

Upsala

- The Upsala Foundation operated Upsala as a historic house museum through 2003, when financial circumstances forced it to merge with Cliveden of the National Trust. Since 2005 the property has been owned by the National Trust for Historic Preservation and under the stewardship of Cliveden Incorporated, a co-stewardship organization of the National Trust.
- Since 2005, Cliveden has considered many options for the use of Upsala, both within our own operation and with non-profit and for-profit partners.
- Cliveden, Inc. and the National Trust have gone through extensive public engagement to identify potential new stewards and uses for Upsala, including public discussions such as the Cliveden Conversations in October 2013 and April 2015, news articles, social media, and the issuance of a request for proposals last year.
- We are continuing exploring options through traditional real estate marketing because that process has the capacity to reach people we may not have reached through our previous public engagement.
- The National Trust and Cliveden will be seeking a preservation-minded buyer for either residential use or appropriate commercial use. Any transfer will be subject to preservation easements that will protect Upsala's unique characteristics and allow for appropriate public access. The sale process will be open and available to all potential bidders in accordance with NT processes that have been used in other sales of significant historic properties.

UPSALA
6430 Germantown Avenue
Philadelphia, PA 19119

SUMMARY OF EASEMENT PROTECTION



National Trust *for*
Historic Preservation™

September 2016

1. INTRODUCTION

The historic property known as Upsala is comprised of a 2-1/2 story masonry building set on nearly three acres of open space in the Germantown neighborhood of Philadelphia. The building is in the early Federal architectural style, and is comprised of a main block, rear ell and ell addition, all dating to 1798. Operated as a historic house museum beginning in 1944, and more recently used for office and residential caretaking, Upsala is now available for public acquisition and reuse for the first time since the mid-twentieth century.

Because of its architectural and historical significance, Upsala was designated a historic property by the Philadelphia Historical Commission on June 26, 1956, has been documented by the Historic American Buildings Survey ("HABS") in 1957, is listed as a contributing property to the Colonial Germantown Historic District on June 23, 1965, a National Historic Landmark district (listed on the National Register of Historic Places on October 15, 1966 as NR# 66000678, with boundaries enlarged on July 30, 1987, as NR #87001239); and individually listed on the National Register of Historic Places on January 13, 1972 (as NR #72001174).



2. LOCATION AND HISTORY

Located at 6430 Germantown Avenue in Philadelphia, Pennsylvania, Upsala is a highly visible and significant historic property across Germantown Avenue from Cliveden (the ca. 1767 Benjamin Chew house). The Upsala property is characterized by 2-1/2 acres of open lawn and garden areas that are significant and integral to the character, and contribute to the setting and context, of the historic house. The property is conveniently located to public transportation and surrounded by numerous other historic properties, both residential and institutional/museum.

Germantown, including the area upon which Upsala sits, was the location of the Revolutionary War Battle of Germantown, a nearly successful attempt by George Washington's army to recapture the capital of Philadelphia from the British.

3. PRESERVING HISTORIC CHARACTER

Architectural and Historic Significance

Upsala retains a high degree of architectural integrity, with the majority of its original architectural features remaining intact and well-preserved. Built in 1798 for John Johnson III (1774-1825), a fourth-generation descendant of the Jansen family--early settlers of Germantown--Upsala was constructed on Johnson's family farmland, on a portion of the site of the Battle of Germantown (October 4, 1777) in the Revolutionary War.

A fine example of Federal architecture, Upsala is the epitome of the Anglicization of the Jansen/Johnson family. Tax records and architectural details confirm that the entire house (main block, rear ell, and ell addition) were all constructed in 1798.

The five-bay, two and one-half story, gable-roofed main block of Upsala is constructed of local Wissahickon schist. The symmetrical façade features a pedimented portico supported by Doric columns and pilasters, which protects the front entry door and its fanlight. Upsala's interior rooms are notable for their height and scale as well as decorative millwork and plaster detailing. A central hall is flanked by two rooms at both the first and second stories and features a graceful elliptic geometric staircase that rises from the first story to the attic, a cornice and frieze of cast plaster modillions, and a punch-and-gouge carved segmental arch that divides the entry hall into a front area and rear area.

