

# Pittsburgh Land Bank – Interim Board of Directors

## Meeting Minutes

June 16, 2014, 3:00 p.m., City Council Chambers

Present: Mr. Shawn Carter; Mr. Matthew Barron; Mr. Jerome Jackson; Ms. Barbara Valaw; Mr. Lloyd Hedlund; Ms. Kim Salinetro; Mr. Richard Carrington; Ms. Ronell Guy; Mr. Daniel Wood

Next Meeting: June 26, 2014, 3:00 p.m., City Council Chambers

### I. Introductions

- a. Ms. Guy volunteered to serve as temporary chair for this meeting in absence of officers
- b. Members of the Interim Board introduced themselves
- c. Mr. Kyle Chintalapalli, Support and Technical Assistance to the Interim Board, introduced himself. Ms. Guy raised the question as to how Mr. Chintalapalli was chosen to serve as technical assistance and staff support for the Interim Board. Mr. Carter responded citing the need to have staff support given the construction of the Board and time commitments of its members. Ms. Guy expressed concerns that Mr. Chintalapalli works in the Mayor's office. Mr. Jackson agreed and spoke about the possibility of the PA Housing Alliance or foundation community potentially offering funding to hire staff support and technical assistance, ideally with a background in land banks. Ms. Salinetro agreed. Mr. Barron recognized the point, but referenced the absence of a budget for the Interim Board and cited this as a reason for choosing from existing staff. Ms. Valaw asked for Mr. Jackson to make connections with the Housing Alliance or foundations regarding funding for staff support. Mr. Jackson suggested that members bring ideas around staff support to the next meeting. Mr. Carter stated that if new staff is brought on then the Interim Board would likely have to contract with that person, but there is a question around whether the Interim Board is authorized by the legislation to expend funds. The group discussed Mr. Chintalapalli's role, with Ms. Guy recommending that "technical" be removed from the description of Mr. Chintalapalli's position.

### II. Background and Purpose

- a. How did we get here?
  - i. Mr. Carter provided an overview of the legislative process involved in getting the local land bank legislation passed. He referenced the differences of opinion raised during the process and the need for the Interim Board to begin addressing those differences and providing definition around those areas not clearly defined in the legislation.
  - ii. Members stated why they personally wanted to be involved with the Interim Board
    1. Ms. Guy, because of the amount of vacant land in her neighborhood; the need to get those properties quickly; and the need to build equity for existing residents.
    2. Mr. Carrington, to ensure the Western and Southern neighborhoods get proper representation; to make sure all aspects of the city are represented; and to make sure the benefits are shared equally.

3. Ms. Salinetto, to be mindful of the legislative process; to acknowledge this as one tool to help eradicate blight; to make sure the Interim Board does it right.
  4. Mr. Hedlund , to work out policies and procedures
  5. Mr. Wood, agreed with Mr. Hedlund and to ensure the process protects residents.
  6. Ms. Valaw, to bring a different perspective as a lawyer, planning commissioner, and developer.
  7. Mr. Jackson, to make sure that the African American community, Homewood, and other neighborhoods are represented and that the policies and procedures are equitable and give voice to residents when development occurs.
  8. Mr. Barron, agreed with the previous statements and to make sure the Interim Board comes up with something that actually works and is transparent.
  9. Mr. Carter, cited the state of the housing stock in underserved neighborhoods and what it does to residents' health and utilities; need to make homes energy-efficient and ensure neighborhoods are mixed income; firmly anti-displacement; legitimate affordable housing; need to maintain the vacant properties across the City and the importance of a different strategy and the State law requires land banks to maintain their properties; to make sure the Interim Board creates something that works.
- b. What is the legislative intent of the Mayor and City Council in passing the enabling ordinance?
- i. Ms. Guy expressed frustration over the legislative process between the Mayor and City Council.
  - ii. Members discussed the role of the Mayor and City Council, as it pertains to the eventual policies and procedures to be proposed by the Interim Board
    1. Mr. Carter stressed that it is not entirely accurate to say the Mayor and Council don't have role in the policies and procedures, as the Initial Board will have approval and oversight of the eventual policies and procedures with City Council having to approve them.
    2. Mr. Carter and Ms. Guy discussed the role of government in the process.
    3. Mr. Jackson referred to the language in the legislation, citing the role of the Interim Board to submit policies and procedures to the Initial Board.
    4. Mr. Carter stated that the Land Bank will require a tremendous amount of work on the government side, including new negotiated agreements and agreements between the taxing bodies. He also stated that only the Mayor can negotiate agreements on behalf of the City and only City Council can approve the agreements. Mr. Jackson asked if the negotiated agreements had any relation to the policies and procedures, as all of those could conceivably happen with the work of the Initial Board. Mr. Carter stated that a lot of the negotiations around the agreements could happen at the same time as the work of the Interim Board, specifically citing the agreement with Jordan Tax Service and the Three Taxing Bodies Agreement.

