

**Housing Authority of the City of Pittsburgh
BOARD OF COMMISSIONERS**

MEETING MINUTES

Thursday, May 28, 2015

200 Ross Street

9TH Floor Board Room

Pittsburgh, PA 15219

The Housing Authority of the City of Pittsburgh (the “HACP”) held a regular Board meeting on Thursday, May 28, 2015 at 200 Ross Street; 13th Floor, Wherrett Room, Pittsburgh, Pennsylvania 15219 at 10:30 a.m.

Valerie McDonald-Roberts, Chairperson, called the meeting to order. The Commissioners in attendance were: Ms. Enid Miller, Ms. Janet Evans, Ms. Valerie McDonald-Roberts, Mr. Leroy Morgan. Commissioners Peter Kaplan and Rev. Ricky Burgess were not in attendance.

Next, the Chairman, Valerie McDonald-Roberts, noted that the Board members had previously received a copy of the April 23, 2015 Board Meeting Minutes and asked for a motion to approve the minutes. Enid Miller made a motion to approve the minutes and Leroy Morgan seconded the motion. There were no comments regarding the April minutes.

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Enid Miller, Mr. Leroy Morgan,
and Ms. Valerie McDonald-Roberts.

“NAYS”: None

Chair, McDonald-Roberts then declared the motion carried and the minutes approved.

Chair, Valerie McDonald-Roberts introduced the HACP Activity Report for April (“the Report”) and asked if there was a motion to approve the Report. Enid Miller made a motion to approve the Report and Janet Evans seconded the motion.

After a brief oral report by David Weber, a vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, and Ms. Valerie McDonald-Roberts
and Enid Miller

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the report approved.

The Chair, Valerie McDonald-Roberts asked if there were any comments or questions from Tenant Council Presidents, Section 8 Representatives or other public comments.

Mr. Kent Bey, a housing authority resident and a committee member for district 6, addressed the Board. He said he has an upcoming event that he has spoken with the Executive Director about; and that he is moving forward with the event and it is on time. He is still seeking support from the Housing Authority for this event on June 20, 2015.

At this time Commissioner Rev. Burgess joined that meeting.

The Chair, Valerie McDonald-Roberts, introduced the resolutions.

RESOLUTION NO. 19 OF 2015

A Resolution – Authorizing the Executive Director or his designee to enter into a Contract with Atlas Electrical Contracting, Inc. for Electrical Support Authority-Wide.

WHEREAS, the Housing Authority of the City of Pittsburgh (HACP) has determined that it is in the best interests of HACP and its residents to procure an Electrical Support contract for the repair and maintenance of electrical distribution systems and exterior lighting authority wide; and

WHEREAS, HACP maintained electrical wires and systems in HACP's communities experience occasional local power outages, and the Northview Heights community has a significant amount of such systems and experiences power outages each year; and

WHEREAS, HACP maintained exterior lighting on poles and buildings and street lighting at Northview Heights and other HACP Communities Authority-Wide require ongoing maintenance and occasional repair; and

WHEREAS, on March 15, 2015, the Housing Authority of the City of Pittsburgh issued Invitation for Bids (IFB 300-09-15) for Electrical Support Authority-Wide; and

WHEREAS, on April 14, 2015, the Housing Authority of the City of Pittsburgh received two (2) bids for the electrical support work in response to the Invitation for Bids; and

WHEREAS, Atlas Electrical Contracting, Inc. is a responsive and responsible bidder with an average unit cost that is 85.99% of the ICE; and

WHEREAS, this procurement was performed in accordance with applicable Federal regulations and the procurement policies and procedures of the HACP.

NOW, THEREFORE, BE IT RESOLVED by the Housing Authority of the City of Pittsburgh:

Section 1. That the Executive Director or his designee is hereby authorized enter into a task order based contract with Atlas Electrical Contracting, Inc. for a three year period, with two, one-year extension options, in a five year not to exceed amount of \$500,000.00, for Electric Support Authority-Wide; and

Section 2. The contract will be paid from MTW Funds.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Leroy Morgan made a motion to approve the resolution and Rev. Ricky Burgess seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 20 OF 2015

A Resolution – Ratifying the Executive Director’s decision to enter into a Contract with Keystone Commercial Services, LLC to provide flower beds and mulch Authority-Wide.