Each of the four rooms on the first and second floors have an elaborate and distinct fireplace surround, most with punch-and-gouge carved details and some incorporating King of Prussia marble panels. The rooms have formally divided walls, articulated with paneled wainscoting or chair rails and crowned with wood or plaster cornices. Large six-over-six sash windows let ample light in, and numerous extant examples of original hardware remain in use.

The rear ell includes an enclosed winder staircase and a second, side staircase that rises the length of the Ell, accessing the living quarters at the Ell's second floor and in the attic.

Easement Protection

Because of Upsala's significance and integrity, the National Trust will place a preservation easement on the property as a condition of transfer. The purpose of this perpetual easement is to ensure that the architectural, historic, cultural, and associated landscape and open space features of Upsala will be retained and maintained forever in a good and sound state of repair for conservation and preservation purposes, to prevent any use or change of Upsala that will significantly impair or interfere with Upsala's conservation and preservation values, and to maintain limited public access to Upsala, as explained more fully below.

The easement will be administered by the National Trust, which currently holds easements on more than 120 historic properties across the country. National Trust staff has considerable experience working with property owners, architects, and construction professionals to ensure that historic properties are preserved and maintain their unique and valuable historic characteristics, but can also be lived in comfortably as private, single-family homes, or thoughtfully adapted for non-residential uses.



4. OVERVIEW OF CONSERVATION/PRESERVATION EASEMENTS

Recognizing that prospective new owners will want to fully understand the property's title restrictions, this summary is intended to explain, generally, (i) how preservation easements work; and (ii) the scope of protection for Upsala.

The term "preservation easement" is commonly used to describe a type of conservation easement—a private legal right given by the owner of a property to a qualified nonprofit organization or governmental entity for the purpose of protecting

a property's conservation and preservation values, or in the case of Upsala, required as a condition of transferring the property.



A preservation easement is considered a “partial interest” in real property—the property owner owns the property but a specific set of rights represented by the easement is held by the easement-holding organization. Typically, a preservation easement protects against changes to a property that would be inconsistent with the preservation of the property, such as demolition of historic buildings, inappropriate alterations, or in some cases, subdivision. In administering its easements, and specifically when deciding upon the appropriateness of changes proposed by property owners, the National Trust is guided by *The Secretary of the Interior’s Standards for the Treatment of Historic Properties*.

5. PROTECTING UPSALA

Upsala is a significant and substantially intact historic property and the National Trust is committed to providing strong perpetual protection for this historic site. Therefore, the easement that will protect Upsala ensures that numerous exterior features of the house and landscape, along with certain interior features of the house, will be preserved and well-maintained in perpetuity, with most changes only permitted upon the National Trust’s prior review and approval.

At the exterior of the house, the architectural features, construction materials and colors, including walls, woodwork, windows, doors, masonry and roofs, will be protected against alteration without the National Trust’s prior approval. At the landscape, the open yard areas around the house, and the locations of the driveway, walkways and any fencing, will also be preserved, with changes permitted only with the National Trust’s prior approval.

At the interior areas of the house shown on Exhibit A as the Protected Interior Areas, structural framing and the following architectural features are protected

against alteration, removal, or demolition without the National Trust's prior approval:

Main Block:

- structural framing members, including but not limited to interior beams, posts, plates, studs, sheathing, and rafters;
- floor plan (the location of walls, doors, and windows);
- woodwork, including but not limited to such elements as doors and door casings, window and window casings, baseboards, mantels, fireplace surrounds, wainscot and cornices, except in Rooms 301, 302, 303, 304, 305, 306 and 307 of the attic;
- the staircase from the first story, located in Rooms 102, 202 and 302, to the third story, in its entirety;
- plaster walls and ceilings, including both flat and decorative plaster, except in Rooms 301, 302, 303, 304, 305, 306 and 307 of the attic;
- the masonry masses, including chimneys, fireboxes, hearths and any associated ironwork;
- wood flooring;
- windows;
- hardware, including but not limited to hinges, locks and door handles except in Rooms 301, 302, 303, 304, 305, 306 and 307 of the attic;

Rear Ell and Ell Addition:

- wood flooring;
- structural framing members, including but not limited to interior beams, posts, plates, studs, sheathing, and rafters;
- the winder staircase connecting Room 107 at the first story with Room 207 at the second story, in its entirety;
- the staircase connecting Room 109 at the first story with Room 209A at the second story, in its entirety;

- the masonry mass, firebox, hearth and crane located in Room 108;
- the masonry mass, firebox, chair rail and cupboard in Room 210; and,
- iron hardware, including but not limited to hinges, locks and door handles.