5. Ms. Guy requested that Mr. Carter or others alert the other members of instances where government would need to be involved.
  6. Mr. Barron cited the disposition policy as another example of where government may need to be involved under the construction of the legislation.
  7. There was a conversation between Ms. Guy and Mr. Carter clarifying that the Pittsburgh Land Bank was formed with a certificate of incorporation, rather than articles of incorporation, per the State legislation.
- c. What is the role of the Interim Board?
- i. Mr. Carrington asked for clarification around the role of the Interim Board. Mr. Jackson read the definition of the Interim Board from the legislation. Mr. Carrington stated that according to the ordinance the only thing charged to the Interim Board was to develop policies and procedures.
  - ii. Ms. Guy suggested starting with bylaws, as they are policy and needed to establish an organization. Mr. Carter stated that since the Land Bank was established with the filing of a certificate, bylaws are not required. Ms. Guy responded by stating that bylaws are critical and provide the blueprint for an organization. Mr. Carter stated that Council intentionally limited the role of the Interim Board, though policies and procedures and bylaws impact one another. Ms. Valaw stated that bylaws inform policies and procedures and, regardless of name, there is a need to establish certain things to move forward.
  - iii. Mr. Carrington stressed that certain things are set in the State and local law and there is no need to reinvent the land bank process. He said there is a need to define the gaps that the Interim Board will need to address.
  - iv. Mr. Jackson asked if there was time to define the bylaws and expressed concern over the time left from the initial 90 days. Messrs. Carter, Hedlund, and Barron stated that the Initial Board won't be fully seated until the Interim Board has completed its work.
  - v. Ms. Salinetto stated that the Interim Board is charged with filling in the details not explicit in the legislation and recommended bringing in outside experts to help the members with this task. Mr. Hedlund spoke about how the State and local legislation makes reference to or implies policies and procedures that need defined.
  - vi. Ms. Guy stated the role of the Interim Board is framing the organization (i.e. creating a constitution). Mr. Carter expressed the need for members to have a conversation with legislators over the need and ability of the Interim Board to establish bylaws, given the language in the legislation. Ms. Guy questioned the need for the conversations, since the Interim Board's charge is limited to policies and procedures. Mr. Carter replied that there is a need for permission from the legislators, given the language in the legislation. Mr. Jackson asked for clarification around what is considered policies and procedures, if not bylaws. Ms. Valaw replied that bylaws are necessary to run an organization and there is a need for the Interim Board to define how they will work. She continued that policies and procedures go beyond bylaws, that the Initial Board will establish and have their own bylaws, and that the Interim Board could establish limited bylaws and basic organizational principles.

- vii. Mr. Carrington stated that the discussion still comes down to who is the entity that tells the Interim Board its specific role and that he wants to ensure the Interim Board's work isn't redundant to work already done in the State or local law. Mr. Carter stated that the Interim Board may need to engage an attorney for advice.
- viii. Mr. Carrington asked if there is a need for rules of engagement between members. Ms. Guy replied that bylaws are critical in ensuring there is equity, transparency, and fairness. She continued that policies and procedures can sometimes become harmful without the ability to test them and she has an interest in defining the process by which those policies and procedures could change. Mr. Carter replied that since the legislation doesn't charge the Interim Board with creating bylaws, the Initial Board could dismiss them, so there is a need to have the legislators endorse the bylaws should the Interim Board define them. Ms. Guy expressed concern over the need for the Interim Board to do any work if the Initial Board can dismiss any of the work. Messrs. Carter and Hedlund replied that the Interim Board's role is to draft policies and procedures and they have to take on faith that the Initial Board will build off them.
- ix. Mr. Carrington suggested moving on in the agenda and electing leaders to meet with legislators.
- x. Mr. Hedlund confirmed that the discussion around bylaws was to establish those for the Initial Board and not the Interim Board.

