



CITY OF PITTSBURGH
REQUEST FOR PROPOSALS (“RFP”
FOR DEPOSITORY SERVICES)

DATED: July 18th 2016

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In accordance with and subject to the provisions of the Pittsburgh Code, Title Two-Fiscal, Article III-Depositories, the City of Pittsburgh is soliciting proposals for the provision of depository services (a “Depository”) for the period January 1, 2017 through December 31, 2017.

It is the responsibility of the entity responding to this Request for Proposal (the “Responder”) to carefully read the entire Request for Proposal (“RFP”), which contains all provisions applicable to successful completion and submission of a proposal.

Recently, the City of Pittsburgh enacted legislation which amended the City of Pittsburgh Code (“City of Code”), Title Two-Fiscal, Article III-Depositories, Chapter 221-Contracts, by requiring financial institutions seeking to become City Depositories make a commitment to community reinvestment and responsible banking. The legislation also instructs the City Controller to evaluate banks with which the City does business as to their success or failure in meeting this commitment. A copy of the revised City Code provisions is attached to this RFP as Exhibit C.

Some highlights of the revised City Code provisions include:

- A. Any institution that desires a continuing or a new designation as a City depository is required to submit, at the time that institution initially applies to engage in such business and annually thereafter, unless otherwise specified, a sworn statement of its financial condition, showing the amount paid-in capital and surplus and its general financial condition. Such institutions must also submit information needed for evaluation of the policies and practices regarding housing and economic development of such depository or potential depository.
- B. All financial institutions participating in the bid process must pledge to make their best efforts to develop responsible lending and financing opportunities to support residential and commercial development of the City’s neighborhoods and execute a Community Reinvestment Plan which is to be submitted to the City. Examples of such efforts are provided at Section 221.02 (b) of the City Code.
- C. Pursuant to the City Code, for 2015, all depositories must submit a Community Reinvestment Plan. No depository shall be designated as an eligible depository unless it has executed a Community Reinvestment Plan.
- D. The Director of Finance is prohibited from keeping any City funds on deposit, or from investing in any bank, its affiliates, or other financial institution that makes predatory home loans, abusive payday loans, or other unscrupulous non-home loan or financial products. The Director of Finance is also prohibited from allowing City moneys to remain invested, or hereafter make investments in, stocks, securities, or other obligations

of any business entity that make predatory home and non-home loans or has an affiliate that, or is an affiliate of a bank or other financial institution that makes predatory loans or securities collateralized by any interest in predatory home and/or non-home loans.

- E. Each contract with a depository shall contain a requirement that the depository provide written notice to the Mayor and the Director of Finance ninety (90) days prior to the closing of any branch of such depository located within the City, and shall provide such notice within the thirty (30) days prior to the opening of any branch of such depository located within the City.
- F. The City Controller, on an annual basis, shall review and evaluate the information contained in the public sections of the evaluations and reports of financial institutions prepared by federal and state agencies pursuant to the Community Reinvestment Act of 1977 (“CRA”), 12 U.S.C. § 2901 *et seq.* A financial institution must meet at least a satisfactory CRA rating in order to be deemed a qualified depository.

The City Controller, on an annual basis, shall review and evaluate the information contained in the most recent disclosure statements filed by the financial institutions, In addition, the City Controller shall review any information deemed necessary or desirable in evaluating the performance of financial institutions.

- G. The City will generate a Responsible Banking and Neighborhood Reinvestment Score which shall be one of the factors, together with an analysis of the institution’s overall financial health and range of services offered to the City, used to determine at which level the City will continue to do business with the financial institution. For more information, please see Title Two, Article III, Sections 221.07 and 221.08 of the City Code.