WHEREAS, the Housing Authority of the City of Pittsburgh (HACP) is in need of flower bed and mulch services to provide enhanced curb appeal and promote community pride in our communities and senior high rise locations; and

WHEREAS, on April 6th, 2015, the HACP advertised IFB 300-15-15, Flowerbeds and Mulch, Authority-Wide; and

WHEREAS, Keystone Commercial Services, LLC submitted the lowest responsive and responsible bid to provide these services; and

WHEREAS, Keystone Commercial Services, LLC’s bid of \$75,025 is 121% of the Independent Cost Estimate of \$62,000; and

WHEREAS, the HACP has performed responsiveness and responsibility determinations for Keystone Commercial Services, LLC, and they were determined to be a responsive, responsible and qualified firm; and

WHEREAS, in 2012, 2013 and 2014 the HACP contracted out grass cutting as well as flower beds and mulch as part of a training program; and

WHEREAS, in 2015, the HACP through agreement with the Laborer’s union returned to in-house grass cutting, providing up to eight (8) former trainees and Section 3 residents with 6 months of employment and the opportunity to become union members; and

WHEREAS, it was determined to be in the best interests of the Authority to continue to contract for flowerbed and mulch Authority-Wide; and

WHEREAS, the procurement was not completed in time for the April 2015 meeting of the Board of Commissioners but it was beneficial to begin the work to beautify HACP properties, and to get flowers into the ground before we are too far into the planting season; and

WHEREAS, the contract was executed by the Executive Director with concurrence of the Chair of the Board of Commissioners, and ratification of the action is now required; and

WHEREAS, this procurement was performed in accordance with applicable Federal and state regulations and the procurement policies and procedures of the HACP.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing Authority of the City of Pittsburgh:

Section 1. The Executive Director’s decision to enter into a contract for Flowerbeds and Mulch Authority-Wide for 1 year, for a total not to exceed amount of \$75,025, is hereby ratified; and

Section 2. The total amount of the contract shall be paid from MTW funds.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Janet Evans made a motion to approve the resolution and Enid Miller seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 21 of 2015

A Resolution approving amendment of the Admissions and Continued Occupancy Policy, Moving –To-Work Rental Lease Agreement and Schedule of Tenant Charges.

WHEREAS, the Housing Authority of the City of Pittsburgh (HACP) adopted its current Housing Admissions and Continued Occupancy Policy (ACOP) on or about November 14, 2014; and

WHEREAS, the current ACOP must to be amended to clarify policy and procedures as it pertains to Low-Income Public Housing; and

WHEREAS, the proposed amendment to the ACOP would ensure compliance with recently implemented state law, and adjust the document to include only policies related to applicants, occupants and the general public; and

WHEREAS, the HACP's Moving-To-Work Rental Lease Agreement enforces the provisions of the ACOP of the HACP; and

WHEREAS, the Moving –To-Work Rental Lease Agreement for the HACP must be modified to remain in alignment with landlord tenant law; and

WHEREAS, the Schedule of Tenant Charges serves as a tool by which the Authority can remain fiscally prudent by rightfully applying charges for services rendered for maintenance needs that fall outside of the parameters of normal wear and tear and serves as notification to residents of the Authority's intention to impose such charges and amounts of such charges; and

WHEREAS, the proposed amendments to the ACOP, the Moving –To-Work Rental Lease Agreement, and the Schedule of Tenant Charges were made available for public review and comment from April 13, 2015 through May 12, 2015 at all HACP management and administrative offices and on the HACP Web site; and

WHEREAS, the HACP provided public notice regarding the availability of the proposed changes for review and comment, and the dates and times for two public hearings on the proposed changes; and

WHEREAS, public hearings were held on April 27, 2015, regarding the proposed changes, and additional comments were received in writing by the Authority; and

WHEREAS, the Board of Commissioners of the HACP have reviewed and given full consideration to the comments received.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing Authority of the City of Pittsburgh:

Section 1. The Amendments of the Housing Authority of the City of Pittsburgh Admissions and Continued Occupancy Policy, Moving-To-Work Rental Lease Agreement, and Schedule of Tenant Charges are approved.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Leroy Morgan made a motion to approve the resolution and Rev. Ricky Burgess seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller.

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 22 of 2015

A Resolution – Authorizing the Executive Director to utilize the existing contract negotiated between the Commonwealth of Pennsylvania’s Department of General Services/COSTARS and Houston Starr Company to Purchase 20 & 30 Inch Gas Ranges and 15 & 17 Cubic Feet Refrigerators as needed for the Housing Authority of the City of Pittsburgh’s properties.

WHEREAS, The Housing Authority of the City of Pittsburgh (HACP) provides a Gas Range and ENERGY STAR[®] efficient Refrigerator for each occupied dwelling unit; and

WHEREAS, there currently exists a competitively procured contract between the Commonwealth of Pennsylvania’s Department of General Services/COSTARS and Houston Starr Company to provide 20 & 30 Inch Gas Ranges and 15 & 17 Cubic Feet ENERGY STAR efficient Refrigerators; and

WHEREAS, the subject contract expires on June 19, 2015 with a one (1) year extension option with an end date of June 19, 2016; and