The following activities can generally be undertaken *without* National Trust review or approval, provided that protected features noted in the easement are not altered:

- Replacement of all systems, including heating, cooling, and plumbing systems;
- Replacement of electrical systems, computer wiring and/or security systems as well as interior and exterior lighting;
- Routine maintenance that does not involve more than minimal in-kind replacement of protected historic features;
- Routine maintenance of trees, shrubbery, gardens and other vegetation in order to maintain the existing landscaped areas;
- Painting and decorating; and,
- Reversible installation of “built-in” cabinetry, shelving, closet systems, etc.

Routine maintenance work is generally not subject to National Trust review, except that maintenance of certain architectural features *may* require the National Trust’s prior review and approval, including, for example:

- Exterior sidewalls (including windows and doors), masonry foundation and chimney stacks, roofing, and other functional and decorative elements;
- Interior woodwork (doors, windows, casing/trim elements, baseboards and staircase elements, including both wood and plaster elements) in certain areas of the house; and,
- Structural elements.

6. OTHER SELECTED PROVISIONS OF THE EASEMENT

Demolition – Demolition of the house and landscape are prohibited.

Subdivision – Subdivision of the property is prohibited.

Inspection – The National Trust administers its preservation easements through on-going correspondence and routine site visit inspections/documentation (generally annually) with property owners. Easement properties undergoing major restoration or rehabilitation projects are visited more frequently.

Requests for Approval – The National Trust’s review and approval is separate and distinct from other approvals or permitting processes that may be required to undertake work at the property, including approvals that may be required by the Philadelphia Historical Commission.

Insurance/Casualty Damage – The National Trust requires that all easement properties be insured against casualty damage, and in addition, comprehensive liability insurance is required to protect both the owner and the National Trust from liability claims.

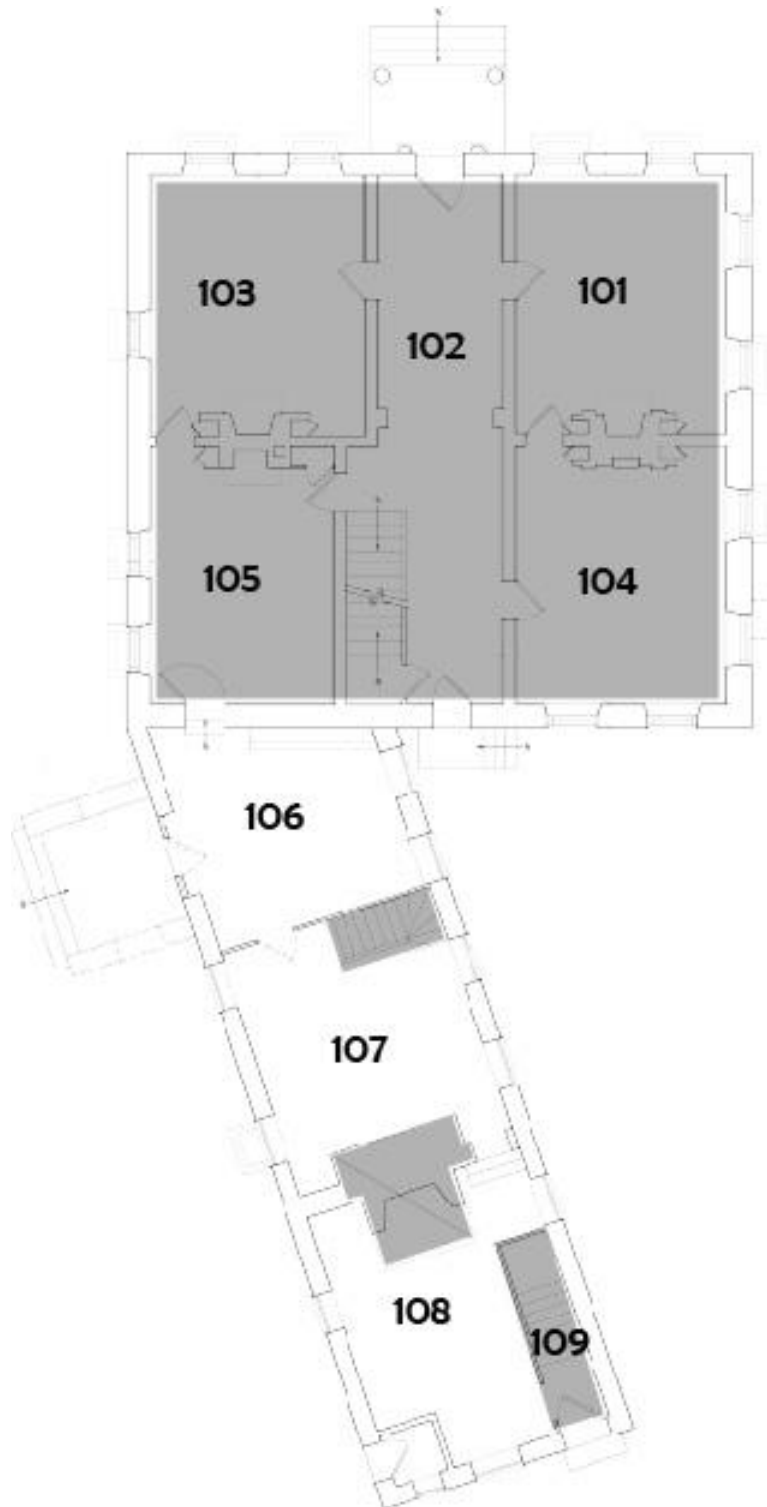
Topographical Changes/Additions or Additional Buildings – The National Trust’s approval will be required for substantial topographical and landscape changes, including the removal of large trees, as well as proposed additions to the house or additional buildings on the landscape.

