

**Board of Director's Meeting****August 10, 2017****3:30 PM****Agenda**

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9. Engagement of Legal Counsel for Representation in Lawsuit (Feibush v Johnson, et al.)	
10. Finance Committee Report	
11. Approval of Land Bank Budget	
12. Approval of Memorandum of Understanding	(25)
a. Philadelphia Land Bank and Department of Housing and Community Development	
<del>b. Philadelphia Land Bank and Philadelphia Housing Development Corporation</del>	
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13. Old Business	
a. LAMA training for Board and Councilmembers	
b. Land Bank Staffing	
14. Adjournment	

**This meeting is open to the public**

## **PHILADELPHIA LAND BANK**

### **BOARD MEETING MINUTES**

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A Regular Meeting of the Board of Directors of the Philadelphia Land Bank was held on Thursday, July 13, 2017 commencing at 04:05 p.m. in the offices of the Philadelphia Housing Development Corporation, being its regular meeting place, 17th Floor, 1234 Market Street, Philadelphia, Pennsylvania, pursuant to proper notices.

#### **CALL TO ORDER**

Ms. Kates called the meeting to order at 4:05 p.m.

#### **CHAIRMAN'S ANNOUNCEMENT**

The Vice-Chairman announced that prior to today's Public Session, the Board held an Executive Session to consider certain personnel and staffing issues and the potential acquisition of properties.

#### **Agenda Item 1** **Roll Call**

The following members of the Board of Directors reported present: Jennifer Kates, Vice-Chair; Angel Rodriguez, Treasurer; Anna Shipp, Secretary; Paulette Adams, Michael Koonce, Majeedah Rashid and Rick Sauer.

The following members of the Board of Directors were not present: Frederick Purnell, Chair; Richard DeMarco, Courtney Voss and Anjali Chainani.

The following staff members were present: Christi Jackson, Paul Chrystie, Darren Williams, Christina Martinez, Andrea Saah, Brian Romano, Cathy Califano, Office of Planning; and Elizabeth Bonaccorso.

Public Attendees: The list of public attendees is attached to these minutes.

A quorum of directors was present and the meeting, having been duly convened, was ready to proceed with business.

**Agenda Item 2**  
**Public Comment**

Ms. Kates asked if any member of the public wished to comment upon any item on the Board's agenda. No attendee responded to Ms. Kates' invitation to comment.

**Agenda Item 3**  
**Approval of Minutes for the Meeting of June 8, 2017**

Ms. Kates called for a motion to approve the minutes of the Board meeting of June 8, 2017.

Upon motion made and duly seconded, the minutes were approved as presented.

**Agenda Item 4**  
**Approval of Minutes for the Special Board Meeting of June 27, 2017**

Ms. Kates called for a motion to approve the minutes of the Special Board meeting of June 27, 2017.

Upon motion made and duly seconded, the minutes were approved as presented.

**Agenda Item 5**  
**Update on Property Transfers**

Ms. Saah provided the report of properties which are being transferred from the City, PHDC, and PRA to the Land Bank and properties being acquired by the Land Bank at tax sales. To date that Land Bank has acquired 34 properties through tax sales.

Mr. Koonce asked how many properties were transferred or acquired by the Land Bank in 2017. Ms. Saah replied that she did not have that number available, however the majority of the properties were transferred to the Land Bank by the end of 2016.

Ms. Jackson stated that because there is no MOU executed between the City, Philadelphia School District and the Land Bank, no properties will be processed for tax sales in July and August until after the next School Reform Commission meeting.

**Agenda Item 6**  
**Contract Extension for Services of Andrea Saah**

Ms. Jackson asked the Board to authorize a Professional Services Contract with Andrea Saah in the amount of \$32,000 effective July 1, 2017 through December 31, 2017.

Ms. Saah has a combination of skills and experience to handle the following services: Parcel Reconciliation and Deed Preparation for Property Acquisition, Deed Preparation for Property Disposition and Property information maintenance, analysis and reporting. Ms. Saah has provided these services since April 2015 via a contract with Drexel University which ended on June 30, 2017.

Ms. Shipp asked if Ms. Saah has the student support from Drexel University or if it's just Ms. Saah providing the current services. Ms. Jackson responded that the contract with Drexel University under the Fellowship Program expired on June 30, 2017.

Ms. Kates asked if the contract extension is for a sufficient period of time. Ms. Jackson replied that the extension period is based on the number of properties remaining to be transferred into the Land Bank.

Ms. Kates asked if in the next couple of months another extension would be needed for Ms. Saah. Mr. Rodriguez pointed out it would depend on the growth, volume of Land Bank work and staffing. Ms. Shipp concurred.

Ms. Kates called for a motion to approve the Contract Extension for Services of Andrea Saah. Upon motion made and duly seconded, the motion was approved as follows:

### **RESOLUTION NO. 2017 - 34**

#### **PROFESSIONAL SERVICES CONTRACT WITH ANDREA SAAH**

**WHEREAS**, the Land Bank desires to continue work on the Parcel Reconciliation Project which for several years has been led by Andrea Saah;

**WHEREAS**, Ms. Saah has the unique ability to manage and perform deed reconciliation services to verify and correct as necessary legal descriptions and plot plans for properties acquired and conveyed by the Land Bank, as well as to perform related deed preparation services;

**WHEREAS**, the proposed Land Bank Fiscal Year 18 Operating Budget provides funding for the continuation of these services; and

**WHEREAS**, the Land Bank wishes to enter into a contract with Ms. Saah for a limited time to perform the services identified in the attached Scope of Services.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that:

1. Authorization is hereby given for the Land Bank to enter into a Professional Services Contract with Andrea Saah to perform those services identified in the attached Scope of Services.
2. The Contract will provide for a maximum compensation of \$32,000 at an hourly rate of \$35 per hour with a termination date of December 31, 2017 or expenditure of this maximum compensation.
3. The authorized Officers and Land Bank Staff shall prepare, execute and deliver a Professional Services Contract necessary to effectuate the purposes of this Resolution which shall contain such terms and conditions as the Land Bank General Counsel deems necessary or appropriate to protect the interests of the Land Bank.