Any ambiguity, inconsistency or error discovered in this RFP or any requests for interpretations, questions, or concerns must be brought to the attention of the City’s Department of Finance in writing (email is acceptable) **no later than July 29, 2016** to Jennifer Gula at the below address. All interpretations or corrections issued in writing by the City will be considered binding and shall be sent to all known recipients of this RFP via email. Please forward any questions to:

Jennifer Gula
City of Pittsburgh
Department of Finance
414 Grant Street, 1st Floor
Pittsburgh, PA 15219
Telephone: 412-255-2578

I. GENERAL INFORMATION

- A. **Due Date:** An original copy (stapled in the top left corner) of the Proposal is due by **4:45 PM Eastern Standard Time on August 31, 2016** to Jennifer Gula at the above address.
- B. **Proposal Delivery.** Submittals shall be sent by U.S. Mail or Hand Delivery, Submissions may not be sent by fax. Applications sent by mail must be postmarked on or before the aforementioned August 31, 2016 due date. Proposal submitted after this deadline will not be considered. Proposals should be mailed to the City Controller, First Floor, 414 Grant Street, City-County Building, Pittsburgh, PA 15219-2468. In addition to the original copy, and additional email copy must be sent to Jennifer Gula at Jennifer.Gula@pittsburghpa.gov by the due date. The email copy should be provided in Word or PDF, and data provided in Excel.
- C. **Format.** Proposals should be submitted on 8 ½”x 11” paper securely bound or stapled in the top left corner.
1. A Cover Sheet should be the first page of your proposal. It should be signed by the president, partner, or sole proprietor of the Responder transmitting the proposal indicating that the Responder agrees to and is bound by its Proposal as submitted unless modification are mutually agreed to by the City and said Responder in writing referenced in a written Depository Agreement.
 2. The Responder should feel free to attach additional pages, if necessary.
 3. A completed Scope of Work/Exhibit A (attached hereto) shall also be included as part of your Proposal.
 4. A completed Exhibit B (attached hereto) response to questionnaire with answers and supportive data shall also be included as part of your Proposal.
 5. Community Reinvestment Plan must be submitted with the Proposal in accordance with Title Two, Article III, Section 221.02 (c) of the City Code.
- D. **Review Process and Selection Criteria:**
1. In accordance with the provisions of Title Two, Article III, Chapter 221 of the City Code, proposals submitted by Responders shall be evaluated by the Director of Finance based upon the Respondent’s annual disclosures, the most recent

rankings and recommendations provided by the Reinvestment Review Committee and any other factors deemed necessary for the good of the City. The Director of Finance shall submit the proposals from potential depositories to City Council with recommendations. Council shall authorize those proposals that meet the standards set forth in the City Code and are most advantageous to the City. The Director of Finance and the City Council shall make every effort to recommend and authorize a diverse group of depositories which includes banks of all sizes.

2. City Council shall designate to the Director of Finance the active and inactive depositories for each ensuing year, specifying at least two (2) banks which shall be active depositories for general fund accounts, at least one (1) bank which shall be the active depository for bond fund accounts and other banks as Council shall deem necessary as active depositories for all other accounts.
3. The Mayor and Director of Finance, upon City Council approval, will be authorized to enter into new, or to extend existing, contracts with the financial institutions designated for the next ensuing fiscal year if the qualifications set forth in Title Two, Article III, Sections 221.02 of the City Code are met.
4. The financial institution shall enter into a written Depository Agreement under its seal with the City to accept and comply with all the conditions and provisions of the City Code and contracts and must agree to accept all the City moneys tendered to it and to pay the interest, if any thereon, in accordance with the City Code, and to safely keep and pay over all such moneys deposited with it. By accepting the deposit and executing the agreement aforesaid, the financial institution shall be held to agree to these provisions for itself, its successors and assigns.

E. Definitions

AGREEMENT: Agreement means the negotiated contract between the City of Pittsburgh and the Contractor for performing services set forth in this Request for Proposal (RFP).

ACTIVE DEPOSITORY is defined as a financial institution that holds City assets in an account which allows those assets to be withdrawn at any given time by the City.

BANKS refers to banks and trust companies.

CENSUS TRACT INCOME LEVEL as a percentage of metropolitan statistical area median, upper level refers to greater than or equal to 120%, middle level refers to less than 120% but greater than 80%, moderate refers to less than 80% but greater than 50%, and low refers to less than 50% but greater than .01%.

CHANGE: Change is the addition to, or reduction of, or other revision to the scope of work in the Contractor's proposal and in the Agreement.

CITY: City means the City of Pittsburgh, a municipal corporation of the Commonwealth of Pennsylvania, acting by and through its qualified officials and employees.

CITY DEPOSITORY means a financial institution receiving municipal deposits.

