by the Secretary, who shall accept such resignation, noting the day of its receipt. The acceptance of a resignation shall not be necessary to make it effective. The Secretary shall promptly notify the Board, the Chief Executive Officer of the Authority and the Mayor of the City of Philadelphia of the resignation. Any member of the Board may resign at any time by giving oral notice to the Board at a meeting at which a quorum (excluding the resigning member) is present.

ARTICLE III

OFFICERS AND EMPLOYEES

Section 301. OFFICERS AND EMPLOYEES.

(a) Board Appointed Officers: The Board-appointed officers of the Authority shall be the Chair and Vice-Chair of the Board, who shall be members of the Board, and a Chief Executive Officer, Treasurer, Secretary, and such other Board-appointed officers as the Board shall determine, including any Assistant Treasurer and any Assistant Secretary, all of whom, other than the Chair and Vice-Chair, shall be employees of the Authority and shall serve terms as provided in these By-laws and otherwise shall serve at the pleasure of the Board.

(b) Other Officers: The Chief Executive Officer shall appoint all other officers (other than Board-appointed officers), agents, employees and technical experts of the Authority that the Chief Executive Officer determines necessary and appropriate, all of whom shall serve at the pleasure of and shall be subject to removal by the Chief Executive Officer.

(c) Resignation: Any officer may resign at any time by giving written notice of resignation, which may include an effective date, to the Chief Executive Officer. The Chief Executive Officer may resign at any time by giving written notice of resignation, which may include an effective date, to the Chair of the Board.

Section 302. CHAIR.

The Chair shall preside at all meetings of the Board. At each meeting, the Chair shall submit such recommendations and information as the Chair may consider proper concerning the business, affairs and policies of the Authority.

Section 303. VICE-CHAIR.

The Vice-Chair shall perform all the duties of the Chair in the absence or incapacity of the Chair; and in case of the resignation or death of the Chair, the Vice-Chair shall perform such duties as are imposed on the Chair until such time as the Board shall appoint a new Chair.

Section 304. CHIEF EXECUTIVE OFFICER.

The Chief Executive Officer shall have general charge of the business and affairs of the Authority and shall direct all other officers, agents and employees of the Authority. He or she shall, if present, and in the absence of the Chair and the Vice-Chair of the Board, preside at all meetings of the Board. Except as otherwise provided by resolution of the Board, or as required by law, the Chief Executive Officer shall sign all contracts, deeds and other instruments made by the Authority. The Chief Executive Officer may assign such duties to the other officers, employees and agents of the Authority as he or she deems appropriate. Any power of the Chief Executive Officer provided in these By-laws may be restricted, curtailed or eliminated, in whole or in part, by Resolution of the Board.

Section 305. GENERAL COUNSEL.

The General Counsel shall be the principal legal officer for the Authority. The General Counsel shall advise the Authority, the Board, and the Authority's officers and employees on all legal

matters affecting Authority policy and operations. The General Counsel shall prepare, or supervise the preparation of, all leases, deeds, contracts and other legal papers of the Authority and shall approve as to form and legality all legal documents requiring execution by the Authority. The General Counsel shall, on instruction of the Board or the Chief Executive Officer, institute actions or proceedings to maintain, defend or establish the rights, interests and privileges of the Authority and defend any action or proceeding brought against the Authority.

Section 306. SECRETARY.

The Secretary shall keep and maintain the records of the Authority, shall act as secretary of the meetings of the Board of the Authority, and record all votes. The Secretary shall keep written minutes of the public meetings of the Board, which shall be available to the public, and shall perform all duties incident to the office of Secretary. The Secretary shall cause notice to be given of all meetings and of all adjournments or postponements whenever such notice is required. The Secretary shall keep in safe custody the seal of the Authority, if there is one, and shall have the power to affix such seal to all proceedings and resolutions of the Board of the Authority and to all contracts and instruments authorized to be executed by the Authority.

Section 307. TREASURER.

The Treasurer shall be responsible for the care and custody of all funds of the Authority, and shall deposit the same in the name of the Authority in such bank or banks as the Board or the Chief Executive Officer may select.

(a) The Treasurer, or such other person as authorized by resolution of the Board or by directive of the Chief Executive Officer of the Authority, shall sign all orders and checks for the payment of money, and shall pay out and disburse such monies under the direction of the Board or the Chief Executive Officer, unless the Board shall rescind such authority of the Chief Executive Officer.

(b) The Treasurer or such other person as authorized by resolution of the Board of the Authority shall keep regular books, written or computerized, of accounts showing receipts and expenditures, and shall render to the Board when requested, (but no less frequently than annually), an account of the Treasurer's transactions and also of the financial condition of the Authority.

(c) The Treasurer, or other such person as authorized by resolution of the Board, shall ensure that annual financial report(s) of revenues, expenditures, and debt are submitted and annual financial audits are conducted in accordance with applicable law and applicable audit standards.

Section 308. ASSISTANT SECRETARY.

The Assistant Secretary, if appointed, shall possess the powers and may perform the duties of the Secretary, in case of the absence or incapacity of the Secretary; and shall do and perform such other duties as may be assigned to him or her from time to time by the Board or the Chief Executive Officer.

Section 309. ASSISTANT TREASURER.

The Assistant Treasurer, if appointed, shall possess the powers and may perform the duties of the Treasurer, in case of the absence or incapacity of the Treasurer; and shall do and perform

such other duties as may be assigned to him or her from time to time by the Board or the Chief Executive Officer.

Section 310. ADDITIONAL DUTIES.

The officers of the Authority shall perform such other duties and functions as required by the Board, these By-laws, directives of the Chief Executive Officer, policies and procedures of the Authority and as provided by law.

Section 311. ELECTION OR APPOINTMENT.

The Chair and Vice-Chair shall be elected biennially in even-numbered years at the annual meeting of the Board, starting with the 2016 annual meeting, from among the members of the Board, and shall hold office until the next annual meeting occurring in an even-numbered year or until their successors are elected and qualified. The Secretary, Treasurer and any Assistant Secretary and/or Assistant Treasurer shall be elected at the same time as the Chair and Vice-Chair and shall serve from their respective elections until their successors are elected and qualified. The Chief Executive Officer, the General Counsel, and all other officers appointed by the Chief Executive Officer, shall serve from the date of their appointment until their resignation or until their successors are appointed and qualified.

Section 312. VACANCIES.

Should the office of Chair become vacant, the Vice-Chair shall automatically serve as Temporary Chair until such time as the Board selects a new Chair. If any other office of the Board becomes vacant for any reason, the Board shall promptly choose a successor who shall hold office for the unexpired term in respect of which such vacancy occurred.

ARTICLE IV

MEETINGS

Section 401. ANNUAL MEETINGS.

The annual meeting of the Board shall be held in either April or May of each year, at such date and time as designated by the then-Chair. The Board may hold its meetings at such locations as may be approved by the Chair or the Chief Executive Officer from time to time. At the annual meeting, the Authority shall establish a schedule of its regularly scheduled meetings during the ensuing one-year period.

Section 402. REGULAR MEETINGS.

Regular meetings will be held at such dates and times as are adopted and scheduled at the annual meeting. No notice to Board members shall be required for any such regular meeting of the Board.

Section 403. SPECIAL MEETINGS.

The Chair of the Board may, when he or she deems it expedient, and shall, upon the written request of two members of the Board, call a Special Meeting of the Board for the purpose of transacting any business designated in the call. The call for a Special Meeting may be hand-

delivered to each member of the Board, mailed to the business or home address of each member, or sent by electronic transmission to an electronic address provided for such purpose by any member of the Board. Each member must be notified of the Special Meeting of the Board two days or more prior to the date of the Special Meeting. At such Special Meeting, no business shall be acted on other than as designated in the call, but if all of the members of the Board are present, other business may be discussed.

Section 404. EMERGENCY MEETINGS.

No public notice is necessary for emergency meetings called for the purpose of dealing with a real or potential emergency involving a clear and present danger to life or property.

Section 405. MINUTES.

The minutes of the Authority's public meetings shall be taken by the Secretary or the Secretary's designee and promptly recorded, shall be a public record, and shall be promptly made available for inspection by the public unless their disclosure is inconsistent with the terms of these By-laws or applicable law. All resolutions shall be maintained in written form and included in the records of the proceedings of the Board.

Section 406. PUBLIC NOTICE OF MEETINGS.