**SCOPE OF WORK FOR PROPERTY INFORMATION SERVICES CONTRACT  
July 1, 2017 – December 31, 2017**

**Parcel Reconciliation and Deed Preparation for Property Acquisition**

The Consultant shall verify and, if necessary, correct the addresses, legal descriptions and/or plot plans of properties acquired by the Land Bank at sheriff sales, from private owners, or via inter-agency transfers. The Consultant shall prepare deeds for inter-agency and private party conveyances into the Land Bank and shall manage the deed execution, recording and archiving process for all acquired properties.

The Consultant shall provide the following services for each property using some or all of the resources listed below:

- Survey District legal cards
- District plans
- Deeds of surrounding properties
- Historic deeds for the subject property
- Current and historic Department of Records maps
- Survey plans provided by the Streets Department
- Office of Property Assessment records
- City Council legislative records
- Land-holding agency board resolutions
- Ordinance books
- Site analysis
- Parcel Explorer, Atlas, Globespotter, Google Maps, Philadox, Simplifile

- 1) Verify the address and ownership of the property

- 2) Review the legal description of the subject property, including the ward, the point of beginning, and the full metes and bounds of the property
- 3) Verify the parcel registry number of the property, its dimensions and its location on city land maps
- 4) Identify parcels that have been conveyed out from a consolidated parcel and draft a legal description for the remainder parcel
- 5) Request a new survey for the property if the legal description errors cannot be resolved; work with the surveyor as needed to resolve errors
- 6) Draft a legal description for the property
- 7) Identify type of property (structure or vacant land) and potential occupancy of the property via visual web-based tools
- 8) Notify the Land Bank about potential occupancy of the property to initiate on-site inspection
- 9) Coordinate Department of Records and attorney reviews of the legal description for inter-agency transfers
- 10) Track and verify official approvals of a transfer to or acquisition by the Land Bank
- 11) Draft deed for the property in preparation for conveyance into the land bank
- 12) Coordinate deed execution, electronic recording and deed archiving
- 13) Maintain records (documents and correspondence) collected for the parcel reconciliation process
- 14) Update the LAMA Asset Management System's information upon conveyance of a property to the Land Bank
- 15) Notify the other land-hold agencies, the Survey District, the Office of Property Assessment, the Department of Records and the Revenue Department regarding discrepancies identified in their records and provide supporting documentation; meet with agency representatives as needed

**Deed Preparation for Property Disposition:**

The Consultant shall draft deeds for the conveyance of properties approved by the Land Bank for disposition, using some or all of the resources listed below:

- Corrected legal descriptions (based on the parcel reconciliation process)
- City Council resolutions
- Land Bank resolutions
- Purchase and Development Agreements and Restrictive Covenants

**Property Information Maintenance, Analysis and Reporting:**

The Consultant shall continuously update property information in the LAMA Asset Management System based on the findings of the parcel reconciliation process and shall assist other Land Bank and land-holding agency staff in their use of LAMA to obtain and verify property information.

The Consultant shall conduct inventory analyses and provide reports as requested by various agencies, including the following:

- 1) Monthly Land Bank report on property acquisitions and dispositions for Land Bank board
- 2) Monthly Land Bank inventory report for property insurer
- 3) Ongoing reporting to the Land Bank Finance Department of additions to the Land Bank inventory
- 4) Occasional reports on Land Bank and other public land inventory as requested by other agencies, including the Office of Property Assessment, the Department of Revenue, the Department of Public Property, and the Division of Housing and Community Development

### **Agenda Item 7**

#### **Assignment off Purchase and Development Agreement from Innova Redevelopment LLC to Various solely-owned Limited Liability Companies for:**

1533 Latona Street, 1138 S. Sydenham Street, 1145 S. Sydenham Street,  
1153 S. Sydenham Street, 1521 Reed Street, 1110-1112 S. 20th Street,  
1118 S. 20th Street, 1124 S. 20th Street and 2002-2004 Annin Street

Ms. Jackson asked the Board to approve an Assignment of Purchase and Development Agreement by Innova Redevelopment, LLC. In March 2017 after issuance of an RFP, the Board approved the selection of Innova to develop 9 scattered-site properties located at the property addresses shown above. (collectively, the “Parcels”) located in the Point Breeze neighborhood. Innova was to construct 20 workforce housing units for sale to homebuyers at or below 120% of AMI and each property will have a 10 year, minimum, restrictive covenant for resale.

Ms. Jackson stated that Innova has requested the Land Bank to permit the development of these scattered site properties by separate limited liability companies, one for each property, to facilitate construction. There will be no change in ownership of the company, or in the plans or other terms of the original Purchase and Development Agreement.

Staff will verify all corporate entities formed are in good standing.

Ms. Saah informed the Board that parcels 1110 S. 20th Street and 1112 S. 20th Street are actually consolidated and the resolution should be amended.

Mr. Koonce asked when settlement would occur. Ms. Jackson replied that Innova is prepared and ready to go in front the Zoning Board.

Ms. Shipp asked if any future developers have intentions of being individual LLC what is the process. Ms. Jackson responded that she would meet with Mr. Scafidi to go over the process.

Ms. Kates called for the Resolution to be amended to reflect that 1110-1112 S. 20th Street is a consolidated parcel. Ms. Kates called for a motion to amend the Resolution. Upon motion and duly seconded, the motion was approved.

