

MINUTES
IMPACT HARRISBURG
August 21, 2018, 10:30 a.m.
Pennsylvania Housing Finance Agency
211 North Front Street, Harrisburg

Officers of the Board Present:

Neil Grover, Chair
Brian Hudson, Secretary
Gloria Martin Roberts, Second Vice-Chair

Board of Directors Present:

Dale Laninga, Director
Russ Montgomery, Director
Jackie Parker, Director
Karl Singleton, Director

Others Present:

Sheila Dow-Ford, Executive Director
Marita Kelley, Coordinator for the City of Harrisburg
Gilda Englander, DCED

Officers of the Board Absent/Excused:

Doug Hill, Vice-Chair
Brittany Brock, Treasurer

The Chair called the meeting to order at 10:49 a.m.

1. Regular Meeting Minutes

It was moved by Ms. Martin-Roberts and seconded by Mr. Laninga that:

"The minutes from the Impact Harrisburg Board of Directors regular meeting of June 19, 2018, be approved as printed."

MOTION CARRIED UNANIMOUSLY

2. Treasurer's Report

Executive Director Dow-Ford noted a vote is required to accept the Directors and Officers insurance cost in the amount is \$1,570 and to pay the FY 2017 audit to Maher Duessel in the amount of \$4,958.

The Chair asked for a motion for the renewal of the Directors and Officers insurance to Ender's Insurance in the approx. amount of \$1,570.

It was moved by Mr. Hudson and seconded by Mr. Laninga that:

"The Board accept the renewal of Directors and Officers insurance for the approx. cost of \$1,570."

MOTION CARRIED UNANIMOUSLY

The Chair asked for a motion to pay Maher Duessel for the completion and filing of the fiscal year-end 2017 audit, in the amount of \$4,958.

It was moved by Mr. Hudson and seconded by Ms. Martin-Roberts that:

"The Board agree to pay Maher Duessel for the completion and filing of the fiscal year-end 2017 audit, in the amount of \$4,958."

MOTION CARRIED UNANIMOUSLY

Executive Director Dow-Ford noted the post office box was renewed in the amount of \$60. No motion is needed to pay this expense. A reimbursement request will be given to the Treasurer.

Executive Director Dow-Ford reported the Treasurer provided an update to the Finance Committee last week advising Maher Duessel has started the FY 2017-18 audit. Documentation has been prepared by the Treasurer and Executive Director. The annual Conflict of Interest form was circulated prior to the Board meeting and again at today's meeting for execution by each Director and Officer.

The Chair provided additional updates to the Finance Committee meeting -

- Asphalt won't be completed for the Third Street project between CRW and the City until next year when money is expected to be disbursed.
- Projects seem to be on track and closing out on time.
- A request for an updated scope of work will be requested from Salvation Army to come in to compliance from their original scope of work.
- A waiver will be requested for Gamut Theatre regarding the scope of work now that money is raised, and work is essential completed.

The Chair asked for a motion to waive the obligation for Gamut Theatre to strictly comply with the grant funding protocols for the reasons set forth by the Impact Harrisburg compliance coordinators and based upon the oversight of Executive Director Dow-Ford, noting that Gamut Theatre was in substantial compliance.

Further discussion was provided on Gamut Theatre by Executive Director Dow-Ford regarding the progress of the funding and project status to the point now of completion.

It was moved by Mr. Laninga and seconded by Mr. Hudson that:

"The Board waive the obligation for Gamut Theatre to strictly comply with the grant funding protocols based upon the recommendations provided by the compliance team and the oversight provided by Executive Director Dow Ford."

MOTION CARRIED UNANIMOUSLY

3. Executive Director Report

Executive Director Dow-Ford noted she circulated the Executive Director and Treasurer’s annual report regarding the good work Impact Harrisburg is doing and the accomplishment achieved over the past year. The financial information will be included to the annual report by the Treasurer.

The Chair asked for a motion to accept the Executive Director and Treasurer’s annual report, pending the receipt of financial information from the Treasurer.

It was moved by Ms. Martin-Roberts and seconded by Mr. Laninga that:

“The Board accept the annual report by the Executive Director and Treasurer, pending the receipt of financial updates from the Treasurer.”

MOTION CARRIED UNANIMOUSLY

Mr. Hudson recommended the amounts disbursed-to-date be included in the Executive Director and Treasurer’s annual report when finalizing with the financial updates.