Notice of public meetings of the Board shall be advertised as required by and in compliance with the Pennsylvania Sunshine Act. 65 Pa. C.S.A. §§ 701-716 (the "Sunshine Act").

Section 407. EXECUTIVE SESSIONS.

The Board may hold an executive session for one or more of the reasons permitted by the Sunshine Act.

Section 408. MANNER OF VOTING.

The voting on all questions coming before the Board shall be by roll call, and the ayes and nays shall be entered upon the minutes of such meeting, unless the vote is unanimous of all members present, and in that case the minutes shall so indicate.

Section 409. QUORUM.

A majority of the members of the Board then in office shall constitute a quorum, which is required for the purpose of transacting business at all meetings and special meetings of the Board. If at any meeting of the Board there shall be less than a quorum present, a majority of those present may adjourn the meeting or recess the meeting to take measures to obtain a quorum. Except as otherwise provided in this Section, all actions of the Board may be taken by a vote of the majority of the members present at any meeting where a quorum exists. In the case of any equality of votes, the Chair shall have a second and deciding vote.

Section 410. REMOTE PARTICIPATION.

One or more Board members may participate in any meeting of the Board, by means of a telephonic conference call or similar communications technology that allows for all persons participating in the meeting to hear and speak to one another at the same time. Participation in a

meeting by such means shall constitute presence in person at the meeting and be counted for the purpose of determining a quorum. A remotely participating Board member shall have the same rights and privileges as a Board member participating in person, including the right to vote.

Section 411. PARLIAMENTARY AUTHORITY.

The rules of the current edition of Robert's Rules of Order Newly Revised shall govern Board meetings whenever questions of procedure arise that are not covered in these By-laws or in any Board resolution regarding the conduct of meetings of the Board.

ARTICLE V

ADVISORY COMMITTEES

Section 501. STANDING AND *AD HOC* COMMITTEES.

The following five (5) standing committees shall exist to assist in the effective functioning of the Board and its review of issues: Policy and Planning, Resident Services, Finance, Evaluation, and Audit. The Evaluation Committee and the Audit Committee shall continue to exist pursuant to the resolutions of the Board that created each of those two committees. The Chair of the Board may, from time to time, as deemed necessary, also establish *ad hoc* committees for specific and limited purposes. All committees, whether standing or *ad hoc*, are advisory and not authorized to take any official action on behalf of the Board.

Section 502. DETERMINATION OF MEMBERSHIP AND COMMITTEE CHAIR.

Membership on and the designation of the chair of each committee shall be determined by the Chair of the Board, unless otherwise established by the Board. In no event shall any committee consist of more than a quorum of members of the full Board.

Section 503. COMMITTEE CHARTERS.

Unless otherwise established by the Board, each of the standing committees shall develop a charter, to be approved by the full Board and to include a description of matters such as the committee's frequency of meetings, responsibilities and duties, periodic reports to the Board, and other related matters.

ARTICLE VI

CODE OF ETHICS

Section 601. CODE OF ETHICS.

All Board members and employees of the Authority are bound by the provisions of the Pennsylvania Public Officials and Employee Ethics Act, 65 Pa. C.S. §§ 1101-1113 ("Ethics Act") and by any code or policy of the Authority in the nature of the code of ethics or conduct ("Authority Code").

Section 602. ABSTENTION.

Any Board member or employee of the Authority who, in the discharge of his or her official duties, would be required to take an action or make a decision that would be inconsistent with any of the provisions of the Ethics Act or any Authority Code, shall instead take the following actions:

- (a) Prepare a written statement describing the matter requiring action or decision and the nature of his or her interests affected with respect to such action or decision.
- (b) Cause copies of such statements to be delivered to the Ethics Officer of the Authority with a copy to the Secretary.
- (c) If a Board member, the individual shall also deliver a copy of such statements to the Chair or presiding officer, and shall abstain from participating in discussion of or vote on the matter at Board meetings and otherwise. The presiding officer shall cause such statements to be noted in the minutes and shall exclude the member from any votes, deliberations, and other action on the matter.
- (d) If an employee and not a Board Member, the individual shall withdraw from participation in the matter and his or her superior shall assign it to another employee not supervised by the employee who is withdrawing from participation.

Section 603. ENFORCEMENT.

Any Board member or employee of the Authority who violates the provisions of the Ethics Act or any Authority Code shall be subject to immediate dismissal or other disciplinary action by the Mayor of the City of Philadelphia and/or the Board (if a Board Member) or by the Board or Chief Executive Officer (if an officer or employee) and as otherwise provided by law.

ARTICLE VII

LIABILITY LIMITATION AND INDEMNIFICATION

Section 701. DEFINITIONS.

For the purpose of this Article, the following terms are defined as follows:

- (a) "Authorized Representative" shall mean: any current or former Commissioner; receiver for the Authority duly appointed by HUD; member of a board of directors or board of managers, officer, employee or agent of, or participant in, the Authority or, at the request of the Authority, in any Covered Entity; any trustee, custodian, administrator, committee member or fiduciary of any employee benefit plan established and maintained by the Authority or by any Covered Entity; and the heirs, executors, administrators and/or personal representatives of each of the foregoing;
- (b) "Covered Entity" shall mean: the Authority and any subsidiary or entity established by the Authority or as to which the Authority holds the right to appoint directors, officers, managers or other positions with power to direct management and operations, whether such entity is for-profit or not-for-profit, and including any corporation, partnership, limited liability company, joint venture, trust or other enterprise;

(c) "Party" shall mean: any person made party to, or required to participate in (in any manner), or threatened with being made party to or threatened with being required to participate in, any Proceeding, whether as defendant, witness or otherwise, whether by service of process, subpoena or formal or informal notice of investigation or inquiry, including any person giving testimony, providing an affidavit, or having similar involvement;

(d) "Proceeding" shall mean any threatened, pending or completed action, suit, appeal or other proceeding of any nature, whether civil, criminal, administrative or investigative, whether formal or informal, and whether brought by, against, or in the right of the PHA, or otherwise;

(e) "Without Misconduct," in regard to any action or failure to act giving rise to a claim for indemnification, shall mean: that it was in good faith, in a manner reasonably believed to be in, or not opposed to, the best interests of the Authority or the Covered Entity, and, with respect to any criminal proceeding, without reason to believe such conduct was unlawful; and

(f) "Expenses" shall include attorneys' fees, expert witness fees, filing fees, court and other costs, and other disbursements related to the Proceeding.

Section 702. LIMITATION OF LIABILITY.

No Authorized Representative shall be personally liable for monetary damages for any action taken or any failure to take an action as an Authorized Representative unless:

(a) The Authorized Representative has breached or failed to perform the duties of his or her office; and

(b) The breach or failure to perform constitutes a crime, self-dealing, willful misconduct or recklessness.

This Section shall not apply to (i) the responsibility or liability of an Authorized Representative pursuant to any criminal statute, (ii) the liability of an Authorized Representative for the payment of taxes pursuant to federal, state, or local law, or (iii) the circumstances where an Authorized Representative is not indemnified under Section 703 of the By-laws.

Section 703. INDEMNIFICATION.

(a) The Authority shall indemnify any person who is or was an Authorized Representative and who is or was a Party or is or was threatened to be made a Party to any Proceeding by reason of the fact that such person is or was an Authorized Representative, to the fullest extent permitted by law and without limitation by contrary or conflicting indemnification provisions in contracts, by-laws or other organizational documents of Covered Entities that would otherwise apply to an Authorized Representative, including without limitation indemnification against Expenses, losses, damages, judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by such Authorized Representative in connection with such Proceeding if the General Counsel of the Authority determines in accordance with Section 704 below that such Authorized Representative acted Without Misconduct.

(b) Notwithstanding the terms of Section 703(a), above, no Authorized Representative shall be entitled to indemnification pursuant to this Article in any instance in which the action or failure to take action giving rise to the claim for indemnification is determined by a court of competent jurisdiction to have constituted a crime, self-dealing, willful misconduct, or recklessness.

(c) Notwithstanding the terms of Section 703(a), above, no Authorized Representative shall be entitled to indemnification pursuant to this Article if the action or failure to take action giving rise to the claim for indemnification is or was the subject of a disciplinary proceeding by the Authority, until resolution of the disciplinary proceeding by the Authority determining that the person acted Without Misconduct.

(d) If the General Counsel determines, or it is otherwise the case by operation of law, that an Authorized Representative is not entitled to indemnification with respect to a portion of any liabilities to which such person may be subject, the Authority shall nonetheless indemnify such Authorized Representative to the full extent for the remaining portion of the liabilities.