WHEREAS, the HACP desires to utilize the contract between the Commonwealth of Pennsylvania’s Department of General Services/COSTARS and Houston Starr Company for the purchase of 20 & 30 Inch Gas Ranges in an amount of \$205,000.00 and 15 & 17 Cubic Feet ENERGY STAR efficient Refrigerators in an amount of \$223,150 for a total amount not-to-exceed \$428,150.00 for the term June 20, 2015 to June 19, 2016; and

WHEREAS, the procurement was conducted in accordance with applicable Federal Regulations and the procurement policies and procedures of the HACP.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing Authority City of Pittsburgh:

Section 1. The Executive Director is hereby authorized to purchase 20 & 30 Inch Gas Ranges and 15 & 17 Cubic Feet ENERGY STAR efficient Refrigerators as needed throughout the authority utilizing the contract existing between the Commonwealth of Pennsylvania's Department of General Services/COSTARS and Houston Starr Company for the period June 20, 2015 to June 19, 2016 in an total amount not to exceed of \$428,150.00; and

Section 2. All amounts shall be payable from MTW Funds.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Janet Evans made a motion to approve the resolution and Enid Miller seconded the motion. After a brief discussion with Edward Mauk regarding the resolution:

A vote being had thereon, the "Ayes and "Nays" were as follows:

"AYES": Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller.

"NAYS": None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 23 OF 2015

A Resolution - Authorizing and Approving the Financing for Addison Terrace Phase II and Approving The Issuance of Bonds to Finance the Costs Thereof.

WHEREAS, the Housing Authority of the City of Pittsburgh (the "Authority") is a body corporate and politic constituting a public instrumentality of the Commonwealth of Pennsylvania ("Commonwealth"), created under and pursuant to the Pennsylvania Housing Authorities Law, P.L. 955, May 28, 1937, as amended, 35 P.S. §1541 et. seq. (the "Act"); and

WHEREAS, the Authority is authorized pursuant to the Act to, among other things, develop, acquire, lease and operate low-rent housing and to issue bonds in connection therewith; and

WHEREAS, the Authority has determined to redevelop the former Addison Terrace public housing site located at 2136 Elmore Square, in the City of Pittsburgh, Pennsylvania (the "City") into a proposed 400 unit development, the second phase of which will contain 90 units and will be known as Addison Terrace Phase II ("Phase II Development"); and

WHEREAS, the Phase II Development will be owned by Addison Terrace Phase II, LP, a limited partnership created and organized under the laws of the Commonwealth (the

"Borrower"), whose members will include RED Addison Phase II LLC, an affiliate of Keith B. Key Enterprises, LLC, the project developer; an affiliate of Allies & Ross Management and Development Corporation, the Authority's affiliate; and PNC Bank, National Association or an affiliate thereof, the Phase II Development's Low Income Housing Tax Credit (LIHTC) investor; and

WHEREAS, in order to facilitate the Phase II Development, the Authority has determined to issue one or more series of its revenue bonds (the "Bonds") pursuant to a trust indenture (the "Indenture") between the Authority and a trustee signatory thereto (the "Trustee"), and will loan the net proceeds of the Bonds to the Borrower pursuant to a loan agreement (the "Loan Agreement") between the Authority and the Borrower, to pay all or a portion of the costs of the Phase II Development; and

WHEREAS, the Bond proceeds will be used to make a loan to the Borrower to permit it to undertake the Phase II Development and pay certain other costs associated with the Phase II Development and the financing thereof as further set forth in the Indenture, including (a) the payment or reimbursement of the costs of construction and equipping of the Phase II Development; (b) the funding of any capitalized interest on the Bonds; (c) the funding of a debt service reserve fund for the Bonds, as applicable; and (d) the payment of the costs associated with the issuance of the Bonds; and

WHEREAS, as further security for the Bonds, the Authority will cause certain of its rights under the Loan Agreement to be assigned to the Trustee concurrently with the issuance of the Bonds; and

WHEREAS, in connection with the offering and sale of the Bonds, the Authority will enter into a bond purchase agreement (the "Bond Purchase Agreement") by and among the Authority, PNC Bank, National Association or a successor Bond purchaser to be designated by the Authority (the "Bond Purchaser"), and the Borrower pursuant to which the Bond Purchaser will offer to purchase the Bonds upon the terms and conditions set forth therein; and

WHEREAS, the Phase II Development will constitute a qualified residential rental project pursuant to the requirements of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"); and

WHEREAS, the Authority as the issuer of the Bonds must comply with certain provisions of the Internal Revenue Code, which require the Authority to conduct a public hearing (pursuant to the requirements of the Tax Equity and Fiscal Responsibility Act (TEFRA) of 1982) regarding the Phase II Development and publish adequate notice thereof in accordance with the provisions of section 147 of the Internal Revenue Code; and

WHEREAS, said public hearing required under section 147(f) of the Internal Revenue Code, regarding the Phase II Development took place on May 19, 2015; and

