

**City of Philadelphia
Economic Opportunity Plan**

**1800 ARCH STREET
COMCAST TENANT IMPROVEMENTS**

February 19, 2014

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I. Introduction, Definitions and Goals

The City of Philadelphia strongly encourages the use of certified Minority ("MBE"), Women ("WBE"), Disabled ("DSBE") and Disadvantaged¹ ("DBEs") Business Enterprises (collectively, "M/W/DSBEs") and minority and female workers in various aspects of the design and construction of Comcast's tenant improvements to be known as the (the "Project") at 1800 Arch Street, Philadelphia, PA (the "Site"). In support of this objective, the City of Philadelphia will require that Comcast (the "Owner") of the Project commit to this Economic Opportunity Plan ("EOP" or "Plan").

This overview demonstrates Comcast's commitment to inclusion and elements of the evolving Plan that form a context for achieving meaningful participation of businesses owned by minorities, women, veterans and the disabled; substantial workforce utilization of skilled and semi-skilled trade workers who are minority and female; the engagement of students in the School District of Philadelphia in a career development internship program; and the monitoring of and reporting on the Plan by Comcast, assisted by its Economic Opportunity Oversight Committee.

Design and construction of the Project will be managed and directed by Comcast.

The Plan is consistent with sound procurement practices and applicable law and will comply with state and local economic opportunity initiatives.

This Plan contains ranges of projected M/W/DSBE utilization and goals for the employment of minority and female workers in connection with the Project. This Plan shall be a part of and incorporated into the resulting agreement(s) with the owners, developers and contractors.

The Owner hereby verifies that all information submitted to the Office of Economic Opportunity ("OEO") in response to this Plan, is true and correct and take notice that the submission of false information is subject to the penalties of 18 PA C. S. Section 4904, relating to unsworn falsification to authorities and 18 PA C. S. Section 4107.2 (a)(4), relating to fraud in connection with minority business enterprises or women's business enterprises.

¹ Disadvantaged Business Enterprises ("DBEs") are those socially or economically disadvantaged minority and woman owned businesses certified under 49 C.F.R. Part 26.

For the purposes of this Plan, MBE, WBE, DBE and DSBE shall refer to certified businesses so recognized by OEO. Only the work or supply effort of firms that are certified as M/W/DSBEs by an OEO approved certifying agency² will be eligible to receive credit as a Best and Good Faith Effort. In order to be counted, certified firms must successfully complete and submit to the OEO an application to be included in the OEO Registry which is a list of registered M/W/DSBEs maintained by the OEO and available online at www.phila.gov/oEO/directory.

For this Plan, the term "Best and Good Faith Efforts," the sufficiency of which shall be in the sole determination of the City, means: efforts, the scope, intensity and appropriateness of which are designed and performed to foster meaningful and representative opportunities for participation by M/W/DSBEs and an appropriately diverse workforce and to achieve the objectives herein stated. Best and Good Faith Efforts are rebuttably presumed met when commitments are made within the M/W/DSBE participation ranges established for the improvements and a commitment is made to employ a diverse workforce as enumerated herein.

The following are examples of Best and Good Faith Efforts:

- Participant seeks assistance from the Philadelphia area building trades, pre-apprenticeship and workforce development programs to conduct employment outreach and identify minority and female tradespeople for work on the Project.
- Participant maintains a published policy of nondiscrimination in the hiring, retention and promotion of employees which includes communication of that policy to all contractor(s) and their project forepersons.
- Participant makes commitments to use MBEs, WBEs and DSBEs in its contract for commercially acceptable subcontracted services and material supply even when the Participant might otherwise prefer to perform/supply these items without subcontracting.
- Timely solicitation through all reasonable and available means the interest of M/W/DSBEs that have the capability to perform the work of the contract. Such efforts include use of the OEO Registry of Certified Firms, solicitation through pre-bid meetings and job fairs, advertising in minority focused publications, and written mailings to M/W/DSBEs. Participant must determine with certainty if the M/W/DSBEs are interested by taking appropriate steps to follow up on initial solicitations; one time contact, without any follow up, is not acceptable.
- Providing interested M/W/DSBEs adequate information about the plans, specifications, and requirements of the contract in a timely manner to assist them in responding to a solicitation.