(e) In instances of a claim by or in the right of the Authority, indemnification shall not be made under this Article in respect of any claim, issue or matter as to which the person has been adjudged to be liable to the Authority unless and only to the extent that a court of competent jurisdiction determines upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity under this Section 703.

(f) This indemnification provision will extend to any amount paid in settlement of any claim, demand, action, suit or Proceeding only if such settlement is offered with the written consent of the Authority.

Section 704. REQUESTING INDEMNIFICATION AND OBLIGATION TO COOPERATE.

(a) Any person who is or was an Authorized Representative and who is or was a Party to any Proceeding, if requesting indemnification pursuant to this Article, shall make a written request to the General Counsel of the Authority requesting indemnification. The Authority's duty to indemnify prescribed by this Article shall be conditioned upon (i) delivery by the person to the Chair or Chief Executive Officer and to the General Counsel at the corporate offices of the Authority the original or a copy of any summons, complaint, claim, process, notice, demand or pleading that is the basis for any request for indemnification pursuant to this Article within 10 calendar days after the person is served with such document and (ii) the full cooperation of such person in the defense of any action or proceeding against the Authority or Covered Entity based upon the same action or failure to act, and in the prosecution of any appeal.

(b) Upon written request for indemnification by an Authorized Representative, the General Counsel shall determine whether indemnification is required under these By-laws and if so, shall provide representation for the Authorized Representative through the Authority's Office of General Counsel, or through any other attorney designated by the General Counsel in writing.

(c) If the General Counsel determines that it is appropriate for an Authorized Representative to retain separate counsel, the General Counsel shall select such separate counsel. The Authorized Representative shall be afforded reasonable rights to object to the selection of such separate counsel. In the event of a conflict regarding selection of separate counsel, the Authorized Representative may retain counsel at his or her own expense.

(d) The General Counsel may require, as a condition for the payment of fees and expenses of separate counsel, that groups of Authorized Representatives be represented by the same counsel if the General Counsel has reasonably determined that there is no conflict of interests among such Authorized Representatives by such single representation.

(e) The obligations of the Authority under this Article VI are conditioned upon the Authorized Representative's cooperation with the Authority. In the event such Authorized Representative shall fail or refuse to cooperate with the Authority as reasonably requested by the Authority, or if such person knowingly misrepresents any fact material to the defense of the action, then the Authority may terminate the representation (if the Office of General Counsel or counsel retained by the Authority is providing the representation); cease advancing funds to pay for the Expenses of separate counsel, and/or recover all costs and Expenses expended on behalf of such Authorized Representative.

Section 705. ADVANCEMENT OF EXPENSES.

The Authority shall pay the reasonable Expenses actually incurred in defending a Proceeding on behalf of any Authorized Representative entitled to indemnification under this Article in advance of the final disposition of such Proceeding. The General Counsel shall have the discretion to require, as a condition for the advancement of Expenses, that the Authorized Representative provide an undertaking to repay such amount or such Expenses paid by the Authority, if it shall ultimately be determined by a court of competent jurisdiction that such Authorized Representative is not entitled to be indemnified by the Authority as authorized in this Article. The financial ability of such Authorized Representative to make such repayment shall not be prerequisite to the making of an advance.

Section 706. DURATION AND EXTENT OF COVERAGE.

The indemnification and advancement of Expenses provided by or granted pursuant to this Article shall continue after the death of an Authorized Representative and shall inure to the benefit of the heirs, executors, administrators, and/or personal representatives of that person to the same extent as if the Authorized Representative had not deceased.

Section 707. SUPPLEMENTARY COVERAGE.

The indemnification and advancement of Expenses provided by or granted pursuant to this Article shall not be deemed exclusive of any other rights to which an Authorized Representative seeking indemnification or advancement of Expenses may be entitled under any law, by-law, agreement, vote of disinterested Commissioners, insurance contract or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding that office.

Section 708. RELIANCE AND MODIFICATION.

Each person who shall or has in the past acted as an Authorized Representative in conformity with the standards set forth in Sections 702, 703 and 704 above shall be deemed to do so in reliance upon the rights provided by this Article. The duties of the Authority to indemnify and to advance Expenses to an Authorized Representative as provided in this Article shall be in the nature of a contract between the Authority and the Authorized Representative. No amendment or repeal of any provision of this Article shall alter, to the detriment of the Authorized Representative, his or her limitation of liability, right to indemnification or the advance of Expenses related to a Proceeding based on an act or failure to act which took place prior to such amendment or repeal. No such amendment or repeal that alters, to the detriment of an Authorized Representative, the limitation of liability or the rights of indemnification and advancement of Expenses set forth in this Article shall be effective as to any currently serving Authorized Representative until ten (10) days after such current Authorized Representative has

been given written notice of such amendment or repeal. Subject to the foregoing, the rights set forth in this Article are subject to change by Amendment to this Article at any time.

Section 709. INTENT AND SEVERABILITY.

Subject to the requirements of Section 705, it is the intent and obligation of the Authority to indemnify and advance Expenses of each Authorized Representative in accordance with this Article and to the maximum extent permitted by law. If any portion of this Article VII is declared to be illegal or unenforceable, then the remaining portions of this Article VII shall be interpreted so as to provide the maximum indemnity and advancement of Expenses permitted by law.

Section 710. DISPUTES.

In the event that an Authorized Representative seeks to enforce any provision of this Article VII against the Authority, such claim or suit shall be commenced within one year from the later of (i) the date that the claim for indemnification accrued or (ii) the date the Authorized Representative knew or should have known of such claim.

Section 711. CONFORMITY TO STATUTE.

Nothing in this Article VII shall be construed to waive or limit the defenses, protections, limitations and immunities conferred on the Authority and its Authorized Representatives by the Sovereign Immunity Act, 42 Pa. C.S.A. §§ 8521, *et seq* with respect to claims of third parties.

ARTICLE VIII

AMENDMENTS

Section 801. AMENDMENTS TO BY-LAWS.

These By-laws may be altered or amended by a quorum of the Board of the Authority at any regular or special meeting of the Board. Notice of such proposed alteration, amendment or repeal shall have been given in writing to each Board member at least 10 days prior to the meeting at which action thereon is to be taken.

RESOLUTION NO. 11725

**RESOLUTION ESTABLISHING THE SCHEDULE FOR REGULAR MEETINGS OF THE
PHILADELPHIA HOUSING AUTHORITY BOARD OF COMMISSIONERS THROUGH
MAY OF 2015**

WHEREAS, the Philadelphia Housing Authority ("PHA") Board of Commissioners ("Board") has adopted Amended By-Laws on this date, September 25, 2014 ("Amended By-Laws"), which are effective immediately; and

WHEREAS, the Amended By-Laws continue the requirement under the previous By-Laws, adopted at the Board meeting of April 26, 2013, pursuant to Resolution No. 11612, to establish a schedule of its regularly-scheduled meetings; and

WHEREAS, under the Amended By-Laws, there is to be an Annual Board meeting in April or May of 2015; and

WHEREAS, Section 709 (a) of the Sunshine Act, 65 Pa.C.S.A. §§ 701-716, has the following requirement:

An agency shall give public notice of its first regular meeting of each calendar or fiscal year not less than three days in advance of the meeting and shall give public notice of the schedule of its remaining regular meetings. An agency shall give public notice of each special meeting or each rescheduled regular or special meeting at least 24 hours in advance of the time of the convening of the meeting specified in the notice.

