

Bill No. 7964-14

No. 07-14-RE

A RESOLUTION

A Resolution of the County Council of Allegheny County amending the Potato Garden Run Tax Increment Financing Plan and authorizing related actions.

Whereas, on November 21, 2006 pursuant to the Tax Increment Financing Act, 53 P.S. §6930.1 et. seq. ("Act"), and in cooperation with the Township of Findlay (the "Township"), the West Allegheny School District (the "School District"), and the Redevelopment Authority of Allegheny County (the "Redevelopment Authority"), the County of Allegheny, Pennsylvania (the "County") adopted legislation creating the "Potato Garden Run Tax Increment Financing District (the "TIF District"); and

Whereas, development within the TIF District has occurred substantially in accordance with the tax increment financing plan attached hereto and incorporated herein as Exhibit "A" (the "Original TIF Plan"); and

Whereas, the Redevelopment Authority and Imperial Land Corporation (the "Developer") have requested that the County, the Township, and the School District amend the Original TIF Plan by removing the currently undeveloped parcels of property identified in Exhibit "B" to this Resolution (the "Released Parcels") from the TIF District; and

Whereas, pursuant to 53 P.S. § 6930.5 (a)(8) of the Act, the governing body of the municipality which created the TIF District may at any time, subject to 53 P.S. §6930.6(c), adopt an amendment to the Original TIF Plan, which shall be subject to approval in the same manner as the original project plan; and

Whereas, the Redevelopment Authority has made formal presentations to the governing bodies of each of the Township, the County, and School District, describing the proposed amendments to the Original TIF Plan, and each of the Taxing Bodies designated its representative to meet with the Redevelopment Authority to discuss the amendments and to prepare the First Amendment to the Tax Increment Financing Plan for the Potato Garden Run Tax Increment Financing Project attached hereto as Exhibit "B" (the "First Amendment") and submitted it to their respective governing bodies, as required by the TIF Act (the Original TIF Plan, as amended by the First Amendment, is referred to hereinafter as the "Amended TIF Plan"); and

Whereas, the County is expected to benefit from the amendment of the TIF District and the TIF Plan by simulation of private investment, increases in property values, creation of employment opportunities, and improvement of surrounding properties; and

Whereas, the Council of Allegheny County ("Council") believes that approval of the First Amendment and amendment of the Original TIF Plan will benefit the health, safety and welfare of the citizens of the County.

The Council of the County of Allegheny hereby resolves as follows:

SECTION 1. Incorporation of the Preamble.

The provisions set forth in the preamble to this Resolution are incorporated by reference in their entirety herein.

SECTION 2. Terms Defined.

Terms used in the Recitals to these Resolutions are herein used as therein defined.

SECTION 3. Amendment of TIF Plan.

The Council hereby authorizes the following:

- (a) The First Amendment to TIF Plan prepared by the Authority for financing certain costs of construction within the Potato Garden Run TIF District, attached hereto as Exhibit A is hereby adopted.
- (b) The boundaries of the TIF District shall be as identified in the Amended TIF Plan and shall include only those whole units of property assessed or to be assessable for general property tax purposes.
- (c) The life of the TIF District shall not be extended beyond its current expiration date, which is November 21, 2026.
- (d) The name of the TIF District shall continue to be the "*Potato Garden Run Tax Increment Financing District*".

SECTION 4. Findings.

After due consideration, the Council finds as follows:

- (a) The TIF District, as amended, is a contiguous geographic area within a redevelopment area;
- (b) The improvement of the area is likely to enhance significantly the value of substantially all of the other real property in the TIF District;

- (c) The aggregate value of equalized taxable property of the TIF District, plus all existing tax increment districts, does not exceed 10% of the total value of equalized taxable property within the County;
- (d) The area comprising the TIF District as a whole has not been subject to adequate growth and development through investment by private enterprise and would not reasonably be anticipated to be adequately developed or further developed without the amendment of the Original TIF Plan;
- (e) No individuals, families, and small businesses will be displaced by the Amended TIF Plan and there exists no need for relocation;
- (f) The Amended TIF Plan conforms to the County's Master Plan, if any;
- (g) The Amended TIF Plan will afford maximum opportunity, consistent with the sound needs of the community as a whole, for the rehabilitation or the redevelopment of the TIF District by private enterprise; and
- (h) The Amended TIF District is a blighted area containing characteristics of blight as described in the Urban Redevelopment Law and the TIF Project to be undertaken is necessary to eliminate such conditions of blight.

SECTION 5. Notification of Actions.

The Chief Clerk of County Council or the County Manager is directed to deliver a copy of this resolution to the Township and the School District, as provided in the Act.

SECTION 6. Cooperative Actions.

The appropriate public officials of the County are hereby directed to take such additional action in cooperation with the Authority, the City, and the School District in furtherance of the amendment of the TIF Plan.

SECTION 7. Severability. *If any provision of this Resolution shall be determined to be unlawful, invalid, void or unenforceable, then that provision shall be considered severable from the remaining provisions of this Resolution which shall be in full force and effect.*

EXHIBIT A

POTATO GARDEN RUN TAX INCREMENT FINANCING PLAN

ATTACHED

EXHIBIT B

FIRST AMENDMENT TO THE TAX INCREMENT FINANCING PLAN
THE POTATO GARDEN RUN TAX INCREMENT FINANCING PROJECT

ATTACHED

SUMMARY OF LEGISLATION
FIRST AMENDMENT TO THE TAX INCREMENT FINANCING PLAN
THE POTATO GARDEN RUN TAX INCREMENT FINANCING PROJECT
SUBMITTED FOR COUNCIL JANUARY 14, 2014

The original Potato Garden Run TIF closed September 21, 2007 and generated proceeds of \$2.8 million from a Series A Note and \$160,900 from a Series B Note. Proceeds were used to fund infrastructure costs for a Tax Increment Financing District. Imperial Land Corporation, the developer, successfully completed phase one of Findlay Industrial Park resulting in three new buildings encompassing 326,000 SF, all of which are owner-occupied.

The Amendment to the Potato Garden Run (PGR) Tax Increment Financing Plan (“The Amendment”) will decrease the size of the District, allowing for the creation of a new TIF District; the Westport Tax Increment Financing District. The size of the PGR TIF District under the Amendment will be reduced to approximately 40 acres. The amended District will include Phase I of the Findlay Industrial Park, currently home to Appliance Dealers Cooperative, Okonite, and ALRO Steel facilities.

The Westport TIF District will help finance public infrastructure including public roadway extensions, associated site preparation, and utility extensions. This infrastructure will allow for future development of both Westport Woods and additional development within Findlay Industrial Park.

Financial projections included in the Amendment do not show a significant effect on the PGR TIF District debt repayment schedule.

REDEVELOPMENT AUTHORITY OF ALLEGHENY COUNTY

First Amendment to the Tax Increment Financing Plan for the Potato Garden Run Tax Increment Financing Project (the "First Amendment")

November 2013

BACKGROUND STATEMENT

Pursuant to the Pennsylvania Tax Increment Financing Act (the "**TIF Act**"), on November 21, 2006, the County of Allegheny, Pennsylvania (the "**County**") adopted legislation creating the "Potato Garden Run Tax Increment Financing District (the "**Potato Garden Run TIF District**"). The Potato Garden Run TIF District was created in cooperation with the Township of Findlay (the "**Township**"), the West Allegheny School District (the "**School District**") and the Redevelopment Authority of Allegheny County (the "**Redevelopment Authority**") for the purpose of facilitating financing of public infrastructure improvements in connection with commercial development within the Potato Garden Run TIF District (the "**Project**").

The Township, the County, the School District (collectively, the "**Taxing Bodies**") and the Redevelopment Authority previously approved the plan for financing the Project attached hereto as Exhibit A (the "**Original TIF Plan**"). Pursuant to the Original TIF Plan and a Trust Indenture dated as of September 21, 2007 (the "**Indenture**") between the Redevelopment Authority and Wells Fargo Bank, N.A. (the "**Trustee**"), the Redevelopment Authority issued its Tax Increment Financing Funding Notes, in two series, in the aggregate principal amount of \$2,960,900 (together, the "**2007 TIF Notes**"). Under the terms of a Note Placement Agreement dated as of September 21, 2007 between the Redevelopment Authority and the Pennsylvania Department of Community and Economic Development (the "**DCED**"), the DCED purchased the \$2,800,000 principal amount 2007 Series A TIF Note (the "**Series A Note**") from the Redevelopment Authority. Pursuant to a separate Note Placement Agreement dated as of September 21, 2007 between the Redevelopment Authority and the Economic Development Fund (the "**EDF**"), the EDF purchased the \$160,900 principal amount 2007 Series B TIF Note (the "**Series B Note**") from the Redevelopment Authority.

Repayment of the 2007 TIF Notes is secured by the pledge of incremental real estate taxes generated from development within the Potato Garden Run TIF District (the "**Pledged Increment**"). Repayment of the Series A Note is also secured pursuant to an Agreement Regarding Valuation, Assessment and Minimum Payment dated as of September 21, 2007 (the "**Payment Agreement**") between the Redevelopment Authority and Imperial Land Corporation, a Pennsylvania business corporation (the "**Developer**"). Under the terms of the Payment Agreement, the Developer has agreed, among other things, to made Additional Payments (as

defined in the Payment Agreement) to the Trustee, as assignee of the Redevelopment Authority, in the event that Pledged Increment is insufficient in any year to pay the debt service on the Series A Note.

The Redevelopment Authority and the Developer have requested, and the Taxing Bodies have agreed, to amend the Original TIF Plan by removing the currently undeveloped parcels of property identified in Exhibit "B" to this First Amendment (the "**Released Parcels**") from the Potato Garden Run TIF District. The DCED and the EDF, as holders of the 2007 TIF Notes, have both provided their prior, written consent to such amendments.

Contemporaneously with the adoption of this First Amendment, the Redevelopment Authority and the Taxing Bodies expect to adopt the Westport Woods Tax Increment Financing Plan (the "**Westport Woods TIF Plan**"). The Westport Woods TIF Plan includes a plan for financing development of infrastructure improvements within a newly created TIF District that will be comprised of some or all of the Released Parcels. Adoption and implementation of this First Amendment to the Potato Garden Run TIF Plan is contingent upon the adoption and implementation of the Westport Woods TIF Plan.

According to Section 6930.5 (a)(8) of the TIF Act, the governing body of the municipality creating the Potato Garden Run TIF District may at any time adopt an amendment to the Original TIF Plan, which shall be subject to approval in the same manner as the original project plan.

