

**THE PHILADELPHIA HOUSING AUTHORITY
AGENDA FOR THE MEETING OF THE BOARD OF COMMISSIONERS
2013 RIDGE AVE.
PHILADELPHIA, PA 19121
THURSDAY, FEBRUARY 15, 2024, at 3 p.m.**

- A. Call to Order** Lynette Brown-Sow, Chair of the Board of Commissioners
- B. Remarks** Kelvin A. Jeremiah, President & CEO
- C. Approval of Minutes** of the Board Meeting held January 18, 2024, as distributed.
- D. New Business**
 - 1. **RESOLUTION RE-APPOINTING CHENORA BURKETT TO THE PHILADELPHIA HOUSING AUTHORITY AUDIT COMMITTEE AS AN INDEPENDENT MEMBER**

Janea Jordon
 - 2. **RESOLUTION AUTHORIZING CONTRACTS FOR ELECTRICAL MAINTENANCE AND REPAIR SERVICES WITH MAJOR ELECTRIC SYSTEMS, INC.; LIBERTY INTEGRATED SOLUTIONS; AND AM ELECTRIC INC.**

Dave Walsh
 - 3. **RESOLUTION AUTHORIZING A CONTRACT FOR GENERATOR TESTING, MAINTENANCE AND REPAIR SERVICES WITH CREATIVESCAPE, INC.**

Dave Walsh
 - 4. **RESOLUTION AMENDING RESOLUTION NO. 11683 AND AUTHORIZING THE EVALUATION COMMITTEE OF THE BOARD OF COMMISSIONERS OF THE PHILADELPHIA HOUSING AUTHORITY ("PHA") TO MAKE CERTAIN DECISIONS REGARDING EMPLOYMENT CONTRACTS BETWEEN PHA AND CERTAIN EXECUTIVE STAFF, INCLUDING THE PRESIDENT & CEO**

Laurence M. Redican
- E. Public Comment**

RESOLUTION NO. 1

RESOLUTION RE-APPOINTING CHENORA BURKETT TO THE PHILADELPHIA HOUSING AUTHORITY AUDIT COMMITTEE AS AN INDEPENDENT MEMBER

WHEREAS, the Philadelphia Housing Authority (“PHA”) created an Audit Committee, by Resolution No. 11571 (“Audit Resolution”) on November 30, 2012, the charter of which was most recently amended by Resolution No. 11785 on May 21, 2015, which states as follows, with regard to membership:

Section II. Membership

The Committee shall consist of seven (7) members; five (5) voting members, and two (2) non- voting members, serving as advisors to the Committee. The Committee’s voting members shall elect the Committee’s Chair and Vice Chair. The Chair shall be a member of the Audit Committee who is also a member of PHA’s Board of Commissioners. At least four (4) independent members shall be selected from outside of PHA (PHA employees are excluded from being an independent member). PHA’s Executive Vice President (“EVP”) of the Office of Audit and Compliance and PHA’s Senior Executive Vice President of Finance - Chief Financial Officer shall comprise the remaining advisory members of the Committee.

Section III. Independent Members

The Board shall select the Independent Members, who shall serve for a two-year period that may be renewed by the Board from time to time.... the Board will attempt to select as an Independent Member a person who meets the definition of an “audit committee financial expert” with the following attributes:

- An understanding of financial statements and generally accepted accounting principles.
- An ability to assess the general application of such principles in connection with the accounting for estimates, accruals and reserves.
- Experience in preparing, auditing, analyzing or evaluating financial statements that present a level of complexity of accounting issues generally comparable to what could be raised by PHA’s financial statements or experience actively supervising one or more persons engaged in such activities.
- An understanding of internal controls and procedures for financial reporting.
- An understanding of audit committee functions.
- An understanding of public housing programs, including federal, state and local public housing rules, regulations, budget and finance.

WHEREAS, Chenora Burkett was appointed to the Audit Committee for a two-year term by the Board of Commissioners on February 15, 2018, by Resolution No. 11976; was then was reappointed on February 20, 2020 by Resolution No. 12080; and on February 17, 2022 by Resolution No. 12195; and

WHEREAS, the Audit Committee recommends her re-appointment;

BE IT RESOLVED, that the PHA Board of Commissioners does hereby approve and consent to the re-appointment of Chenora Burkett as an independent member of PHA’s Audit Committee, for a two-year term, pursuant to the terms and conditions of the Audit Charter.

RESOLUTION NO. 2

RESOLUTION AUTHORIZING CONTRACTS FOR ELECTRICAL MAINTENANCE AND REPAIR SERVICES WITH MAJOR ELECTRIC SYSTEMS, INC.; LIBERTY INTEGRATED SOLUTIONS; AND AM ELECTRIC INC.