CITY MONEYS are funds of the City and other funds for which the City of any officer or employee thereof shall act as custodian or trustee, wherein the legal or equitable title in such funds shall belong to persons, co-partnerships, corporations or the federal or state government, or any agency or political subdivision thereof other than the City.

COMMUNITY DEVELOPMENT INVESTMENT means an investment that has as its primary purpose community development as defined in the Community Reinvestment Act (CRA).

COMMUNITY DEVELOPMENT LOAN means a loan that has its primary purpose community development as defined in the CRA, and is not otherwise collected and reported for consideration as a consumer, home or small business loan by the financial institution.

COMMUNITY HOUSING DEVELOPMENT ORGANIZATION is a not-for-profit community-based service organization whose staff members have the capacity to develop affordable housing for the community it serves and which meets the certification requirements set forth in the Code of Federal Regulations Title 24 Part 92.

COMMUNITY REINVESTMENT PLAN is a two-year plan describing community reinvestment goals.

DEPARTMENT: Department refers to the Department of Finance of the City of Pittsburgh.

DIRECTOR: Unless otherwise indicated, the term Director refers to the Director of Finance of the City of Pittsburgh and/or his/her designated representative.

FULL SERVICE BANKING means banking services as defined by the Federal Deposit Insurance Corporation (FDIC) in their Summary of Deposits Reporting Instructions that may include but are not limited to accepting deposits, making loans, opening and closing accounts, having a loan officer on site, normal business hours, full-time staff, phone, PC or web access, and may offer safe deposit facilities.

IN-ACTIVE DEPOSITORY is defined as a financial institution that holds City assets in an account which does not allow those assets to be withdrawn for whatever period of time designated by the account stipulations.

LENDING INSTITUTIONS are banks and mortgage lending institutions as defined herein.

LIMITED PURPOSE BANK means banks and trust companies that, because of their business structure, are designated by their primary bank regulatory agency as either “Limited Purpose” or “Wholesale” for compliance with the CRA, or do not have a branch office within the City of Pittsburgh.

LOW-INCOME means less than fifty percent (50%) of the median income for the Metropolitan Statistical Area.

LOW- TO MODERATE-INCOME means at least fifty percent (50%) but less than eighty percent (80%) of the median income for the Metropolitan Statistical Area.

MIDDLE INCOME means at least eighty percent (80%) but less than one hundred and twenty percent of the median income for the Metropolitan Statistical Area.

UPPER INCOME means greater than one hundred and twenty percent of the median income for the Metropolitan Statistical Area.

MINORITY BUSINESS ENTERPRISE means a business for which more than fifty percent (50%) of the ownership or control is held by one or more minority individuals and more than fifty percent (50%) of the net profit or loss accrues to one or more minority individuals.

MORTGAGE LENDING INSTITUTIONS are state and federal savings and loan associations, building and loan associations, savings banks and mutual thrift institutions which make in excess of thirty (30) percent of all their residential mortgages by number in the City in the twelve (12) months immediately preceding the month in which their bid is offered.

NEIGHBORHOOD DEVELOPMENT means an organized, community-based effort involving government, non-profit neighborhood groups, financial institutions, private individuals and resident leadership with the purpose of revitalizing residential, commercial and industrial areas in neighborhoods.

PREDATORY LENDER means a business entity that, through itself and/or an affiliate has made, issued or arranged, or assisted others in doing, within any 12 month period, predatory loans that comprise 5% of the total annual number of loans made, issued or arranged or 5% of the total annual number of loans which the business entity has assisted others in so making, issuing or arranging.

PREDATORY LOAN means a threshold or high cost loan that was made under circumstances that involve fraudulent or deceptive acts or practices, including fraudulent or deceptive marketing and sales efforts to sell high cost loans.

HISTORIC PRESERVATION NEIGHBORHOOD means a neighborhood that has received a local historic designation and/or a national historic designation.

COMMUNITY DEVELOPMENT FINANCIAL INSTITUTION (CDFI) means a mission driven financial institution which creates economic opportunity

through providing credit and financial services to underserved markets and populations.

MINORITY LED COMMUNITY ORGANIZATION means a community organization for which at least 51% of the board is comprised of minority representation.