The Redevelopment Authority has made formal presentations to the governing bodies of each of the Township, the County and School District, describing the proposed amendments to the Original TIF Plan set forth in this First Amendment, and each of the Taxing Bodies has designated its representative to meet with the Redevelopment Authority to discuss the amendments. Such representatives and the Redevelopment Authority prepared this First Amendment and submitted it to their respective governing bodies, as required by the TIF Act. The Original TIF Plan, as amended by this First Amendment, is referred to hereinafter as the "**Potato Garden Run TIF Plan**".

First Amendment to the
Tax Increment Financing Plan for the
Potato Garden Run Tax Increment Financing Project

I. Statement Listing the Kind, Number and Location of all Proposed Public Works or Improvements and/or all Residential, Commercial or Industrial Development and Revitalization Improvements.

No amendment to the Original TIF Plan's description of proposed improvements is contemplated. See Exhibit A

II. Economic Feasibility Study of the Project and the Fiscal Effects on the Municipal Tax Base.

The principal reason that the Taxing Bodies and the Redevelopment Authority have determined to amend the Original TIF Plan is to promote additional development in the area that presently includes and surrounds the Potato Garden Run TIF District. Pursuant to this First Amendment, the properties identified on Exhibit "B" hereto (the "**Released Parcels**") shall be removed from within the boundaries of the Potato Garden Run TIF District. Upon removal of the Released Parcels from the Potato Garden Run TIF District, the Redevelopment Authority proposes to include some or all of the Released Parcels in a new tax increment finance district that will be created to capitalize on growth opportunities in the area surrounding Pittsburgh International Airport. Removal of the Released Parcels from the Potato Garden Run TIF District will not adversely impact the ability of the Redevelopment Authority to repay the 2007 TIF Notes according to their terms.

Attached as Exhibit "C" is a schedule of projected revenues and expenses relative to the Potato Garden Run TIF District and the 2007 TIF Notes, showing the impact of the removal of the Released Parcels from within the Potato Garden Run TIF District. In 2013, a County-wide property reassessment was completed. As a result, the 2013 total assessed value of the three properties remaining within the Potato Garden Run TIF District after the Amendment of the Original TIF Plan is \$18,752,700, which represents a 23% increase in assessed value from 2012. In order to prevent a tax windfall, the taxing bodies have established "equalizing millages." Due to the equalizing millage rates, there is not expected to be a material change in the amount of pledged tax increment generated from the properties in the Potato Garden Run TIF. The financial model shown in Exhibit C reflects both the original millage rates of the taxing bodies and the 2002 base assessed property values.

The economic feasibility of the Project and the fiscal effects on the municipal tax base are not expected to change as a result of this First Amendment, therefore no new economic feasibility study has been prepared.

Attached as Exhibit "B" is a map showing the boundary lines of the Potato Garden Run TIF District, as amended.

III. Detailed List of Estimated Project Costs.

No amendment to the Original TIF Plan's description of the estimated project costs is contemplated. See Exhibit A

IV. Description of the Methods of Financing All Estimated Project Costs and the Time When Related Costs or Monetary Obligations are to be Incurred.

No amendment to the Original TIF Plan's description of the methods of financing and the timing of expenditures is contemplated. See Exhibit A

V. Map Showing Existing Uses and Conditions of Real Property in the District

See Exhibit "B" attached hereto.

VI. Map showing Proposed Improvements and Uses Therein

See Exhibit "B" attached hereto.

VII. Proposed Changes of any Zoning Ordinance, Master Plan, Map , Building Code or Ordinance

No amendment to the Original TIF Plan's statement regarding proposed regulatory changes is contemplated. See Exhibit A

VIII. List of Estimated Non-project Costs

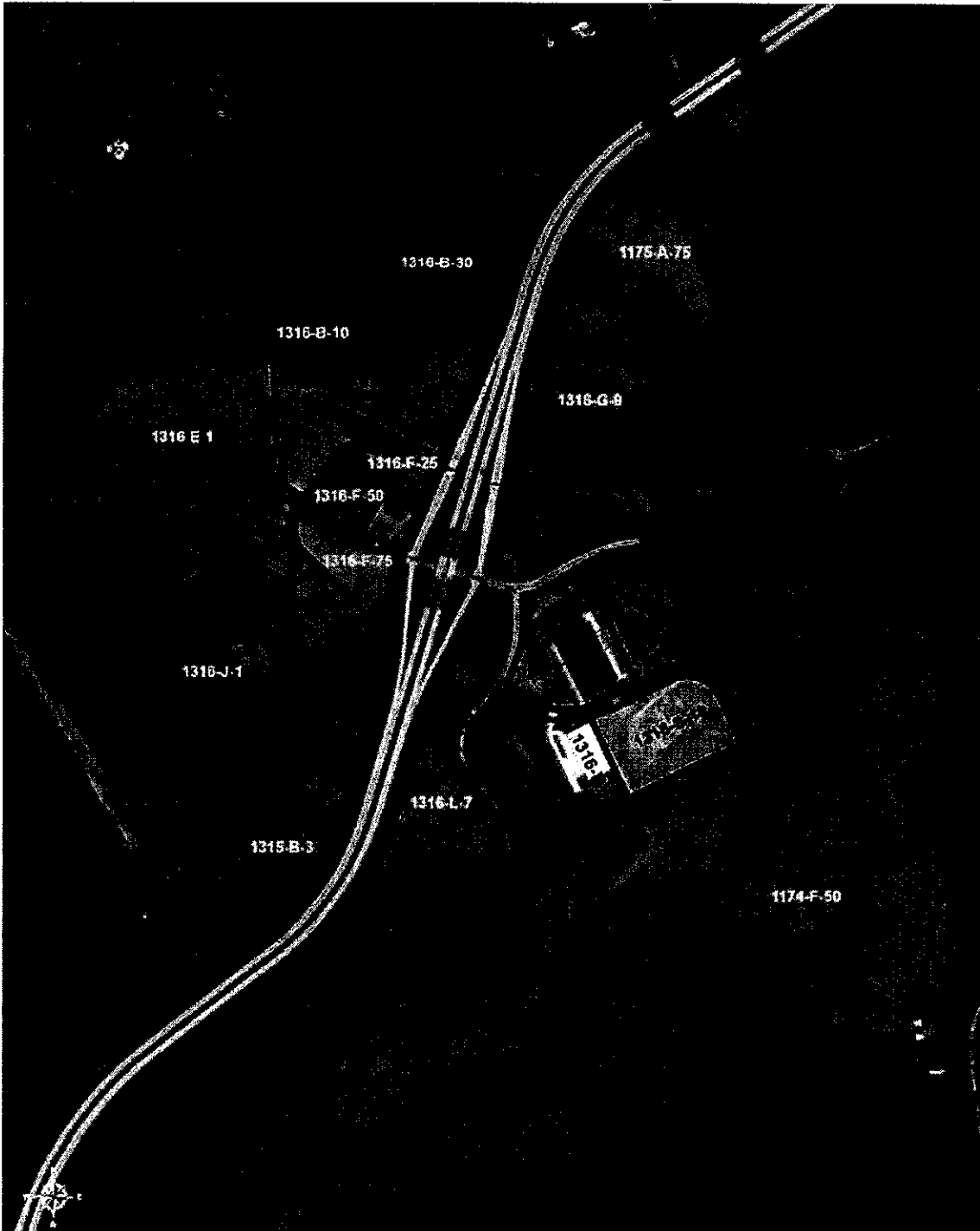
No non-project costs are to be financed as a result of the adoption of this First Amendment.

IX. Statement of Proposed Method for Relocation of Families, Persons and Businesses to be Temporarily or Permanently Displaced from Housing or Commercial Facilities in the Project Area by Implementation of the Plan

No amendment to the Original TIF Plan's statement regarding proposed methods for relocating families or businesses is contemplated. See Exhibit A

Exhibit A
Potato Garden Run TIF Plan
September 12, 2006

Exhibit B
Amended TIF District Map



In this map, which represents the original Potato Garden Run TIF District, the green shade represents those parcels that will be released from the District, while the yellow shade represents those parcels that will remain in the District.

Exhibit C
Amended TIF Financial Projections

Amended Potato Garden Run TIF
Use of TIF Proceeds

Activity	Detail	Estimated Cost
Administration & Engineering	Survey, Engineering, Legal & Administrative	\$621,296
Construction	Sewer Extension	266,305
	Manholes	25,000
	Water Extension	1,500,000
	Contingency	387,399
Financing Costs	RAAC Fees	114,200
	Other Financing Costs	46,678
	Interest Payment on TIF Debt	528,226
Total TIF Proceeds to be Used		3,489,104

**Amended Potato Garden Run TIF
Private Development Summary**

Year	Acres	Square Footage	Assumed Land Value	Assessed Building Value*	Adjusted Land Value & Investment		Site Preparation, Infrastructure & Utilities	Soft Cost	Total Private Development
					Hard Investment	Investment			
2007	-	-	-	-	-	-	-	-	-
2008	-	-	-	-	-	-	-	-	-
2009	-	-	-	-	-	-	-	-	-
2010	-	-	-	-	-	-	-	-	-
2011	28.5914	234,100	1,898,100	11,444,900	13,343,000	1,049,086	1,249,399	15,641,485	
2012	10.0000	91,903	497,200	3,861,562	4,358,762	366,924	422,849	5,148,535	
2013	-	-	-	-	-	-	-	-	-
2014	-	-	-	-	-	-	-	-	-
2015	-	-	-	-	-	-	-	-	-
2016	-	-	-	-	-	-	-	-	-
2017	-	-	-	-	-	-	-	-	-
2018	-	-	-	-	-	-	-	-	-
2019	-	-	-	-	-	-	-	-	-
2020	-	-	-	-	-	-	-	-	-
2021	-	-	-	-	-	-	-	-	-
2022	-	-	-	-	-	-	-	-	-
2023	-	-	-	-	-	-	-	-	-
2024	-	-	-	-	-	-	-	-	-
2025	-	-	-	-	-	-	-	-	-
2026	-	-	-	-	-	-	-	-	-
2027	-	-	-	-	-	-	-	-	-
	38.5914	326,003	2,395,300	15,306,462	17,701,762	1,416,010	1,672,247	20,790,020	

* The Assessed Building Value for the structure built in year 4 is an estimate.

Amended Potato Garden Run TIF
Tax Increments

Year	Assessment(1) Millage	Real Estate Taxes				Base Real Estate Taxes (2)				Tax Increments			
		Findlay Township	West Allegheny School District	Allegheny County	Total	Findlay Township	West Allegheny School District	Allegheny County	Total	Findlay Township	West Allegheny School District	Allegheny County	Total
2007	.	113	1,246	272	1,631	113	1,246	272	1,631	-	-	-	-
2008	-	113	1,246	272	1,631	113	1,246	272	1,631	-	-	-	-
2009	-	113	1,246	272	1,631	113	1,246	272	1,631	-	-	-	-
2010	.	113	1,246	272	1,631	113	1,246	272	1,631	-	-	-	-
2011	13,343,000	26,019	286,875	62,579	375,472	113	1,246	272	1,631	25,906	285,628	62,307	373,841
2012	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2013	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2014	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2015	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2016	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2017	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2018	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2019	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2020	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2021	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2022	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2023	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2024	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2025	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2026	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
2027	17,701,762	34,518	380,588	83,021	498,128	113	1,246	272	1,631	34,405	379,342	82,749	496,496
	Total	578,540	6,378,773	1,391,463	8,348,776	2,261	24,925	5,437	32,622	576,392	6,355,095	1,386,297	8,317,784

(1) 2012 assessment values

(2) Base Real Estate Taxes are based on a per acre value of \$1,502 as of date of TIF District creation.