BE IT RESOLVED, that the regularly-scheduled meetings of the Philadelphia Board of Commissioners, from this date until the next Annual Board meeting, which is to be held in April or May of 2015, shall be held at 12 S. 23rd St., 6th floor, Philadelphia, PA 19103, at 3 p.m. on the following dates, unless changed by public notice at least two days (24 hours) prior to the meeting:

October 23, 2014;
November 20, 2014
December 18, 2014
January 15, 2015
February 19, 2015
March 19, 2015
April 16, 2015
May 21, 2015

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14

Barbara Adams
ATTORNEY FOR PHA

RESOLUTION NO. 11726

RESOLUTION AUTHORIZING THE PHILADELPHIA HOUSING AUTHORITY TO SUBMIT A PROPOSED AMENDMENT TO ITS MOVING TO WORK ANNUAL PLAN ("PLAN") FOR FISCAL YEAR 2015 TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT ("HUD") AND TO UNDERTAKE ALL ACTIONS TO OBTAIN HUD APPROVAL AND IMPLEMENT THE PLAN, AS AMENDED

WHEREAS, the U.S. Department of Housing and Urban Development ("HUD") administers a Moving to Work ("MTW") Demonstration Program designed to provide the opportunity for selected housing authorities to explore and demonstrate more efficient ways to provide and administer low income housing; and

WHEREAS, since 2002, when HUD accepted the application of the Philadelphia Housing Authority ("PHA"), which was made pursuant to the Board of Commissioners Resolution No. 10618, dated December 21, 2000, for participation in the MTW Demonstration Program and HUD and PHA executed a MTW Demonstration Agreement ("MTW Agreement"), PHA has continuously participated in the MTW Demonstration Program; and

WHEREAS, as a participant in the MTW Demonstration Program, PHA is required to develop an MTW Annual Plan for each fiscal year during the term of the MTW Agreement, outlining the PHA budget and MTW activities and submit the same to HUD; accordingly, as authorized by the Board on January 16, 2014 in Resolution 11669, PHA submitted its MTW Annual Plan for Fiscal Year 2015 (the "MTW Plan"), which HUD approved on August 6, 2014; and

WHEREAS, any amendment to the approved MTW Plan requires approval of the Board and of HUD; and

WHEREAS, PHA proposes to amend the MTW Plan to add the following activities (additional details of which are set forth in Attachment A to this Resolution):

1. Repay before maturity two of PHA's Capital Fund Program Revenue Bonds in order to reduce PHA's debt service expenses: (a) Series B (current principal balance: \$17,165,000), and (b) Series C (current principal balance: \$7,155,000); total repayment \$24,320,000; this activity was approved by the Board in Resolution 11720 on July 17, 2014;
2. Refinance the two remaining Capital Fund Program Revenue Bonds in order to reduce PHA's interest expenses: (a) Series A (current principal balance: \$44,150,000), and (b) Series D (current principal balance: \$11,000,000); the total refinancing of \$55,150,000 will be accomplished by repaying the bonds from the proceeds of a new bond issuance;
3. Acquire properties through the Philadelphia Redevelopment Authority for use as replacement housing in the Sharswood/Blumberg neighborhood; this activity was approved by the Board in Resolution 11694 on April 17, 2014; and
4. Issue new Capital Fund Program Revenue Bonds in connection with the development of the Blumberg project; and

WHEREAS, the Board has previously approved the activities listed in Numbers 1 and 3 above, through the following resolutions, respectively: by Resolution No. 11720, on July 17, and by 2014 Resolution No. 11694, on April 17, 2014; and

WHEREAS, the Board would need to further approve the activities listed in Numbers 2 and 4, above, by separate resolution(s), before they can be implemented, but this Resolution is to include all four activities listed above in the amendment to the MTW Plan, submission of which and approval by HUD are required before PHA can proceed with the four actions; and

WHEREAS, PHA is a block grant agency and the MTW Plan includes a consolidated budget in accordance with the MTW Agreement; the addition of the proposed activities described in 1 and 3 above will require changes to Tables 7 and 8 of the MTW Annual Plan to reflect new expenses related to those activities; and

WHEREAS, PHA has fulfilled the HUD requirements of providing opportunities for resident and public participation and comment on the proposed amendment to the MTW Plan, by: 1) providing public notice, beginning on August 5, 2014, and opportunity to comment; 2) holding an introductory meeting with resident leadership and interested PHA residents on August 13, 2014; holding a public hearing on August 18, 2014; 3) posting the draft amendment on PHA's website; 5) making copies of the draft amendment available at PHA site offices; 6) accepting public comments over a period lasting from August 5, 2014 to September 5, 2014; and 7) giving due consideration to any comments received during the comment period, before presentation of the proposed amendment for Board approval;

BE IT RESOLVED, that the Board of Commissioners does hereby approve the proposed amendment to the MTW Plan and does hereby authorize PHA's Chair and/or President & CEO or her or his authorized designee(s) to submit the proposed amendment for HUD approval, and take all steps necessary to finalize and secure HUD approval of such amendment and to implement initiatives as described in the MTW Plan, as amended, subject to receipt of adequate funding from HUD.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Adams, General Counsel
ATTORNEY FOR PHA

ATTACHMENT "A" TO RESOLUTION AUTHORIZING AMENDMENT TO MTW PLAN FOR FISCAL YEAR 2015

Philadelphia Housing Authority – Moving to Work (MTW) Program FY 2015 Annual Plan Amendment Summary

Background

- FY 2015 MTW Annual Plan covers the period from 04/01/14 through 03/31/15.
- Incorporates new HUD requirements for content, formatting, tables and standard metrics.
- Focus is on "MTW activities," i.e. activities which require MTW programmatic or budget flexibility to implement.
- Approved by HUD August 6, 2014
- Any amendment to this Plan requires Board and HUD approval

Process

- Public comments on the amendment were solicited from August 5 to September 5, 2014.
- PHA advertised the public comment period, and posted the draft on its website. Copies were distributed to resident leadership and were also made available at several PHA offices.
- Resident leadership meeting held on August 13, 2014. An open public hearing was held on August 18, 2014.

Funding

- Funding estimates are preliminary and subject to change based on Congressional appropriations.
- Total projected FY 2015 MTW funding is \$363.9 million (which includes \$49 million in Capital/RHF funds). See Tables 7 and 8.
- Amendment adds to Table 7 a line item for using surplus MTW funds from prior years ("Beginning Equity") of \$68,320,000 for MTW activities. This does not change the "Total FY 2015 Revenue" line in Table 7 which reflects only the current fiscal year.
- Amendment adds to Table 8 line items for "Prepayment of CFFP Bond Principal" \$24,320,000 and for "Property Acquisition" \$44,000,000. This does not change the FY 2015 "Total Expenses" line in Table 8 which reflects only the current fiscal year.
- The other two proposed new activities will not require expenditures and are not reflected in Tables 7 and 8.

Four New MTW Activities Proposed

1. Repay before maturity two of PHA's Capital Fund Program Revenue Bonds in order to reduce PHA's debt service expenses: (a) Series B (current principal balance: \$17,165,000), and (b) Series C (current principal balance: \$7,155,000); Total repayment \$24,320,000.

2. Refinance the two remaining Capital Fund Program Revenue Bonds in order to reduce PHA's interest expenses: (a) Series A (current principal balance: \$44,150,000), and (b) Series D (current principal balance: \$11,000,000). The total refinancing of \$55,150,000 will be accomplished by repaying the bonds from the proceeds of a new bond issuance.

3. Acquire properties through the Philadelphia Redevelopment Authority for use as replacement housing in the Sharswood/Blumberg neighborhood.

4. Issue new Capital Fund Program Revenue Bonds in connection with the development of the Blumberg project.

New Activities Will Require Board Approval:

These proposed new activities are currently under consideration by PHA staff; it is not certain that they will proceed in Fiscal Year 2015 or that they will proceed at all. The activities described in Nos. 1 and 3 above have already been authorized by the PHA Board of Commissioners (Resolution 11720 dated July 17, 2014 authorized No. 1; Resolution 11694 dated April 17, 2014 authorized No. 3), but even those activities may not be implemented, or may be implemented only in part, for various reasons, though the Board has authorized them. Board authorization of the activities described in Nos. 2 and 4 above will be required before those activities would proceed. The amendment of the MTW Plan at this time assures that, if PHA staff recommends any or all of these activities, and if the Board adopts any necessary further resolutions, then the necessary HUD authorization will already be in place.