II. MBE/WBE

- A. Minority Business Enterprise (MBE) and/or Women Business Enterprise (WBE) participation is requested in all City of Pittsburgh contracts. Such participation may be demonstrated by utilization of MBE/WBE firms through the use of subcontracts with such firms in support services, supplies, etc. The response shall include in the proposal a plan on how and to what extent the MBE/WBE participation will be utilized, a copy of a current MBE/WBE certification(s) and a letter(s) of commitment signed by the MBE/WBE subcontractor(s) must be submitted with the proposal. The Pennsylvania Unified Certification program which includes, PENNDOT, County of Allegheny, City of Philadelphia, the Commonwealth of Pennsylvania Department of General Services, and the Port Authority of Allegheny County are recognized governmental certifications. In addition, certifications from the Small Business Administration 8a program are acceptable. Certifications from private “local” purchasing Councils are reviewed on a case by case basis at the discretion of the Equal Opportunity Review Commission.
- B. The City also requires that all respondents demonstrate good faith efforts to obtain the participation of veteran-owned businesses in work to be performed under City contracts. The levels of veteran-owned participation will be monitored by the City’s Department of Finance.
- C. The goals suggested by the City of Pittsburgh for the MBE/WBE are 25% of the dollar amount of the amount under contract.
- D. The Equal Opportunity Review Commission of the City of Pittsburgh will review each proposal in cooperation with the Mayors appointed Commission and may authorize waivers of this requirement in cases where these conditions cannot be met.
- E. In order to demonstrate good faith commitment to these goals, all respondents are required to complete and submit with their responses either: the attached MBE/WBE Solicitation and Commitment Form (which details the efforts made by the respondent to obtain such participation), or the attached MBE/WBE Solicitation and Commitment Form–Waiver Request (both attached as .PDFs), which details why no MBE/WBE business participation could be obtained.

Failure to submit either of these forms will result in rejection of the response. Copies of these forms are provided.

- F. For further information, including definitions and additional requirements, please see Chapter 177A (Sections 177A.01 et. Seq.) of the City code and Section 161.40 of the Pittsburgh City Code.

III. ADDITIONAL INFORMATION:

- A. Responders are responsible for all costs associated with responses to this RFP. In no event shall the City be responsible for any costs related to the preparation of a response to this RFP or for attending any requested meetings contemplated in this RFP.
- B. Through this RFP process the City is seeking to diversify the sizes of banks acting as Depositories. To that end, the City encourages small and intermediate small banks to submit an application. For the purposes of this RFP, small and intermediate small means the inability to hold deposits greater than ten million dollars. Small and intermediate small status alone will not disqualify or act as a hindrance in the scoring and evaluation process.
- C. Applications should be based on cleaned 2014 HMDA data, not 2015.
- D. The City reserves and may exercise the following rights and options with respect to this selection process:
 - 1. To reject any and all proposals and reissue the RFP at any time prior to execution of a final contract, if, in the City's opinion, it is in the City's best interest to do so.
 - 2. To supplement, amend, substitute, or otherwise modify this RFP at any time prior to selection of one or more responders for negotiation and to cancel this RFP with or without issuing another RFP.
 - 3. To accept or reject any or all of the items in any proposal and award the contract in whole or in part if it is deemed in the City's best interest to do so.

As noted above, the City may also choose to select more than one Depository.

- 4. To reject the proposal of any Responder who, in the City's sole judgment, has been delinquent or unfaithful in the performance of any contract with the City, is financially or technically incapable or is otherwise not a responsible proposer.

5. To reject as informal or non-responsive, any proposal which, in the City's sole judgment, is incomplete, is not in conformity with applicable law, is conditional in any way, or deviates from the mandated requirements of the RFP.
6. To waive any informality, defect, non-responsiveness and/or deviation from this RFP that is not, in the City's sole judgment, material to the proposal.
7. To permit or reject, at the City's sole discretion, amendments (including information inadvertently omitted), modifications, alterations and/or corrections to proposals by some or all of the Responders following proposals submission.
8. At the City's sole discretion, to request that some or all of the Responders modify proposals or provide additional information.