Ms. Kates called for a motion to approve the amended Resolution to approve the Assignment of Purchase and Development Agreement from Innova Redevelopment LLC to Various sole-owned limited liability companies. Upon motion made and duly seconded, the motion was approved as follows:

**RESOLUTION NO. 2017 – 35**

**RESOLUTION AUTHORIZING ASSIGNMENT OF PURCHASE AND DEVELOPMENT AGREEMENT BY INNOVA REDEVELOPMENT, LLC**

**WHEREAS**, Section 16-707 of the Philadelphia Code authorizes the Philadelphia Land Bank (“Land Bank”) to convey, exchange, sell, transfer, lease, grant or mortgage interests in real property of the Land Bank, subject to approval of the Vacant Property Review Committee and resolution by City Council, and subject further to certain stated terms and conditions; and

**WHEREAS**, the Vacant Property Review Committee reviewed the proposed transfer of 1533 Latona Street, 1138 S. Sydenham Street, 1145 S. Sydenham Street, 1153 S. Sydenham Street, 1521 Reed Street, 1110-1112 S. 20th Street, 1118 S. 20th Street, 1124 S. 20th Street and 2002-2004 Annin Street (individually, a “Parcel” and collectively, the “Parcels”) at its public meeting held on December 13, 2016 and Philadelphia City Council has approved this conveyance by resolution adopted on February 23, 2017;

**WHEREAS**, on March 9, 2017 by Resolution No. 2017 – 24 the Land Bank approved the conveyance of the Parcels to Innova Redevelopment, LLC;

**WHEREAS**, Innova Redevelopment LLC has not yet taken title to the Parcels nor commenced development; and

**WHEREAS**, Innova Redevelopment LLC has requested the Land Bank to permit development of each individual Parcel by separate limited liability companies which are solely owned by the same individuals who own Innova Redevelopment LLC and, accordingly, to approve the assignment of its Purchase and Development Agreement to its separate limited liability companies.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that:

1. The Land Bank hereby consents to the assignment of the Purchase and Development Agreement with Innova Redevelopment, LLC to the following limited liability companies for the respective property addresses:

- 1110-1112 S. 20<sup>th</sup> Street to 1110 S 20th LLC
- 1118 S. 20th Street to 1118 S 20th LLC
- 1124 S. 20th Street to 1124 S 20th LLC
- 1138 S. Sydenham Street to 1138 S Sydenham LLC
- 1145 S. Sydenham Street to 1145 S Sydenham LLC



1153 S. Sydenham Street to 1153 S Sydenham LLC  
1521 Reed Street to 1521 Reed LLC  
1533 Latona Street to 1533 Latona LLC  
2002-04 Annin Street to 2002 Annin LLC

2. Each assignee possesses the qualifications and financial resources to develop the assigned property in accordance with the Purchase and Development Agreement.
3. Innova Redevelopment LLC will not profit by the assignment of the Purchase and Development Agreement.
4. The Land Bank may enter into one or more Assignment Agreements with Innova Redevelopment LLC under terms and conditions acceptable to the Land Bank and in a form acceptable to General Counsel.
5. Authorized Officers and Staff of the Land Bank with the advice of General Counsel may allow modifications to this Resolution necessary or desirable to carry out its purposes and intents.

#### **Agenda Item 8**

#### **Approval of Fee Agreements with Goehring Rutter & Boehm and with Linebarger Goggan Blair & Sampson, LLP for Tax Sale Properties**

Ms. Kates stated that Item 8 is being tabled at this time.

#### **Agenda Item 9**

#### **Disposition of 2855 N. Watts Street to Michael Beatty with Self-Amortizing Mortgage**

Mr. Romano distributed to the Board a revised resolution including a self-amortizing mortgage.

Mr. Romano asked the Board to authorize the disposition of 2855 N. Watts Street to the adjacent owner, Michael Beatty, who lives at 2853 N. Watts Street. Mr. Beatty has been maintaining this lot for about fifteen years. The disposition price is \$12,012 with a self-amortizing mortgage. Mr. Romano stated this project received VPRC approval on May 9, 2016 and City Council Resolution on June 15, 2017.

Mr. Sauer stated that if the self-amortizing mortgage is kept for 10 years and Mr. Beatty maintains the upkeep this would effectively be a nominal transaction. Mr. Romano replied that is correct.

Ms. Kates asked if the new Strategic Plan policy relating to side yards will be provided to applicants. Ms. Califano responded this project falls under the previous Strategic Plan however; new brochures will be given out to all applicants.

Ms. Kates called for a motion to approve the amended Resolution that was distributed to the Board for the disposition of 2855 N. Watts Street. Upon motion made and duly seconded, the motion was approved.

Ms. Kates called for a motion to approve the Amended Resolution for Disposition of 2855 N. Watts Street to Michael Beatty with Self-Amortizing Mortgage. Upon motion and duly seconded the motion was approved as follows:

**RESOLUTION NO. 2017 – 36**

**RESOLUTION AUTHORIZING CONVEYANCE OF 2855 N. WATTS STREET TO  
MICHAEL BEATTY**

**WHEREAS**, Section 16-707 of the Philadelphia Code authorizes the Philadelphia Land Bank (“Land Bank”) to convey, exchange, sell, transfer, lease, grant or mortgage interests in real property of the Land Bank, subject to approval of the Vacant Property Review Committee and resolution by City Council, and subject further to certain stated terms and conditions; and

**WHEREAS**, the Vacant Property Review Committee reviewed the proposed transfer of 2855 N. Watts Street at its public meeting held on May 9, 2017 and Philadelphia City Council has approved this conveyance by resolution adopted on June 15, 2017.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that:

6. The Land Bank determines that conveyance of 2855 N. Watts Street (the “Property”) to Michael Beatty for the consideration of Twelve Thousand and Twelve Dollars (\$12,012.00) to be in the best interests of the Land Bank.

7. The conveyance of the Property complies with all terms and conditions of Section 16-707 of the Philadelphia Code.

8. The Executive Director is authorized to prepare, execute and deliver an agreement, deed and all other documentation necessary to effectuate the purposes of this Resolution which shall contain such terms and conditions as the Executive Director and General Counsel shall deem necessary or appropriate to protect the interests of the Land Bank.

9. The Executive Director with the advice of General Counsel may allow modifications to this Resolution necessary or desirable to carry out its purposes and intents.

**Agenda Item 10**  
**Old Business**

Ms. Kates asked if there was any Old Business that needed to be addressed.

### Website Launch

Ms. Jackson stated that the new website is up and running and that at the end of July, Davenport would be providing training to staff. Additional training will be scheduled for City Council staff.

Ms. Kates asked about job postings and if navigation is easy on the website. Mr. Sauer asked if the Phila.gov and PHDC websites have a link for the Land Bank.