RESOLUTION NO. 11727

**RESOLUTION AUTHORIZING AN AWARD OF THIRTY-SIX (36) UNIT- BASED VOUCHERS
TO THE WOMEN'S COMMUNITY REVITALIZATION PROJECT UNDER REQUEST FOR
PROPOSAL #P-004403**

WHEREAS, the Philadelphia Housing Authority ("PHA") desires to increase the number of affordable housing units in the City of Philadelphia and has identified a need to partner with entities to provide new or preserve existing low-income housing through public-private partnerships; and

WHEREAS, PHA has established a local unit (project) based voucher ("UBV") rental assistance program in an effort to increase the availability of affordable, high-quality housing throughout the City, as UBVs provide an incentive to private owners to rent to lower-income families by offering timely assistance payments, a pool of families to select from, and regular inspections to ensure the upkeep of the project; and

WHEREAS, Request for Proposal #P-004403 ("UBV RFP") was developed for the selection of proposals for an award of UBVs and the UBV RFP is an open and continuing request for proposal, under which submitted proposals will be evaluated and reviewed on a quarterly basis, beginning with the first cycle, which ended on June 30, 2014; and

WHEREAS, Women's Community Revitalization Project ("WCRP") is a Philadelphia-based non-profit organization that builds and operates affordable housing developments and works to make sure that the women and families who live there become part of a strong and vibrant community; and

WHEREAS, WCRP submitted a proposal in response to the UBV RFP, for a proposed new construction development called Grace Townhomes ("Project") which will be a thirty-six (36) unit townhouse style development, located at 2201 E. Auburn Street in the Philadelphia neighborhood of Port Richmond, which Project includes sixteen (16) two-bedroom units, sixteen (16) three-bedroom units and four (4) four-bedroom units, with seven (7) of the units being fully handicapped accessible; and

WHEREAS, WCRP's proposal was reviewed and evaluated by the evaluation committee and the supporting documents were reviewed by the Contracting Officer; and

WHEREAS, based upon the consensus evaluation it is recommended that the Board approve an award of thirty-six (36) UBVs to WCRP, or Project owner, for a term of fifteen (15) years; and

WHEREAS, the HAP contract will contain requirements for the fulfillment of MBE, WBE, and Section 3 requirements, and applicable federal requirements;

BE IT RESOLVED, that the President & CEO or his authorized designee is hereby authorized to take all actions necessary to conclude and execute a HAP contract with WCRP or Project owner for an award of thirty-six (36) UBVs for a term of fifteen (15) years and to take any other actions necessary to complete the award.

I hereby certify that this was

APPROVED BY THE BOARD ON 9/25/14

Barbara Dean General Counsel
ATTORNEY FOR PHA

**PHILADELPHIA HOUSING AUTHORITY
UNIT (PROJECT) BASED VOUCHERS
FACT SHEET**

Solicitation Number P-004403 was solicited as a competitive proposal and was advertised in the Philadelphia Daily News and the Philadelphia Tribune.

OUTREACH LIST (17):

1. Project Home	Philadelphia, PA
2. LAMM Group	Bala Cynwyd, PA
3. Help USA	Philadelphia, PA
4. LHD Corp	Philadelphia, PA
5. LISS Property Group	Philadelphia, PA
6. The Badger Group	Philadelphia, PA
7. Pennrose Development	Philadelphia, PA
8. People's Emergency Center	Philadelphia, PA
9. Citizens Acting Together Can Help Inc.	Philadelphia, PA
10. Michaels Organization	Marlton, NJ
11. Sherick Project Management	Philadelphia, PA
12. Women's Community Revitalization Project, LP	Philadelphia, PA
13. Achieve Ability	Philadelphia, PA
14. Winn Development	Boston, MA
15. New Courtland	Philadelphia, PA
16. Diamond and Associates	Philadelphia, PA
17. Community Ventures	Philadelphia, PA

ADVERTISE DATE: 05-12-2014

CLOSE DATE: 12-31-2014 (Ongoing)

OFFERORS (22)

1. **Women's Community Revitalization Project**
2. Belmont Specialty Housing I, LP
3. Belmont Specialty Housing II, LP
4. Community Ventures
5. Peoples Emergency Center
6. HELP Development Corp (Philadelphia)
7. Achieve Ability
8. Presby's inspired Life
9. Project HOME
10. Liberty Housing Development Corp
11. Volunteers of America Del Val
12. Zion Gardens, LP
13. Pennrose Properties, LP
14. Nueva Esperanza
15. 1400 Dauphin Street, LLC
16. 1261 Housing Development Corp
17. 1260 Housing Development Corp
18. Ironstone Strategic Capital Partners
19. Philly Forward Thinking, LLC (2 Phases)
20. Susquehanna Net Zero Housing, LP
21. 5213 Woodland Ave, LLC
22. The Michaels Development Company

RECOMMENDATION OF AWARD TO:
STREET ADDRESS:
CITY, STATE, ZIP:

Women's Community Revitalization Project
407-11 N. Fairmount Avenue
Philadelphia, 19123

CONTRACT AMOUNT:
36 Vouchers

DATES:
Determined once construction completed

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:
To be determined upon execution of the HAP contract.

RESOLUTION NO. 11728

**RESOLUTION AUTHORIZING A CONTRACT WITH
DANIELS CONTRACTING OF PHILADELPHIA, INC. AND MURPHY'S TRANSPORTATION
SERVICES, INC. FOR MOVING AND STORAGE SERVICES FOR EVICTIONS**

WHEREAS, the Philadelphia Housing Authority ("PHA") has identified a need for moving and storage services for evictions and a Request for Proposal was developed for the selection of companies to address fulfilling this requirement, according to established procedures and all applicable laws regarding public contracts; and

WHEREAS, the Request for Proposal was provided to the appropriate companies on PHA's Outreach List and distributed to those who responded to the invitation through the publications; and

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

WHEREAS, based upon the consensus evaluation, it is recommended that contracts be awarded to Daniels Contracting of Philadelphia, Inc. and Murphy's Transportation Services, Inc. and

WHEREAS, it is further recommended that the contract for Daniels Contracting of Philadelphia, Inc. be for a total amount not to exceed one million three hundred eighty-nine thousand six hundred sixty-five dollars (\$1,389,665.00), with a two-year base and three one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is five hundred thirty-six thousand four hundred dollars (\$536,400.00); and
- 2) The not-to-exceed amount for the first one-year option period is two hundred seventy-six thousand two hundred forty-four dollars (\$276,244.00); and
- 3) The not-to-exceed amount for the second one-year option period is two hundred eighty-four thousand three hundred twenty-seven dollars (\$284,327.00); and
- 4) The not-to-exceed amount for the third one-year option period is two hundred ninety-two thousand six hundred ninety-four dollars (\$292,694.00); and

WHEREAS, it is further recommended that the contract for Murphy's Transportation Services, Inc. be for a total amount not to exceed one million three hundred ninety-three thousand four hundred seventy-eight dollars (\$1,393,478.00), with a two-year base and three one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is five hundred thirty-two thousand eight hundred ten dollars (\$532,810.00); and
- 2) The not-to-exceed amount for the first one-year option period is two hundred seventy-eight thousand four hundred fifty-two dollars (\$278,452.00); and
- 3) The not-to-exceed amount for the second one-year option period is two hundred eighty-six thousand eight hundred six dollars (\$286,806.00); and
- 4) The not-to-exceed amount for the third one-year option period is two hundred ninety-five thousand four hundred ten dollars (\$295,410.00);

BE IT RESOLVED, that the President & CEO or his authorized designee is hereby authorized to conclude and execute contracts with Daniels Contracting of Philadelphia, Inc. and Murphy's Transportation Services, Inc. subject to the availability of funds therefor, as set forth above, in a total aggregate amount for both contracts combined not to exceed two million seven hundred eighty-three thousand one hundred forty-three dollars (\$2,783,143.00), and to take all necessary actions relating to such contracts, including determining whether the options available under the contracts shall be exercised.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Cohen General Counsel
ATTORNEY FOR PHA

**PHILADELPHIA HOUSING AUTHORITY
MOVING AND STORAGE SERVICES FOR EVICTIONS
FACT SHEET**

Solicitation Number P-004400 was solicited as a competitive proposal and was advertised in the Philadelphia Daily News and the Philadelphia Tribune.

