

**City of Philadelphia
Economic Opportunity Plan**

**University City District
40th Street Trolley Portal Project**

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 the development to be known as **The 40th Street Trolley Portal**.

(the "Project") at **3940 Baltimore Ave** (the "Site"). In support of this objective, the City of Philadelphia will require that **University City District** (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 40th Street Trolley Portal**.

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 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.

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

II. Project Scope.

Working closely with SEPTA, the City of Philadelphia and a committee of neighborhood leaders and stakeholders, the University City District (UCD) has devised a plan for the transformation of the 40th Street Trolley Portal, creating a new hub of activity at the heart of University City while greening and revitalizing a blighted and unsafe concrete space and creating a single story café structure that will serve as a benefit to the local community. The Portal will transform into a vibrant and social space, featuring a bosque of trees, movable tables and chairs, native horticulture, artful lighting, boulders for creative play, decorative unit pavers and stone veneer seat walls will all serve to enhance the user experience. An amenity for area students, residents, employees and SEPTA passengers, The Portal will also serve as a destination activated by a variety of arts and cultural programming, ranging from musical performances to temporary art installations. UCD will introduce bike parking to the site. Within the area entirely surrounded by tracks, "the apron," the enhancements will rationalize pedestrian circulation, replacing impervious surfaces with lush wildflower meadow-like mounds with native plant species and cultivars chosen for their ability to attract butterflies and other pollinators. The mounds will be partially bounded by seat walls, creating a comfortable place to sit while waiting for the trolleys.

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	10-15%	5-10%	15-25%
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 levels³:

- 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. 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 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.

V. 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.

³ These goals, which have been adopted by the Economic Opportunity Cabinet, are the recommendations of the Mayor's Commission on Construction Industry Diversity.

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.

VI. 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

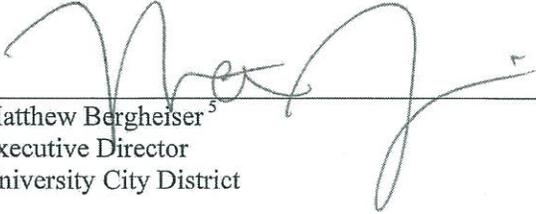
Nathan F. Hommel, ASLA⁴
Project Representative
University City District



11-21-14

Date

Matthew Bergheiser⁵
Executive Director
University City District



11/21/14

Date

Angela Dowd-Burton⁶,
Executive Director
City of Philadelphia
Office of Economic Opportunity



11/21/2014

Date

⁴ 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.

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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.

EXHIBIT A

STATEMENT OF DIVERSITY PRACTICES, POLICIES AND PAST ACHIEVEMENTS

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 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:

1. Describe employment and recruitment policies used to achieve diversity in your workforce.

University City District (UCD) is an Equal Opportunity Employer that does not discriminate on the basis of actual or perceived race, creed, color, religion, alienage or national origin, ancestry, citizenship status, age, disability or handicap, sex, marital status, veteran status, sexual orientation, genetic information, arrest records or any other characteristic protected by applicable state, federal or local laws. Our management team is dedicated to this policy with respect to recruitment, hiring, placement, promotion, transfer, firing, compensation, benefits, employee activities and general treatment during employment.

2. Provide the race, gender, and residential (local) status of your

a) Board of Directors

Women: 28%

Men: 72%

Caucasian: 88%

African American: 12%

Philadelphia residency: 47%

b) Management

Women: 66%

Men: 44%
Caucasian: 68%
African American: 16%
Asian: 16%
Philadelphia residency: 50%

c) General Workforce

Women: 25%
Men: 75%
Caucasian: 90%
African American: 10%
Philadelphia residency: 91%

d) The UCD Clean and Safe program is vital to our success and accounts for 40% of our annual budget. The department is staffed by two outside companies, Allied Barton and ABM.

Allied Barton @ UCD 58 individual employees:

Women: 20%
Men: 80%
African American: 88%
Caucasian: 9%
Hispanic/Latino: 3%

ABM @ UCD 19 individual employees:

Women: 21%
Men: 79%

African American: 95%

Caucasian: 5%

3. 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 M/W/DSBEs.

University City District is committed to ensuring fair consideration of all contractors and suppliers in our day-to-day purchase or lease of goods and services. UCD recognizes that working with a wide range of contractors and suppliers provides an open, competitive and diverse business environment. UCD recognizes our responsibility to the community we serve. The inclusion Minority, Woman and Disabled Businesses must be a function of our normal, day-to-day purchasing activities. No potential contractor or supplier will be precluded from consideration on the basis of race, religion, color, sex, national origin, age, or disability.

UCD actively solicits and encourages Minority, Woman and Disabled Businesses to participate in procurement opportunities through equally fair and open competition for all contracts. To this end, every employee with procurement responsibility to either directly or indirectly commit the expenditure of funds or who is involved in procurement decisions for the purchase of goods or services is charged with giving every consideration to using qualified Minority, Woman and Disabled Businesses in a manner that is consistent with state and federal laws and regulations. Further, each of UCD's contractors and suppliers are encouraged to provide for the participation of Minority, Woman and Disabled Businesses through partnerships, joint ventures, subcontracts and other contractual opportunities.

4. 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).

3% of UCD's spend with vendors and businesses was with M/W/DSBEs, including:

Andropogon Associates (Lead designer and Architect of Record for the Trolley Portal Project)

- a. 40th Street Trolley Portal design
- b. 24,698.75 (Portion of an Ongoing Contract)
- c. Yes
- d. Yes, certified MBE with the City, and Commonwealth of PA; a DBE for the Commonwealth, and an SBE For the Commonwealth

Career Consciousness

- a. Career Consciousness provides trainings for UCD's West Philadelphia Skills Initiative
- b. 12,326.21
- c. Yes
- d. Yes, Career Consciousness is certified Minority- and Woman-owned

CRW Graphics

- a. UCD regularly uses CRW for print jobs of large scale
- b. 48807.88
- c. No, CRW Graphics, based in Pennsauken, NJ while woman-owned, is not listed in the OEO
- d. Yes, CRW is certified WBENC woman owned business.

Kinser Group

- a. UCD has engaged Kinser Group for assistance with government relations
- b. 51,460.70
- c. Yes
- d. No

Two additional small businesses, Modern Wealth Concepts, and Sandra Marie Rushin, both trainers with the West Philadelphia Skills Initiative, are minority owned, though they are not registered with the OEO, nor do they have MBE certifications, to our knowledge.

5. Describe any initiatives made by your organization to increase investment and promote equity ownership by minorities and women.

University City District's mission is community revitalization. We work within a place-based, data-driven framework to invest in world-class public spaces, address crime and public safety, bring life to commercial corridors, connect low-income residents to careers, and promote job growth and innovation. As such, we are deeply committed to responding to and serving the richly diverse community of University City.

Our West Philadelphia Skills Initiative exemplifies this commitment. The Skills Initiative's mission is to connect West Philadelphia employers seeking talent to West Philadelphians seeking opportunity in order to build local workforce capacity and to support people in realizing their full economic potential. Since the Skills Initiative's inception, we have provided training and opportunity to nearly 200 formerly unemployed West Philadelphians, who have generated nearly \$5,000,000 in local wages earned.