IV. MISCELLANEOUS

- A. Conflict of Interest. By submission of a proposal to this RFP, Responder agrees that it presently has no interest and shall not have any interest, direct or indirect, which would conflict in any manner with the performance of the services required under this RFP.
- B. Fair Trade Certification. By responding to this RFP, the Respondent certifies that no attempt has been made, or will be made, by the Respondent to induce any other person or firm to submit or not to submit a submission for the purpose of restricting competition
- C. Debarment. This RFP is also subject to Section 161.22 of the City of Pittsburgh Code related to debarment from bidding on and participating in City contracts.
- D. No proposal shall be accepted from, or contract awarded to, any individual or firm in which any City employee, director, or official has a direct or indirect financial interest in violation of applicable City and State ethics rules. Entities that are legally related to each other or to a common entity which seek to submit separate and competing proposals must disclose nature of their relatedness.
- E. Pursuant to Section 161.36 of the Pittsburgh City Code, a Responder must include a disclosure of any finder's fees, fee splitting, firm affiliation or relationship with any broker-dealer, payments to consultants, lobbyists, or commissioned representatives or other contractual arrangements of the firm that could present a real or perceived conflict of interest.

- F. Through this RFP process, the City is seeking to award to one or more Depositories for the maximum public benefit. As such, the selected Depositories shall be based on a combination of selection factors and is not based on best price or best rates alone.
 - G. Veteran-Owned Small Business and MBE/WBE. Responders to this RFP agree to assist the City's efforts to encourage the participation of veterans, minorities, and women in City contracts by making a good-faith effort to utilize veterans, minorities, and women in performing the work required under this RFP.
- V. **EXHIBITS: The attached Exhibits A, B, C, and D must be fully completed for consideration by City. In addition, Respondent's must comply with the terms and requirement of the City Code, including those set forth in Title Two, Article III, Chapter 221,**

EXHIBIT A

To the Mayor and the Director of Finance of the City of Pittsburgh:

- I. Subject to the provisions of the Pittsburgh Code, Title Two-Fiscal, Article III-Depositories, and pursuant to the advertisements To Act as a depository for monies of the City of Pittsburgh for a period of one (1) year beginning January 1, 2017 and continued with consent of both the City and the Depository.**

- II. To be a member of the appropriate Federal insurance agencies as of January 1, 2017 and to remain such a member through to December 31, 2017.**

- III. To deliver securities:**
 - A. To a third party bank for safekeeping, as provided in the Pittsburgh Code, Section 223.02, "Securing City Deposits", for the security of the moneys on deposit.**

 - B. To pool pursuant to Pennsylvania Act No.72 of the Session of 1971.**

 - C. When applicable, provide a letter of credit through the Federal Home Loan Bank.**

One such method of collateralization must be selected at the time of City deposit. However, this method may be changed with written notice and subsequent approval of the City during the year. Moreover, the City may require a specific method of collateralization from a specific depository.

- IV. To compute and pay to the City of Pittsburgh interest on daily balances of all moneys of the City of Pittsburgh on Inactive Deposits in this institution at the maturity of each investment.**

- V. A. To offer to the City at the time of quotation the highest per annum rate for investment instruments, the depository offers at that particular time of day, to any customer for comparable amounts (using the aggregate total of funds being invested by the City with the Depository that day), comparable maturities, comparable collateralization requirements and comparable investment vehicles, with interest to be calculated on the basis of actual days elapsed in year of 365 days or on such other basis acceptable to the City as is customary for the particular investment vehicle.**
 - B. Commercial Banks: To offer to purchase obligations of the U.S. Treasury, fully collateralized Certificate of Deposits, and Repurchase Agreements held in the name of the City for the account of the City of Pittsburgh, classified as open, overnight, or term transactions with \$100,000 minimum investment with the certificate of deposit**

agreement collateral held in the name of the City of Pittsburgh. This is subject to availability.

C. All other lending institutions not considered a Commercial Bank: To offer to purchase fully collateralized Certificates of Deposits for the account of the City of Pittsburgh.

D. 1. For those institutions desiring to bid market rate: (subject to the provisions specified in this proposal, i.e. 5. (B)).

