

MEMORANDUM OF AGREEMENT
BETWEEN UNITED STATES DEPARTMENT OF HOUSING AND URBAN
DEVELOPMENT
AND THE
PENNSYLVANIA STATE HISTORIC PRESERVATION OFFICER
REGARDING ST. ANN'S SENIOR HOUSING
30 E. BERTSCHE STREET, LANSFORD, PA

WHEREAS the United States Department of Housing and Urban Development ("HUD") plans to fund the St. Ann's Senior Housing Project pursuant to Section 202 of the Housing Act of 1959, as amended; and

WHEREAS the undertaking consists of the construction of 17 units of affordable housing for the elderly; and

WHEREAS, HUD has defined the undertaking's area of potential effect (APE) as described in Attachment I; and

WHEREAS, HUD has determined that the undertaking may have an adverse effect on the Lansford Historic District which is eligible for listing in the National Register of Historic Places, and has consulted with the Pennsylvania State Historic Preservation Officer ("SHPO") pursuant to 36 C.F.R. part 800, of the regulations implementing Section 106 of the National Historic Preservation Act (16 U.S.C. § 470f); and

WHEREAS, HUD has consulted with Catholic Senior Housing Development and Management ("CSHDM") regarding the effects of the undertaking on historic properties and has invited them to sign this MOA as an invited signatory and concurring party; and

WHEREAS, HUD has consulted with the Lansford City Council, Delaware & Lehigh National Heritage Corridor, Lansford Historical Society and Lansford Alive regarding the effects of the undertaking on historic properties as consulting parties; and

WHEREAS, in accordance with 36 C.F.R. § 800.6(a)(1), HUD has notified the Advisory Council on Historic Preservation (ACHP) of its adverse effect determination with specified documentation and the ACHP has chosen not to participate in the consultation pursuant to 36 CFR § 800.6(a)(1)(iii); and

NOW, THEREFORE, HUD, SHPO and CSHDM agree that the undertaking shall be

implemented in accordance with the following stipulations in order to take into account the effect of the undertaking on historic properties.

STIPULATIONS

HUD shall ensure that the following measures are carried out:

I. The Diocese of Allentown and CSHDM agree that LBHS shall have the right to salvage any historic feature, with the exception of any items which contain religious symbols and the stain glass windows, from the St. Ann's Convent building located on the property at 30 East Bertsche Street, Lansford, Pennsylvania. LBHS shall be responsible for any and all costs and expenses related to the salvage, removal and transport of any items taken from the St. Ann's Convent building. Any salvage and removal of items from the St. Ann's Convent building by LBHS shall be completed no later than thirty (30) days from HUD's issuance of a Firm Commitment for the St. Ann's Senior Housing Project. CSHDM shall provide LBHS with written notice of the receipt of the Firm Commitment within five (5) business days of its receipt of same.

II. CSHDM will provide for the historic recordation of the St. Ann's Convent building. Upon the completion of the proposed recordation documentation, the documentation shall be submitted to the SHPO for review and comment. The SHPO shall have 15 days to review and comment on the proposed recordation. Should the SHPO fail to respond at the end of the 15 day review period, the recordation shall be deemed acceptable.

III. CSHDM will also provide for the creation of an interpretive exhibit related to the St. Ann's Convent building to be permanently displayed in a common area in the St. Ann's Senior Housing project. The interpretive exhibit shall be installed within one (1) calendar year of construction completion for the St. Ann's Senior Housing project. The interpretive exhibit shall include visuals, including, but not limited to, historic and current photographs. The interpretive exhibit shall also include narratives that discuss the history of the school and convent in relation to the history of education in the region. Prior to the installation of the interpretive exhibit, the SHPO shall have thirty (30) days to review and comment on the exhibit. Should the SHPO fail to respond at the end of the 30 day review period, the interpretive exhibit shall be deemed acceptable.

IV. DURATION

This MOA will be null and void if its terms are not carried out within five (5) years [from the date of its execution. Prior to such time, HUD may consult with the other signatories to reconsider the terms of the MOA and amend it in accordance with Stipulation VII below.