² A list of "OEO approved certifying agencies" can be found at www.phila.gov/oEO

- Providing arms length business assistance to interested M/W/DSBEs which may include access or introduction to major manufacturer/suppliers, lending institutions and union halls.
- Negotiating in good faith with interested M/W/DSBEs. Participant, using good business judgment, would consider a number of factors in negotiating with subcontractors, including M/W/DSBE subcontractors, and would take a firm's price and capabilities into consideration.

II. The Project Scope

The tenant improvements to be constructed by Comcast Corporation ("Comcast") within the space located in the new 1,284,000 square foot portion of the office building to be located at 1800 Arch Street in Philadelphia, Pennsylvania (the "Project"). The project is currently expected to require tenant improvements on approximately 957,163 square feet.

III. Goals

A. M/W/DSBE Participation Ranges.

As a benchmark for the expression of "Best and Good Faith Efforts" to provide meaningful and representative opportunities for M/W/DSBEs in the Project, the following participation ranges have been established. These participation ranges represent, in the absence of discrimination in the solicitation and selection of M/W/DSBEs, the percentage of MBE, WBE and DSBE participation that is reasonably attainable through the exercise of Best and Good Faith Efforts. These percentages relate to the good faith estimated cost of the Project. In order to maximize opportunities for as many businesses as possible, a firm that is certified in two or more categories (e.g., MBE and WBE and DSBE or WBE and DSBE) will only be credited toward one participation range as either an MBE or WBE or DSBE. The ranges are based upon an analysis of factors such as the size and scope of the improvements and the availability of MBEs, WBEs, DSBEs and DBEs to participate in the improvements:

The following contract goals have been set for the Project:

Contracts	Minority Owned	Female Owned	Disabled Owned	Total
Professional Services	12.7 - 15%	6.3 - 10%	Best Efforts	19 - 25%
Construction	25 - 30%	7 - 12%	Best Efforts	32 - 42%

1. Contract Opportunities

As part of its Plan, Comcast shall provide prime contract and subcontract opportunities for minority, women and disabled-owned business enterprises (collectively, "M/W/DsBEs").

Professional Services: Design Project Consulting and Contract Administration - Design, consulting and contract administration work will be performed in connection with this project. The professional services shall have a total goal of 19% to 25%. This shall include specific goals for 12.7% to 15% minority, 6.3% to 10% female, and Best Efforts for disabled business enterprises respectively.

Construction — Comcast's efforts shall be directed to a goal of achieving an overall participation level of 32% to 42% collectively, consisting specifically of 25% to 30% minority, 7% to 12% female, and Best Efforts for disabled business enterprises respectively, in the construction of the Project, including add-ons, change orders and scope adjustments. This percentage for participation is related to the total dollar value of contracts and subcontracts let by Comcast, its consultants, and contractors for the construction of the Project. Sole source contractors or contractors that perform unique, specialty services shall not be included in the calculation of Comcast's goals. Additionally, Comcast will use best and good faith efforts to provide meaningful opportunities for enterprises owned and controlled by United States veterans.

2. Employment Goals

The Project Owner agrees to exhaust Best and Good Faith Efforts through its contractors to employ minority persons and females in its workforce of apprentices and journeymen at the following levels:

Minority Journeymen - 25% of all journey hours worked across all trades.
Female Journeypersons - 2% of all journey hours worked across all trades.
Minority Apprentices - 50% of all hours worked by all apprentices
Female Apprentices - 7% of all hours worked by all apprentices

Local Residents ** - 50% of all hours worked across all trades

Comcast will also encourage its contractors to make a best and good faith effort to maximize employment opportunities for United States veterans.

**Local residents are defined as individuals who have permanent residence in Philadelphia, Delaware, Montgomery, Bucks and Chester Counties.

Comcast sponsors fifty-five students to participate in the Summer Work-Ready Internship Program. Two of the students will be assigned to this project. Their experience will expose them to Facilities, Administrative Services, and Dining and Conference Center Management. The goal will be to provide tangible behind the scenes experience to demonstrate what it takes to manage a building after completion.