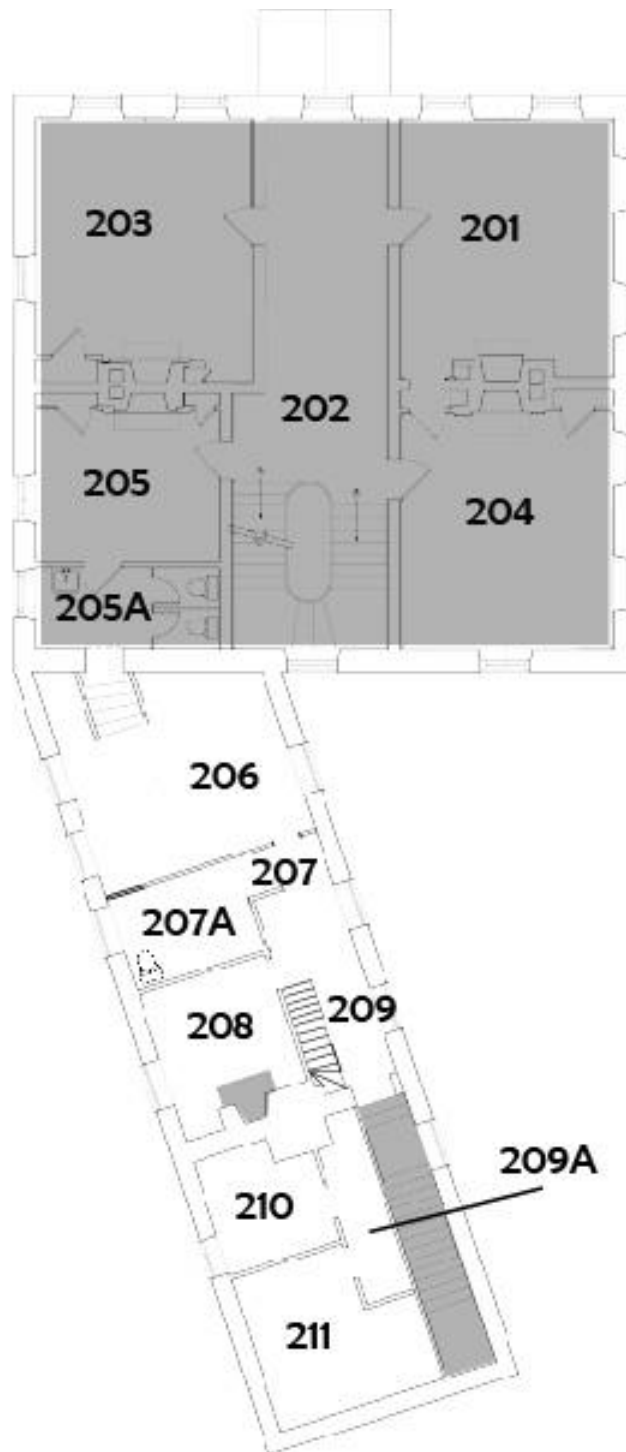
Public Access – The National Trust is committed to balancing future owners’ control of their property with ensuring regular, but limited, public access to portions of this significant historic property. Access, while required by the terms of the easement, is always arranged in advance. The public access for Upsala will include: (i) access on one day a year in October to specified areas of the front lawn of Upsala for activities related to the annual re-enactment of the Battle of Germantown (or, if the Battle of Germantown reenactment is not held, an annual open house, house tour, or similar event); and (ii) occasional access, upon request by the National Trust, by persons affiliated with educational organizations, professional architectural associations, and historical societies to be admitted to study the property. All public access will be subject to reasonable restrictions to ensure security of Upsala, the owner’s property, and safety of the visitors.