Mr. Koonce asked who is able to execute documents, checks, etc. Ms. Jackson replied that checks require 2 signatures. Mr. Purnell, Mr. Scafidi and Mr. Darren Williams are authorized to sign checks. Mr. Koonce asked who can execute documents. Ms. Jackson responded that in addition to herself, the General Counsel, Ms. Jarmon (Director of Real Estate) or the Executive Director of Land Bank are authorized to execute documents. Mr. Koonce responded that this will work but, it is not a long term solution.

Ms. Kates asked the Board if a Special Board meeting needs to be held to appoint an interim Executive Director.

Mr. Rodriguez asked if the Board can appoint an interim Executive Director. Ms. Kates stated the By-Laws would provide this information.

Mr. Koonce stated that at next month's Board meeting, a full time Executive Director or an interim Executive Director needs to be appointed. Mr. Koonce further stated that Ms. Jackson be appointed to Interim Executive Director.

Mr. Rodriguez asked about the Land Bank insurance payments. Ms. Jackson replied that the Land Bank in conjunction with PHDC issued an RFP for Insurance Brokerage. The winning contract was with Connor, Strong and Buckelew Mr. Rodriguez asked if the policy lapsed. Ms. Jackson responded that it renewed in December 2016.

Mr. Sauer asked if a Finance Committee meeting can be held before August. Ms. Califano responded that she is working on a date for a Finance Committee meeting.

The Board agreed that Ms. Kates would determine whether it was necessary to schedule a Special Board meeting on July 25, 2017.

There being no further business to come before the Board, Ms. Kates declared the meeting adjourned at 4:49 p.m.

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SECRETARY TO THE BOARD

PHILADELPHIA LAND BANK

Board of Directors

Regular Rescheduled Meeting Thursday, July 13, 2017

3:30 PM

GUEST SIGN-IN SHEET

NAME

1) WINNIE BRANTON

2) ELSA NOTERMAN

3)

4)

5)

6)

7)

8)

9)

10)

11)

COMPANY

BRANTON STRATEGIES

—

E-MAIL ADDRESS

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Philadelphia Land Bank Parcel Reconciliation Report, August 3, 2017

Property Transfer Status for Properties Approved for Transfer/Acquisition	CITY	PHDC	PRA	TAX	PRIVATE	TOTAL
Properties Approved for Transfer/Acquisition	1230	774	294	34	1	2333
Properties <b>Withheld</b> from Transfer to PLB	67	10	35			160
Properties Under Review for Transfer to PLB	39	36	22			97
Properties In Process of Transfer to/Acquisition by PLB	14	6	16	0	0	48
Properties Transferred to/Acquired by PLB	1110	722	171	34	1	2038*
Properties Sold by PLB	11	4	3	0	0	18
Properties Remaining in PLB	1099	718	168	34	1	2020
Public Agency Properties Not Approved for Transfer	3710	0	2208			5918

Milestones for Deeds Remaining to be Transferred to PLB	CITY 53	PHDC 42	PRA 46	TAX	PRIVATE	TOTAL
Properties under review for suitability for transfer	39	36	22			97
Waiting for surveys, corrective deeds, sheriff's deeds, or a resolution	10	3	5	0	0	22
Deed exhibit has been drafted, under City attorney review (PUB, PHDC)	4	3				7
Deed exhibit under DOR review (PUB, PHDC, PRA)	0	0	6			6
Deed exhibit has been reviewed by DOR (PUB, PHDC, PRA)	0	0	5			5
Second deed exhibit has been drafted (PUB ONLY)	0					0
Deed has been sent for execution (PUB/PRA, PHDC, PRA)	0	0	0			8
Deed in process of being recorded	0	0	0	0	0	0
Additional properties transferred to PLB since 6/30/2017 (PUB/PRA, PHDC, PRA, TAX, PRIVATE)	0	0	6	4	0	10

\* Number does not include the properties acquired via tax sale, which are included in the total number of properties conveyed to the land bank.

\* The total number conveyed to the land bank to date and includes tax sale acquisitions. Properties sold have not been deducted from this total.

# Philadelphia Land Bank Approved Dispositions Report (as of 8/3/2017)

Disposition Type	YEAR 1 7/1/2016 – 6/30/2017				YEAR 2 7/1/2017 – 6/30/2018			
	Strategic Plan Goals	No. of Lots Approved	No. of Units To Be Built	Strategic Plan Goals	No. of Lots Approved (YTD)	No. of Units To Be Built (YTD)	Increase Over Last Month	
Side Yards	45 lots	4 lots		81 lots	1 lots		0 lots	
Total Housing/Mixed Use	170 units	100 lots	155 units	205 units	0 lots	0 units	0 lots/0 units	
20 % at 30% or below of AMI	34	6	9	41	0	0	0	
30 % at 60% or below of AMI	50	54	80	62	0	0	0	
25 % at 120% or below of AMI	43	24	37	51	0	0	0	
25 % non-income restricted	43	16	29	51	0	0	0	
Business Expansions	3 lots	2 lots		6 lots	0 lots		0 lots	
Gardens/Open Space	33 lots	0 lots		33 lots	0 lots		0 lots	
Total Dispositions	251	106 lots	155 units	325	1 lots	0 units	1 lot/0 units	

# VPRC Sales Report - July 2017

Disposition Type	YEAR 1 7/1/2016 – 6/30/2017		YEAR 2 7/1/2017 – 6/30/2018	
	No. of Lots Sold		No. of Lots Sold (YTD)	Increase Over Last Month
Side Yards	34		8	0
Other Sales	38		5	0
Nonprofit (Gardens/Open Space)	10		1	0
Nonprofit (Other)	3		0	0
Total Sales	85		14	14

**RESOLUTION NO. 2017 -**

**RESOLUTION APPOINTING EXECUTIVE DIRECTOR  
OF PHILADELPHIA LAND BANK**

**WHEREAS**, on December 2, 2012, the Commonwealth of Pennsylvania enacted legislation commonly referred to as the Pennsylvania Land Bank Act, 68 Pa. C.S.A. § 2101, *et seq.* (“Land Bank Act”) which, among other things, authorized a city of the first class to create a land bank by adopting an ordinance in accordance with the Land Bank Act;

**WHEREAS**, on December 18, 2013, the Mayor of the City of Philadelphia signed Bill No. 130156-A, as previously adopted by Philadelphia City Council, which authorized the creation of the Philadelphia Land Bank and which has been codified at Chapter 16-700 of the Philadelphia Code;

**WHEREAS**, the Land Bank Act provides that a land bank may employ or enter into a contract for an executive director;

**WHEREAS**, the Land Bank and the Philadelphia Housing Development Corporation (“PHDC”) have entered into a Management Contract which provides that PHDC staff will manage Land Bank operations under the guidance and supervision of the Land Bank Board of Directors; and

**WHEREAS**, with the resignation of the Land Bank’s Interim Executive Director, the Board now desires to appoint an individual who will serve as Executive Director of the Land Bank, having determined that this individual possesses the knowledge, skill and experience necessary to serve in such capacity.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that \_\_\_\_\_ shall serve as Executive Director of the Philadelphia Land Bank.



