

City of Philadelphia



(Bill No. 200299)

AN ORDINANCE

Authorizing the City Treasurer, on behalf of the City, to enter into an amendment agreement with Citizens Bank of Pennsylvania for provision of payroll banking services to the City, under certain terms and conditions.

THE COUNCIL OF THE CITY OF PHILADELPHIA HEREBY ORDAINS:

SECTION 1. The Office of the City Treasurer, on behalf of the City, is hereby authorized to enter into an amendment agreement (the "Amendment Agreement") with Citizens Bank of Pennsylvania ("Citizens Bank"), substantially in the form set forth in Exhibit A, pursuant to which Citizens Bank shall continue to provide payroll banking services to the City, under certain terms and conditions.

SECTION 2. The City Solicitor shall include in said Amendment Agreement such terms and conditions as he may deem necessary to protect the interests of the City.

SECTION 3. In accordance with Section 19-201(8)(c)(ii) of The Philadelphia Code, Citizen Bank's updated fair lending plan is attached to this Ordinance as Exhibit B.

SECTION 4. The Chief Clerk shall keep on file Exhibits A and B and shall make them available for inspection by the public during regular office hours.

City of Philadelphia

BILL NO. 200299 continued

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EXHIBIT A

Contract Number 1820003-03
Original Contract Number 1820003

May 2020 P. Kim/vw
City of Philadelphia
City Treasurer's Office

STANDARD AMENDMENT AGREEMENT

THIS STANDARD AMENDMENT AGREEMENT (“Amendment Agreement”) is made as of _____ and effective the 1st day of July, 2020 (the “Effective Date”) by and between The City of Philadelphia (the “City”), by and through the City Treasurer’s Office (“Department”), and Citizens Bank of Pennsylvania (“Provider”), a for profit corporation, with its principal place of business located at 1 Citizens Plaza, Providence, Rhode Island 02903.

BACKGROUND

The City and Provider entered into a certain Contract, Contract Number 1820003, dated November 3, 2017, for an Initial Term from July 1, 2017, through June 30, 2018, which Contract includes the General Provisions, the Provider Agreement and any and all exhibits and attachments thereto (collectively, the “Base Contract”), wherein Provider agreed to render various Services to the City in accordance therewith; and

The City and Provider entered into an Amendment to the Base Contract, Contract Number 1820003-01, dated October 1, 2018, for the period July 1, 2018, to June 30, 2019, to add an Additional Term in order for Provider to continue to render the Services and provide the Materials specified in the Base Contract; and

The City and Provider entered into an Amendment to the Base Contract, as amended, Contract Number 1820003-02, dated July 22, 2019, for the period July 1, 2019, to June 30, 2020, to add an Additional Term in order for Provider to continue to render the Services and provide the Materials specified in the Base Contract, as amended; and

The City and Provider desire to enter into an Amendment to the Base Contract, as amended, Contract Number 1820003-03, for the period July 1, 2020, to June 30, 2021, to add an

City of Philadelphia

BILL NO. 200299 *continued*

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Additional Term in order for Provider to continue to render the Services and provide the Materials specified in the Base Contract, as amended; and

The City and Provider have agreed to amend certain terms and conditions of the Base Contract, as amended, as set forth herein.

In consideration of the mutual obligations set forth herein, and each intending to be legally bound, the City and Provider covenant and agree as of the Effective Date as follows:

ARTICLE I: AMENDMENTS TO THE CONTRACT

With the exception of the following amendments set forth in this Amendment Agreement, and subject to councilmanic appropriation of funds, the terms and conditions of the Base Contract, as amended, shall be and remain in full force and effect:

1.1 **Definitions.**

Capitalized terms not otherwise defined herein shall have the meanings set forth in the Base Contract, as amended.

1.2 **Term.**

The Base Contract, as amended, is amended to add an Additional Term, commencing July 1, 2020, and expiring June 30, 2021.

1.3 **Electronic Signatures.**

The Parties agree to conduct this transaction electronically, including the execution of this Amendment Agreement, using the means of electronic signature provided below.

[The remainder of this page was left blank intentionally; signature page follows.]

City of Philadelphia

BILL NO. 200299 continued

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IN WITNESS WHEREOF, the Parties, intending to be legally bound by all of the Contract Documents, have caused this Amendment Agreement to be executed by their respective duly authorized officers as of the date in the heading of this Amendment Agreement.