Extinguishment or Condemnation – Extinguishment or condemnation of preservation easements is a very rare occurrence. It is generally recognized that, like any property right, preservation easements represent a discrete property interest, with some value to the easement holder. Consequently, most easements provide that, if the easement is ever extinguished by court action (for example, after a total casualty loss) or by eminent domain, the value of the easement interest may be determined and awarded to the easement holder. This prevents the owners from receiving a windfall if the restrictions of the easement are ever lifted. This easement would contain such a provision to protect the National Trust’s interests.

For more information on historic preservation easements, see www.preservationnation.org/easements.

Exhibit A: Protected Interior Areas





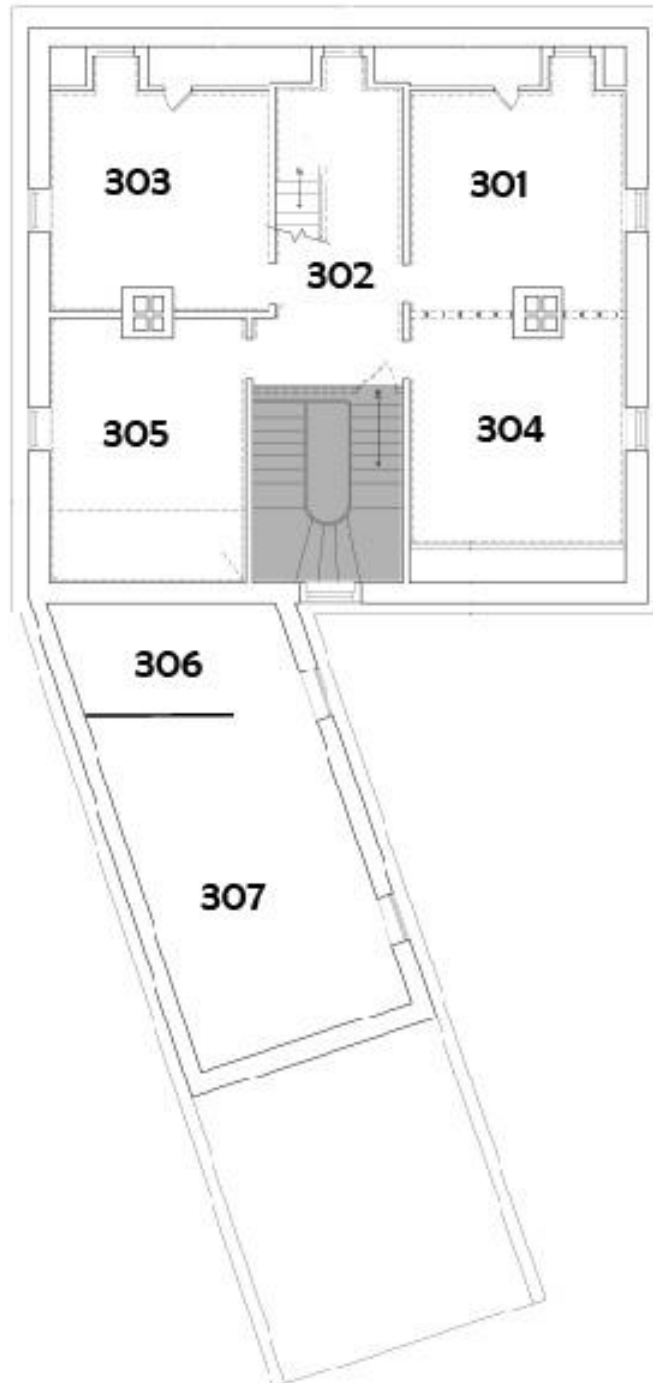
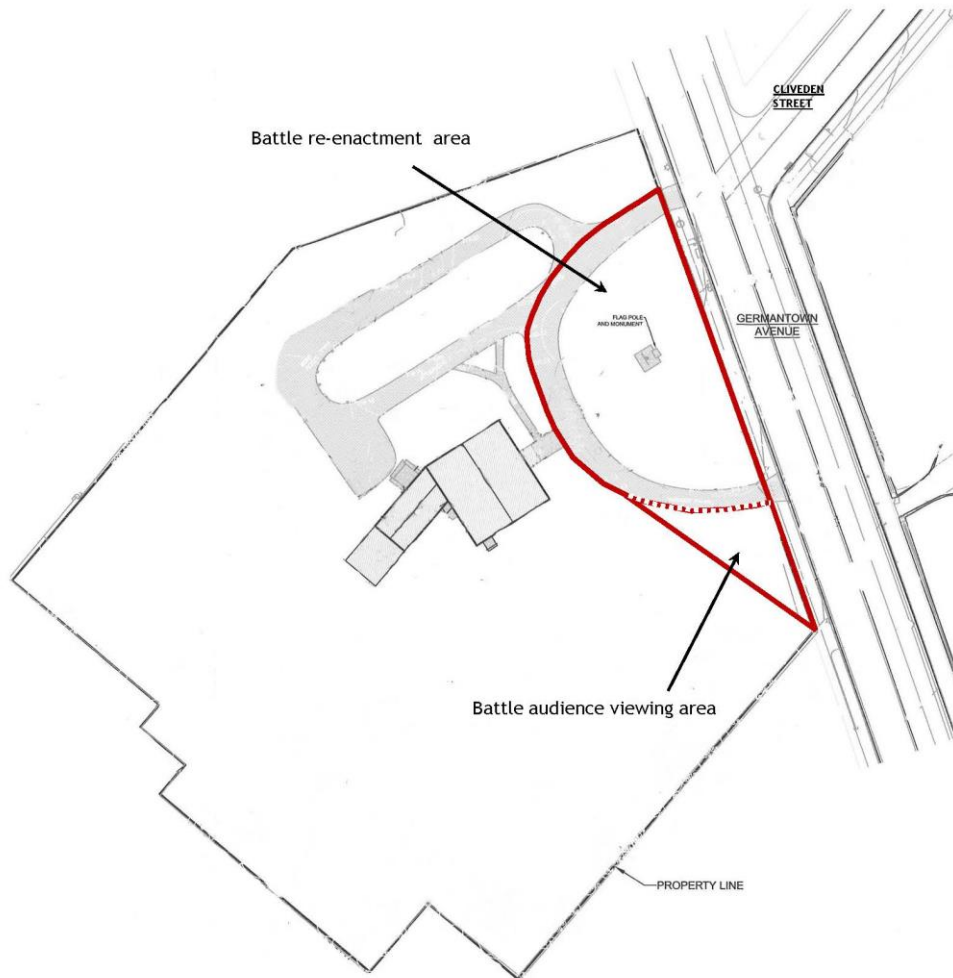