V. Responsiveness.

- A. The Owner and relevant participants shall identify M/W/DSBE commitments and other agreements evidencing its intent to use Best and Good Faith efforts to employ minority persons and females at the levels stated herein. The identified commitments constitute a representation that the M/W/DSBE is capable of providing commercially useful goods or services relevant to the commitments and that the Owner and participants have entered into legally binding commitments or other legally binding agreements with the listed M/W/DSBEs for the work or supply effort described and the percentage amounts set forth. In calculating the percentage of
- B. M/W/DSBE participation, the standard mathematical rules apply in rounding off numbers.
- C. M/W/DSBE commitments are to be memorialized in a written subcontract agreement. Letters of intent, quotations, contracts, subcontracts and any other documents evidencing commitments with M/W/DSBEs, including the M/W/DSBE Participation and Workforce Commitments Form, become part of and an exhibit to the Agreement.
- D. OEO reserves the right to request further documentation and/or clarifying information at any time during the construction of the Project to ensure that Best and Good Faith Efforts have been made.

VI. Compliance and Monitoring of Best and Good Faith Efforts.

A. Certified Payroll

To the extent required by law, the Owner shall ensure that its on-site contractors maintain certified payrolls which include a breakout of hours worked by minority and female apprentices and journeypersons. These documents are subject to inspection by OEO.

B. Prompt Payment of M/W/DSBEs.

The Owner agrees and shall cause its contractors to ensure that M/W/DSBEs participating in the Project receive prompt payment for their work or supply effort within five (5) business days after the General Contractor's receipt of a payment.

The Owner agrees that it shall ensure payment to its M/W/DSBE's Professional Service contractors for their work within thirty (30) days from receipt of proper invoice following satisfactory performance.

VII. Oversight Committee.

Liberty will establish an Oversight Committee Participants will engage in monitoring, reporting and problem solving activities which are to include regular meetings to address all matters relevant to further development of the Plan, carrying out its implementation and the successful completion of the Project.

The Oversight Committee shall consist of the following eight (8) members:

- Representative of Comcast Corporation
- Representative of Liberty Property Trust
- Representative of the Project General Contractor
- Representative of City of Philadelphia Office of Economic Opportunity
- City of Philadelphia Council President
- Representative of Philadelphia Building Trades
- Representative of the Urban Affairs Coalition
- Representative of the Philadelphia General Building Contractors' Association

VIII. Reporting.

The Owner agrees to file an annual report with the City of Philadelphia and City Council concerning the performance of the Economic Opportunity Plan through the duration of the Project. In addition, during construction, the Owner will provide "snapshot" reports containing updates for certain categories of information contained in its annual report on a monthly basis during construction. Snapshot reporting will include: (i) utilization of M/W/DSBEs and/or DBEs, and (ii) the hiring and employment of minorities and females. All reports (quarterly & annually) provided to the City under this section will also be provided to the Office of Economic Opportunity.

IX. Remedies and Penalties for Non-Compliance.

The Owner agrees that its compliance with the requirements of this Plan is material to the Agreement. Failure to comply with the Plan may constitute a substantial breach of the Agreement and is subject to the remedies and penalties contained therein or otherwise available at law or in equity. Notwithstanding the foregoing, no privity of

contract exists between the City and any M/W/DSBE identified in any contract resulting from implementation of the Plan. Neither the Owner nor the City intends to give or confer upon any such M/W/DSBE any legal rights or remedies in connection with subcontracted services under any law or policy or by any reason of any contract resulting from implementation of the Plan except such rights or remedies that the M/W/DSBE may seek as a private cause of action under any legally binding contract to which it may be a party.

Comcast's long standing commitment to inclusion is well documented. In addition to the successful tenant improvements at the Comcast Center, in 2012 alone, Comcast spent more than \$1 billion with diverse suppliers. Comcast's contact persons for the Project are:

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	2/25/2014
Ajama Johnson, Senior Director, Supplier Diversity & Strategic Procurement	DATE
	2/25/2014
Angela Dowd-Burton, Executive Director, Office of Economic Opportunity	DATE

Pursuant to Section 17-1603 (2) of The Philadelphia Code, the representative of the City of Philadelphia's Office of Economic Opportunity, the "certifying agency", certifies that the contents of this Plan are in compliance with Chapter 17-1600.