City of Philadelphia
Economic Opportunity Plan

The Royal

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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 Disadvantaged[1] ("DBEs") Business Enterprises (collectively, "M/W/DSBEs") and minority and female workers in various aspects of the design and construction of the development to be known as **THE ROYAL** (the "Project") at **1524 SOUTH ST.** (the "Site"). In support of this objective, the City of Philadelphia will require that **UNIVERSAL COMMUNITY HOMES** (the "Owner") of the Project commit to this Economic Opportunity Plan ("EOP" or "Plan"). 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 at the Site. This Plan shall be a part of and incorporated into the resulting agreement(s) with the owners of the **THE ROYAL.**

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.

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 agency[2] 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.

II. Project Scope.

Located in the 1500 block of South Street, The Royal will be a mixed-use project containing 45 market-rate apartments, approximately 7,600 SF of retail and 20 parking spaces. The Royal will feature the protection and restoration of the historic façade of the Royal Theater as well new construction behind the façade and on the adjoining vacant lots. The redevelopment of this significant property will help contribute to the reviving South Street West corridor by providing over 120' feet of retail frontage along South Street and filling some of the few remaining vacant parcels on the block.

The project has been carefully designed to respond to its historical façade as well as its contextual surroundings. The South Street elevation will feature modern glass storefronts and

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

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

recessed apartments beginning on the second floor in order to accentuate the historical façade. Along the Kater Street elevation the building massing is designed to mimic the scale of the adjoining townhomes by maintaining a 38' third floor cornice line with the fourth floor recessed 10' from the property line so as to minimize its visibility.

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	Total
Professional Services	**15-20%**	**10-15%**	**25-35%**
Construction	**25-30%**	**5-10%**	**30-40%**

B. Employment Goals.

The following Construction contract goals have been set for the Project:

Local Residents
32%

The **owner** agrees to exhaust Best and Good Faith Efforts to employ minority persons and females in its workforce of apprentices and journeymen at the following levels[3]:

Minority Apprentices - 50% of all hours worked by all apprentices.
Minority Journeymen - 32% of all journey hours worked across all trades.
Female Apprentices - 7% of all hours worked by all apprentices.
Female Journeypersons – 2% of all hours worked across all trades.

IV. Equity Ownership

"Economic Opportunity Plans," to require that each Economic Opportunity Plan include information concerning the Equity Ownership (as defined) of (1) the contractor, developer and/or recipient of financial assistance required to submit the Plan; (2) participants (as defined) engaged by the contractor, developer and/or recipient of financial assistance; and (3) the eventual owner or owners of the project or contract to which the Plan relates; and requiring periodic reports for the purpose of updating Equity Ownership information; all under certain terms and conditions.

Identify the current equity owners of the project.

Type of Ownership	% Minority Owned	% Women-Owned	% Disabled Persons
Sole Proprietorship			
Partnership			
Corporation	100	0	0

If the project is privately owned, the following individuals will become the anticipated Equity Owners upon completion.

Type of Ownership	% Minority Owned	% Women-Owned	% Disabled Persons
Sole Proprietorship			
Partnership			
Corporation	Information not available		

Following the completion of the project, the project owner is responsible for meeting the reporting guideline identified in the Philadelphia Code.[4]

V. Diversity Practices

In compliance with Chapter 17-1603 entitled Equal Opportunity Plan: Contents The Economic Opportunity Plan shall contain a statement from the contractor, developer and/or recipient of financial assistance summarizing past practices by identifying and describing examples of processes used to develop diversity at any/all levels of its organization including, but not limited to, Board and managerial positions. This statement shall also summarize strategic business plans

[3] These goals, which have been adopted by the Economic Opportunity Cabinet, are the recommendations of the Mayor's Commission on Construction Industry Diversity.
[4] Philadelphia Code 17-1603.

specific to current or past practices of M/W/DSBE utilization on government and non-government projects and procurement. Where appropriate, such a statement should contain:

Describe employment and recruitment policies used to achieve diversity in your workforce.	Universal's recruitment process for employment to ensure diversity. a. Universal conducts on-site job fairs targeted at the specific discipline(s) needed for its projects or programs. b. Universal attends local job fairs to identify a wide spectrum of individuals. c. Universal requires General Contractors to hold local job fairs to hire a diverse workforce from the local zip codes. d. Universal advertises in local community newspapers as an equal opportunity employer.
Provide the race, gender, and residential (local) status of your a) Board of Directors b) Management c) General Workforce	Board Members,Race, Gender,Residential Status Chairman, African American Male Philadelphia President, African American Male Philadelphia Secretary, African American Male Philadelphia Member, African American Male Chalfont Member, African American Male Upper Darby Member, African American FemalePhiladelphia Member, Caucasian Male Harrisburg Member, African American Male Philadelphia Management,Race,Gender,Residential Status 3 Exec Mgrs, Af Am, Male, Philadelphia 3 Exec Mgrs, Af Am, Female, Phila, Jenkintown, Wilmington General Workforce 16 staff, Af Am, Male, Delaware Valley 16 staff, Af Am, Female, Delaware Valley 1 staff, Caucasian, Male, Delaware Valley
Identify your organization's methods of solicitation and utilization of Minority, Woman and Disabled Businesses (M/W/DSBEs). Please be specific in describing outreach and any procurement policies that are focused on creating or sustaining business relationships with	Universal uses the following methods for solicitation and utilization of M/W/DSBE businesses. a. Universal uses the list of available M/W/DSBE firms and businesses published by the Philadelphia