Amended Potato Garden Run TIF
Pledged Tax Increments

Year	Tax Increment				Tax Increment to Taxing Bodies				Pledged Tax Increment to Project			
	Findlay Township	West Allegheny School District	Allegheny County	Total	Findlay Township	West Allegheny School District	Allegheny County	Total	Findlay Township	West Allegheny School District	Allegheny County	Total
2007	-	-	-	-	-	-	-	-	-	-	-	-
2008	-	-	-	-	-	-	-	-	-	-	-	-
2009	-	-	-	-	-	-	-	-	-	-	-	-
2010	-	-	-	-	-	-	-	-	-	-	-	-
2011	25,906	285,628	62,307	373,841	6,476	71,407	15,577	93,460	19,429	214,221	46,730	280,381
2012	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2013	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2014	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2015	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2016	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2017	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2018	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2019	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2020	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2021	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2022	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2023	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2024	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2025	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2026	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
2027	34,405	379,342	82,749	496,496	8,601	94,835	20,687	124,124	25,804	284,506	62,062	372,372
Total	576,392	6,355,095	1,386,297	8,317,784	144,098	1,588,774	346,574	2,079,446	432,294	4,766,321	1,039,723	6,288,338

Amended Potato Garden Run TIF

Financing Assumptions	
1. Percentage of Tax Increment Pledged by each Taxing Bodies	75%
2. Interest Rate on TIF Debt	2%
3. Interest and Principal payment	Commencing Year 5*
4. Amortization	16 Years*
5. Principal Payment at the End of Term	Fully Amortizing Loan
6. Payments per Year	1
7. Basis for Assessment	Appraised Land Value and Development Costs
8. Guarantor	Imperial Land Corporation
9. Amount of Guarantee	\$2,800,000
10. Amount of Loan to be Repaid with TIF Proceeds	\$2,960,877
11. Estimated Issuance Costs	\$160,877**

* See the repayment terms of the PennWorks loan within Tax Increment Financing Components (xi) Financial Details.

** To be financed through RAAC EDF loan

Amended Potato Garden Run TIF
PennWorks Loan

Year	Pledged Tax		Debt Service	Increment Available with Debt Coverage	Release of Prior Years Debt Coverage	Annual Fees	Total Available to Make Debt Service Payment		Total Payment Due	Interest	Principal Repayment	Remaining Principal	Balance Available After Debt Service Payment
	Principal Borrowed	Debt Service					Annual Fees	Make Debt Service Payment					
2007	2,962,500	-	-	-	-	-	-	-	-	-	2,962,500	-	-
2008	2,962,500	-	-	-	-	-	-	-	-	-	2,962,500	-	-
2009	2,962,500	-	-	-	-	-	-	-	-	-	2,962,500	-	-
2010	2,960,877	-	-	-	-	-	-	-	-	-	2,960,877	-	-
2011	2,960,877	-	308,419	-	-	-	308,419	-	-	-	2,960,877	308,419	-
2012	2,960,877	218,069	409,610	30,842	30,842	18,500	730,370	218,069	59,218	158,851	2,802,026	512,301	-
2013	2,802,026	218,069	409,610	40,961	40,961	18,500	944,372	218,069	56,041	162,028	2,639,997	726,303	-
2014	2,639,997	218,069	409,610	40,961	40,961	18,500	1,158,373	218,069	52,800	165,269	2,474,728	940,304	*
2015	2,474,728	218,069	409,610	40,961	40,961	18,500	1,372,375	218,069	49,495	168,574	2,306,154	1,154,306	-
2016	2,306,154	218,069	409,610	40,961	40,961	18,500	1,586,376	218,069	46,123	171,946	2,134,208	1,368,307	-
2017	2,134,208	218,069	409,610	40,961	40,961	18,500	1,800,378	218,069	42,684	175,385	1,958,823	1,582,309	-
2018	1,958,823	218,069	409,610	40,961	40,961	18,500	2,014,380	218,069	39,176	178,893	1,779,931	1,796,311	**
2019	1,779,931	218,069	409,610	40,961	40,961	18,500	2,228,381	218,069	35,599	182,470	1,597,460	2,010,312	-
2020	1,597,460	218,069	409,610	40,961	40,961	18,500	2,442,383	218,069	31,949	186,120	1,411,341	2,224,314	-
2021	1,411,341	218,069	409,610	40,961	40,961	18,500	2,656,384	218,069	28,227	189,842	1,221,498	2,438,315	-
2022	1,221,498	218,069	409,610	40,961	40,961	18,500	2,870,386	218,069	24,430	193,639	1,027,859	2,652,317	-
2023	1,027,859	218,069	409,610	40,961	40,961	18,500	3,084,387	218,069	20,557	197,512	830,348	2,866,318	-
2024	830,348	218,069	409,610	40,961	40,961	18,500	3,298,389	218,069	16,607	201,462	628,886	3,080,320	-
2025	628,886	218,069	409,610	40,961	40,961	18,500	3,512,390	218,069	12,578	205,491	423,394	3,294,321	-
2026	423,394	218,069	409,610	40,961	40,961	18,500	3,726,392	218,069	8,468	209,601	213,793	3,508,323	-
2027	213,793	218,069	409,610	40,961	40,961	18,500	3,940,393	218,069	4,276	213,793	-	3,722,324	-
						296,000	23,196,964	3,489,104	528,226	2,960,877			

Assumptions

Principal	2,960,877
Interest	2.00% per Year
Term	16 Years
Debt Service	-218,069
DCR	1.10
DSRF Interest	0.015

* Balance after debt service expected to pay off debt completely in original Potato Garden Run TIF

**Balance after debt service expected to pay off debt completely in Amended Potato Garden Run TIF

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Executive Summary

1. TIF District

The Potato Garden Run Tax Increment Financing District (TIF District) is approximately 550 acres located to the northeast of the intersection of US Route 22 and the Findlay Connector in the vicinity of the Pittsburgh International Airport. The TIF District is located in the Township of Findlay and is wholly within the West Allegheny School District and Allegheny County. Further, the TIF District is entirely within the Findlay/Airport Study Area, certified in need of redevelopment by the Redevelopment Authority of Allegheny County in April 2005 as a result of the Findlay/Airport Basic Conditions Report as illustrated in Exhibit A.

2. Proposed Improvements Financed with TIF Proceeds

TIF proceeds are expected to be utilized to finance a portion of the Findlay Township Municipal Authority (FTMA) Potato Garden Run Sewer and Water Infrastructure Project (the Project). Public infrastructure improvements to be constructed by the FTMA include the extension of water and sewer trunk lines and a new 1.5 million water supply tower. The public improvements are illustrated in Exhibit B. Project costs to be funded with TIF proceeds include portions of administrative, engineering, construction and financing costs, including interest expense.

3. Estimated Costs of Public Improvements

The Project proposes to construct over \$7.5 million of public sewer and water infrastructure.

FTMA Potato Garden Run Project	
Administration & Engineering	\$1,840,112
Sewer Extension	2,120,594
Water Supply System	3,439,294
Financing Costs	162,500
Total	\$7,562,500

4. Proposed Development

The Project will facilitate the development of approximately 5 million square feet of mixed-use space. Planned uses include research and development (technology), light industrial, warehouse, flex and ancillary commercial (e.g. retail, lodging, restaurants). The proposed development within the TIF District will make immediate use of both the Project and the interchange constructed as part of the Findlay Connector portion of the Pennsylvania Turnpike's Southern Beltway.

Potato Garden Run

Tax Increment Financing Legislative Process

	Acting Body	Date
Resolution of Intent	WASD	2.15.2006
	Findlay Township	2.2.2006
	County – 1 st Reading	2.21.2006
	Committee	2.28.2006
	2 nd Reading	3.7.2006
Inducement Resolution	RAAC	1.25.2006
Certification of TIF District as Area in Need of Redevelopment		
Endorsement of Basic Conditions Report	Local Planning	3.22.2005
Approval of Basic Conditions Report	Findlay Township	4.4.2005
Resolution Certifying Area in Need of Redevelopment	RAAC	4.27.2005
Adoption of TIF Plan	RAAC	9.12.2006
Resolution to Participate	WASD	9.20.2006
	Findlay Township	10.11.2006
Notice of Public Hearing <i>30 Days must pass before hearing can be held</i>	County Council	9.15.2006
Public Hearing <i>Minimum of 3 weeks must pass before creation of TIF District</i>	County Council	10.18.2006
Resolution Creating and Naming TIF District, Approving the TIF Plan and Agreeing to Participate	County – 1 st Reading	11.8.2006
	Committee	11.14.2006
	Committee	11.16.2006
	2 nd Reading	11.21.2006
Bond Issuance Resolution	RAAC	11.15.2006

Introduction

The Redevelopment Authority of Allegheny County (RAAC) has prepared the following Tax Increment Financing Plan (TIF Plan) that proposes to support a portion of the cost of the Findlay Township Municipal Authority (FTMA) Potato Garden Run Sewage and Water Infrastructure Project (the Project). The Potato Garden Run TIF District (TIF District) is approximately 550 acres located to the northeast of the intersection of US Route 22 and the Findlay Connector in the vicinity of the Pittsburgh International Airport (PIT). The TIF District is located in the Township of Findlay and is wholly within the West Allegheny School District and Allegheny County as illustrated in Exhibit A. Further, the TIF District is entirely within the Findlay/Airport Study Area, certified in need of redevelopment by the RAAC in February 2005 as a result of the Findlay/Airport Basic Conditions Report as illustrated in Exhibit A.

The entire Parkway West (I-279, US Routes 22/30 and PA Route 60) is to be integrated into the Interstate Highway System (under the I-376 designation). In November 2006, the six mile Findlay Connector portion of the Pennsylvania Turnpike's Southern Beltway will open. This highway will eventually join I-376 (PIT and the City of Pittsburgh) with I-79 and the future Mon/Fayette Expressway. Development sites in the PIT Corridor will offer direct access to both regional and national markets.