WHEREAS, the Authority now desires to authorize and approve the Phase II Development, the issuance, execution and delivery of the Bonds in connection therewith, and the execution and delivery of the Indenture, the Loan Agreement, the Bond Purchase Agreement, and such other instruments and documents as shall be necessary or appropriate to effectuate the purposes of this Resolution.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Authority (the "Board") as follows:

Approval of Development and the Issuance of the Bonds. The Authority hereby authorizes and approves the undertaking of the Phase II Development and the issuance of the Bonds to finance all or a portion of the costs of the Phase II Development. The Bonds shall be designated "Housing Authority of the City of Pittsburgh Development Revenue Bonds (Addison Terrace Phase II) Series 2015", and shall be issued in one or more series and secured pursuant to the Indenture in an aggregate principal amount not to exceed \$14,750,000. The Bonds shall bear interest at variable or fixed rates of interest and shall contain such other terms and conditions as provisions as Bond Counsel and counsel to the Authority and the Authorized Officer of the Authority executing such Bonds shall approve, such approval to be conclusively evidenced by such officer's execution thereof; and

Approval of the Indenture. The Authority hereby authorizes and approves the execution and delivery of the Indenture by and between the Authority and the Trustee, containing such terms and provisions as Bond Counsel and counsel to the Authority and the Authorized Officer of the Authority executing the Indenture shall approve, such approval to be conclusively evidenced by such officer's execution thereof; and

Approval of the Loan Agreement. The Authority hereby authorizes and approves the execution and delivery of the Loan Agreement, containing such terms and provisions as counsel to the Authority and the Authorized Officer of the Authority executing the Loan Agreement shall approve, such approval to be conclusively evidenced by such officer's execution thereof; and

Sale of the Bonds; Approval of the Bond Purchase Agreement.

The Authority hereby authorizes and approves the sale of the Bonds to the Bond Purchaser. The Bonds shall be sold to the Bond Purchaser at such rates and on such terms and conditions as are set forth in the Bond Purchase Agreement and/or a term sheet (the "Term Sheet") relating to the Bonds. The Bond Purchase Agreement and/or Term Sheet shall be approved by the Executive Director prior to the acceptance of such rates, terms and conditions, and the execution of such Bond Purchase Agreement and/or Term Sheet by the Authority.

The Authority hereby authorizes and approves the execution of the Bond Purchase Agreement and/or Term Sheet containing such terms and provisions as Bond Counsel and counsel to the Authority and the Authorized Officer of the Authority executing the same shall approve, such approval to be conclusively evidenced by such officer's execution thereof; and

Direction to Authorized Officers.

For purposes of this Resolution, the Executive Director of the Authority shall be deemed to be an "Authorized Officer".

The Board hereby authorizes and directs the Authorized Officer to negotiate, execute and deliver the Bonds, the Indenture, the Loan Agreement, the Bond Purchase Agreement, and, subject to the approval thereof by counsel to the Authority, to negotiate, execute and deliver any other document, agreement, instrument or certificate required to be executed by

the Authority in connection with the issuance of the Bonds, and such execution and delivery shall be conclusive evidence of the approval thereof by the Board.

The Board hereby authorizes and directs the Secretary of the Authority to affix and attest the seal of the Authority to any document as required, and to attest the signature of any Authorized Officer where required; and

Further Action. The Authorized Officer is hereby authorized and directed to take such actions and execute such other documents, certificates or filings as may be necessary or appropriate to effectuate the matters contemplated hereby, to implement and complete the Phase II Development, to issue and sell the Bonds, or to otherwise effectuate the purposes of this Resolution; and

Prior Actions. All actions heretofore taken and all documents and instruments heretofore executed by the Authorized Officer or his designee on behalf of the Authority in connection with the Phase II Development and the Bonds are hereby ratified and approved; and

Limitation of Liability of Authority and Officials of the Authority. Notwithstanding anything to the contrary contained herein or in any other document executed in connection with the issuance and sale of the Bonds (collectively, the “Bond Documents”), the Bonds shall be limited obligations of the Authority payable solely out of revenues derived from the Loan Agreement, any amounts, including proceeds of the sale of the Bonds, held by the Trustee for the benefit of the holders of the bonds (but subject to the provisions of the Indenture) and from any other collateral as may now or hereafter be given to secure the payment of Bonds; no other property or assets of the Authority shall be subject to levy, execution or other enforcement proceedings for any payment required to be made with respect to the Bonds or under the Bond Documents or for the performance of any of the Authority’s covenants, obligations or agreements contained in any Bond Documents. No covenant, obligation or agreement contained in this Resolution or any Bond Documents shall be deemed to be a covenant, obligation or agreement of any board member, officer, attorney, agent or employee of the Authority in his or her individual capacity and neither the board members of the Authority nor any officer executing the Bonds or any Bond Documents shall be liable personally on the Bonds or such Bond Documents or be subject to any personal liability by reason of the issuance, execution and/or performance thereof.