M/W/DSBEs.	Office of Economic Opportunity. b. Universal uses its list of businesses compiled from prior business utilization. c. Universal requires all contractors to solicit participation of M/W/DSBE firms to meet and exceed established goals. d. Universal uses the various Chambers of Commerce to solicit participation.
What percentage of your company's total spend with vendors and suppliers is attributable to M/W/DSBEs? Please include a list of the largest M/W/DSBEs used by your organization in the last 12 months. a) Identify the type of goods or services purchased b) Amount of the contract. c) Indicate if any of these M/W/DSBEs are listed in the City of Philadelphia's Office of Economic Opportunity Registry. d) Are these companies certified as M/W/DSBEs? Do you rely on any particular certifying agency? e) If there is no previous M/W/DSBE utilization, the Plan shall contain a statement that explains the reason for the lack of M/W/DSBE participation in past contract(s) or project(s).	Universal has used the following M/W/DSBE companies in the last 12 months. Goods Amount Designation Agency Maintenance $1,175,000 MBE/WBE OEO data Supplies $ 110,000 MBE OEO data Insurance $5,500,000 MBE OEO data Accounting $ 60,000 MBE/WBE OEO data Recruiting $ 75,000 MBE/WBE OEO data
Describe any initiatives made by your organization to increase investment and promote equity ownership by minorities and women.	Universal supports the following initiatives to increase investment and promote equity ownership by minorities and women. a. Universal ensures that general contractors obtain and maintain minority participation on projects. b. Universal is a member of the African American Chamber of

	Commerce. c. Universal is a sponsoring member of the Philadelphia Community of Leaders and promotes their Business Economic Subcommittee which identifies opportunities for business development by M & W businesses. d. Universal is a member of the Philadelphia Chamber of Commerce.

VI. Disclosure of Women as Board Members and Executive Staff

As required by Section 17-104 of The Philadelphia Code entitled "Prerequisites to the Execution of City Contracts," Section 17-104(3) requires project owners to complete and submit this form If the project owners believes that these requirements do not apply (e.g., project owner is a single-member Limited Liability Company), please disclose this information below with an explanation.

If these requirements do not apply to project owner, provide an explanation below.

Disclosure of Women as Board Members and Executive Staff

Pursuant to Section 17-104(3) (a) (i) of The Philadelphia Code, please provide the following information:

1. Current percentage of female executive officers in bidder's company:	50%
2. Current percentage of women on the executive board of the bidder's company:	0%
3. Current percentage of women on the full board of the bidder's company:	12.5%

Aspirational Goals for Women as Board Members and Executive Staff

Pursuant to Section 17-104(3) (a) (ii) of The Philadelphia Code, please provide the following information:

1. Percentage goal for female executive officers in bidder's company:	50%
2. Percentage goal for women on the executive board of the bidder's company:	25%
3. Percentage goal of women on the full board of the bidder's company:	25%

Identify Below Any Efforts to Achieve the Aforementioned Goals:

VII. Responsiveness.

A. The owner and relevant participants shall identify M/W/DSBE commitments and other agreements evidencing their 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 M/W/DSBE participation, the standard mathematical rules apply in rounding off numbers.

B. 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.

C. 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. 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 receipt of a proper invoice following satisfactory performance.

C. Oversight Committee.

The owner and the City of Philadelphia, in consultation with the appropriate agencies and entities, will establish and identify the members of a Project Oversight Committee, including representatives from the Owner, the Developer and/or the General Contractor and Construction Manager, the Office of Economic Opportunity, City Council, community organizations and the Building Trades. 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.

D. 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.

VIII. Remedies and Penalties for Non-Compliance.

A. 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

12-1-2014

INSERT PROJECT OWNER REP NAME[5] Shahied A. Dawan Date
INSERT TITLE Exec VP & CFO
INSERT COMPANY Universal Companies
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INSERT PHONE AND EMAIL ADDRESS 215-732-6518
sdawan@universalcompanies.org

Angela Dowd-Burton 12/2/2014

Angela Dowd-Burton[6],
Executive Director
City of Philadelphia
Office of Economic Opportunity

[5] The Owner's Representative is required to sign and date, but the City reserves the right to obtain the Owner's Representative signature thereon at any time prior to Plan certification. The Owner Representative will receive from the City a certified copy of its Plan which should be filed with the Chief Clerk of City Council within fifteen (15) days of the issuance and published by OEO, in a downloadable format, on the OEO website.

[6] 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.