**RESOLUTION NO. 2017 -**

**RESOLUTION APPOINTING SENIOR COUNSEL  
FOR PHILADELPHIA LAND BANK**

**WHEREAS**, the Pennsylvania Land Bank Act, 68 Pa. C.S.A. § 2101, *et seq.* (“Land Bank Act”) provides that a land bank may employ or enter into a contract for legal counsel;

**WHEREAS**, the Land Bank and the Philadelphia Housing Development Corporation (“PHDC”) have entered into a Management Contract which provides that PHDC staff will manage Land Bank operations under the guidance and supervision of the Land Bank Board of Directors; and

**WHEREAS**, the Land Bank desires to appoint an individual who will serve as Senior Counsel to the Land Bank, having determined that this individual possesses the knowledge, skill and experience necessary to serve in such capacity.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that:

1. Steven Cusano, Esquire, is hereby appointed as Senior Counsel to the Philadelphia Land Bank.
2. Mr. Cusano shall report to the Land Bank Executive Director and shall serve as sole legal counsel and advisor to the Land Bank Board of Directors.

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**MEMORANDUM**

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Date: August 10, 2017  
To: Board of Directors  
From: Land Bank Staff  
Re: Contract for Legal Services with Law Firm of Goehring, Rutter & Boehm (“GRB Law”).

The Board is requested to authorize a payment agreement with GRB Law for its legal work in bringing to sale certain tax delinquent properties that the Land Bank intends to acquire at Sheriff Sale.

GRB Law works under a contract with the City of Philadelphia Law Department and is responsible for filing all legal documents and taking all steps necessary to take a tax delinquent property to Sheriff Sale. Under the City's contract, GRB Law is paid for its work from the proceeds generated by the sale of these properties to third parties.

However, since the Land Bank will be the sole bidder for property, no tax sale revenues will be generated from private bidders. Accordingly, the Land Bank and GRB Law have proposed a fee arrangement that will pay GRB Law for its work. The fee is graduated based on the amount of work performed by GRB Law; they will be paid set fees depending on the extent of their work on a particular property. This fee arrangement is outlined in the attachment.

We propose that Land Bank staff be given permission to execute a Letter Agreement with GRB Law, with the payment terms contained in the attached outline.

**GRB Proposed Fee Agreement**  
**As Of June 2017**

This arrangement would apply to those properties listed on OneDrive which have been approved for acquisition by the Land Bank

1. For all properties which are listed for sale, including properties which have been postponed or previously stayed, as of the effective date of the revised fee agreement, the Land Bank will pay GRB a flat fee of \$900 which includes all costs, other than sheriff costs billed directly to the Land Bank
  
2. For all properties listed for sale after the effective date of the revised fee agreement the Land Bank will pay GRB:
  - No fee or costs if a property is not taken to sale because of bankruptcy or payment in full
  - \$900 flat fee (inclusive of GRB costs) if property is listed for sale, whether or not purchased by the Land Bank
  - No fee, but will pay GRB expenses (typically \$200 for title search) for an Approved Property if the Land Bank subsequently instructs GRB to stay the sale before a Petition is filed
  - \$450 (inclusive of costs) if a Petition is filed for an Approved Property, but no Decree has been filed, and the Land Bank subsequently instructs GRB to stay the sale
  - \$600 (inclusive of costs) if a Decree has been entered for an Approved Property, but the property has not been listed for sale, and the Land Bank instructs GRB to stay the sale
  - \$250 each time the Land Bank requests GRB to re-list an Approved Property if the Land Bank had instructed GRB to stay that sale
  
3. If a property is relisted for sale after any of the foregoing events and the Land Bank has paid a fee to GRB:
  - The Land Bank will receive a credit for fees previously paid for that property
  - The Land Bank will pay GRB expenses incurred for bring downs and service

**RESOLUTION NO. 2017 -**

**RESOLUTION AUTHORIZING CONTRACT WITH THE LAW FIRM OF  
GOEHRING, RUTTER & BOEHM**

**BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that the Land Bank is authorized to enter into a Letter Agreement, substantially in the form attached hereto, with the law firm of Goehring, Rutter & Boehm (“GRB Law”) for its work as directed by the Land Bank in taking tax delinquent properties through all required legal steps to expose such properties to sale by the Sheriff of Philadelphia County.

**FURTHER FINDING** that GRB Law is qualified and experienced in such legal matters that the compensation is fair and proper under all the circumstances and at a rate not in excess of rates customarily paid for services of equivalent scope and quality; and further authorizing Land Bank Counsel to execute the Letter Agreement as authorized by this Resolution.



Straightforward Thinking.