OUTREACH LIST (24) (and all parties that requested a copy of the solicitation):

1. Murphy's Transporting Services, Inc.	Philadelphia, PA
2. Daniel's Contracting of Philadelphia, Inc.	Philadelphia, PA
3. Ashley Enterprises, LLC	Philadelphia, PA
4. Always Moving, LLC	Philadelphia, PA
5. MCM, LLC	Philadelphia, PA
6. Lite Movers, LLC	Wayne, PA
7. Accurate Moving Services	Jersey City, NJ
8. Big Brother Little Brother Enterprise, LLC	Philadelphia, PA
9. Construction Journal	Philadelphia, PA
10. Jet Moving & Systems	Center Valley, PA
11. Frontier Van Lines	Monroeville, PA
12. Countrywide Moving & Storage	Conshohocken, PA
13. Affordable Moving LLC	Philadelphia, PA
14. Star City Moving	Jersey City, NJ
15. Relocation Solution	Saddle Brook, NJ
16. Xtreme Movers	Passaic, NJ
17. Road Way Moving	New York, NY
18. Express Moving Van Lines LLC	Wallington, NJ
19. U-Haul International, Inc.	Philadelphia, PA
20. Mid Atlantic Moving and Storage	Baltimore, MD
21. All Around Moverz	Wilmington, DE
22. CEH Moving, Inc.	Raleigh NC
23. Anchor Moving and Storage	Chestnut Hill, PA
24. Transit Systems, Inc.	Wayne, PA

ADVERTISE DATE: 03-25-2014

CLOSE DATE: 04-28-2014

OFFERORS (5)

1. **Daniels Contracting of Philadelphia, Inc.**
2. **Murphy's Transporting Services, Inc.**
3. MCM, LLC
4. Always Moving, LLC
5. Ashley Enterprises, LLC

RECOMMENDATION OF AWARD TO:

STREET ADDRESS:
CITY, STATE, ZIP:

**DANIELS CONTRACTING OF
PHILADELPHIA, INC.**
5909 Torresdale Ave
Philadelphia, PA 19135

CONTRACT AMOUNT:

\$536,400.00 (Two Year Base Period)
\$276,244.00 (Option Year One)

DATES

11/01/14 – 10/31/16
11/01/16 – 10/31/17

\$284,327.00 (Option Year Two)
\$292,694.00 (Option Year Three)

11/01/17 – 10/31/18
11/01/18 – 10/31/19

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:

MBE: 0% WBE: 100%
SECTION 3: SCHOLARSHIP 3%

RECOMMENDATION OF AWARD TO:

MURPHY'S TRANSPORTING SERVICES, INC.

STREET ADDRESS:
CITY, STATE, ZIP:

563 West Abbottsford Ave
Philadelphia, PA 19144

CONTRACT AMOUNT:

\$532,810.00 (Two Year Base Period)
\$278,452.00 (Option Year One)
\$286,806.00 (Option Year Two)
\$295,410.00 (Option Year Three)

DATES

11/01/14 – 10/31/16
11/01/16 – 10/31/17
11/01/17 – 10/31/18
11/01/18 – 10/31/19

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:

MBE: 100% WBE: 100%
SECTION 3: SCHOLARSHIP 3%

RESOLUTION NO. 11729

RESOLUTION AUTHORIZING A CONTRACT WITH BATTA ENVIRONMENTAL, INC. FOR LEAD BASED PAINT WIPE TESTING

WHEREAS, the Philadelphia Housing Authority ("PHA") has identified a need for lead based paint wipe testing and a Request for Proposal was developed for the selection of a company to address fulfilling this requirement, according to established procedures and all applicable laws regarding public contracts; and

WHEREAS, the Request for Proposal was distributed to the appropriate companies on PHA's Outreach List and distributed to those who responded to the invitation through the publications; 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 a contract be awarded to Batta Environmental, Inc.; and

WHEREAS, it is further recommended that the contract be for a total amount not to exceed one million nine hundred seventy-nine thousand three hundred and four dollars (\$1,979,304.00), with a two-year base period and three one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is seven hundred seventy-six thousand four hundred dollars (\$776,400.00);
- 2) The not-to exceed amount for the first one-year option period is three hundred ninety-four thousand five hundred dollars(\$394,500.00);
- 3) The not-to-exceed amount for the second one-year option period is four hundred thousand nine hundred twenty-six dollars (\$400,926.00); and
- 4) The not-to-exceed amount for the third one-year option period is four hundred seven thousand four hundred seventy-eight dollars (\$407,478.00);

BE IT RESOLVED, that the President & CEO or his authorized designee is hereby authorized to conclude and execute a contract with Batta Environmental, Inc., a total amount not to exceed one million nine hundred seventy-nine thousand three hundred and four dollars (\$1,979,304.00), subject to the availability of funds therefor, as set forth above, and to take all necessary actions relating to such contract, including determining whether the options available under the contract shall be exercised.

I hereby certify that this was

APPROVED BY THE BOARD ON

9/25/14

Brian Adams, General Counsel
ATTORNEY FOR PHA

**PHILADELPHIA HOUSING AUTHORITY
LEAD BASED PAINT WIPE TESTING
FACT SHEET**

Solicitation Number P-004420 was solicited as a competitive proposal and was advertised in the Philadelphia Daily News and the Philadelphia Tribune.

OUTREACH LIST (5) (including all parties that requested a copy of the solicitation):

- | | |
|---------------------------------------|-------------------|
| 1. Batta Environmental, Inc. | Newark, DE |
| 2. Criterion Labs | Bensalem, PA |
| 3. G & C Environmental Inc. | Newton Square, PA |
| 4. USA Environmental Management, Inc. | Philadelphia, PA |
| 5. Brightfields, Inc. | Wilmington, DE |

ADVERTISE DATE: 07-23-2014

CLOSE DATE: 08-25-2014

OFFERORS (4)

1. **Batta Environmental, Inc.**
2. G&C Environmental, Inc.
3. USA Environmental Management, Inc.
4. A&B Lead Masters, Inc.

RECOMMENDATION OF AWARD TO:

Batta Environmental, Inc.

STREET ADDRESS:

Delaware Industrial Park
6 Garfield Way

CITY, STATE, ZIP:

Newark, De 19713

CONTRACT AMOUNT:

DATES

\$ 388,200 (Base Period One)

10/01/14 – 09/31/15

\$ 388,200 (Base Period Two)

10/01/15 – 09/31/16

\$ 394,500 (Option Year One)

10/01/16 – 09/31/17

\$ 400,926 (Option Year Two)

10/01/17 – 09/31/18

\$ 407,478 (Option Year Three)

10/01/18 – 09/31/19

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:

MBE: 100% WBE: 0%

SECTION 3: HIRES: 30%; SUBCONTRACTORS: 0%; and/or SCHOLARSHIP: 3%

RESOLUTION NO. 11730

RESOLUTION AUTHORIZING A CONTRACT WITH NOBLE STRATEGY FOR CONSTRUCTION MANAGEMENT SERVICES FOR MARKOE STREET PHASE III

WHEREAS, the Philadelphia Housing Authority ("PHA") Board of Commissioners approved PHA's Moving to Work Year Fiscal Fifteen Annual Plan ("Plan") on January 16, 2014, by Resolution No. 11669, which Plan was approved by the U.S. Department of Housing and Urban Development on August 6, 2014, and included development of housing at Markoe Street; and

WHEREAS, the Markoe Street Phase III Housing Revitalization Development ("Markoe Street Phase III") proposed project site is located on the 800 block of Markoe Street, bounded by Ogden Street to the north and Brown Street to the south, with two (2) vacant lots and four (4) existing buildings; and

WHEREAS, as part of this project, two (2) existing two-story buildings shall be demolished and replaced with two (2) new two-story townhomes; two (2) existing two-story buildings shall be renovated; and two (2) new two-story townhomes shall be constructed in the vacant lots, with all units being Energy Star Rated Construction and certification designed with sustainability and low energy usage as a primary objective; and

WHEREAS, PHA has identified a need for construction management services for Markoe Street Phase III and a Request for Proposal was developed for the selection of a company to address fulfilling this requirement, according to established procedures and all applicable laws regarding public contracts; and

WHEREAS, the Request for Proposal was mailed to the appropriate companies among PHA's contracted vendors under the Small Construction Management Contract, as approved by the Board of Commissioners under Resolution No. 11698, on April 17, 2014, for contracts under five million dollars (\$5,000,000.00); and

WHEREAS, the proposals received 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 a task order contract be awarded to Noble Strategy for a total contract amount not to exceed one million nine hundred thirty-two thousand one hundred ninety-two dollars (\$1,932,192.00);

BE IT RESOLVED, that the President & CEO or his authorized designee is hereby authorized to conclude and execute a contract with Noble Strategy, for the Markoe Street Phase III Housing Revitalization Development project, as set forth above, in a total contract amount not to exceed one million nine hundred thirty-two thousand one hundred ninety-two dollars (\$1,932,192.00), subject to the availability of funds therefor, and to take all necessary actions relating to such contract.

I hereby certify that this was

APPROVED BY THE BOARD ON 9/25/14

Harbor Adams General Counsel
ATTORNEY FOR PHA

**PHILADELPHIA HOUSING AUTHORITY
CONSTRUCTION MANAGEMENT FOR MARKOE STREET PHASE III HOUSING
FACT SHEET**

Solicitation Number P-004330 Markoe Street Phase III was solicited as a competitive proposal among the contracted vendors of the Small Construction Management Contract.