Effective Date of Resolution. This Resolution shall take effect immediately.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Rev. Ricky Burgess made a motion to approve the resolution and Leroy Morgan seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts,
Rev. Ricky Burgess and Ms. Enid Miller

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 24 OF 2013

A Resolution – Authorizing the Commitment of Funds for Northview Midrise Predevelopment Activities

WHEREAS, the Housing Authority of the City of Pittsburgh (the "**HACP**") has selected Allies & Ross Management and Development Corporation (the "**ARMDC**") to revitalize certain of the HACP's public housing properties utilizing the mixed-finance development approach; and

WHEREAS, HACP is the owner of Northview (hereinafter, "NV") Heights Highrise located on a hilltop at the northern boundary of the City of Pittsburgh. It is a 9-story high rise with 87 apartment units and its residents consist of elderly and persons with disabilities. The dwelling units are currently occupied and operated as public housing units pursuant to the United States Housing Act of 1937, 42 U.S.C. §1401 et seq., as amended from time to time, or any successor legislation, the regulations promulgated thereunder and the Consolidated Annual Contributions Contract dated January 16, 1998, as amended from time to time between the Authority and the United States Department of Housing and Urban Development ("HUD"); and

WHEREAS, the NV Highrise balcony is self-destructing and poses a serious safety risk to HACP's customers/residents and must be replaced; and

WHEREAS, HACP has determined that it in the best interests of HACP and the residents to develop a replacement Midrise building in the Northside Neighborhood of Pittsburgh (the "**NV Midrise Development**"), in one phase; and

WHEREAS, ARMDC will provide Predevelopment Services with the assistance of a Master Planner and other professionals to be selected competitively in order to implement the development of NV Midrise; and

WHEREAS, ARMDC will develop a feasible plan for the development activities through resident involvement and community planning processes, and raise development funds using tax credit financing and other public and private sources to advance the NV Midrise Development starting in 2015; and

WHEREAS, NV Midrise Investment of funds in the amount of **\$1,000,000.00** (hereinafter, the "**NV Midrise Investment**") will be utilized to fund inter alia: (A) Predevelopment Investment including, (i) master planning for the NV Midrise, (ii) preparation of site/public improvement design for approximately up to 87 units, (iii) to the extent necessary, acquisition of land and (iv) all other predevelopment Activities for NV Midrise development (hereinafter, collectively, the "**Predevelopment Activities**"); and

WHEREAS, the sources of funds for the Investment may be HACP Program Income, Replacement Housing Factor ("RHF") Funds and/or Moving to Work (MTW) Funds, and

WHEREAS, ARMDC will perform predevelopment services, prepare development schedule, apply for Low Income Housing Tax Credits in accordance therewith for the construction of approximately up to 87 units of low-income housing as NV Midrise Development; and

WHEREAS, HACP will grant the funds to ARMDC which ARMDC shall utilize to fund the Predevelopment Activities in an amount not to exceed \$1,000,000.00.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing Authority of the City of Pittsburgh that:

Section 1. HACP is hereby authorized to obligate and expend an amount not to exceed \$1,000,000.00 to carry out the NV Midrise Predevelopment Activities for the development of approximately up to 87 affordable units.

Section 2. The Executive Director or his designee is hereby authorized to enter into a Grant Agreement with ARMDC for an amount up to \$1,000,000.00, which ARMDC shall utilize to fund the NV Midrise Predevelopment Activities.

Section 3. The Executive Director or his designee is hereby authorized and directed, in the name of and on behalf of HACP, to (i) negotiate, execute and deliver all such agreements, documents and instruments and take all such other actions as he shall determine to be necessary or desirable in order to effect the NV Midrise Predevelopment Activities and (ii) complete any and all additional actions that are legally permissible and necessary or advisable to carry out the NV Midrise Predevelopment Activities contemplated herein.

Section 4. The Executive Director is hereby authorized and directed to take such other actions, from time to time, that are necessary, advisable or proper in connection with the NV Midrise Development including, without limitation, the execution and delivery of all agreements, writings and documents (and all amendments, changes, modifications and additions thereto).

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Janet Evans made a motion to approve the resolution and Enid Miller seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the "Ayes and "Nays" were as follows:

"AYES": Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller

"NAYS": None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 25 OF 2015

A Resolution – Authorizing the Commitment of Funds for Larimer/East Liberty Phase II Housing Development.