➤ Philadelphia Office

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Suite 100  
Philadelphia, PA 19102

Phone: 215-735-1910  
Toll Free: 866- 677- 5970  
Fax: 215-735-1618

[www.grblaw.com](http://www.grblaw.com)

June 14, 2017

**Michael G. McCabe**  
[mmcabe@grblaw.com](mailto:mmcabe@grblaw.com)

VIA EMAIL & FIRST CLASS MAIL

Nicholas J. Scafidi, Esquire  
Interim Executive Director  
Philadelphia Land Bank  
1234 Market Street, 17<sup>th</sup> Floor  
Philadelphia, PA 19107  
**Nicholas.Scafidi@phila.gov**

**RE: Agreement between Philadelphia Land Bank and GRB Law**

Dear Mr. Scafidi:

**Background.** This letter agreement (“Agreement”) is between the Philadelphia Land Bank (“Land Bank”) and Goehring, Rutter & Boehm (“GRB Law”). GRB Law is Co-Counsel to the City of Philadelphia (“City”) for the collection and enforcement of past due and delinquent real estate taxes and Municipal Claims for delinquent water bills pursuant to the Provider Agreement between the City and GRB Law dated February 23, 2017, as amended (“Provider Agreement”). As Co-Counsel to the City, GRB Law, on a regular basis, files Petitions to sell delinquent properties at Sheriff’s Sale using Decrees entered by the Philadelphia Court of Common Pleas pursuant to the Pennsylvania Municipal Claims and Tax Lien Law (“MCTLL”).

**Acquisition Procedure.** Pursuant to the Land Bank Act, Act 153 of 2012, 68 Pa.C.S. §§ 2101, *et seq* (the “Act”), the Land Bank, with the City’s approval, is permitted to acquire delinquent properties at City initiated Sheriff’s Sales. At the direction of the Land Bank, GRB Law shall proceed by appropriate legal proceeding to list those properties approved by the Land Bank for Sheriff’s Sale (hereinafter referred to as “Property” or “Properties”). Once initiated, GRB shall proceed with the legal action until the delinquencies which are the subject of the legal proceeding are paid in full or until the Property is listed for Sheriff’s Sale. GRB Law and the Land Bank shall coordinate the Sheriff’s Sale date at which the Properties selected by the Land Bank will be offered for sale. All Sheriff’s Sales are conducted by the Philadelphia Sheriff and are subject to all applicable State Statutes, Rules of Civil Procedure, City Ordinances and the Sheriff’s published Conditions of Sale. The Provider Agreement shall govern all tax payments or taxpayer agreements prior to or after Sheriff’s Sale.

Prior to each Sheriff's Sale and within the time frames set by the City and the Land Bank, the Land Bank shall notify GRB of any listed Properties which the Land Bank wishes to postpone to a future date or stay altogether. Absent a direction to stay or postpone, the Sheriff's Sale list will be provided to the Sheriff who is solely responsible for conducting the Sheriff's Sale and GRB Law shall provide a list to the Sheriff of those Properties that will be acquired by the Land Bank together with the Bid Price for each Property which shall include the total Delinquent Taxes referred to GRB Law plus Eligible Expenses pursuant to the Provider Agreement and any costs, fees, charges, taxes and expenses, if any, due and payable by the Land Bank to the Sheriff or other party as a result of the Land Bank's Property acquisition. At the direction of the City, the Bid Price may also include other debts due and owing to the City including, but not limited to, other taxes, judgments, mortgages, municipal service charges and liens and any other amount that is considered by law to be part of the upset price for each Property acquired by the Land Bank at Sheriff's Sale.

**Fee.** The Land Bank shall pay GRB Law for those Properties listed on OneDrive or any other approved list (the "Approved Property List") which have been approved for acquisition by the Land Bank as follows:

1. For all Properties, on or after the effective date of this Agreement the Land Bank will pay GRB:
  - No fee or costs if a Property is not taken to sale because of bankruptcy or payment in full;
  - \$900 flat fee (inclusive of GRB costs) for any Property listed for sale as of or after June 1, 2017 (including any prior postponements), whether or not purchased by the Land Bank;
2. If the Land Bank directs GRB Law to suspend or terminate any pending legal proceeding against a Property, the following expenses and fees shall be due and payable by the Land Bank to GRB Law after invoice from GRB Law:
  - No fee, but will pay GRB Law expenses (typically \$200 for title search) for a Property if the Land Bank subsequently instructs GRB Law to suspend or terminate the legal proceeding before a Sheriff's Sale Petition is filed;

- \$450 (inclusive of expenses) if a Petition is filed for a Property, and the Land Bank subsequently instructs GRB Law to suspend or terminate the legal proceeding before a Decree is entered;
  - \$600 (inclusive of expenses) if a Decree has been entered for a Property, and the Land Bank subsequently instructs GRB Law to not list the Property for Sheriff's Sale.
3. If a Property was or is stayed and subsequently relisted for Sheriff's Sale at the direction of the Land Bank the following additional fees shall apply:
- \$950 for the first time a Property is relisted for Sheriff's Sale, if the Land Bank had instructed GRB Law to stay that Sheriff's Sale on or before May 31, 2017; and
  - \$250 each time the Land Bank requests GRB Law to re-list a Property, if the Land Bank instructs GRB to stay that Sheriff's Sale on or after June 1, 2017.
4. If a Property is relisted for Sheriff's Sale, or if GRB Law is directed to proceed with a legal proceeding which was previously suspended or terminated, , after any of the foregoing events, and the Land Bank has paid a fee to GRB Law:
- Except as otherwise provided below, the Land Bank will receive a credit for fees and expenses previously paid for that Property; and
  - The Land Bank will pay GRB expenses incurred for new Tax Information Certificates, bring downs and service; and
  - Absent a Decree, the Land Bank shall receive no credit for any prior payments made if the delay in proceeding with a suspended legal action is more than 6 months, except that GRB will give the Land Bank a credit for any \$200 Title Search expenses previously paid to GRB, as long as the ownership of the Property has not changed. GRB may also incur an additional \$50 bringdown fee that shall be paid by the Land Bank. In the event the Property has changed hands, the Land Bank shall receive no credit for any prior payments because GRB will be required to order a new Tax Information Certificate and prepare and serve a new Sheriff's Sale Petition.

If a property is removed from the Approved Property List, and absent further instructions from the City, GRB may continue the legal proceeding against that property.

Invoices shall be payable to GRB Law within forty-five (45) days of GRB Law's invoice to the Land Bank. Each Attorney Fee includes GRB Law's participation in all pre- and post-Sheriff's Sale matters, excluding any challenges to the Land Bank's right, ability or authority to acquire Properties pursuant to the Act. In the event of such a challenge, the Land Bank, with concurrence from the City of Philadelphia Law Department, shall be responsible for selecting and retaining counsel to defend such matters.