A spreadsheet outlining the Grantee draw schedule was circulated along with the below project status update.

Update 08-20-2018 Project Name (Grant amount)	Compliance Process Started/Completed	Draw Requests Submitted	Status/Comments
Camp Curtin YMCA (\$500,000)	Started	Draw request #3 processed	<ol style="list-style-type: none"> 1. Received fully executed grant agreement. 2. Received fully executed grant amendment. 3. Received "as is" property appraisal of \$1.9M as match. 4. Contract for project is \$725,818. Cash funding of \$231,000 is from the Y. Have a resolution from Area Y Board to fund that amount; will provide documentation of paid expenditures with draw requests. 5. Compliance forms were sent 2/18/2018 and received May 8. 6. Project is underway. MBE participation is 28 percent. 7. Received copies of permits and confirmation that there were no environmental issues that had to be addressed. 8. Received pay request 3 in July. One final draw request will be submitted. 9. Obtaining statement from Camp Curtin that OK to remit IH funds to Area Y.

Capital Region Water Parks and Rec (\$250,000)	Started		<ol style="list-style-type: none"> 1. Forms sent. Project was rebid due to lack of responses. 2. Received copies of bids for Cloverly Heights and Royal Terrace. 3. Received MBE plan. 4. Held call w the project on May 2, 2018. Added Alesha Vonada to SF to upload info. 5. LS met with AV to discuss status and docs needed. AV is gathering further information needed to draw IH funds. LS and AM will meet with them the week of 8/20/2018.
Capital Region Water multi-modal (\$2,743,645.25)	See City multimodal.		<ol style="list-style-type: none"> 1. See City multimodal. 2. SDF, LS, and AMB will coordinate a call or meeting with CRW and City IH grant participants week of 8/20/2018.
City of Harrisburg multi-modal (\$2,743,645.25)	Phase I Started - Third Street project	Draw request #3 approved	<ol style="list-style-type: none"> 1. Received executed construction contract for Third Street project. 2. Received payrolls through draw 3, which are in compliance, and bonds and insurance. 3. Agreement between the City and CRW in process. 4. Draw request #1 was in the amount of \$102,970.63. Draw request #2 is in the amount of \$415,234. Draw #3 is in the amount of \$185,774. 5. Phase I match is less than 50%, which will be made up in later phases. 6. There is a new grant manager at the city, Rebecca Vollmer, who was invited to the Sharefile account and has provided much documentation. 7. Discussed with Rebecca that the city may request Board to approve direct pay to contractor for upcoming work. 8. Paving on Third St project may not start until spring 2019. 9. Requested copy of change order. 10. Rebecca uploaded construction invoices 8A-8C and 9 and is awaiting payrolls and canceled checks.

Community First Fund (\$350,000)	NA		<ol style="list-style-type: none"> 1. Received executed partnership agreement with CFF, dated 3/20/2018. 2. Board discussed requirements and process. CFF is working with CREDC to establish a borrower education portal. 3. Loans are targeted to go out in the spring. 4. SDF met with CFF on 7/6/18. She received an update and requested a copy of account statement.
East Shore YMCA (\$138,592)	Started	Draw request #1 under review	<ol style="list-style-type: none"> 1. Board approved using \$111,297 in completed work on men's dormitory as match. 2. The Y will provide funds needed to match the IH grant. 3. The second phase/façade work was bid and the project started the week of 4/16/18; this work is complete. Received payrolls, which are in compliance. 4. Received payrolls from the masonry project, which are in compliance. Waiting on additional documents. 5. We had a call with the Y director on 7/6/2018. Some work remains to be completed on the match, and IH work of roofing and painting should be done by September 2018. 6. Received email from ESY stating concurrence with IH issuing checks to Area Y. 7. Received some payrolls, which are in compliance. 8. Received copies of canceled checks for \$90,000 of match expenses. Requested invoices. 9. Correspondence with ESY on 8/3/2018. They are still gathering information. The team will follow up again with them for a meeting.