APPROVED AS TO FORM

THE CITY OF PHILADELPHIA

MARCEL S. PRATT, CITY SOLICITOR

Through: The City Treasurer's Office

Per:

By:

Name: _____

Name: _____

Title: _____

Title: _____

CITIZENS BANK OF PENNSYLVANIA

By:

Name:

Title:

ATTEST

By:

Name:

Title:

City of Philadelphia

BILL NO. 200299 continued

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EXHIBIT B



**AUTHORIZED DEPOSITORY COMPLIANCE REPORTING:
PHILADELPHIA CITY CODE
CHAPTER 19-200 CITY FUNDS--DEPOSITS,
INVESTMENTS, & DISBURSEMENTS**

**QUARTERLY REQUEST FOR INFORMATION
UPDATE FOR THE 3 MONTHS ENDED 3/31/2020
AS OF 4/23/2020**

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COMMUNITY REINVESTMENT GOALS

Update for the 3 months ended 03/31/2020

Provide the number of small business loans, home mortgages, home improvement loans, and community development investments to be made within low and moderate-income neighborhoods within the City of Philadelphia.

Type	2017 Results	2018 Results	2019 Results	2020 Goals	YTD 03/31/2020
Small Business Loans	205	186	161	160	39
Residential Mortgage (Home Purchase only, Originated and Purchased Loans)	104	130	179	195	32
Home Improvement Loans	72	N/A	N/A	N/A	N/A
Home Equity Line of Credit*	N/A	414	464	470	66
Community Development Investments**	68	57	27	30	19

* Because of changes in the Home Mortgage Disclosure Act (HMDA) reporting requirements, Home Improvement loans are no longer tracked and consistent with HMDA reporting. We are sharing information about HELOC originations beginning in 2018.

** During the 12 months ended 12/31/2019, Community Development Investments (grants) totaled \$690,405.25 with two equity investments totaling \$17,527,850. During the 3 months ended 3/31/2019 Community Development Investments (grants) in dollars were \$366,500. Community Development Investments (grants) are historically lower in first quarter but ramp up later in the year. The 1Q2020 results above are comprised of 19 Community Development Grant Investments.

Three Months Ended 03/31/2020

Number and Value of Loans by Units and Income

Type	Low	\$ (000's)	Moderate	\$ (000's)	Middle	\$ (000's)	Upper	\$ (000's)	NA	\$(000)s	Total	\$ (000's)
Residential Mortgage (Home Purchase only, Originated and Purchased Loans)	5	1,249	27	6,046	29	6,127	24	6,611	0	0	85	20,033
Home Equity Line of Credit	8	374	58	3,922	61	5,825	81	12,239	0	0	208	22,360
Small Business Loans (all)	9	848	30	2,903	17	708	44	2,218	4	925	104	7,602
Community Development Loans	0	0	1	19,000	0	0	0	0	0	0	1	19,000
Total:	22	2,471	116	31,871	107	12,660	149	21,068	4	925	398	68,995

COMMUNITY INVOLVEMENT AND INVESTMENT

Citizens Bank’s strong commitment to servicing the critical needs of the neighborhoods where the Bank conducts business is reflected in its community development investments and charitable contributions. Citizens Helping Citizens is the bank’s comprehensive community engagement effort that leverages the strengths of the company and the skills of its colleagues to enhance the communities where it does business.

In 2019, Citizens Bank contributed \$14 million to support community activities and events across its footprint. Citizens Bank colleagues contributed more than 144,000 volunteer hours and executives provided leadership by serving on community boards and championing efforts to raise awareness and funds for key causes.

Funding priorities continue to include of program support in four specific areas that fortify the economic vitality of our neighborhoods: fighting hunger; teaching money management, strengthening communities and workforce development. Signature initiatives include:

- Citizens Bank quickly responded to the needs of Philadelphia residents and businesses during the outbreak of COVID-19 by committing to citywide relief efforts – \$125,000 to the COVID-19 Relief Fund managed by the United Way and Philadelphia Foundation and \$500,000 to the Philadelphia Small Business Fund run by PIDC and the City of Philadelphia. Additionally, the bank made \$2 million in grants available to its small business customers through an essay contest.

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- Champions in Action – Since 2004, Citizens has awarded over \$1.4 million to 48 organizations in the Greater Philadelphia area through Champions in Action, a unique initiative designed to provide financial, volunteer, and promotional support for nonprofit organizations that are addressing the needs and social challenges of our diverse neighborhoods. In Philadelphia, we’ve partnered with NBC10/Telemundo62 and Philadelphia Media Network on the program. Our most recent award went to Bebash: Transition to Hope in the category of Inclusion and Equality.
 - Citizens Helping Citizens Manage Money – In 2020, Citizens Bank awarded \$250,000 to 16 nonprofits in Pennsylvania, New Jersey and Delaware as part of the Citizens Helping Citizens Manage Money initiative. Citizens’ multi-faceted financial education program leverages the financial planning expertise of its bankers and its partnerships with local nonprofits focused on financial education. These organizations received a contribution in recognition of and to further support their commitments to teaching youth and adults about financial literacy and the importance of managing money effectively.
 - Phans Feeding Families – Citizens Bank has partnered with The Philadelphia Phillies and Philabundance in the Phans Feeding Families program since 2010. This initiative raises money and collects food to feed the many people in the Delaware Valley that are at risk of hunger. In 2020, Citizens Bank will again donate \$40,000 to Philabundance, the region’s largest hunger relief organization. While we await the 2020 MLB schedule, Citizens Bank hopes to lead a virtual food drive to help raise more funds for Philabundance during the COVID-19 pandemic this spring and summer. Since 2018, Citizens Bank has invested \$175,000 to strengthen job training and development for the Philadelphia maritime industry. The **Citizens Bank Regional Maritime Training Center** is a collaboration with Citizens Bank, the Collegiate Consortium of Workforce Development, Philadelphia Works and PhilaPort. The center is a first-of-its-kind workforce development initiative that will provide formal, enhanced training opportunities such as forklift certification and recertification, yard jockey training and OSHA safety training. Classes are scheduled to begin this summer.