2. For those institutions desiring to bid a fixed rate:

Fully collateralized Certificates of Deposit whose rate is fixed with the maturities of:

_____ % 7 to 13 days

_____ % 14 to 29 days

_____ % 30 to 59 days

_____ % 60 to 89 days

_____ % 90 to 119 days

_____ % 120 to 179 days

_____ % 180 to 1 year

_____ % 1 year

Each institution pledges to engage in an active secondary market on all securities held for the account of the City of Pittsburgh, other than securities issued by such institutions itself.

D. Non-pool collateral must be in direct obligation of the U.S. Treasury or obligations guaranteed both principal and interest by the full faith and credit of the Federal Government held in safekeeping in the name of the City of Pittsburgh unless an investment agreement provides to the contrary. Substitution of collateral must be authorized in writing prior to the time of the actual substitution.

F. Banks shall advise the City in writing of any changes or proposed changes instituted by the Federal Government Regulatory Board or its agencies.

G. If applicable, Master Repurchase Agreements will be negotiated and entered into separately from said Depository Agreement. However, the Institution must be a designated City Depository for the current year.

VI. A. To be eligible for City of Pittsburgh Demand Deposits, Depositories must have a satisfactory or better Community Reinvestment Rating as set forth in the Community Reinvestment Act of 1977 (“CRA”), 12 U.S.C. § 2901 *et seq.*, and demonstrated commitment to the City of Pittsburgh and its citizens. Preference in terms of demand deposits shall be given to qualifying institutions that have earned an Outstanding CRA rating.

B. Any lending institution accepting deposits of City money as a depository hereunder hereby pledges, in writing, as follows:

“We pledge not to arbitrarily reject mortgage loans for residential property within a specified geographic area in Pittsburgh because of the location and/or age of the property. We also pledge to make loans available on residential property regardless of race and income status.”

C. Depositories shall attach and make part of this proposal all information requested in Exhibit B regarding Community Reinvestment Activity.

VII. Quarterly independent bank rating service reports:

Each successful Responder, upon request, whether an active or inactive depository, shall provide to the City at the Responder’s cost, a quarterly report from qualified bank rating services. The rating service may also include the Quarterly Financial condition reports which are submitted to regulatory agencies.*

***FINANCIAL STATEMENTS MUST BE OF THE BANK ONLY AND NOT OF THE PARENT OR HOLDING COMPANY OR CORPORATION.**

VIII. A. To offer banking services on the compensation balance method of payment calculated on quarterly or semi-annually basis as agreed upon between the Depository and the City, direct fees or a combination of fees and compensating balances, including, but not limited to: wire transfers, lockbox, holding accounts, coin and currency services, automated bank reporting service, safekeeping, account analysis, account reconciliation, business checking accounts, demand deposit accounts and treasury management systems, availability schedule updates and local clearing house information, credit card programs, all trust services. In addition, a listing of all current banking fees including ATM user fees should be attached to and incorporated herein to this proposal.

B. The compensating balance earnings shall be computed and offered to the City as the Bank offers to all of its customers.

C. All fees for banking services shall be set January 1, 2017 and remain fixed until December 31, 2017 and shall not be subject to change unless agreed to in writing by both parties.

- IX. To come into, and remain in compliance with, Title Two, Article III, Chapter 221-Contracts of the City Code, during the calendar year of 2017. This includes compliance with Section 221.02(d) of the City Code regarding investment in Northern Ireland.**

- X. As required by Title Two, Article III, Section 221.02 of the City Code, to attach and make part of this proposal, a sworn statement of the Responder's financial condition, showing the amount of paid in capital and surplus and its general financial condition, as well as information needed for evaluation of the policies and practices regarding housing and economic development of such depository or potential depository. The information shall be reported for the institution and its affiliates and subsidiaries in the aggregate.**

- XI. All Depositories must provide the City Treasurer with all Home Mortgage Disclosure Statements, and Community Reinvestment Act statements.**

- XII. Responders must also attach certification of membership in the appropriate Federal Insurance Agency.**

- XIII. It should be noted that the City will require all successful Responders to provide proof of:**
 - A. Membership to Federal Reserve Pool Agreement as per Act 72 of 1971 or Membership to Federal Home Loan Bank and,**