In September 2005, the Pennsylvania Commonwealth Financing Authority (CFA) approved a grant/loan package from the Water Supply and Wastewater Infrastructure program (PennWorks) for the Project. The PennWorks program was established to provide financial assistance for projects which construct, expand, or improve water and sewage infrastructure which are related to economic development. This funding commitment by the CFA included:

- \$2.1 million loan to FTMA
- \$2 million grant to FTMA
- \$2.8 million loan to RAAC (to be repaid using TIF proceeds pursuant to this plan)
- \$500,000 Pennsylvania Department of Community and Economic Development (DCED) Infrastructure Development Program (IDP) Grant to FTMA.

Public infrastructure constructed as part of this Project will facilitate the development of several industrial sites in the PIT Corridor and provide increased service to FTMA's existing customers.

PIT is a world class facility located roughly sixteen miles west of downtown Pittsburgh. A strategic asset for southwestern Pennsylvania, PIT is surrounded by thousands of acres of vacant land. The PIT Corridor represents a key development opportunity for Allegheny County. Unfortunately, the region has not been able to capitalize on this potential due in part to poor access and the limited availability of public sewer and water infrastructure. The ability to prepare accessible development-ready sites will provide an opportunity for the region to compete nationally for private investment. Public improvements provided via this Project will be utilized to develop such capacity at both the Imperial Land Corporation and Chapman Properties sites. Further, this infrastructure stands to benefit the Clinton Commerce Park and the Route 30 Commerce Park projects of the Airport Authority of Allegheny County (ACAA).

speculative and build to suit construction commencing shortly thereafter. Chapman plans to construct the first 80,000 to 100,000 square foot speculative building to be completed by mid 2008.

The remaining Imperial Land Corporation development site encompasses approximately 250 acres. The proposed development program includes approximately 2.6 million square feet of space that will generate over \$210 million in private investment. Planned uses include research and development (technology), light industrial, warehouse, flex and ancillary commercial (e.g. retail, lodging, restaurants) space. Approximately 10% of the site will be conserved as open space to protect valuable natural resources including vegetation on the site's slopes. Imperial Land Corporation plans to sell the property directly to specific users requiring large sites. While marketing efforts have gained momentum with the construction of the Findlay Connector, serious negotiations and site preparation cannot commence without the proposed sewer and water infrastructure.

Figure 1

Potato Garden Run TIF Project Development Program (SF)			
	Chapman Commerce Center	Imperial Land	Total
Industrial (Warehouse, R & D, Flex)	2,200,000	2,132,200	4,332,200
Office	200,000	310,000	510,000
Ancillary Commercial	175,000	164,000	339,000
Total	2,575,000	2,606,200	5,181,200

Estimated Costs of Proposed Development

The proposed development of the land serviced by the Project will attract private financing and equity sources for the acquisition of land, preparation of sites, construction of infrastructure, installation of utilities and construction of private sector buildings. The anticipated private investment within the TIF District is estimated at over \$ 330 million as illustrated in the table below. A full summary of the planned private commercial development is attached as Exhibit C.

Figure 2

Potato Garden Run TIF Project Private Development Costs			
	Chapman Commerce Center	Imperial Land	Total
Land	6,624,752	5,503,091	\$12,127,843
Site Preparation	3,800,000	5,424,450	9,224,450
Infrastructure	2,079,438	3,165,900	5,245,338
Utilities	973,500	1,615,000	2,588,500
Building Construction	95,740,500	182,119,800	277,860,300
Soft Costs	10,387,170	19,232,515	29,619,685
Total	119,605,210	217,060,906	\$336,666,116

Market Analysis of Proposed Development¹

The Project will facilitate the development of research and development (technology), light industrial, warehouse, flex and ancillary commercial (e.g. retail, lodging, restaurants) space that will provide a high quality, large-scale, mixed use development opportunity in a region with a limited inventory of Class A, type development. Furthermore, the sites serviced by the Project are located on the newly constructed Findlay Connector and will provide businesses within the sites with direct and easy access to regional and national markets (via PIT). Because of the airport-CBD linkage, this area west of the City of Pittsburgh continues to generate high demand for space.

The development serviced by the Project will help make the Pittsburgh regional industrial market more competitive, for example, by providing new Class A space in a market with a very limited amount of true high quality product. This lack of high quality, Class A industrial alternatives in the Pittsburgh market hinders the area's competitiveness in attracting businesses. The scale of this development allows the construction of large industrial facilities, and local real estate sources forecast heavy demand as larger installations are constructed. In addition, sites within the TIF District will offer the opportunity for fee-simple purchases of large properties for industrial development in a region where owner-occupied buildings are limited. Development of these sites presents one of very few opportunities in the Parkway West/PIT Corridor to offer large industrial scale space on a fee-simple basis.

In terms of the office market, the Findlay Connector will increase the desirability of the Parkway West/PIT Corridor submarket and support increased demand for office space in the proposed TIF District. These sites offer an opportunity to create new, flexible Class A office space in one of the most accessible locations in the region. As the regional economy improves and demand for office space increases, the most desirable office products are well-located properties that feature flexible floor plates to accommodate changing tenant requirements and tech company needs. The land serviced by the Project offers an opportunity to locate high quality space with easy access and availability of parking (when compared to the CBD).

The support commercial components of these sites, which include retail, restaurants, and lodging space, will be supported by the 7,500 new jobs created on site (at full build out). Support commercial uses will benefit from both the proximity of the sites to the airport and the location of these sites along the Findlay Connector at the intersection of US Route 22 and subsequent increases in traffic. The proximity of the sites within the proposed TIF District to the airport will, likewise, generate increased demand for lodging. Further, these sites have excellent access to the regional transportation network. This will also generate demand for lodging and retail.

¹ Contains excerpts from *FTMA Potato Garden Run Sewer and Water Infrastructure Project Market Impact and Development Impact Analysis* prepared for the Redevelopment Authority of Allegheny County by Basile Baumann Prost & Associates, Inc (July 2006).

Impact of Proposed Developmentⁱⁱ

Development at the Imperial Land Corporation and Chapman Properties sites serviced by the Project will produce many direct and indirect benefits to the local communities within the PIT Corridor and the entire Southwestern Pennsylvania region. Currently, this vacant property does not generate substantial economic or fiscal benefits to the Commonwealth, County, Township, School District or other jurisdictions. The improvement of these sites for development of approximately 5 million square feet of buildings will generate new jobs and increased tax revenues. The addition of high quality research and development (technology), light industrial, warehouse, flex and ancillary commercial (e.g. retail, lodging, restaurants) space within the TIF District will also enhance the region's vitality and competitiveness for business location and relocation.

Construction Period Impact

During the construction period of the planned development of land serviced by the FTMA Potato Garden Run Project, a variety of new economic opportunities will be created. The construction will create 1,413 direct on-site jobs with an aggregate payroll of \$60 million. Furthermore, these direct jobs will create 1,233 additional indirect, or spin-off, jobs off-site with an aggregate payroll of \$45.9 million. Direct consumer expenditures will total roughly \$50.7 million and an estimated \$106.4 million in material purchases will be made in the Pittsburgh region.

Figure 3

Potato Garden Run TIF Project Economic Impacts Construction Period (2006S)			
	Direct	Indirect	Total
Jobs (FTE)	1,413	1,233	2,646
Payroll	\$59,437,088	\$45,873,545	\$105,310,633
Material Purchases (regional)	\$106,424,870		\$106,424,870
Consumer Expenditures	\$50,791,132		\$50,791,132

The related fiscal impact of construction will be approximately \$12.7 million in tax revenue to the Commonwealth, Allegheny County, Findlay Township, West Allegheny School District and other local jurisdictions. This includes \$2.9 million in income tax from construction workers, \$6.6 million in sales tax of materials purchases made in the Commonwealth, \$2.5 million in spin-off sales tax revenue, \$777,000 in building permit fees and \$17,700 in emergency and municipal tax (EMT) revenue. The Commonwealth will receive approximately \$10.5 million in tax revenue and Allegheny County will receive \$742,000 in tax revenue. Findlay Township will receive approximately \$794,000 in tax revenue. The West Allegheny School District will receive \$16,400 in tax revenue. Other jurisdictions in the Pittsburgh region will receive approximately \$710,000 in tax revenue.

ⁱⁱ Contains excerpts from *FTMA Potato Garden Run Sewer and Water Infrastructure Project Market Impact and Development Impact Analysis* prepared for the Redevelopment Authority of Allegheny County by Basile Baumann Prost & Associates, Inc (July 2006).

Figure 4

Potato Garden Run TIF Project Fiscal Impacts Construction Period (2006S)						
	Common-wealth	Allegheny County	Findlay Township	West Allegheny School District	Other Local Jurisdictions	TOTAL
Income Tax	\$2,169,149		\$9,297	\$9,297	\$706,563	\$2,894,307
Emergency and Municipal Tax			\$7,111	\$7,111	\$3,515	\$17,738
Direct Sales Tax	\$6,066,218	\$532,124				\$6,598,342
Indirect Sales Tax	\$2,246,072	\$210,639				\$2,456,711
Building Permit Fees			\$777,150			\$777,150
TOTAL	\$10,481,439	\$742,763	\$793,558	\$16,408	\$710,078	\$12,744,247

Impact at Build Out

Once construction is complete and market absorbed, development within the proposed TIF District will create 7,500 direct on-site jobs with an aggregate annual payroll of \$302 million. Furthermore, the Project will facilitate development that will create an additional 6,300 indirect, or spin-off, jobs off-site as a result of expenditures made by the development's employees. These indirect jobs will have an aggregate annual payroll of \$246 million. The wages and salaries of development employees will annually generate \$258 million in consumer expenditures. These developments will also create a total of \$42.8 million in direct retail sales on-site.

Figure 5

Potato Garden Run TIF Project Economic Impact At Build Out (2006S)			
	Direct	Indirect	Total
Jobs (FTE)	7,499	6,362	13,861
Payroll	\$302,325,179	\$246,328,031	\$548,653,311
Consumer Expenditures	\$257,798,812		\$257,798,812
Retail Sales (on-site)	\$42,750,000		\$42,750,000

The related fiscal impact during annual operations at build out will be \$41 million in tax revenue to the Commonwealth, Allegheny County, Findlay Township, West Allegheny School District and other local jurisdictions. This includes \$11.8 million in income tax from development employees, \$12.3 million in real property tax, \$2.6 million in spin-off sales tax revenue, \$913,000 in corporate franchise taxes, \$590,000 in hotel occupancy tax and \$73,000 in emergency and municipal taxes. At build out, the Commonwealth will receive \$23.7 million in tax revenue and County will receive \$4.1 million in tax revenue. Findlay Township will receive \$890,000 in tax revenue and the West Allegheny School District will receive \$9.4 million in tax revenue. Other jurisdictions in the region will receive approximately \$2.9 million in tax revenue during annual operations at build out.