Other contributions were made to Children’s Hospital of Pennsylvania for the South Philadelphia Community Center, Free Library of Philadelphia Job Fairs, LISC, Philadelphia Youth Network Work Ready Program, University City District’s West Philadelphia Skills Initiative, the Project Home Adult Learning and Workforce Development, Philadelphia OIC’s Bankworks program, the Welcoming Center for New Pennsylvanians, Klein Life JCC’s Senior Meals Program, the Food Trust, Greater Philadelphia Coalition Against Hunger, Wistar, Mural Arts and the National Constitution Center. Citizens Bank also provides funding to The African American Museum in Philadelphia to support subsidized admission throughout the Martin Luther King, Jr. Day weekend and is a member of the Chamber of Commerce of Greater Philadelphia and the Philadelphia Conventions and Visitors Bureau.

In June 2003, Citizens Bank and the Phillies announced a 25-year partnership that included naming rights to the team’s world-class ballpark and a broad-based, innovative media package. Since Citizens Bank Park opened in 2004, Citizens Bank has worked with the Phillies to expand and enhance community outreach, including:

- Citizens Bank developed the Helping Hand Glove donation program for children who play in the Phillies Jr. RBI League. Each year more than 6,000 inner city children under the age of 12 participate in a program that teaches them about baseball, sportsmanship and teamwork. Since developing the program, Citizens Bank has purchased, collected and donated more than 10,000 baseball gloves to children who play in the Phillies Jr. RBI League.

- Since 2004, Citizens Bank has donated 1,500 game tickets each year to community groups throughout Greater Philadelphia.

COMMUNITY DEVELOPMENT

COMMUNITY DEVELOPMENT ACTIVITIES IN PHILADELPHIA

Citizens Bank understands that a good bank is at the heart of a community, and that investing in our communities enriches us all. That's why we partner with local non-profit organizations to build vital connections to help communities prosper. Organizations that we work with participate in a variety of community building activities including: helping individuals find affordable housing, workforce development, financial education, neighborhood revitalization and small business technical assistance.

One of the ways in which we implement our Community Development initiatives is through strong ongoing relationships with Community Partners. These are visible, known, respected and accomplished nonprofit organizations that work to improve the lives of low to moderate income households and/or small businesses.

We partner with these organizations in several ways including: Board or Committee representation; volunteer financial education instructors; colleague engagement in their programs as panelists, subject matter experts and financial coaches.

For well over 10 years we have had a robust financial literacy program in Philadelphia where colleagues have conducted financial education workshops throughout the City. Citizens Bank colleagues support and participate in a variety of Financial Education initiatives in Philadelphia, including but not limited to: Philadelphia Works, School District of Philadelphia and First Time Home Buyer Workshops with various organizations. Activities that have occurred in the three months ended 3/31/2020*** include the following:

Campaign for Working Families

Vita site assistance was provided to Campaign for Working Families.

Drexel

Financial education was provided to undergraduate students & Drexel students enrolled in the BRIDGE program.

HIAS and Council Migration Service of Philadelphia

Financial education was provided to clients of HIA Service and Council Migration Service of Philadelphia.

Junior Achievement of Southeastern Pennsylvania

Financial education using the Junior Achievement Career Success curriculum was conducted in partnership with Junior Achievement of Southeastern Pennsylvania at Roxborough High School.

Philadelphia Works CareerLinks

Citizens Bank colleagues provided ongoing financial education to Philadelphia Works' Esperanza CareerLink to participants interested in finding employment an/or transitioning into another career.

Tech Impact

Financial education was provided to IT works program participants at Peirce College.

Uplift Solutions

Financial education workshops were conducted in partnership with Uplift Solutions at Enon Tabernacle Church.

*** There were an additional 16 activities that were scheduled for the month of March that were cancelled/postponed as a result of COVID-19.

City of Philadelphia

BILL NO. 200299 continued

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CERTIFICATION: This is a true and correct copy of the original Bill, Passed by the City Council on June 18, 2020. The Bill was Signed by the Mayor on June 26, 2020.



Michael A. Decker
Chief Clerk of the City Council