WHEREAS, the Housing Authority of the City of Pittsburgh (“**HACP**”) is the owner of certain real property and related improvements located in Pittsburgh, Allegheny County, Pennsylvania known as Auburn/Hamilton-Larimer (“**Hamilton-Larimer**”); and

WHEREAS, HACP selected Allies & Ross Management and Development Corporation (the "**ARMDC**") to revitalize Hamilton-Larimer public housing into a mixed-income community utilizing the mixed-finance development approach; and

WHEREAS, the HACP engaged the City of Pittsburgh (“**City**”), Urban Redevelopment Authority of Pittsburgh (“**URA**”), other governmental agencies and other public/private partners as well as neighborhood residents to prepare a comprehensive neighborhood redevelopment plan named “**Larimer Vision to Action Plan or Larimer Transformation Plan**” to improve the living environment and quality of life for residents residing in Hamilton-Larimer, the residents of a project-based rental assistance development, i.e., East Liberty Gardens and the surrounding community; and

WHEREAS, on September 10, 2013, HACP, City, URA and the community strategic partners applied for a U.S. Department of Housing and Urban Development’s (“**HUD**”) FY2013 Choice Neighborhoods Implementation Grant (“**CNIG**”) in the amount of \$30,000,000.00 to support the implementation of the Larimer Vision to Action Plan along with additional financial and in-kind support from a variety of funding institutions and service providers; and

WHEREAS, ARMDC, as HACP’s selected developer, competitively procured McCormack Baron Salazar, Inc. (the "**Co-Developer**"), to serve as the co-developer for the revitalization of Hamilton-Larimer/East Liberty pursuant to the terms of a Master Development Agreement (the "**MDA**") between ARMDC and the Co-Developer; and

WHEREAS, under the MDA, ARMDC and the Co-developer are developing 334 units in three phases and Phase I with 85 units is scheduled for financial closing/start construction in 2015; and

WHEREAS, there is an aggregate of \$20.6 million funding gap in Phase 2 with 164 units and Phase 3 with 85 units, and HUD was not willing to authorize financial closing for Phase 1 and release predevelopment funding for Phase 2 unless HACP and its development partners propose a plan to close the funding gap; and

WHEREAS, in order to close the funding gap, it was determined that the number of units in Phase 2 will be reduced from 164 units to 130 units under a 4% LIHTC, move the 34 units from Phase 2 to Phase 3 for a new total of 119 units; and split Phase 3 into 2 sub-phases under two-(2) 9% LIHTCs reducing the overall gap to \$14,414,372 thus requiring additional investment from HACP; and

WHEREAS, an additional Larimer/East Liberty Phase II Investment of funds in the amount of up to **\$9,780,784.00** (hereinafter, the “**Larimer/East Liberty Phase II Investment**”) will be utilized to fund inter alia: (A) **Predevelopment Investment** including (i) the acquisition of East Liberty Gardens, (ii) relocation of residents from East Liberty Gardens, (iii) demolition/hazmat design for all 127 units at East Liberty Gardens, (iv) hazmat abatement and demolition of the 127 units at East Liberty Gardens, (v) site preparation/public improvement design for Larimer/East Liberty Phase II with up to 130 units, (vi) master planning for Larimer/East Liberty Phase II, (vii) Predevelopment Activities for Larimer/East Liberty Phase II (hereinafter, collectively, the “**Larimer/East Liberty Phase II Predevelopment Activities**”); and (B) **Larimer/East Liberty Phase II Development Activities** including (i) Larimer/East Liberty Phase II construction/permanent financing; (ii) site preparation and infrastructure/public improvements for 130 units; (iii) Larimer/East Liberty capital contributions, (iv) HACP’s acquisition of property for future development purposes, (v) demolition and related hazardous materials abatement for the 127 units at East Liberty Gardens, (vi) relocation of residents, (vii) master planning activities and (viii) other Larimer/East Liberty Phase II Development-related purposes (hereinafter, collectively, the “**Larimer/East Liberty Phase II Development Activities**”); and

WHEREAS, up to **\$9,780,784.00** will be granted to ARMDC to execute Larimer/East Liberty Phase II Housing Predevelopment/Development activities; and

WHEREAS, the sources of funds for the Investment may be HACP Program Income, Replacement Housing Factor (RHF) Funds and/or Moving to Work (MTW) Funds; and

WHEREAS, ARMDC and its Co-developer will apply for 4% Low Income Housing Tax Credit for the construction of **130 units** of mixed-income housing as **Larimer/East Liberty Phase II Housing Redevelopment**; and

WHEREAS, the structure of the transaction relating to HACP’s Funds currently contemplates that HACP will make a grant of funds to the ARMDC to implement **Larimer/East Liberty Phase II Housing Redevelopment** excluding the acquisition of property for future development purposes, which shall be undertaken by HACP itself; and