Figure 6

Potato Garden Run HF Project Fiscal Impacts At Build Out (2006\$)						
	Common- wealth	Allegheny County	Findlay Township	West Allegheny School District	Other Local Jurisdiction s	TOTAL
Income Tax	\$8,817,317		\$37,791	\$37,791	\$2,872,090	\$11,761,988
Emergency and Municipal Tax			\$937	\$937	\$71,242	\$73,117
Real Property Tax		\$2,045,626	\$850,527	\$9,377,601		\$12,273,753
Direct Sales Tax	\$2,241,680	\$373,613				\$2,615,293
Indirect Sales Tax (off- site)	\$11,767,247	\$1,113,383				\$12,881,085
Hotel Occupancy Tax		\$590,205				\$590,205
Corporate Franchise Tax	\$913,786					\$913,786
TOTAL	\$23,740,029	\$4,123,283	\$889,255	\$9,416,329	\$2,943,333	\$41,112,228

Project Costs

Following is an itemized list of all project costs for the construction of the Project. These costs will be funded through a grant and loan funding package from the Pennsylvania CFA's PennWorks program and an IDP grant from the DCED. TIF proceeds are expected to be utilized repay a portion of the PennWorks debt (TIF Debt) incurred to construct a portion of the project.

Figure 7

Potato Garden Run TIF Project Costs					
Administration and Engineering	Total	TIF	Sources of Funds		
			PennWorks Loan*	PennWorks Grant	IDP
Survey	145,000	45,000		100,000	
Preliminary Engineering	530,037			530,037	
Easements and Rights-of-Way	100,000			100,000	
Engineering, Legal & Administrative	1,065,075	576,296		488,779	
Sub Total	1,840,112	621,296		1,218,816	
Construction					
Sewer Line Extension (19,100 ft)	1,530,800	266,305	1,264,495		
Manholes	90,000	25,000	65,000		
Water Line Extension (14,500 ft)	1,989,500	1,500,000	489,500		
Water Supply Tower (1.5 million gallons)	700,000			260,215	439,785
Water Tank Foundation	250,000			250,000	
Contingency	999,588	387,399	281,005	270,969	60,215
Sub Total	5,559,888	2,178,704	2,100,000	781,184	500,000
Financing Costs					
RAAC Fees	114,200	114,200			
Other Financing Costs	48,300	48,300			
Sub Total	162,500	162,500			
Total	7,562,500	2,962,500	2,100,000	2,000,000	500,000

*Additional \$2,100,000 loan from CFA to be financed and guaranteed by FTMA

Denotes estimates - To be financed through RAAC Economic Development Fund loan

(v) Projected Assessed Value

Upon completion, the future assessed value of the TIF District is anticipated to exceed \$226 million. The estimated aggregate assessed value of the TIF District through the year 2026 is attached as Exhibit D. The chart also illustrates the projected real estate tax revenues to be generated by the development through year 2026.

(vi) Pledged Revenue

A percentage of real property taxes collected in the TIF District in excess of the base real property taxes are pledged to repayment of the TIF Debt. The percentage of the incremental real property taxes pledged to the TIF is equal to the following: County – 75%, Township – 75%, School District – 75%.

Figure 8
Estimated Real Estate Taxes After Development (based on current millage)

	Base	Increment	Total
West Allegheny School District	195,562	4,676,059	4,871,620
Findlay Township	17,737	424,108	441,845
Allegheny County	42,660	1,020,033	1,062,693
Total	255,958	6,120,200	6,376,158

Figure 9
Pledged Incremental Tax Revenue

	TIF (75%)	Taxing Bodies (25%)	Base	Total
West Allegheny School District	3,507,044	1,169,015	195,562	4,871,620
Findlay Township	318,081	106,027	17,737	441,845
Allegheny County	765,025	255,008	42,660	1,062,693
Total	4,590,150	1,530,050	255,958	6,376,158

(vii) Provisions for TIF Proceeds and Project Savings

Any TIF proceeds remaining after funding the public improvements will be used to prepay the principle of the TIF Debt. All project costs will be monitored to ensure that any project savings will be applied in this manner. The RAAC does not anticipate TIF proceeds will exceed the cost of the project.

(viii) Provisions for Insufficient TIF Revenues

In order to ensure repayment of the TIF Debt associated with the TIF financing, the Imperial Land Corporation is guaranteeing payment of the amount required for debt service and related costs to the extent the pledged increment is insufficient. If at any time during the term of the TIF District real estate taxes are replaced, in whole or in part, by other taxes imposed by any Taxing Body or other sources of funding, all of the TIF Parties agree to use their best efforts to amend the TIF Plan and the Cooperation Agreement with respect to taxes and amounts pledged

as TIF Revenues in order to continue to provide sufficient amounts to pay debt service on the TIF Debt.

(ix) Actual Tax Increment in Excess of Assumed Increment

Any increase in tax revenues from any parcels in the District, attributable solely to an increase in assessed value over and above that determined necessary to pay debt service on the TIF Debt will be used for the project to prepay the principle of the TIF debt. Any increases in tax revenue from any parcels in the TIF District, attributable to increased millage above the current millage by any of the taxing bodies, will be distributed to the Taxing Body that increased the millage rate.

(x) Interest Earnings

No interest earnings are anticipated for this financing. FTMA will draw down the TIF debt as project costs are anticipated or incurred.

(xi) Financial Details

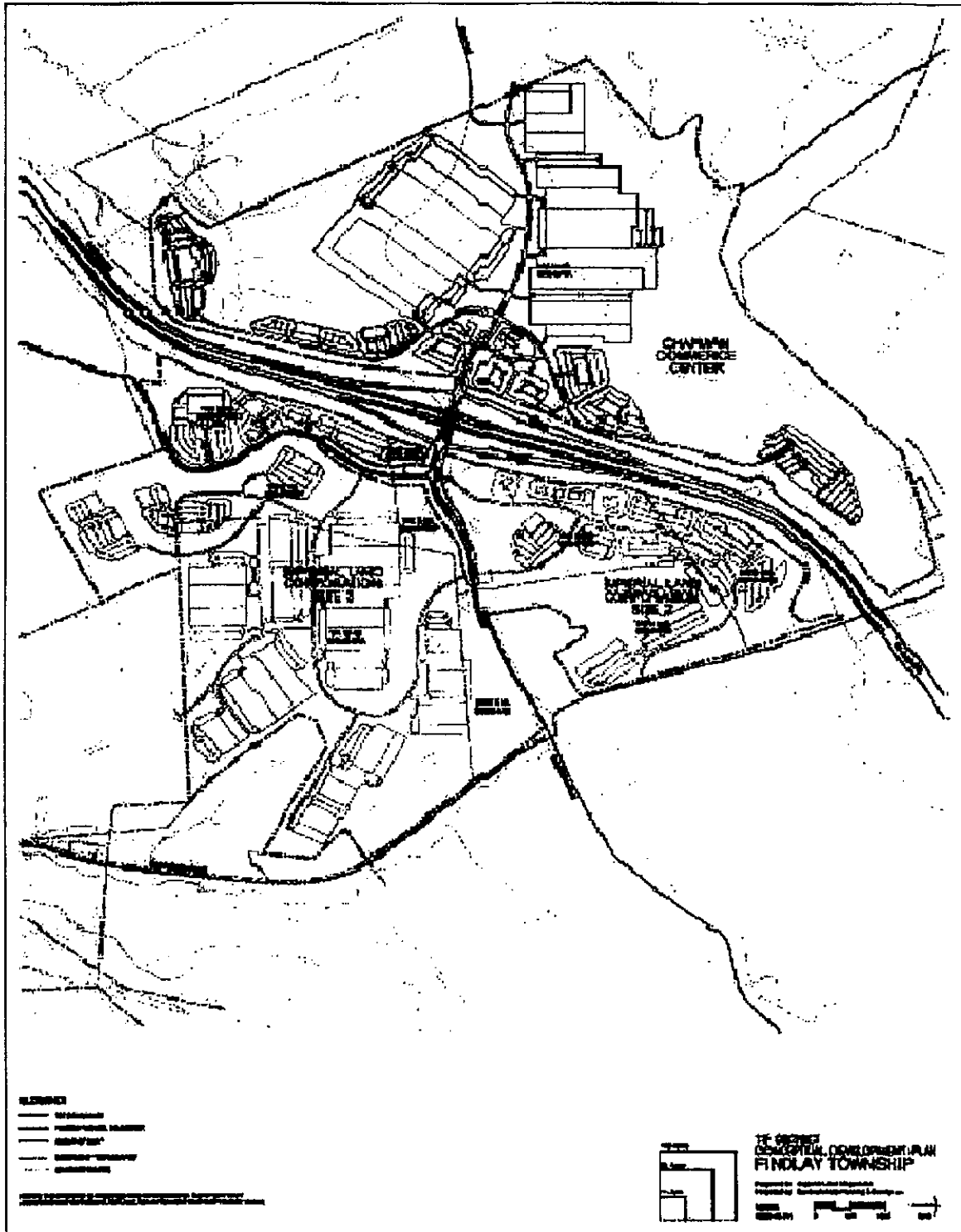
The TIF Analysis, intended to describe the expected financing, is attached as Exhibit E. It is expected that the TIF District will be created in the fourth quarter of 2006 to be effective approximately November 21, 2006. The TIF financing for the public infrastructure will come from the CFA PennWorks loan, drawn down as costs are incurred and from a loan through the RAAC Economic Development Fund which will be drawn down at closing.

The specific terms and structure of the TIF financing will be determined at the time of financing. However, it is contemplated that the TIF Debt will have a maturity of 20 years with principal and interest payments deferred until the earlier of:

- a) 4 years from the PennWorks loan closing date; or
- b) the development of 50 acres of the 550 acres within the TIF District, where development means there are building constructed on at least 50 acres of land.

Exhibit E illustrates the financing assumptions and cash flow. The various assumptions associated with the financing are the best that are currently available. Some of these assumptions may change, including the terms of repayment on the TIF Debt, the timing of credit, and/or other financial structures.