 - B. Federal Tax Identification Number, and**

 - C. Ability to provide safekeeping for collateral posted in manners not part of any letter of credit or pool arrangements. The City will further require successful Responders to allow inspection of collateral or other measures deemed appropriate by the Director of Finance to verify the pledging of securities or collateral, to be held in the name of the City, at any time. Collateral reports specifying securities used will be due by the third business day of each month for the preceding month.**

- XIV. All monthly and quarterly reports not submitted with the proposal should be mailed to:**

Margaret L. Lanier, Treasurer

**Department of Finance
414 Grant Street
Pittsburgh, Pennsylvania 15219**

- XV. Each active depository shall have a capital and surplus of at least one million dollars (\$1,000,000.00). The active and inactive deposits in any bank shall never at any time be in excess of forty (40) percent of its capital and surplus, as shown by the last statement filed by the bank with the Treasurer. The inactive deposits in any mortgage lending institution shall at no time be in excess of forty (40) percent of its net worth, as shown by the last statement filed by the mortgage lending institution with the Treasurer.**

_____	_____
Depository	Authorized Officer
_____	_____
Date	Date

Exhibit B- Community Reinvestment Information

The City of Pittsburgh recognizes that each financial institution focuses on different core areas of Community Reinvestment, and requests complete and measurable responses in the following areas of neighborhood revitalization programs. Pursuant to the City of Pittsburgh Responsible Banking Ordinance, Title II (Fiscal), Article III (Depositories), Section 221.02, any institution that desires a continuing or new designation as a City depository shall submit the information for the evaluation of policies and practices regarding housing and economic development of such depository, or potential depository within City of Pittsburgh neighborhoods.

Please note that for Exhibit B, we are only concerned with the statistical data from institutional operations within the boundaries of the City of Pittsburgh.

Section I: Requested Financial and Lending Data

A. Residential Lending Information

The Lending Data for each type (applied for and originated during the previous calendar year) shall be provided for the entire City, and for each census block group if recorded at this census level by the candidate institution, or at the census tract level if the candidate institution does not record data at the block group level. Respondents should report the following categories:

1. One- to four-family home purchase loans, both federally insured and conventional loans (*grouped by census tract income level*);
2. Refinancing of home loans;
3. Home improvement loans;
4. Home equity loans;
5. Multi-family loans;
6. Loans to non-occupant owners of a single family housing;
7. Defaults and delinquencies on home loans. (*This section will be reported only for the entire City, not for each census tract*);
8. Real Estate Owned properties.
9. Loans and investments in historic preservation neighborhoods.

B. Small Business Lending Information

The total number and the total dollar amount of small business loans originated during the previous calendar year in the aggregate for the entire City of Pittsburgh, grouped according to income level of the Census tract where the business is located and revenue size.

1. The total number and the total dollar amount of small business loans originated during the previous calendar year in the aggregate for minority business enterprises in the entire City.

- a. Provide a breakdown of the above by Loans to small businesses with revenues above \$1 million shall be reported separately from loans to small businesses with revenues under \$1 million. *(The City depository will use the same data reporting procedures that are federally mandated by the Community Reinvestment Act of 1977 (“CRA”), 12 U.S.C. § 2901 et seq. for reporting small business loans).*

C. Community development loans and investments

The number and dollar amount of community development loans and investments including loans and investments for affordable housing, small business development, economic development, and community facilities (a) for the entire City, and (b) for each census block group within the City if recorded at this census level by the candidate institution, or at the census tract level if the candidate institution does not record data at the block group level.

2. Affordable housing for low- or moderate-income individuals;
 - a. Investment
 - b. Loans
3. Community services targeted to low- or moderate-income individuals;
 - a. Investment
 - b. Loans
4. Activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration’s Development Company or Small Business Investment Company programs or have gross annual revenues of \$1 million or less, or
 - a. Investment
 - b. Loans
5. Activities that revitalize or stabilize low- or moderate-income geographies.

D. Branches and Deposits

The number of branches by census tract income level, ATMs, and number and dollar amount of deposits for the entire City as of June 30th of the preceding year, including the location of each branch.

E. Consumer Loan Data

The number and dollar amount of consumer loans for the entire City at the census tract level. Price information shall be reported in a manner similar to the federally mandated reporting requirements for HMDA data. *(This shall only be reported by those financial institutions that choose to collect the relevant data for CRA consideration).*

- F. Most Recent Annual Report**, including financial data, or SEC 10-K report with quarterly financial updates and other subsequent filings.