OUTREACH LIST (9) (including all parties that requested a copy of the solicitation):

- | | |
|---|---------------------|
| 1. Domus Inc. | Philadelphia, PA |
| 2. Allied Construction Services II, Inc. | Fort Washington, PA |
| 3. Bittenbender Construction LP | Philadelphia, PA |
| 4. Perryman Building & Construction Services Inc. | Philadelphia, PA |
| 5. JD Bravo Company Inc. | Malvern, PA |
| 6. Milestone Construction Management | Philadelphia, PA |
| 7. Noble Strategy LLC | Newark, NJ |
| 8. Constructionomics | Philadelphia, PA |
| 9. Tilmar Design Inc. | Philadelphia, PA |

ADVERTISE DATE: 7-02-2014

CLOSE DATE: 8-07-2014

OFFERORS (7)

1. **Noble Strategy LLC**
2. Allied Construction Services II, Inc.
3. Domus Inc.
4. Bittenbender Construction LP
5. Tilmar Design Inc.
6. Constructionomics
7. JD Bravo Company Inc.

RECOMMENDATION OF AWARD TO:
STREET ADDRESS:
CITY, STATE, ZIP:

NOBLE STRATEGY
158 Washington Street
Newark, NJ 07102

CONTRACT AMOUNT:
\$ 1,932,192.00

DATES
NTP – NTP+ seven months

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:

MBE: 100% WBE: 0%
SECTION 3: HIRES: 100% of new hires (5); SUBCONTRACTORS: 30% +

RESOLUTION NO. 11731

RESOLUTION AUTHORIZING A CONTRACT WITH LIBERTY MUTUAL INSURANCE COMPANY FOR WORKERS' COMPENSATION INSURANCE COVERAGE

WHEREAS, the Philadelphia Housing Authority ("PHA") has a need to maintain workers' compensation and employer's liability insurance coverage in force to be in compliance with Pennsylvania law; and

WHEREAS, the current workers' compensation insurance policy in force expires on October 15, 2014; and

WHEREAS, pursuant to Resolution No. 11710, approved by this Board on June 19, 2014, PHA entered into a contract with Conner Strong & Buckelew ("Conner") on July 15, 2014, for the provision of qualified, professional insurance and brokerage services; and

WHEREAS, at PHA's request, and in compliance with procurement regulations, Conner has provided insurance quotations from several insurers, including a quotation from Liberty Mutual Insurance Company ("Liberty Mutual"), which is the incumbent insurer; and

WHEREAS, in consultation with Conner, PHA has reviewed all of the proposals and has determined that Liberty Mutual provides the best workers' compensation insurance coverage option for PHA; and

WHEREAS, the "Maximum Premium" for the insurance is twelve million, two hundred eighty-five thousand, three hundred seventy-seven dollars (\$12,285,377.00), which would reflect a "worst case scenario" of claims in the amount of nine million, seven hundred fifty thousand dollars (\$9,750,000) and the risk transfer premium of one million four hundred eighty six thousand and two dollars (\$1,486,002.00) and certain related fixed and variable costs in the amount of one million, forty-nine thousand, three hundred and seventy five dollars (\$1,049,375); and

WHEREAS, the "Total Expected Premium" is six million, eight hundred ninety one thousand, one hundred and ninety dollars (\$6,891,190.00) reflecting a "usual case scenario" of expected claims for the year of four million, eight hundred seventy five thousand dollars (\$4,875,000) and risk transfer premium and related fixed and variable costs totaling two million, sixteen thousand, one hundred and ninety dollars (\$2,016,190); and

WHEREAS, it is recommended that workers' compensation coverage be contracted for with Liberty Mutual for a maximum amount not to exceed twelve million, two hundred eighty-five thousand, three hundred seventy-seven dollars (\$12,285,377.00) for the policy period from October 15, 2014 to October 15, 2015, to pay premiums and cash collateral and to maintain an appropriate reserve to be used to pay deductible amounts on claims, as necessary during the policy period;

BE IT RESOLVED, that PHA's President & CEO or his authorized designee is hereby authorized to take all necessary actions to conclude and to execute a policy of insurance for PHA's workers' compensation insurance with Liberty Mutual for a maximum amount not to exceed twelve million, two hundred eighty-five thousand, three hundred seventy-seven dollars (\$12,285,377.00), for the policy period from October 15, 2014 to October 15, 2015, subject to the availability of funds therefor.

I hereby certify that this was Page 38 of 44
APPROVED BY THE BOARD ON 9/15/14

Barbara Adams, General Counsel
ATTORNEY FOR PHA

RESOLUTION NO. 11732

**RESOLUTION AUTHORIZING A CONTRACT WITH MODEL CONSULTING FOR
BENEFITS ADMINISTRATION, CONSULTING, AND BROKERAGE SERVICES**

WHEREAS, the Philadelphia Housing Authority ("PHA") has identified a need for benefits administration, consulting, and brokerage services, for PHA employees, and a Request for Proposal was developed for the selection of companies to address fulfilling this requirement, according to established procedures and all applicable laws regarding public contracts; and

WHEREAS, the Request for Proposal was distributed to the appropriate vendors on PHA's Outreach List and distributed to those who responded to the invitation through the publications; and

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

WHEREAS, based upon the consensus evaluation, it is recommended that a contract be awarded to Model Consulting, in a total contract amount not to exceed nine hundred twenty-five thousand dollars (\$925,000.00), to include a two-year base period and three one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is three hundred seventy thousand dollars (\$370,000.00); and
- 2) The not-to-exceed amount for the first one-year option period is one hundred eighty-five thousand dollars (\$185,000.00); and
- 3) The not-to-exceed amount for the second one-year option period is one hundred eighty-five thousand dollars (\$185,000.00); and
- 4) The not-to-exceed amount for the third one-year option period is one hundred eighty-five thousand dollars (\$185,000.00);

BE IT RESOLVED, that the PHA President & CEO or his authorized designee is hereby authorized to conclude and execute a contract with Model Consulting, in a total contract amount not to exceed nine hundred twenty-five thousand dollars (\$925,000.00), subject to the availability of funds therefor, as set forth above, and to take all necessary actions relating to such contract, including determining whether the options available under the contract shall be exercised.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Adams, General Counsel
ATTORNEY FOR PHA

**PHILADELPHIA HOUSING AUTHORITY
BENEFITS ADMINISTRATION, CONSULTING, AND BROKERAGE SERVICES
FACT SHEET**

Solicitation Number P-004405 was solicited as a competitive proposal and was advertised on PHA's website, and in Philadelphia Inquirer and Philadelphia Tribune. All interested parties who requested a copy of the solicitation are listed below:

OUTREACH LIST (11) (including all parties that requested a copy of the solicitation)

- | | |
|--------------------------------|---------------------|
| 1. Model Consulting | Trevose, PA |
| 2. Conner Strong & Buckelew | Marlton, NJ |
| 3. Marsh & McLennan Agency | King of Prussia, PA |
| 4. Managed Care Consultants | Devon, PA |
| 5. CME Benefits Consulting | Wayne, PA |
| 6. Lyons Companies | Wilmington, DE |
| 7. FIRM | Philadelphia, PA |
| 8. Sagewell Partners | Pittsburgh, PA |
| 9. The Elite Group | Malvern, PA |
| 10. BPAS | Houston, TX |
| 11. The Megro Benefits Company | Conshohocken, PA |

ADVERTISE DATE: 06/09/2014

CLOSE DATE: 07/24/2014

OFFERORS (3)

1. **Model Consulting**
2. Conner Strong & Buckelew
3. Marsh & McLennan Agency

RECOMMENDATION OF AWARD TO:

STREET ADDRESS:

CITY, STATE, ZIP:

Model Consulting Inc.