Exhibit A - District Boundary (Page 1 of 3)



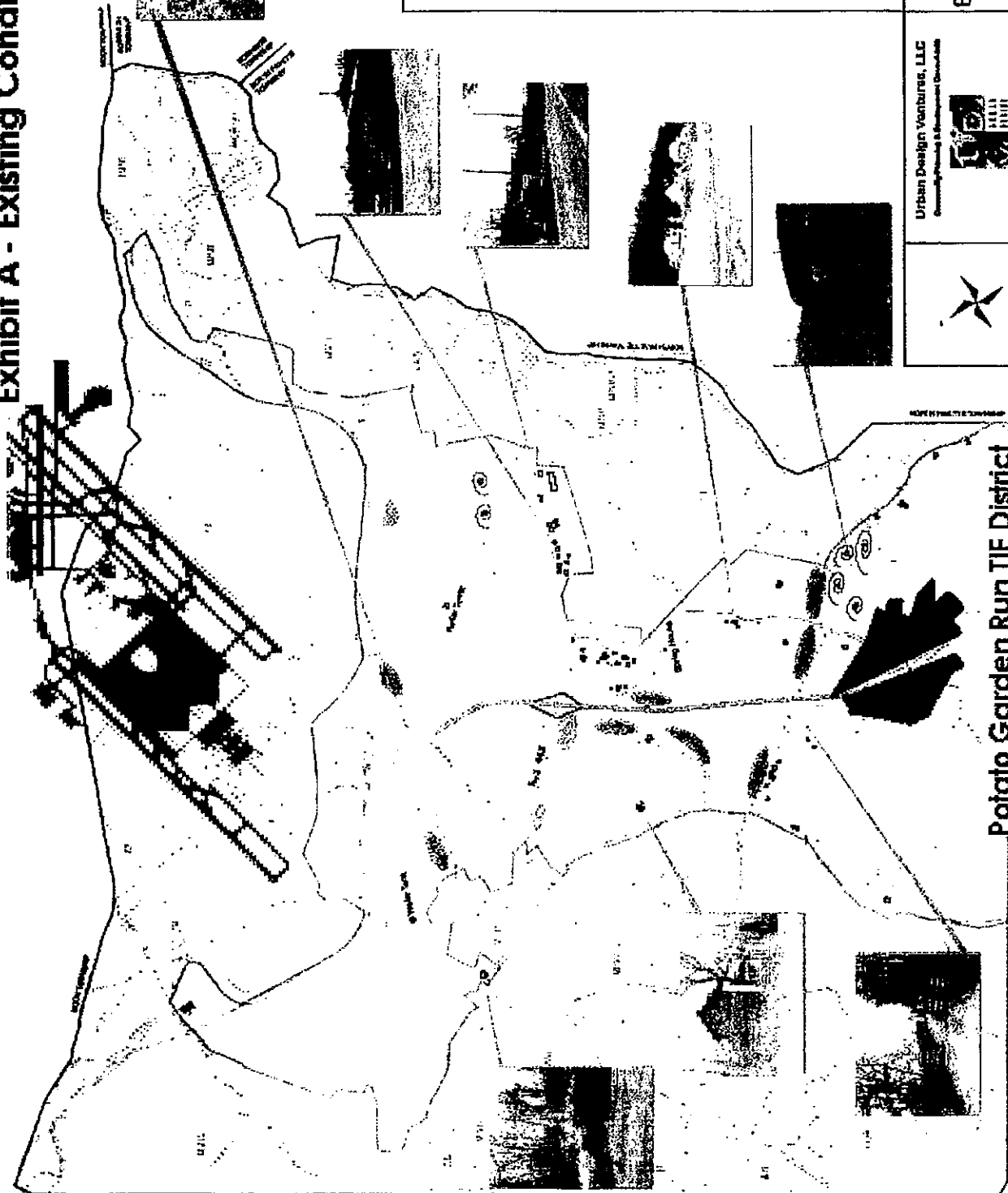
The pledged parcel described in Exhibit A is a newly subdivided property that will be issued a lot & block number by the County of Allegheny Office of Property Assessment in early 2007.

Exhibit A (Page 2 of 3)
Potato Garden Run TIF Plan
TIF District Legal Description

All that certain parcel of land situate in the Township of Findlay, County of Allegheny and Commonwealth of Pennsylvania, bounded and described as follows:

BEGINNING at a point on the easterly line of the parcel herein described common with the westerly legal right-of-way line for limited access of Pennsylvania Turnpike Commission Southern Beltway Section 54C, a.k.a. Findlay Connector, said point being North 33°00'31" West, 378.23 feet from centerline station 255+16.30; thence from said point of beginning along the southerly line of lands of Point Park Rod and Gun Club South 33°00'31" East, 820.44 feet to a point in Potato Garden Road; thence continuing along the southerly line of said lands of Point Park Rod and Gun Club the following five courses: North 80°59'29" East, 745.80 feet; South 07°29'29" West, 221.10 feet; South 37°59'29" West, 198.00 feet; South 18°14'29" West, 221.10 feet; and South 69°14'29" West, 387.06 feet to State Route 3071, a.k.a. Potato Garden Road; thence along Potato Garden Road the following two courses: South 20°01'35 East, 61.85 feet; and South 17°46'26" East, 1533.35 feet; thence leaving Potato Garden Road along lands of Morris the following courses: South 60°13'07" West, 488.83 feet; North 31°48'28" West, 365.84 feet; South 66°31'57" West, 67.51 feet; South 06°36'01" East, 134.57 feet; South 77°30'56" West, 103.21 feet; South 36°48'53" West, 228.30 feet; and South 09°34'53" East, 594.69 feet to Burgettstown Road; thence along Burgettstown Road the following courses: North 68°37'38" East, 148.87 feet; North 62°10'26" East, 156.99 feet and North 61°36'19" East, 919.56 feet; thence leaving Burgettstown Road along lands of Imperial Land Corporation and Potato Garden Road South 40°41'51" East, 1023.00 feet; thence continuing along Potato Garden Road South 38°12'13" East, 1024.15 feet; thence leaving Potato Garden Road along lands of Imperial Land Corporation the following courses: South 58°06'03" West, 347.55 feet; South 45°29'38" East, 407.84 feet; South 06°15'06" West, 455.86 feet; North 60°53'43" West, 1190.62 feet; South 69°13'25" West, 288.62 feet; South 25°03'58" West, 150.05 feet; South 39°09'13" East, 1017.49 feet; South 53°51'35" East, 286.03 feet; and South 89°51'53" West, 2335.33 feet to other lands of Imperial Land Corporation; thence along other lands of Imperial Land Corporation South 26°19'18" East, 775.69 feet to lands now or formerly of Arthur Aloe recorded in Deed Book Volume 4843 page 741 being Tax Parcel No. 9910-X-306; thence along said lands now or formerly Arthur Aloe the following three courses: South 63°40'42" West, 1149.20; North 21°20'18" West, 1120.60 feet to a point on the northerly side of Burgettstown Road; thence leaving Burgettstown Road South 70°09'42" West, 707.19 feet to the westerly line of lands now or formerly of John R. Staub recorded in Washington County Recorder of Deeds office at Instrument No. 199622409, being Washington County Tax Parcel No. 55-8-7; thence along said lands now or formerly of Staub the following two courses: North 19°27'42" East, 310.97 feet; and crossing Southern Beltway Section 54C South 85°43'42" West, 1486.35 feet

Exhibit A - Existing Conditions (Page 3 of 3)



Legend	
	Building Conditions
	Source Structural Condition
	Use/Resource Status
	Major Rehabilitation Required
	Economically Infeasible To Rehabilitate
	Vacant Structure
	Environmental
	Wetlands
	Conservation Site
	High Wall Strip Mine
	Junk Vehicle
	Trash Area
	Mine Waste / Slag Pile
	Underground Mine Pile
	Add Mine Driveway
	Old Mine Outcrop
	Safety Area Project Boundary
	Township Boundary

Findlay Airport Study Area

Environmental Conditions Map

Prepared For:
Findlay Township, Allegheny County, Pennsylvania

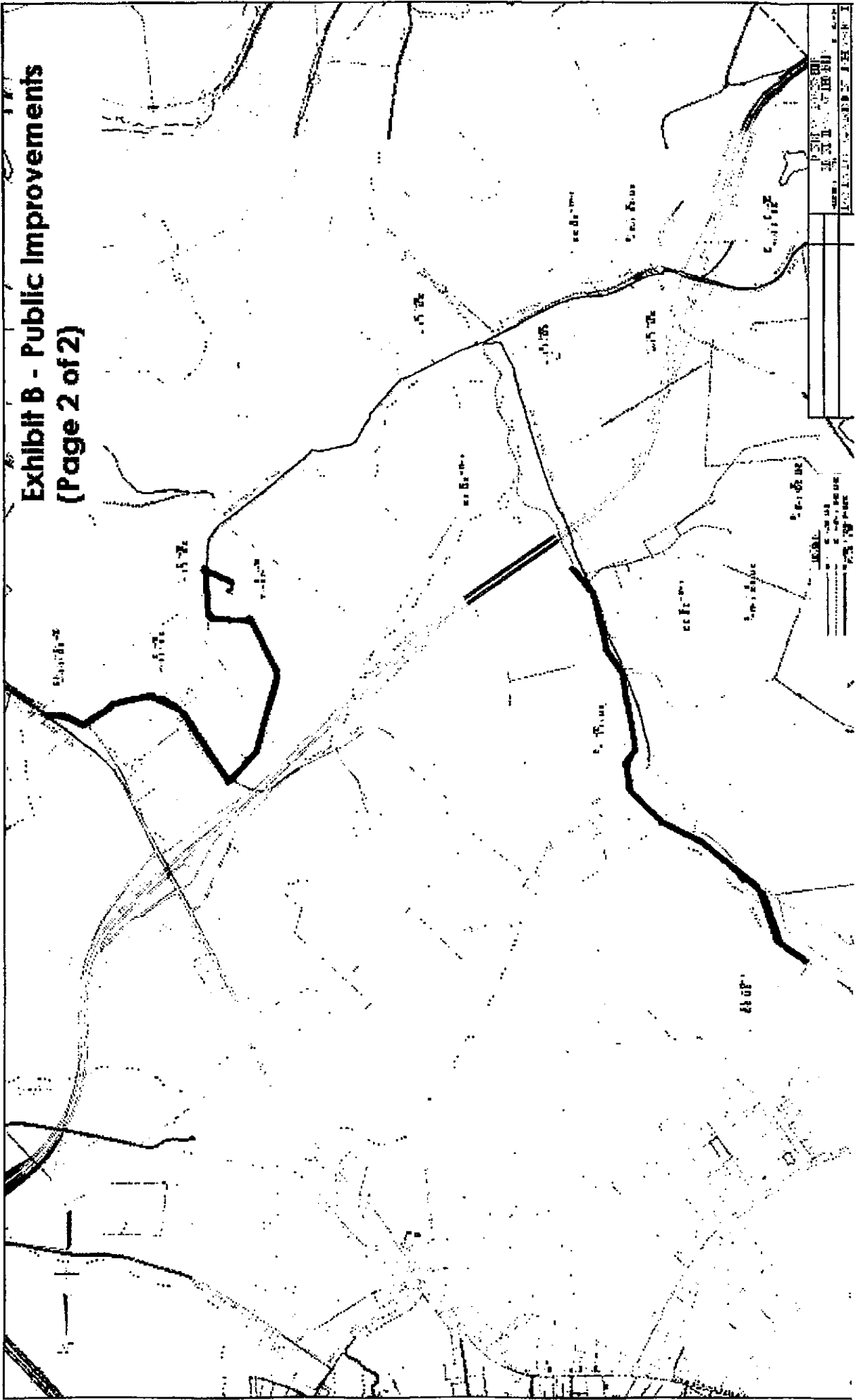
Urban Design Ventures, LLC
Community Planning & Development Consultants