WHEREAS, pursuant to the terms of the MDA, the Co-Developer shall cause the formation of one or more Pennsylvania limited liability companies or limited partnerships to serve as the owner entity to own, operate and manage each phase of the Development. The Co-Developer or an affiliate of the Co-Developer will serve as the initial managing member or managing general partner of the Owner Entity and have a .0051% interest in the Owner Entity. ARMDC or an affiliate will be a member or non-managing general partner of the Owner Entity and have a .0049% interest in the Owner Entity; and

WHEREAS, ARMDC will submit a monthly grants report to HACP’s Board of Commissioners indicating summary disbursements to date of the grant funds authorized in this resolution.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing Authority of the City of Pittsburgh that:

Section 1. The Executive director is hereby authorized to obligate and expend a not to exceed amount of up to **\$9,780,784.00** as Larimer/East Liberty Phase II Investment that will be

utilized to fund inter alia: (A) **Predevelopment Investment** including (i) the acquisition of East Liberty Gardens, (ii) relocation of residents from East Liberty Gardens, (iii) demolition/hazmat design for all 127 units at East Liberty Gardens, (iv) hazmat abatement and demolition of the 127 units at East Liberty Gardens, (v) site preparation/public improvement design for Larimer/East Liberty Phase II with up to 130 units, (vi) master planning for Larimer/East Liberty Phase II, (vii) Predevelopment Activities for Larimer/East Liberty Phase II (hereinafter, collectively, the “**Larimer/East Liberty Phase II Predevelopment Activities**”); and (B) **Larimer/East Liberty Phase II Development Activities** including (i) Larimer/East Liberty Phase II construction/permanent financing; (ii) site preparation and infrastructure/public improvements for 130 units; (iii) Larimer/East Liberty capital contributions, (iv) HACP’s acquisition of property for future development purposes; (v) demolition and related hazardous materials abatement for the 127 units at East Liberty Gardens; (vi) relocation of residents; (vii) master planning activities and (viii) other Larimer/East Liberty Phase II Development-related purposes (hereinafter, collectively, the “**Larimer/East Liberty Phase II Development Activities**”).

Section 2: The HACP 2015 Budget approved in Resolution 33 of 2014 is hereby amended to add **\$9,780,784.00** from HACP’s reserves to be utilized for the **Larimer/East Liberty Phase II Predevelopment and Development Activities** for the development of approximately 130 mixed-income units.

Section 3. The Executive Director or his designee is hereby authorized to enter into a Grant Agreement with ARMDC for an amount up to **\$9,780,784.00**, which ARMDC shall utilize to fund the **Larimer/East Liberty Phase II Predevelopment and Development Activities**.

Section 4. The Executive Director or his designee is hereby authorized and directed, in the name of and on behalf of HACP, to (i) negotiate, execute and deliver all such agreements, documents and instruments and take all such other actions as he shall determine to be necessary or desirable in order to effect the Larimer/East Liberty Phase II Predevelopment and Development Activities and (ii) complete any and all additional actions that are legally permissible and necessary or advisable to carry out the Larimer/East Liberty Phase II Predevelopment and Development Activities contemplated herein.

Section 5. The Executive Director is hereby authorized and directed to take such other actions, from time to time, that are necessary, advisable or proper in connection with the **Larimer/East Liberty Phase II Development** including, without limitation, the execution and delivery of all agreements, writings and documents (and all amendments, changes, modifications and additions thereto).

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Enid Miller made a motion to approve the resolution and Rev. Ricky Burgess seconded the motion. After a brief discussion regarding the resolution, Rev. Burgess thanked Mr. Binion and Mr. Boe and the staff for their hard work always and especially regarding the preparation of this resolution. Rev. Burgess stated that what seems to the board and the public to be smooth and uncomplicated is really a mountain of work and very complicated and the HACP folks make it look easy.

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller.

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

RESOLUTION NO. 26 OF 2015

A Resolution – Authorizing the Grant Funds for Allies & Ross Management and Development Corporation to Fund the Larimer/East Liberty Redevelopment Activities

WHEREAS, the Housing Authority of the City of Pittsburgh (the “**HACP**”) is the owner of certain real property and related improvements located in Pittsburgh, Allegheny County, Pennsylvania known as Auburn/Hamilton-Larimer; and

WHEREAS, the HACP selected Allies & Ross Management and Development Corporation (the “**ARMDC**”) to revitalize Hamilton-Larimer public housing into a mixed-income community utilizing the mixed-finance development approach; and

WHEREAS, the ARMDC, as HACP’s selected developer, competitively procured McCormack Baron Salazar, Inc. (the “**Co-Developer**”), to serve as the co-developer for the revitalization of Hamilton-Larimer/East Liberty pursuant to the terms of a Master Development Agreement (the “**MDA**”); and

WHEREAS, on September 10, 2013, the HACP along with its co-applicant, City of Pittsburgh (the “**City**”), submitted a FY2013 Choice Neighborhoods Implementation (“**CNI**”) Grant application to the U.S. Department of Housing and Urban Development (“**HUD**”) requesting \$30,000,000 in grant funds to be used to help implement the Larimer/East Liberty Transformation Plan (“**CNI Transformation Plan**”); and