<p>Gamut Theatre Group--Educ. Ctr (\$250,000)</p>	<p>Started</p>	<p>Draw #1 under review</p>	<ol style="list-style-type: none"> 1. Grant agreement in executed. 2. Project is following a design-build process. 3. The project will take 90 days and building renovation has started. Sent compliance forms and Gamut has provided documentation. 4. LS met with the project to discuss scope and requirements. Sheila will present a request to the Board for approval for use of IH funds for project soft costs. Scope of project remains the same but use of IH funds has changed to soft costs - general conditions/supervision and equipment. 5. Note that WBE participation is \$6,000 on \$500,000 project; the project is not paying PA Prevailing Wage on hard construction; and the IH project was not bid and requests a waiver. Note that due to the complexity of the building, Gamut awarded the Phase II contract to the Phase I contractor. 6. The Board discussed at the Finance Committee meeting and approved the project structure, with IH funds for soft costs.
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<p>Harrisburg Redevelopment Authority (\$500,000)</p>	<p>Started</p>	<p>Draw #1 under review</p>	<ol style="list-style-type: none"> 1. The project provided some documentation on 7/13/18, which is under review. 2. Call on 7/20/2018 with HRA. Application was approved for a \$650,000 project, with \$500,000 IH grant and \$150,000 match from city expenditures for demolition. Sheila will review the project files for correspondence about the match and will check with the Finance Committee about acceptable documentation. 3. The county has sold some of the properties that were listed for acquisition in the grant agreement. HRA provided a new list of 39 acquired properties. 4. Draw 1 will be for acquisition and closing costs of acquired properties. LS requested HUD 1 statements. 5. HRA will register the project for prevailing wage for demo work when they are ready to go out for bid. 6. HRA has MBE firms that they send RFPs to, and works with the city as well to send RFPs to the city's database of MBE firms. Include MBE requirement in RFP. 7. LS prepared a site chart of 41 properties HRA acquired, cleared title, and demolished some. Draw request in process and week of 8/20/2018.
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<p>Salvation Army of Harrisburg (\$500,000)</p>	<p>Started</p>	<ol style="list-style-type: none"> 1. SA received a \$500,000 RACP grant, which is less than the \$4.5 million requested. 2. The project wants to maintain the overall scope of \$10.2 million project and received New Market Tax Credits. SA is proposing a modified scope for the IH project and will submit formal request to the Board. 3. On 4/6/18, SA attended the Finance Committee meeting. Received commitment of \$5 million NMTC funds from CFF. Need to determine exact amount of NMTC allocation. 4. Finalizing bids, permits, plan approvals. Construction to begin early September 2018. Identified confirmed sources and uses of funds; fundraising ongoing. 5. The Team prepared compliance documents now that project sources and uses are better defined and held a call on 5/3/18. 6. Project will go out to bid on 6/4, break ground on 9/10/18. Received approval from City Council. 7. Pyramid Construction is the CM at risk. The Team held a call with Pyramid on 5/9/18 to discuss scope, prevailing wage, MBE participation, etc. Pyramid is identifying elements for MBE participation, and looks for opportunities to partner MBEs with larger contractors as well. 8. The site work will take place predominately in Sept-Nov 2018, approximately 3/4 of the work, with remainder of site work in latter part of 2019.
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Tri-County Community Action (\$204,759)	Started		<ol style="list-style-type: none"> 1. Expected to start in early 2018 - April/May. Now looking at fall start for CAC portion (facade work) and spring 2019 start for CRW work (curbs, bulb-outs, street furniture). 2. Conference calls held on 1/30/2018, 5/14/2018, and 8/1/2018. 3. Discussed sources and uses, D/MBE, bidding, prevailing wage, draw requests, and required documentation. Using salaries and volunteer hours as match. 4. CRW is providing assistance and some of CAC work will be part of larger contract bid by CRW.
Tri-County HDC (\$350,000)	Started	Draw #1 under review	<ol style="list-style-type: none"> 1. Compliance forms sent in December 2017 and teleconference was held. Project was rebid. 2 July 2018 - project filled funding gap of \$74,200 and began work on 235 and 245 Hummel Street. Waiting on documentation of the funding. 3. Resent compliance forms on 4/13/2018. Requested clarification. 4. Held call with the project on 5/11/18; LS met with on 8/1/2018. Project is organizing info - bids, contracts, etc. 5. Submitted first payment request, which was incomplete. LS is following up with Grantee and anticipate pay request week of 8/20/2018.
City of Harrisburg--software purchase (\$250,000)	Completed	Yes	Project is complete.
Harrisburg River Rescue (\$81,369)	Completed	Yes	Project is complete.
Paxton Place (\$100,000)	Completed	Yes	Project is complete; three draw requests submitted, with \$3,188.53 unused.
TLC Constr./Hamilton Healthcare Bldg. (\$500,000)	Completed	Yes	Project is complete.
WebpageFX (\$500,000)	Completed	Yes	Project is complete.