Potato Garden Run TIF District

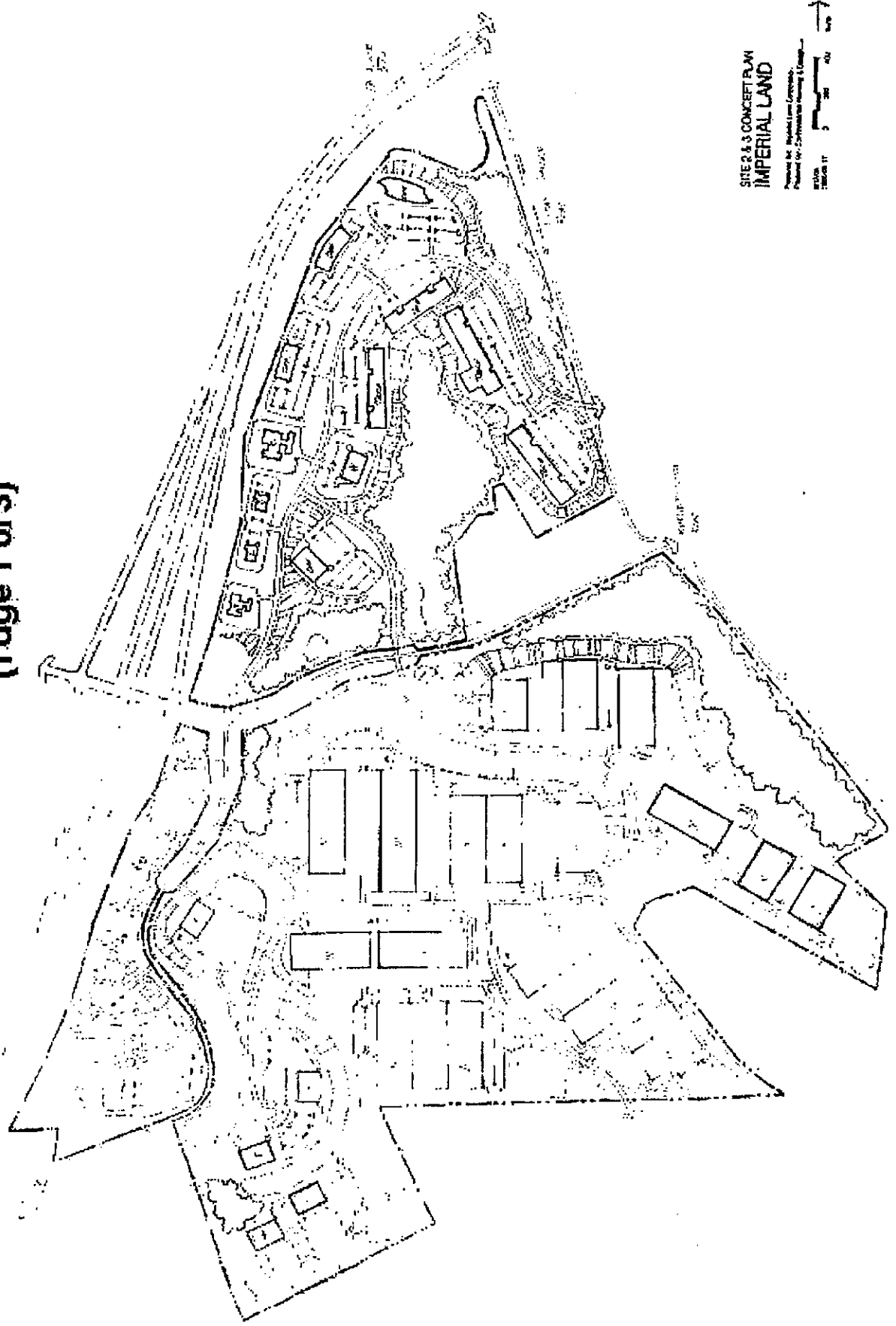
Exhibit B (Page 1 of 2)
 Potato Garden Run TIF Plan
 Use of TIF Proceeds

Activity	Detail	Estimated Cost
Administration & Engineering	Survey, Engineering, Legal & Administrative	\$621,296
Construction	Sewer Extension	266,305
	Manholes	25,000
	Water Extension	1,500,000
	Contingency	387,399
Financing Costs	RAAC Fees	114,200
	Other Financing Costs	48,300
	Interest Payment on TIF Debt	594,390
Total TIF Proceeds to be Used		3,556,890

**Exhibit B - Public Improvements
(Page 2 of 2)**



**Exhibit C - Proposed Commercial Development
(Page 1 of 3)**



**SITE 2 & 3 CONCEPT PLAN
IMPERIAL LAND**

Prepared by: Imperial Land Corporation
Planned for: 250,000 sq. ft. of Commercial & Office
Space
Scale: 1" = 50'



Exhibit C - Proposed Commercial Development (Page 2 of 3)



General Land Use




-  Industrial
-  Retail
-  Office



Exhibit C (Page 3 of 3)
 Potato Garden Run TIF Plan
 Private Development Summary

Year	Acres	Square Footage	Assumed Land Value	Hard Investment	Adjusted Land Value & Hard Investment	Site Preparation, Infrastructure & Utilities		Soft Cost	Total Private Development	
						Investment	Soft Cost			
1	-	-	-	-	-	3,399,496	-	339,950	3,739,445	
2	11.0	100,000	286,957	4,165,500	4,452,457	1,992,919	-	615,842	7,061,218	
3	31.9	276,333	832,175	15,833,333	16,665,508	2,192,311	-	1,802,564	20,660,383	
4	31.9	276,333	832,175	15,833,333	16,665,508	628,113	-	1,646,145	18,939,765	
5	31.9	276,333	832,175	15,833,333	16,665,508	604,750	-	1,648,808	18,914,066	
6	22.0	200,000	573,914	8,325,000	8,898,914	1,106,567	-	943,157	10,948,638	
7	22.0	200,000	573,914	8,325,000	8,898,914	1,106,567	-	943,157	10,948,638	
8	42.7	546,667	1,113,914	29,681,667	30,795,581	1,106,567	-	3,078,823	34,980,971	
9	42.7	546,667	1,113,914	29,681,667	30,795,581	-	-	2,968,167	33,763,748	
10	42.7	546,667	1,113,914	29,681,667	30,795,581	-	-	2,968,167	33,763,748	
11	22.0	200,000	573,914	8,325,000	8,898,914	943,150	-	926,815	10,768,879	
12	22.0	200,000	573,914	8,325,000	8,898,914	943,150	-	926,815	10,768,879	
13	46.0	593,333	1,200,002	31,675,000	32,875,002	943,150	-	3,261,815	37,079,967	
14	24.0	393,333	626,088	23,350,000	23,976,088	-	-	2,397,609	26,373,697	
15	25.0	393,333	652,175	23,350,000	24,002,175	-	-	2,400,218	26,402,393	
16	-	-	-	-	-	697,183	-	69,718	766,901	
17	-	-	-	-	-	697,183	-	69,718	766,901	
18	15.7	123,067	409,566	8,491,600	8,901,166	697,183	-	918,878	10,517,227	
19	15.7	123,067	409,566	8,491,600	8,901,166	-	-	849,160	9,750,326	
20	15.7	123,067	409,566	8,491,600	8,901,166	-	-	849,160	9,750,326	
			464.9	5,118,200	12,127,843	277,860,300	289,988,143	17,058,288	29,619,685	336,666,116

**Exhibit D (Page 1 of 2)
Potato Garden Run TIF Plan
Tax Increments**

Year	Estimated (1) Assessment of Land & Hard Investment Millage	Projected Real Estate Taxes West				Base Real Estate Taxes West				Projected Tax Increments West			
		Findlay Township	Allegheny School District	Allegheny County	Total	Findlay Township	Allegheny School District	Allegheny County	Total	Findlay Township	Allegheny School District	Allegheny County	Total
1	9,095,885	17,737	195,562	42,660	255,958	17,737	195,562	42,660	255,958	-	-	-	-
2	12,436,227	24,249	267,357	58,321	349,927	17,737	195,562	42,660	255,958	6,512	71,796	15,662	98,969
3	24,934,358	48,622	536,089	116,942	701,653	17,737	195,562	42,660	255,958	30,885	340,527	74,282	445,695
4	37,483,489	72,995	804,820	175,563	1,053,378	17,737	195,562	42,660	255,958	55,258	609,259	132,903	797,420
5	49,932,620	97,369	1,073,551	234,184	1,405,104	17,737	195,562	42,660	255,958	79,632	877,990	191,524	1,149,146
6	56,606,806	110,983	1,217,045	265,486	1,592,916	17,737	195,562	42,660	255,958	92,646	1,021,485	222,826	1,336,957
7	63,280,991	123,398	1,360,541	296,788	1,780,727	17,737	195,562	42,660	255,958	105,661	1,164,980	254,128	1,624,769
8	86,377,677	168,436	1,857,120	405,111	2,430,688	17,737	195,562	42,660	255,958	180,699	1,661,659	362,452	2,174,710
9	109,474,363	213,475	2,353,699	513,436	3,080,609	17,737	195,562	42,660	255,958	195,788	2,158,137	470,775	2,824,660
10	132,571,049	258,514	2,850,278	621,758	3,730,549	17,737	195,562	42,660	255,958	240,777	2,654,716	579,099	3,474,591
11	139,245,234	271,528	2,993,773	669,060	3,918,361	17,737	195,562	42,660	255,958	253,791	2,798,211	610,400	3,662,408
12	145,919,420	284,548	3,137,268	684,362	4,106,172	17,737	195,562	42,660	255,958	266,806	2,941,706	641,702	3,850,214
13	170,575,671	332,623	3,667,377	800,000	4,799,999	17,737	195,562	42,660	255,958	314,886	3,471,815	757,340	4,544,041
14	188,557,737	367,688	4,053,991	884,336	5,306,015	17,737	195,562	42,660	255,958	349,951	3,858,430	841,676	5,050,057
15	206,559,368	402,791	4,441,026	968,763	5,812,581	17,737	195,562	42,660	255,958	385,054	4,245,465	926,104	5,566,622
16	206,559,368	402,791	4,441,026	968,763	5,812,581	17,737	195,562	42,660	255,958	385,054	4,245,465	926,104	5,566,622
17	206,559,368	402,791	4,441,026	968,763	5,812,581	17,737	195,562	42,660	255,958	385,054	4,245,465	926,104	5,566,622
18	213,235,243	415,809	4,584,558	1,000,073	6,000,440	17,737	195,562	42,660	255,958	398,072	4,388,996	957,414	5,744,482
19	219,911,117	428,827	4,728,089	1,081,383	6,188,299	17,737	195,562	42,660	255,958	411,090	4,532,528	988,723	5,932,341
20	226,686,992	441,845	4,871,620	1,062,693	6,376,158	17,737	195,562	42,660	255,958	424,108	4,676,059	1,020,033	6,120,200
		4,868,674	53,680,256	11,709,786	70,258,717					4,531,672	49,964,587	10,899,252	66,395,511
										7%	76%	17%	100%