V. MONITORING AND REPORTING

Each six (6) months following the execution of this MOA until it expires or is terminated, HUD shall provide all parties to this MOA and the ACHP a summary report detailing work undertaken pursuant to its terms. Such report shall include any scheduling changes proposed, any problems encountered, and any disputes and objections received in HUD's efforts to carry out the terms of this MOA.

VI. DISPUTE RESOLUTION

Should any signatory or concurring party to this MOA object at any time to any actions proposed or the manner in which the terms of this MOA are implemented, HUD shall consult with such party to resolve the objection. If HUD determines that such objection cannot be resolved, HUD will:

A. Forward all documentation relevant to the dispute, including HUD's proposed resolution, to the ACHP. The ACHP shall provide HUD with its advice on the resolution of the objection within thirty (30) days of receiving adequate documentation. Prior to reaching a final decision on the dispute, HUD shall prepare a written response that takes into account any timely advice or comments regarding the dispute from the ACHP, signatories and concurring parties, and provide them with a copy of this written response. HUD will then proceed according to its final decision.

B. If the ACHP does not provide its advice regarding the dispute within the thirty (30) day time period, HUD may make a final decision on the dispute and proceed accordingly. Prior to reaching such a final decision, HUD shall prepare a written response that takes into account any timely comments regarding the dispute from the signatories and concurring parties to the MOA, and provide them and the ACHP with a copy of such written response.

C. HUD's responsibility to carry out all other actions subject to the terms of this MOA that are not the subject of the dispute remain unchanged.

VII. AMENDMENTS

This MOA may be amended when such an amendment is agreed to in writing by all signatories. The amendment will be effective on the date a copy signed by all of the signatories is filed with the ACHP.

VIII. TERMINATION

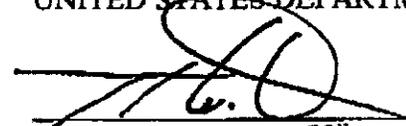
If any signatory to this MOA determines that its terms will not or cannot be carried out, that party shall immediately consult with the other parties to attempt to develop an amendment per Stipulation VII, above. If within thirty (30) days (or another time period agreed to by all signatories) an amendment cannot be reached, any signatory may terminate the MOA upon written notification to the other signatories.

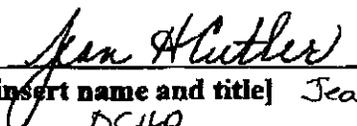
Once the MOA is terminated, and prior to work continuing on the undertaking, HUD must either (a) execute an MOA pursuant to 36 CFR § 800.6 or (b) request, take into account, and respond to the comments of the ACHP under 36 CFR § 800.7. HUD shall notify the signatories as to the course of action it will pursue.

Execution of this MOA by HUD, SHPO, AND CSHDM and implementation of its terms evidence that HUD has taken into account the effects of this undertaking on historic properties and afforded the ACHP an opportunity to comment.**

SIGNATORIES:

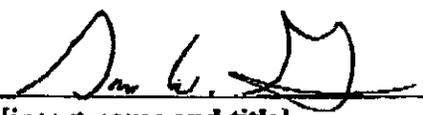
UNITED STATES DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT


Date 10/16/08
[insert agency: PHILADELPHIA] [insert name and title]
Director of Operations
Philadelphia Multifamily HUB
Pennsylvania Historic Preservation Officer


Date 12/1/2008
[insert name and title] Jean H. Cutler
DSHP

INVITED SIGNATORIES:

Catholic Senior Housing Development and Management


Date 10/10/08
[insert name and title]
GORDON W. GRIFFITHS, DIRECTOR

Notes:

* This document assumes that the term "signatory" has been defined in the agreement to include both signatories and invited signatories.

** Remember that the agency must submit a copy of the executed MOA, along with the

documentation specified in Sec. 800.11(f), to the ACHP prior to approving the undertaking in order to meet the requirements of section 106. 36 CFR § 800.6(b)(1)(iv).