G. Most Recent “Community Reinvestment Act Performance Evaluation” issued by the federal regulatory agency and authorized to conduct such evaluations.

H. Total Number of Loans made by the financial institution

I. Total Amount of Loans made by the financial institution

J. Total Number of Loans made to residents of the City of Pittsburgh

K. Total Amount of Loans made to residents of the City of Pittsburgh

Section II: Community Reinvestment Plan

Pursuant to the City Code, for 2016, any institution that desires a continuing or new designation as a City Depository must submit a Community Reinvestment Plan. Eligible depositories shall submit their Community Reinvestment Plans to the Controller’s office for record keeping purposes. Limited purpose banks may submit a Community Reinvestment Plan consistent with their CRA designation that may include only their community development lending, investment, or service activities.

The Plan shall include current and proposed initiatives, services, products, and areas of activity that address the financial needs of the City of Pittsburgh, its residents (*including low- to moderate-income and minority residents*) and businesses (*including women and minority owned businesses*) offered by the financial institution. Respondents should report within the submitted Community Reinvestment Plan, in what manner do current and proposed initiatives, services, products, and areas of activity correspond to the following categories:

- A. Small Consumer Loans**, including those that serve as an alternative to payday loans;
- B. Affordable check cashing and other transactional services used by consumers with limited banking accounts or experience;**
- C. Participation in City-sponsored neighborhood development programs and consortiums;**
- D. Equitable contributions to community based non-profit organizations in the City that engage in neighborhood development;**
 - a. Grants**
 - b. Investments**

- E. Provision of full service banking in City neighborhoods, including branches, services, and technologies;**
- F. Plans to provide and market loans and investment products that help create loans throughout the City, (*including low- to moderate-income neighborhoods and low- to moderate-income consumers*);**
- G. Plans to provide and market loans and investment products that help create loans to residents of historic communities to promote and enhance housing stock and improve quality of life; (census tracks provided in attachment)**
- H. Plans to engage with Community Housing Development Organizations (CHDO) to assist with the development, financing and investment of affordable housing;**
- I. Plans to engage with Community Development Financial Institutions (CDFI) to assist with, but not limited to, the development, financing and investment of affordable and market rate housing, and to assist with the development, financing and investment of women and minority owned businesses;**
- J. The Community Reinvestment Plan shall also indicate how the depository will match or exceed peer performance in lending and investment to the target groups.**

Section III: (Optional) Please provide any other appropriate information articulating your bank's commitment to Community Reinvestment within the City of Pittsburgh and its neighborhoods.

EXHIBIT C

In order to fulfill the requirements of the RFP, applicants must present a Community Reinvestment Plan (CRP) specific to the City of Pittsburgh. The CRP, which is to be updated every two years, must include current and proposed initiatives that address low- to moderate-income and minority Pittsburgh residents and minority- and women-owned Pittsburgh businesses. Each submission is scored on a 0-5 scale; failure to present a tailored CRP will potentially result in ineligibility. For guidance on how to construct a successful CRP, please see the outline below.

- I. COMPANY OVERVIEW**
 - a. History
 - b. Areas served
- II. BANK/CRP MISSION STATEMENT**
 - a. Mission
 - b. Explanation of commitment
- III. ECONOMIC DEVELOPMENT**
 - a. CRA investments
 - b. Lending to businesses and nonprofits that address the needs of LMI communities in the City of Pittsburgh
- IV. SMALL BUSINESS LENDING**
- V. FULL-SERVICE BANKING**
 - a. Serving unbanked and underbanked communities
 - b. Technology and deposit products for LMI customers
- VI. CRA-QUALIFIED HOME LENDING**
 - a. Single family
 - b. Multi-family
- VII. PHILANTHROPY**
 - a. Direct giving and grantmaking
 - b. Sponsorships
 - c. Technical assistance
- VIII. ADDITIONAL INFORMATION DETAILING COMMITMENT TO THE CITY OF PITTSBURGH, ITS CITIZENS, BUSINESSES, AND NONPROFITS**
 - a. Work with CBOs/CHDOs
 - b. Workforce and board diversity
 - c. Supplier diversity