IMPACT HARRISBURG GRANT AWARDS

Grantee Name	Dollar Amount	Date of Executed Contracts from Grantee	Date of Fully Executed Contracts
City of Harrisburg Microsoft Office 365	\$250,000.00	4/5/2017	4/18/2017
Infrastructure Contingency Grant TOTAL:	\$250,000.00		
Capital Region Water Multi-Modal Collaborative Facility	\$2,743,645.25	12/20/2017	2/7/2018
City of Harrisburg Multi-Modal Collaborative Facility	\$2,743,645.25	4/3/2017	4/18/2017
Infrastructure Improvement Grants TOTAL:	\$5,487,290.50		
Community First Fund	\$350,000.00	3/20/2018	3/20/2018
East Shore YMCA	\$138,592.00	4/11/2017	6/20/2017
Gamut Theatre	\$250,000.00	6/1/2018	6/26/2018
Tri-County Community Action Commission	\$204,759.00	3/31/2017	3/31/2017
Tri-County Housing Development Corporation	\$350,000.00	4/24/2017	6/20/2017
Community Building Grants TOTAL:	\$1,293,351.00		
City of Harrisburg, Playground Resurfacing	\$250,000.00	10/22/2017	10/25/2017
Harrisburg Redevelopment Authority	\$500,000.00	4/27/2017	5/2/2017
Harrisburg River Rescue	\$81,369.00	1/26/2017	4/4/2017
Paxton Street Home Benevolent Society	\$100,000.00	2/2/2017	2/14/2017
Salvation Army	\$500,000.00	12/5/2016	4/4/2017
TLC Construction and Renovations	\$500,000.00	12/14/2016	4/4/2017
Webpage FX, Inc.	\$500,000.00	3/28/2017	4/4/2017
YMCA-Camp Curtin	\$500,000.00	3/9/2017	3/9/2017
Large Economic Development Grants TOTAL:	\$2,931,369.00		

Community First Fund provided an update on the Harrisburg Business Opportunity Fund for the quarter-ending June 30, 2018.

- A copy of Community First Fund (CFF) bank statement confirming the grant money in the amount of \$350,000 was received and deposited into CFF's bank account.
- Two loans were issued totaling \$25,000; both loans were to low- income entities/individuals, 50% were to persons of color and 50% were to women.

Mr. Hudson recommended additional details be included in CFF's quarterly report updates:

- 1.) How many loan applications were received?
- 2.) How were the applications selected?
- 3.) A list of businesses.
- 4.) Terms of the loan and
- 5.) What were the outreach initiatives?

Mr. Hudson requested the additional details to CFF's quarterly report (specified above) be received by the September Board meeting for further review and discussion.

Executive Director Dow-Ford noted Glenda Machia, CFF Development Manager, will attend the September Board meeting to provide an update on the Harrisburg Business Opportunity Fund.

A copy of the extension agreement and grant funding acknowledgement receipt were included in each packet circulated to the Board on August 17. There was no further discussion on the two items.

TLC Construction will hold a grand opening and ribbon cutting ceremony at the Harrisburg Uptown Building (HUB) at 1821 Fulton Street, Harrisburg at 12:30 PM today, Tuesday, August 21, 2018, all are welcome to attend. Executive Director Dow-Ford and Marita Kelley have been asked to speak at the ceremony. Ms. Parker will attend and speak on behalf of the Mayor.

7. Other Business

There being no further business to discuss, the Chair adjourned the meeting at 11:40 a.m.

Meeting minutes were taken by Gilda Englander and submitted by Recording Secretary, Anne Morrow.

The next Board meeting is scheduled for September 18, 2018 at 10:30 a.m. at the Pennsylvania Housing Finance Agency, 211 North Front Street, Harrisburg, PA.

Approved this 18th day of September 2018.



Mr. Neil Grover, Chair



~~Mr. Brian Hudson, Secretary~~
Ms. Sheila Dow-Ford