(1) Assessment is adjusted by market comparison factors 75%

Exhibit D (Page 2 of 2)
 Potato Garden Run TIF Plan
 Pledged Tax Increments

Year	Tax Increment				Tax Increment to Taxing Bodies				Pledged Tax Increment to Project						
	Findlay Township		West Allegheny School District		Findlay Township		West Allegheny School District		Findlay Township		West Allegheny School District		Total		
	25%	75%	25%	75%	25%	75%	25%	75%	25%	75%	25%	75%	25%	75%	
1															
2	6,512	71,796	15,662	93,969	1,628	17,949	3,915	23,492	4,884	53,847	11,746	70,477	23,492	70,477	
3	30,885	340,627	74,282	445,695	7,721	86,182	18,871	111,424	23,164	265,895	55,712	334,271	111,424	334,271	
4	56,288	609,259	132,903	797,490	13,615	152,315	33,226	193,365	41,444	466,944	99,678	596,065	193,365	596,065	
5	79,692	877,990	191,624	1,149,146	19,908	219,497	47,881	287,286	59,724	658,492	143,643	861,859	287,286	861,859	
6	92,646	1,021,485	222,896	1,336,957	23,162	255,371	55,707	334,239	69,485	766,114	167,120	1,002,718	334,239	1,002,718	
7	105,661	1,164,980	254,123	1,524,769	26,415	291,245	63,532	381,192	79,246	873,735	190,596	1,143,577	381,192	1,143,577	
8	150,699	1,661,559	362,432	2,174,710	37,675	416,990	90,513	543,677	113,025	1,246,169	271,839	1,681,032	543,677	1,681,032	
9	195,738	2,158,137	470,775	2,894,650	48,985	539,534	117,694	706,168	146,804	1,618,603	363,081	2,118,488	706,168	2,118,488	
10	240,777	2,654,716	579,099	3,474,591	60,194	663,679	144,775	866,648	180,882	1,991,037	434,324	2,605,943	866,648	2,605,943	
11	285,791	2,798,211	610,400	3,662,403	63,448	699,553	162,600	915,601	190,343	2,098,658	467,800	2,746,802	915,601	2,746,802	
12	266,806	2,941,706	641,702	3,850,214	66,701	735,427	160,426	962,554	200,104	2,206,280	481,277	2,887,661	962,554	2,887,661	
13	314,886	3,471,815	757,340	4,544,041	78,721	867,954	189,335	1,136,010	236,164	2,603,862	568,005	3,408,031	1,136,010	3,408,031	
14	349,951	3,858,430	841,676	5,050,057	87,468	964,607	210,419	1,282,514	252,463	2,893,822	631,257	3,767,542	1,282,514	3,767,542	
15	385,094	4,245,465	926,104	5,566,622	96,263	1,061,366	231,526	1,389,156	288,790	3,184,099	694,578	4,167,467	1,389,156	4,167,467	
16	385,094	4,245,465	926,104	5,566,622	96,263	1,061,366	231,526	1,389,156	288,790	3,184,099	694,578	4,167,467	1,389,156	4,167,467	
17	398,072	4,388,996	957,414	5,744,482	99,518	1,097,249	239,353	1,436,120	298,554	3,251,747	718,050	4,308,361	1,436,120	4,308,361	
18	411,090	4,532,528	988,729	5,982,341	102,772	1,133,132	247,181	1,483,085	308,317	3,399,396	741,543	4,449,255	1,483,085	4,449,255	
19	424,108	4,676,059	1,020,089	6,120,200	106,027	1,169,015	255,008	1,530,050	318,081	3,507,044	765,095	4,590,150	1,530,050	4,590,150	
20	453,672	49,964,587	10,899,252	65,395,511	1,132,918	12,491,147	2,724,513	16,348,878	3,398,754	37,473,440	8,174,499	49,046,639	16,348,878	49,046,639	

Discount for Full Payment of Tax Bill on time 0%

Estimated Total Tax
 Increments to be paid to
 the Taxing Bodies
 During the Term of the
 TIF District
 \$ 1,132,918
 \$ 12,491,147
 \$ 2,724,513
 \$ 16,348,578

Findlay Township
 West Allegheny School District
 Allegheny County

Exhibit E (Page 1 of 2)
Potato Garden Run TIF Plan
Financing Assumptions

1. Percentage of Tax Increment Pledged by each Taxing Bodies	75%
2. Interest Rate on TIF Debt	2%
3. Interest and Principal payment	Commencing Year 3*
4. Amortization	18 Years*
5. Principal Payment at the End of Term	Fully Amortizing Loan
6. Payments per Year	1
7. Basis for Assessment	Appraised Land Value and Development Costs
8. Guarantor	Imperial Land Corporation
9. Amount of Guarantee	\$2,800,000
10. Amount of Loan to be Repaid with TIF Proceeds	\$2,936,000
11. Estimated Issuance Costs	\$162,500**

* See the repayment terms of the PennWorks loan within Tax Increment Financing Components (xi) Financial Details.

** To be financed through RAAC EDF loan

Exhibit E (Page 2 of 2)
Potato Garden Run TIF Plan
PennWorks Loan

	Principal				Pledged Tax		Total Available to		Total			Balance Available			
	Borrowed	Debt Service	Increment Available	Annual Fees	Make Debt Service Payment	Annual Fees	Annual Fees	Payment	Due	Payment	Interest	Repayment	Remaining Principal	After Debt Service Payment	Cumulative Available Cash AFTER Debt Service
1	2,944,000														
2	2,962,500														
3	2,962,500	197,605	510,099	18,500	491,599	18,500	18,500	491,599	197,605	59,250	188,355	2,824,145	293,994	293,994	
4	2,824,145	197,605	650,741	18,500	632,241	18,500	18,500	632,241	197,605	56,483	141,122	2,683,023	434,636	728,630	
5	2,683,023	197,605	914,535	18,500	896,035	18,500	18,500	896,035	197,605	53,660	143,945	2,539,078	698,430	1,427,060	
6	2,539,078	197,605	1,055,394	18,500	1,036,894	18,500	18,500	1,036,894	197,605	50,782	146,823	2,392,255	839,289	2,266,348	
7	2,392,255	197,605	1,196,252	18,500	1,177,752	18,500	18,500	1,177,752	197,605	47,845	149,760	2,242,495	980,147	3,246,496 *	
8	2,242,495	197,605	1,683,708	18,500	1,665,208	18,500	18,500	1,665,208	197,605	44,850	152,755	2,089,740	1,467,603	4,714,099	
9	2,089,740	197,605	2,171,163	18,500	2,152,663	18,500	18,500	2,152,663	197,605	41,795	155,810	1,933,930	1,955,058	6,669,157	
10	1,933,930	197,605	2,658,619	18,500	2,640,119	18,500	18,500	2,640,119	197,605	38,679	158,926	1,775,003	2,442,514	9,111,671	
11	1,775,003	197,605	2,799,478	18,500	2,780,978	18,500	18,500	2,780,978	197,605	35,500	162,105	1,612,898	2,583,373	11,695,044	
12	1,612,898	197,605	2,940,336	18,500	2,921,836	18,500	18,500	2,921,836	197,605	32,258	165,347	1,447,551	2,724,231	14,419,275	
13	1,447,551	197,605	3,460,707	18,500	3,442,207	18,500	18,500	3,442,207	197,605	28,951	168,654	1,278,897	3,244,602	17,663,877	
14	1,278,897	197,605	3,840,218	18,500	3,821,718	18,500	18,500	3,821,718	197,605	25,578	172,027	1,106,370	3,624,113	21,287,990	
15	1,106,370	197,605	4,220,142	18,500	4,201,642	18,500	18,500	4,201,642	197,605	22,137	175,468	931,403	4,004,037	25,292,027	
16	931,403	197,605	4,220,142	18,500	4,201,642	18,500	18,500	4,201,642	197,605	18,628	178,977	752,426	4,004,037	29,296,064	
17	752,426	197,605	4,220,142	18,500	4,201,642	18,500	18,500	4,201,642	197,605	15,049	182,556	569,869	4,004,037	33,300,102	
18	569,869	197,605	4,361,037	18,500	4,342,537	18,500	18,500	4,342,537	197,605	11,397	186,208	383,662	4,144,932	37,445,034	
19	383,662	197,605	4,501,931	18,500	4,483,431	18,500	18,500	4,483,431	197,605	7,673	189,932	193,730	4,285,826	41,730,860	
20	193,730	197,605	4,642,825	18,500	4,624,325	18,500	18,500	4,624,325	197,605	3,875	193,730	-	4,426,720	46,157,580	
		3,556,890		259,000	32,062,534				3,556,890	594,390	2,962,500				

Assumptions
Principal 2,962,500
Interest 2.00% per Year
Term 18 Years
Debt Service -197,605

* Cumulative cash after debt service expected to prepay debt completely

MEMORANDUM
OFFICE OF THE COUNTY MANAGER

TO: Jared E. Barker
Allegheny County Council

FROM: William D. McKain CPA
County Manager

DATE: January 9, 2014

RE: Proposed Resolution

Attached is a Resolution of the County Council of Allegheny County amending the Potato Garden Run Tax Increment Financing Plan and authorizing related actions.

The Allegheny County Law Department has reviewed this legislation prior to submitting it to Council.

I am requesting that this item be placed on the agenda at the next Regular Meeting of Council.

ALLEGHENY COUNTY COUNCIL
14 JAN 9 PM 12:11


ALLEGHENY COUNTY COUNCIL

14 JAN 9 PM 12:11

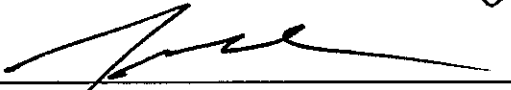
SECTION 8. Repealer. Any Resolution or Ordinance or part thereof conflicting with the provisions of this Resolution is hereby repealed so far as the same affects this Resolution.

Enacted in Council, this 18th day of March, 2014

Council Agenda No. 7964-14



John DeFazio
President of Council

Attest: 

Jared Barker
Chief Clerk of Council

Chief Executive Office March 25, 2014

Approved: 

Rich Fitzgerald
County Executive

Attest: 

Sonya Dietz
Executive's Secretary