3160 Tremont Avenue

Trevose, PA 19053

CONTRACT AMOUNT:

Up to \$185,000(Base Period One)

Up to \$185,000 (Base Period Two)

Up to \$185,000 (Option Year One)

Up to \$185,000 (Option Year Two)

Up to \$185,000 (Option Year Three)

DATES

10/01/14 – 09/30/15

10/01/15 – 09/30/16

10/01/16 – 09/30/17

10/01/17 – 09/30/18

10/01/18 – 09/30/19

AFFIRMATIVE ACTION/RESIDENT PARTICIPATION:

MBE: 0% WBE: 0%

SECTION 3: SCHOLARSHIP: 3%

RESOLUTION NO. 11733

RESOLUTION AUTHORIZING A FIVE-YEAR CAPITAL PLAN COMMITMENT

WHEREAS, the Philadelphia Housing Authority ("PHA") desires to commit funds for the various long-term projects that are set forth in PHA's Five-Year Capital Plan; and

WHEREAS, in order for the funds to be "committed" according to the Government Accounting Standards Board ("GASB"), such funds must be approved by the highest level of decision-making authority of a governmental entity and can be used only for the specific purposes that are determined by a formal action of that decision-making body; and

WHEREAS, such a commitment of funds will not impact the requirement for PHA to comply with any policy or procedure of PHA regarding expenditures, including the requirements of Controlled Policy and Procedure #10;

WHEREAS, it is recommended that PHA's Board of Commissioners commit PHA funds for the purposes set forth in Attachment "A" to this resolution, which commitment may only be changed or modified by a separate resolution of the Board, with such authorization only being for a period of five years, unless otherwise modified or extended by a resolution of the Board;

BE IT RESOLVED, that the Board hereby directs the President & CEO to commit PHA funds for the purposes set forth in Attachment "A" to this resolution, with any change or modification of such commitment requiring a separate resolution by the Board of Commissioners, and the commitment only being authorized for a period of five years, unless otherwise modified or extended by a resolution of the Board.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Adams, General Counsel
ATTORNEY FOR PHA

ATTACHMENT "A" TO RESOLUTION AUTHORIZING A FIVE-YEAR CAPITAL PLAN INVESTMENT

Attachment A

Five Year Capital Fund Commitments from Reserves

DEVELOPMENT DESCRIPTION	ACTIVITY	Funding Needed (CY)	Activity Start (CY)	Activity Completion (CY)	Total Budget Amount	PHA Committed Funds	Others Funding Sources
Blumberg/ Sharswood Acquisition	Acquisition	2014	2014	2015	\$44,000,000	\$ 44,000,000	
Warnock Fencing and security access	Site Work	2014	2014	2015	\$127,758	\$ 127,758	
Cassie Holly Security	Site Work	2014	2014	2015	\$200,000	\$200,000	
Queen Lane	Acquisition/New Construction/LIH TC 9%	2014	2014	2015	\$25,781,305	\$18,065,478	\$7,715,827
Queens Row	Acquisition /New Construction	2014	2014	2015	\$ 3,678,856	\$3,678,856	
Markoe Street III	Acquisition /New Construction	2014	2014	2015	\$2,152,550	\$ 2,152,550	
BLUMBERG PHASE I- 57 UNTS RENTAL	Acquisition/New Construction/ LIHTC9%	2014	2015	2016	\$23,200,000	\$ 8,989,124	\$14,210,876
NORRIS PHASE 1A - 100 UNITS Off-Site	Acquisition/New Construction/ LIHTC4%	2015	2015	2016	\$39,182,673	\$ 7,901,048	\$31,281,625
Bartram Village	Windows replacement	2015	2015	2017	\$ 2,118,758	\$ 2,118,758	
Haddington Homes	Roof replacement	2015	2015	2017	\$ 604,705	\$604,705	
Harrison Plaza	Exterior Brick repair and HVAC upgrade	2015	2015	2017	\$3,551,305	\$ 3,551,305	
HillCreek	Mechanical/Electrical upgrade	2015	2015	2019	\$5,273,856	\$5,273,856	
Holmecrest	Underground Heating distribution upgrade	2015	2015	2017	\$1,001,100	\$1,001,100	
Morton Homes	Better building Challenge	2014	2015	2016	\$ 2,547,000	\$2,547,000	
Blumberg	Demolition	2015	2015	2016	\$6,000,000	\$ 6,000,000	
WestPark Elevator	Elevator upgrade	2015	2015	2016	\$ 7,800,000	\$7,800,000	
Spring Garden Apt	Mechanical upgrade	2015	2015	2016	\$4,300,000	\$ 4,300,000	
Haddington Homes	Pipe insulation	2015	2015	2017	\$ 250,000	\$250,000	

DEVELOPMENT DESCRIPTION	ACTIVITY	Funding Needed (CY)	Activity Start (CY)	Activity Completion (CY)	Total Budget Amount	PHA Committed Funds	Others Funding Sources
BLUMBERG PHASE 2- 83 UNITS RENTAL(on-site)	Acquisition/New Construction/LIH TC9%	2015	2016	2017	\$26,500,000	\$12,800,000	\$13,700,000
BLUMBERG PHASE 2A- 68 UNITS H/O (on-site)	Acquisition/New Construction/HO	2015	2016	2017	\$27,200,000	\$14,000,000	\$ 13,200,000
Katie B Jackson	Roof replacement	2015	2016	2017	\$ 130,000	\$130,000	
Mt Olivet	Exterior envelope/Moisture protection	2015	2016	2017	\$ 500,000	\$500,000	
Oxford Village	REAC Site repair, interior rehab and windows replacement	2015	2016	2017	\$4,925,000	\$ 4,925,000	
Wilson Park	Water penetration repair and MEP upgrade	2015	2016	2017	\$3,069,111	\$ 3,069,111	
BLUMBERG PHASE 3- 60 Units RENTAL (off-site)	Acquisition/New Construction/LIH TC9%	2016	2017	2018	\$ 24,300,000	\$8,298,645	\$16,001,355
NORRIS PHASE 2A - WINE TRACT 47 UNITS - 8 MKR Units	Acquisition/New Construction/LIH TC4%	2016	2017	2018	\$21,990,329	\$ 1,603,804	\$ 20,386,525
NORRIS PHASE 3 & 4- 120 UNITS - 22 MKR Units	Acquisition/New Construction/LIH TC9%	2016	2017	2018	\$48,694,842	\$10,428,517	\$38,266,325
BLUMBERG PHASE 4- 100 UNITS H/O (off-site)	Acquisition/New Construction/HO	2017	2018	2020	\$40,300,000	\$ 9,230,000	\$31,070,000
Millcreek Extension	Acquisition/New Construction/LIH TC4%	2017	2018	2020	\$44,000,000	\$30,800,000	\$13,200,000
Bond Repayment Series B&C	Bond Refinancing	2014	2014	2014	24,320,000	24,320,000	
PHA Office Consolidation	New Construction	2015	2015	2016	40,000,000	40,000,000	
Millcreek Community Center	New Construction	2015	2015	2016	\$5,000,000	3,000,000	2,000,000
TOTAL					\$458,379,148	\$257,346,615	\$201,032,533

RESOLUTION NO. 11734

RESOLUTION AUTHORIZING REPURCHASE OF HOME LOCATED AT 1318 N. MARSHALL STREET

WHEREAS, on or about June 25, 2008, PHA sold a home located at 1318 N. Marshall Street through its first-time homebuyer program which was developed as part of the Ludlow Scattered Sites Phase IV Development ("Home"); and

WHEREAS, the original sale price of the Home was one hundred sixty-five thousand dollars (\$165,000), which was financed by a first loan mortgage in the amount of one hundred sixty-three thousand five hundred dollars (\$163,500.00), executed by the homeowners and a second mortgage loan of five thousand dollars (\$5,000.00), from PHA, used to assist the homeowners with closing costs; and

WHEREAS, the cost to PHA to construct the Home was approximately three hundred sixty-eight thousand two hundred forty-two dollars (\$368,242.00); and

WHEREAS, the homeowners are in default on their first mortgage loan and the amount in arrears is in excess of one hundred ninety thousand dollars (\$190,000.00); and

WHEREAS, the Home is currently scheduled for a foreclosure sale on October 7, 2014; and

WHEREAS, in order to preserve PHA's investment in the Home for the benefit of PHA, the President & CEO requests the Board's approval to enter into negotiations with the homeowner and the first lienholder in order to repurchase the Home and expend an amount not to exceed two hundred fifty thousand dollars (\$250,000.00), in order to complete the purchase;

BE IT RESOLVED, that the Board authorizes the President & CEO or his authorized designee to negotiate for the purchase of the Home, expend an amount not to exceed two hundred fifty thousand dollars (\$250,000.00), and take all actions necessary to conclude the purchase.

I hereby certify that this was
APPROVED BY THE BOARD ON 9/25/14
Barbara Adams, General Counsel
ATTORNEY FOR PHA