The Land Bank shall be solely responsible for the payment of any other amount charged to the Land Bank for acquiring the Property and Recording its Deed, if any. All Properties purchased by the Land Bank at a GRB Law initiated Sheriff's Sale shall be purchased as is and where is with no representations or warranties related to the physical condition of the property or improvements. GRB Law shall comply with all requirements of MCTLL when initiating and prosecuting tax sales and the Land Bank shall accept such title to tax foreclosed properties as provided by MCTLL. Any quiet title or similar proceedings relating to the Land Bank's re-sale of any of the Properties purchased at Sheriff's Sale, title insurance costs, or any costs, fees and expenses related to such title related actions shall be the sole responsibility of the Land Bank.

Either party may terminate this Agreement by providing written notice to the other. This Agreement may be amended by written agreement of both parties. Upon execution of this Agreement by the Land Bank, this Agreement will supersede all prior understandings regarding the subject matter of the Arrangement and will constitute a binding Agreement between the Land Bank and GRB Law. This Agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Pennsylvania.

This Agreement shall replace and supersede any prior agreement or agreements between the parties excepting any Sheriff's Sale purchases by the Land Bank or GRB Law Invoices relating to such sales submitted to the Land Bank on or prior to the date below.

Very truly yours,

Michael G. McCabe, Esquire



Nicholas J. Scafidi, Esq.  
June 14, 2017  
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Shareholder, Goehring, Rutter & Boehm

*Acknowledged and Agreed as of this \_\_ day of \_\_\_\_\_, 2017*

**Philadelphia Land Bank**

**By:** \_\_\_\_\_  
Nicholas J. Scafidi, Esquire  
Interim Executive Director

cc. Frank Paiva, Jr., Chief Counsel, Philadelphia Dept. of Revenue  
James Zwolak, Divisional Deputy City Solicitor

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**MEMORANDUM**

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Date: August 10, 2017  
To: Board of Directors  
From: Nicholas Scafidi  
Re: Approval of Agreement with Department of Housing and Community Development  
(formerly OHCD)

In 2015, the Land Bank entered into a Memorandum of Understanding with the Office of Housing and Community Development. This agreement allowed the Land Bank to be supported by several of OHCD's service departments, including Office Services, Communications, Human Resources, and Information Technology.

It also defined how the Land Bank shares the cost of these expenses in keeping with HUD's regulations.

This agreement renews each so that the Land Bank and DHCD can reexamine the formula used to share expenses, and adjust the amount of the cost sharing if necessary. For 2018, the Land Bank's share of DHCD expenses will be approximately \$202,000.

We have also amended and restated the MOU to delete provisions which are no longer applicable. This latest revision allows DHCD to perform monitoring services for Equal Opportunity Plans for Land Bank Disposition Agreements.

A summary of the terms of this agreement is attached.

**Philadelphia Land Bank / DHCD**  
**Amended and Restated Memorandum of Understanding**  
**Summary of Major Terms**

<p>Management of VPRC Program and Staff</p> <p>Allocation of VPRC Sale Proceeds</p>	<p>OHCD intends to transfer to the Land Bank responsibility for managing VPRC and, at that time</p> <p>(1) VPRC staff will either be assigned or transferred to work under Land Bank Management</p> <p>(2) If VPRC staff remain OHCD employees while performing Land Bank work the Land Bank will reimburse OHCD for staff salary and benefits</p> <p>(3) Net income from the sale of City properties through VPRC will be retained by the Land Bank to fund future operations</p> <p><b>This entire section is removed</b></p>
<p>Support Staff</p>	<p>OHCD will provide support services to the Land Bank including, Receptionist, IT, Communications, Human Resources, Office Services and EOP Monitoring Services</p> <p>The Land Bank will reimburse OHCD for these expenses</p> <p><b>The amount of reimbursement is changed</b></p>
<p>Management of the “Front Door” Program</p>	<p>Upon agreement of OHCD, PRA and the Land Bank, the Land Bank will assume responsibility for receiving, evaluating and processing Expressions of Interest for all available City, PRA and Land Bank properties</p> <p><b>This entire section is removed</b></p>
<p>Equipment</p>	<p>OHCD will continue its current use of specified computer hardware owned by the Land Bank</p> <p><b>No Change</b></p>
<p>Term</p>	<p>Effective Date is July 1, 2015 with annual renewals unless terminated by either party with 90 days’ notice</p> <p><b>Extended to June 30, 2018</b></p>

**AMENDED AND RESTATED**  
**MEMORANDUM OF UNDERSTANDING**  
**BETWEEN**  
**CITY OF PHILADELPHIA**  
**ACTING THROUGH ITS DEPARTMENT OF**  
**HOUSING AND COMMUNITY DEVELOPMENT**  
**AND**  
**PHILADELPHIA LAND BANK**

THIS AMENDED AND RESTATED MEMORANDUM OF UNDERSTANDING (“**Amended Memorandum**”) is entered into as of this 1st day of July, 2017 (“**Effective Date**”) between the City of Philadelphia (the “**City**”), acting through its Department of Housing and Community Development (“**DHCD**”), a city of the first class organized and existing pursuant to the laws of the Commonwealth of Pennsylvania, with its principal office located at 17<sup>th</sup> Floor, 1234 Market Street, Philadelphia, PA 19107 and the Philadelphia Land Bank (“**Land Bank**”), a public body and a body corporate and politic created, organized and existing in accordance with the provisions of the Pennsylvania Land Bank legislation, 68 Pa. C.S.A. § 2101, *et seq.*, with its principal office located at 17<sup>th</sup> Floor, 1234 Market Street, Philadelphia, PA 19107.