WHEREAS, the Philadelphia Housing Authority ("PHA") has identified a need for electrical maintenance and repair services 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 posted on PHA's website, advertised via local publications and chambers of commerce, mailed to qualified entities on PHA's Outreach List, and distributed to those who responded to the invitation; and

WHEREAS, the proposals were reviewed and evaluated by an evaluation committee and the supporting documents were reviewed by the contracting officer; and

WHEREAS, based upon the consensus evaluation and approval for presentation to the Board after additional review processes, including Board committee and resident leadership review, it is recommended that contracts be awarded to Major Electric Systems, Inc.; Liberty Integrated Solutions; and AM Electric Inc.; and

WHEREAS, work is to be assigned to the awardees at the discretion of the contracting officer based on need, performance and other legitimate business factors, and may be altered within the terms of the contract at any time during the course of the contract at the discretion of the contracting officer; and

WHEREAS, it is recommended that the aggregate amount to be expended under the contracts shall not exceed ten million dollars (\$10,000,000.00) with a two-year base period and three (1) one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is four million dollars (\$4,000,000.00);
- 2) The not-to-exceed amount for the first one-year option period is two million dollars (\$2,000,000.00);
- 3) The not-to-exceed amount for the second one-year option period is two million dollars (\$2,000,000.00); and
- 4) The not-to-exceed amount for the third one-year option period is two million dollars (\$2,000,000.00);

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to conclude and execute contracts with Major Electric Systems, Inc.; Liberty Integrated Solutions; and AM Electric Inc. for an amount not to exceed ten million dollars (\$10,000,000.00), subject to the availability of funds therefor, as set forth above, and to take all necessary actions relating to said contracts, including determining whether options available under the contracts, if any, shall be exercised.

RESOLUTION NO. 3

RESOLUTION AUTHORIZING A CONTRACT FOR GENERATOR TESTING, MAINTENANCE AND REPAIR SERVICES WITH CREATIVESCAPE, INC.

WHEREAS, the Philadelphia Housing Authority (“PHA”) has identified a need for Generator Testing, Maintenance and Repair Services 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 posted on PHA's website, advertised via local publications and chambers of commerce, mailed to qualified entities on PHA's Outreach List, and distributed to those who responded to the invitation; and

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

WHEREAS, based upon the consensus evaluation and approval for presentation to the Board after additional review processes, including Board committee and resident leadership review, it is recommended that a contract be awarded to Creativescape, Inc.; and

WHEREAS, work is to be assigned to the awardee at the discretion of the contracting officer based on need, performance and other legitimate business factors, and may be altered within the terms of the contract at any time during the course of the contract at the discretion of the contracting officer; and

WHEREAS, it is recommended that the amount to be expended under the contract shall not exceed three hundred forty-seven thousand dollars (\$347,000.00) with a two-year base period and three (1) one-year option periods, as follows:

- 1) The not-to-exceed amount for the two-year base period is one hundred thirty-eight thousand eight hundred dollars (\$138,800.00);
- 2) The not-to-exceed amount for the first one-year option period is sixty-nine thousand four hundred dollars (\$69,400.00);
- 3) The not-to-exceed amount for the second one-year option period is sixty-nine thousand four hundred dollars (\$69,400.00); and
- 4) The not-to-exceed amount for the third one-year option period is sixty-nine thousand four hundred dollars (\$69,400.00);

BE IT RESOLVED, that the Board of Commissioners hereby authorizes the President & CEO and/or his authorized designee(s) to conclude and execute a contract with Creativescape, Inc. for an amount not to exceed three hundred forty-seven thousand dollars (\$347,000.00), subject to the availability of funds therefor, as set forth above, and to take all necessary actions relating to said contract, including determining whether options available under the contract, if any, shall be exercised.

RESOLUTION NO. 4

RESOLUTION AMENDING RESOLUTION NO. 11683 AND AUTHORIZING THE EVALUATION COMMITTEE OF THE BOARD OF COMMISSIONERS OF THE PHILADELPHIA HOUSING AUTHORITY ("PHA") TO MAKE CERTAIN DECISIONS REGARDING EMPLOYMENT CONTRACTS BETWEEN PHA AND CERTAIN EXECUTIVE STAFF, INCLUDING THE PRESIDENT & CEO

WHEREAS, because the Pennsylvania Housing Authorities Law, *as amended* December 12, 2023, P.L.1093, No.130, ("Housing Authorities Law"), now allows for the Philadelphia Housing Authority ("PHA") to enter into employment contracts with the President & Chief Executive Officer ("CEO") and certain other executive staff, PHA wishes to alter the responsibilities of the Evaluation Committee; and