### III. Board Organization

#### a. Nominations for Chair

- i. Mr. Carter nominated Ms. Salinetro to be Chair.
- ii. Ms. Valaw cited the need to make sure that the community's role is paramount in this process and asked that the Interim Board consider that the Chair is from the community. Mr. Jackson agreed, but said that the Chair or Vice Chair needed to be from the community with the other position as a government employee member. Ms. Guy nominated Mr. Jackson to be Chair.
- iii. Mr. Carter stressed the importance of coordination between the Interim Board, City Council, and the Mayor and cited this as the reason for having a government employee member as Chair. Mr. Carrington expressed concern over transparency and integrity with a government employee as Chair and stated that there would be a higher appearance of integrity with a community member as Chair. Ms. Guy echoed Mr. Carrington's comments and stated that the Interim Board needed to be careful around any appearance of impropriety. Ms. Salinetro stated that though Council staff is government employees, they act in the community interest professionally and due to their residency. Mr. Jackson stressed the importance of the public interest in advancement of this process. He also expressed that there is skepticism in the community over how the legislative process unfolded and stressed that having a community member as the Chair would express to the public that the Interim Board isn't "business as usual."
- iv. Ms. Guy raised the question around the role of the Chair compared to the role of regular members.
- v. Mr. Carrington asked Mr. Carter for clarification on his position that the Chair would function better if it were a government employee. Mr. Carter stated due

to the coordination between the Interim Board, City Council, and the Mayor, having the Chair as a public employee would increase efficiency. Ms. Guy stated that the Chair, if not a public employee, could delegate to public staffers. Mr. Jackson stressed that no Chair should feel comfortable meeting with Council or the Mayor's office without other members present. Mr. Carrington spoke about the need for bylaws and rules to ensure work wouldn't be done without full input from the Interim Board in the name of efficiency. Mr. Carter stressed that he was citing efficiency and not disenfranchisement of the other members. Mr. Carrington emphasized that the process ensure the work would be done in a transparent nature.

vi. Members had conversation around the time it's taken to schedule meeting.

b. Vote was held for Chair, ending in a four-four tie. Mr. Barron withheld his vote until the Chair's role was clearly defined and he had heard from each nominee. Mr. Jackson suggested that the Interim Board define the role for each officer.

i. The Interim Board agreed that the duties of the Chair would include:

1. Chairing the meetings of the Interim Board.
2. Counting votes (with the standard method of voting to be defined by the Interim Board).
3. Signing agreements and contracts.
4. Making public appearances, as needed.

ii. The Interim Board agreed that the duties of the Vice Chair would include:

1. Carrying out the roles of the Chair when the Chair is absent.

iii. The Interim Board agreed that the duties of the Secretary would include:

1. Scheduling meetings.
2. Disseminating information.

iv. The Executive Committee (i.e. officers) will set meeting agendas.

v. The officers will assume additional duties as the Interim Board sees fit.

vi. The Interim Board will add additional officers (e.g. Treasurer), as needed.

c. Final votes for officers were held:

- i. Mr. Jackson was elected as Chair, with Messrs. Barron, Jackson, and Carrington and Misses Valaw and Guy voting in favor
- ii. Ms. Salinetto was selected as Vice Chair by consensus.
- iii. Ms. Valaw was selected as Secretary by consensus.

IV. Discussion of Available Documents, Policies and Procedures, and Community Engagement

a. Mr. Carter said he would distribute hard copies of the documents previously made available on Google Drive, due to members having problems accessing the documents online.

V. Meeting Schedule

a. Mr. Jackson suggested the Interim Board meet every two weeks. Mr. Carrington expressed the need for initial meetings to happen weekly, given the time lost and the amount of work needed to be done. Members agreed with Mr. Carrington and set the standing meeting day as Thursday, with the next meeting set for June 26. Mr. Wood would confirm the availability of City Council Chambers and the time for the meeting.

b. Ms. Valaw cited the need to make the meeting schedule public.

c. Board members were in agreement to also make meeting minutes public.

VI. Remarks

- a. Mr. Jackson requested that members send any potential agenda items for the next meeting to him.
- b. Mr. Carrington asked for clarification around the ability of the Executive Committee to make decisions for the Interim Board without the other members. Mr. Carter stated that in order for the Interim Board to pass anything the majority of members present at a scheduled meeting would need to vote in support.
- c. Mr. Jackson stated he would distribute the agenda to members in advance of the meeting. He asked for potential agenda items from members by Thursday, June 19, 2014 and he would then distribute the agenda two days before the scheduled meeting.
- d. Mr. Chintalapalli stated that he would distribute minutes from this meeting for review in advance of the next scheduled meeting. Members agreed to provide any changes and then they would vote to approve the minutes at the next meeting. The minutes would then be made available for the public online after Interim Board approval.

VII. Adjournment

- a. Meeting adjourned at 4:45 p.m.