**BACKGROUND**

- A. On December 2, 2012, the Commonwealth of Pennsylvania enacted legislation commonly referred to as the Pennsylvania Land Bank Act, 68 Pa. C.S.A. § 2101, *et seq.* (“**Land Bank Act**”) which, among other things, authorized a city of the first class to create a land bank by adopting an ordinance in accordance with the Land Bank Act.
- B. On December 18, 2013, the Mayor of the City of Philadelphia signed Bill No. 130156-A, as previously adopted by Philadelphia City Council, which authorized the creation of the Philadelphia Land Bank and which has been codified at Chapter 16-700 of the Philadelphia Code (the “**Land Bank Ordinance**”).
- C. On July 17, 2014, the Land Bank filed articles of incorporation with Pennsylvania’s Department of State and Department of Community and Economic Development as required by the Land Bank Act thereby allowing the Land Bank to operate for the purposes and in the manner specified in the Land Bank Act and the Land Bank Ordinance.
- D. The Land Bank has operated and performed its daily business through an agreement with the Philadelphia Housing Development Corporation (“**PHDC**”). For purposes of this Memorandum, the Land Bank’s performances, rights and obligations may be conducted and exercised by PHDC on behalf of the Land Bank.

E. DHCD desires to continue to assist the Land Bank in its mission to return vacant, abandoned, blighted and tax delinquent properties to productive use and has authorized the assistance and agreements set forth herein.

F. On July 1, 2015, DHCD (then known as the Office of Housing and Community Development) and the Land Bank entered into Memorandum of Understanding through which DHCD has supported Land Bank operations by providing certain staffing and related office services.

G. Effective July 1, 2016, DHCD and the Land Bank entered into a First Amendment of the Memorandum of Understanding which, among other things, extended the term of the Memorandum of Understanding to June 30, 2017.

H. The parties now desire extend and revise the Memorandum of Understanding, as amended, to reflect their existing and future agreements

**NOW THEREFORE**, the parties set forth their understandings as follows:

**1. DHCD Support of Land Bank Employees and Technology Systems**

1.1 DHCD shall provide Land Bank staff: (i) all routine and customary Offices Services, including without limitation, paper, envelopes and stationary, mail services and receptionist, (ii) staff support of the Land Bank's information technology systems, (iii) cell phone purchases and usage, (iv) Communications Services, (v) Human Resources support, (vi) EOP Monitoring (collectively, "**DHCD Support Services**"). DHCD Support Services shall be provided in similar manner as such services are presently provided to PHDC.

1.2 As full payment for DHCD Support Services for the period of July 1, 2017 through June 30, 2018, the Land Bank will pay DHCD the total sum of Two Hundred Two Thousand Dollars (\$202,000) which represents the full reimbursement to DHCD for the DHCD Support Services during that time. This amount will be paid in semi-annual installments on or about January 1, 2018 and August 1, 2018.

1.3 Upon each renewal of this Memorandum, DHCD and the Land Bank shall determine the DHCD Support Services Reimbursement for that effective year, which amount the Land Bank shall pay to DHCD in semi-annual payments.

4. **LAMA**

The Land Bank shall provide to DHCD all technical expertise, hardware, management and maintenance services required for its use of the Davenport Group's land management software application ("LAMA").

5. **Equipment**

DHCD presently uses certain items of computer hardware to be identified by the parties. To the extent that the Land Bank has or acquires an ownership interest in those items, the Land Bank agrees that DHCD may continue to use those items.

6. **Term**

The term of this Amended and Restated Memorandum of Understanding ("Term") shall commence on the Effective Date and shall automatically renew and continue thereafter from year to year unless terminated by either party by providing written notice at least ninety (90) days prior to the anniversary of the Effective Date.

8. **Further Provisions**

8.1. During the Term, DHCD and the Land Bank will meet upon either party's request to discuss implementation of this Memorandum.

8.2. The parties will use their best efforts to work cooperatively to resolve any controversy or dispute that may arise in relation to any term, condition or provision of this Amended Memorandum. Any dispute which the parties cannot resolve on their own will be submitted for determination to the Mayor's Chief of Staff.

8.3. This Amended Memorandum may not be assigned except upon prior written consent of all parties.

8.4. Nothing in this Amended Memorandum is intended to confer third-party beneficiary rights upon any person, association, group or entity.

8.5. Nothing herein shall be construed as a waiver of those defenses, immunities, and limitations on damages available to the City, DHCD or the Land Bank pursuant to the Pennsylvania Political Subdivision Tort Claims Act, Act of October 5, 1980, P.L. 693, No. 142, (42 Pa.C.S.A. § 8541 *et. seq.*) or other applicable law.

8.6. This Amended Memorandum may be amended only by written consent of both parties.

**IN WITNESS WHEREOF**, the parties hereto have caused this Amended Memorandum to be executed by its duly authorized officials.

CITY OF PHILADELPHIA  
ACTING THROUGH ITS DEPARTMENT OF  
HOUSING AND COMMUNITY DEVELOPMENT

By:\_\_\_\_\_

PHILADELPHIA LAND BANK

By:\_\_\_\_\_

**RESOLUTION NO. 2017 -**

**RESOLUTION AUTHORIZING AN AMENDED AND RESTATED  
MEMORANDUM OF UNDERSTANDING BETWEEN THE DEPARTMENT OF  
HOUSING AND COMMUNITY DEVELOPMENT AND THE PHILADELPHIA  
LAND BANK**

**WHEREAS**, the Department of Housing and Community Development (“DHCD”) (then known as the Office of Housing and Community Development) and the Philadelphia Land Bank entered into a Memorandum of Understanding dated as of July 1, 2015 through which DHCD has provided staffing and administrative services to the Land Bank and the Land Bank has agreed to reimburse DHCD for those services;

**WHEREAS**, DHCD and the Land Bank entered into a First Amendment to the Memorandum of Understanding ("**First Amendment**"), effective as of July 1, 2016, to further the purposes and the term of the Memorandum of Understanding;

**WHEREAS**, DHCD and the Land Bank desire to renew, extend and repace certain provisions of the Memorandum of Understanding as more specifically provided in the summary attached to this Resolution; and

**WHEREAS**, the Board has considered the Amended and Restated Memorandum of Understanding and finds that its adoption to be in the best interests of the Land Bank.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Directors of the Philadelphia Land Bank that the Land Bank may enter into an Amended and Restated First Amendment to the Memorandum of Understanding with the Department of Housing and Community Development in form and substance acceptable to the Executive Director consistent with the terms and conditions stated in the Executive Summary presented to the Board.