WHEREAS, on June 30, 2014, HUD awarded the HACP and the City of Pittsburgh a CNI Grant in the amount of \$30,000,000.00; and

WHEREAS, on December 17, 2014, the HACP and HUD entered into the FY2013 CNI Grant Agreement with HUD to receive the \$30,000,000.00 of CNI Grant funds (“**CNIG Funds**”) in order to implement the CNI Transformation Plan; and

WHEREAS, in Resolution No. 28 of 2013, the HACP’s Board of Commissioners approved an amendment of the HACP’s 2013 Annual Budget to make the HACP financial commitment of up to \$16,500,000.00 (hereinafter, the “**Larimer/East Liberty Investment**”) to fund Larimer/East Liberty Predevelopment and Development Activities (“**Larimer/East Liberty Housing**”); and

Redevelopment Activities”) under the CNI Transformation Plan which may be amended and approved by HUD as needed; and

WHEREAS, the ARMDC and its Co-developer were awarded 2014 Low Income Housing Tax Credits in February 2014 for the construction of **85 units** of mixed-income housing (“**Larimer/East Liberty Phase I**”) as the first phase of the Choice Neighborhoods Transformation Plan; and

WHEREAS, pursuant to Resolution #45 of 2012 and Resolution #34 of 2013, the HACP has transferred \$15,148,930 to ARMDC to fund Larimer/East Liberty Housing Redevelopment Activities; and

WHEREAS, the HACP has spent \$1,351,070 of the total amount of the Larimer/East Liberty Investment of \$16,500,000 for site acquisition, master planning, supportive services and miscellaneous/administrative expenses (“**HACP’s Expenditure**”) related to the Larimer/East Liberty Phase I and future Larimer/East Liberty redevelopment phases; and

WHEREAS, HACP, at financial closing of Phase I, may be reimbursed up to \$1,351,070 by CNIG Funds and the Larimer/East Liberty Phase I’s tax credit equity funds; and

WHEREAS, the HACP will grant remaining funds up to \$1,351,070 of the Larimer/East Liberty Investment to the ARMDC, bringing the total authorized for transfer to ARMDC of an amount up to \$16,500,000; and

WHEREAS, the ARMDC will submit a monthly grants report to the HACP’s Board of Commissioners indicating summary disbursements to date of the grant funds authorized in this resolution.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Housing HACP of the City of Pittsburgh that:

Section 1. The Executive Director or his designee was authorized to enter into a Grant Agreement with ARMDC, providing \$15,148,930 of Larimer/East Liberty Investment for ARMDC (pursuant to Resolution #45 of 2012 and Resolution #34 of 2013), and is hereby authorized to enter into an Amendment to the Grant Agreement with ARMDC, providing remaining funds up to **\$1,351,070** of the Larimer/East Liberty Investment, which the ARMDC shall utilize to carry out the Larimer/East Liberty Housing Redevelopment Activities including the Larimer/East Liberty Phase I and future phases.

Section 2. The Executive Director or his designee is hereby authorized and directed, in the name of and on behalf of the HACP, to (i) negotiate, execute and deliver all such agreements, documents and instruments and take all such other actions as he shall determine to be necessary or desirable in order to effect the implementation of the Larimer/East Liberty Housing Redevelopment and (ii) complete any and all additional actions that are legally permissible and necessary or advisable to carry out the Larimer/East Liberty Housing Redevelopment Activities contemplated herein.

Chairman Valerie McDonald-Roberts asked for a motion to approve the resolution.

Rev. Burgess made a motion to approve the resolution and Janet Evans seconded the motion. After a brief discussion regarding the resolution:

A vote being had thereon, the “Ayes and “Nays” were as follows:

“AYES”: Ms. Janet Evans, Mr. Leroy Morgan, Ms. Valerie McDonald-Roberts, Rev. Ricky Burgess and Ms. Enid Miller

“NAYS”: None

Chairman McDonald-Roberts then declared the motion carried and the resolution approved.

EXECUTIVE REPORT: Executive Director Binion thanked his staff for all their hard work in the execution of Skyline which opened last week.

There being no further discussion, Chair, McDonald-Roberts, asked for a motion to adjourn the meeting. Janet Evans made a motion to adjourn the meeting and Enid Miller seconded the motion.

The “Ayes” and “Nays” were as follows:

“AYES”: Janet Evans, Valerie McDonald-Roberts, Rev. Ricky Burgess, Rev. Ricky Burgess and Leroy Miller.

“NAYS”: None

Valerie McDonald-Roberts declared the motion carried and the meeting adjourned.

The meeting was adjourned at 11:15 a.m.

Recording Secretary