WHEREAS, on February 20, 2014, by Resolution No. 11683, the Board acknowledged the Evaluation Committee as an ad hoc committee, created for the purpose of undertaking a performance review, evaluation and any related personnel decisions relating to the President and CEO of PHA ("CEO"), which Committee consists of four Board members and PHA's Executive Vice President – Human Resources; and

WHEREAS, by Resolution No. 11683, the Board took official action to: "1) establish the specific parameters for any changes by the Evaluation Committee to the annual compensation of the CEO for the period September 1, 2013 through March 31, 2015; 2) authorize the Evaluation Committee to make any such changes; and 3) for each annual period after March 31, 2015, to delegate to the Evaluation Committee the administrative function of reviewing no less frequently than annually the performance and compensation of the CEO and making recommendations regarding the compensation of the CEO, to be effected as part of the process for the adoption of the annual budget for PHA;" and

WHEREAS, Section 7 (a) of the Housing Authorities Law provides for delegation of powers by PHA, subject to its supervision and control, as necessary to carry out the purposes of that law; and

WHEREAS, in December of 2023, the Housing Authorities Law was amended to allow PHA, as an authority in a City of the First Class, to enter into written employment agreements with the President & CEO (formerly titled as the Executive Director) and certain staff with executive duties: Section 7: "(b) In an Authority in a city of the first class, the executive director and staff with executive duties who report directly to either the executive director or members of the Authority shall serve in accordance with the terms and conditions approved in writing by the members of the Authority. ((b) amended Dec. 14, 2023, P.L.395, No.46)"; and

WHEREAS, the Board wishes to amend the responsibilities of the Evaluation Committee, due to the above change in the Housing Authorities Law, and to have it undertake certain responsibilities regarding determining which executive staff would have employment contracts and the terms of those contracts, in order for PHA to be able to competitively secure and retain optimum quality executive management; and

BE IT RESOLVED, as follows:

1. The Evaluation Committee shall be composed of the following voting members: Chair, the Vice-Chair (who may be the Chair of one of the following committees), the Chair of the Finance Committee, the Chair of the Policy & Planning Committee, and a Resident

Commissioner (as appointed by the Chair). The Evaluation Committee may be assisted in its functions by PHA's Executive Vice President – Human Resources and/or an outside consultant with expertise in the area, as the Committee may determine.

2. The Evaluation Committee is hereby authorized and directed to take the following actions:

a. in consultation with the CEO, determine which executive staff, in addition to the CEO, shall be offered employment contracts and what the terms of the contracts would be, in accordance with the revised Housing Authorities Law and other applicable authorities, with such consultation with the CEO including determining the terms of the contracts, other than that of the CEO;

b. to have contracts entered into under this resolution:

i. include salary and other employment benefits, after consideration of all information that is relevant and required under current state or federal law, regulation or official federal guidance, including any comparability analysis or other requirements imposed by the U.S. Department of Housing and Urban Development (HUD);

ii. reviewed and approved by the General Counsel, in consultation with the head of HR, as to form and legality; and

iii. have a duration of up to but not exceeding five (5) years, subject to renewal;

c. ensure that employees with contracts under this resolution shall at all times be qualified to receive any new or changed employment benefits that are allowed to all other non-represented, exempt executive employees of PHA;

d. report to the Board within ten (10) business days after the Committee makes its decision on contracts to be offered and brief the Board in Executive Session regarding the basis for such contracts within forty-five (45) calendar days after the Evaluation Committee makes its decision regarding offering such contract(s);

e. review no less frequently than annually the performance and compensation of the CEO, with reporting to the full Board in Executive Session within forty-five(45) days of completion of the review, if deemed necessary or appropriate by the committee; and

f. decide whether employment contracts entered into under this resolution shall be amended, terminated, or renewed, as appropriate under the terms of the contact(s);

3. The PHA Board Chair is authorized to sign an approved employment contract for the CEO pursuant to this resolution; the CEO is authorized to sign other approved contracts entered into under this resolution; and the Executive Vice-President - Human Resources, or his or her designee, is hereby authorized and directed to take all actions necessary to complete and implement the actions of the Evaluation Committee as authorized by this Resolution; and

4. PHA's Executive Vice-President - Human Resources shall retain all information required to be considered in the review and decision-making of the Evaluation Committee under state or federal requirements and provide such information to HUD if requested and/or required; and

5. The Evaluation Committee's authority pursuant to this Resolution shall continue until superseded or repealed by Board resolution or Board adoption of revised By-laws that alter the authority of the Evaluation Committee with respect to the subject matter of this Resolution.