Exhibit B: Site Plan Showing Public Access Area



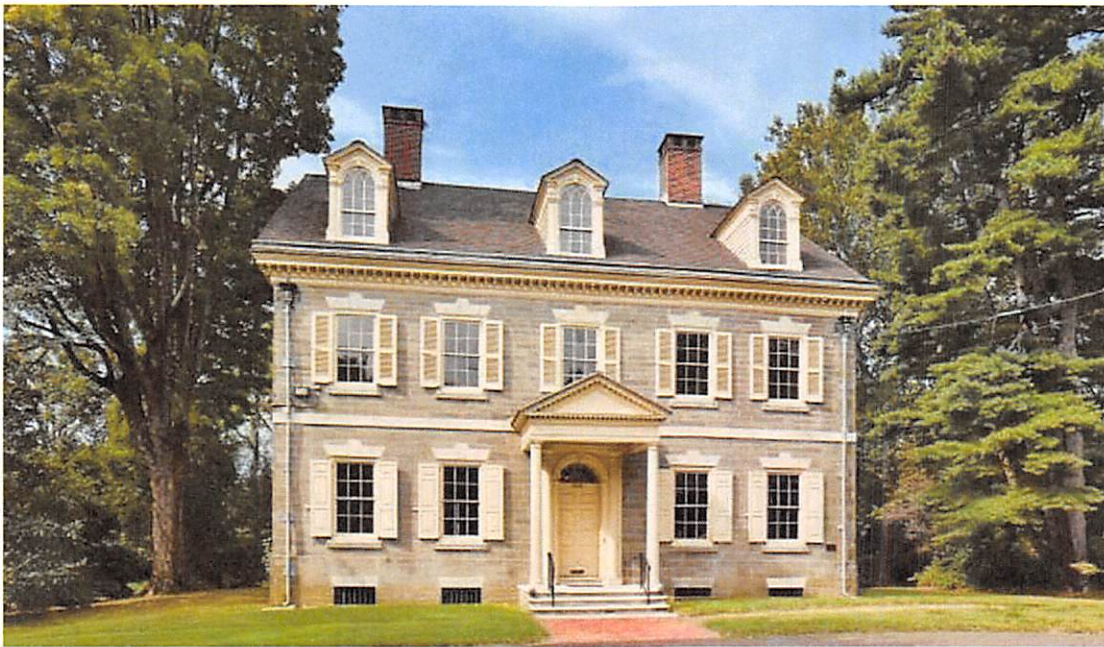
PROPERTY

NAVIGATION ▼

Upsala Is Up for Sale

The owner of the historic home that played a role in the Battle of Germantown is looking for a good steward for the legacy. The successful buyer will need to get used to cannon and muskets on the front lawn every October.

BY **SANDY SMITH** | OCTOBER 13, 2016 AT 11:37 AM



Upsala, 6430 Germantown Ave., Philadelphia, Pa., 19119 | TREND images via Elfant Wissahickon Realtors – Chestnut Hill

After nearly a decade of efforts to find a new future for Upsala, the historic home across the street from Cliveden on the Germantown/Mt. Airy border, its owner, the National Trust for Historic Preservation, has opted to let the market figure it out.

If living or working in a bona fide link to the American Revolution gets your juices flowing, you now have a rare opportunity to do so at a bargain price. Just be prepared for the Battle of Germantown to be re-fought on your front lawn on the first Saturday in October every year.

“The decision to put it on the market is the culmination of about a decade of looking for the right use and the right steward for Upsala,” said Katherine Malone-France, vice president for historic sites at the National Trust.

The property landed in the National Trust’s lap after its previous owner, the Upsala Foundation, was dissolved in 2005. The trust then turned its management over to the nonprofit organization that operates the house the trust also owns across the street, Cliveden Inc.

Like Cliveden, Upsala had been operated as a house museum prior to the foundation’s dissolution. “It had been a house museum since the 1940s and had single-digit visitorship during the previous decade,” said Cliveden Executive Director David Young. “The board understood that it had to look at models that were not that of a house museum.”

And Cliveden considered a bunch of models: An educational hub that would train local youth in historic preservation techniques. A Germantown archaeological center. A long-term lease to another nonprofit organization looking for a showcase for its work. Even storage for artifacts that can’t be kept in other historic places.

“None of these were feasible, in part because of the recession,” Young said. And on top of that, there was a non-trivial amount of deferred maintenance that needed to be done on the place. “We also put several hundred thousand dollars of maintenance into the property while looking for a new model of stewardship,” he continued.

Malone-France said that the sale is also “the culmination of a series of public meetings to get ideas about the best use for the property.” “The meetings were well-attended, but [the attendees] all came up with ‘a new kind of house museum’ or some new nonprofit model that left us in a landlord position,” Young said. This was a non-starter for Cliveden, whose sole purpose is to maintain and operate the house that was built as the residence of Benjamin Chew and donated to the National Trust by the Chew family.

And there’s the rub. There’s already an embarrassment of historic house museums in **“Freedom’s Backyard.”** And the organizations that own and run them, like Cliveden Inc., are facing the same challenges that ultimately led to Upsala’s demise as a historic museum. “House museums are struggling as it is with diminished state resources and Federal grants for historic houses,” said Young.

SPONSORED CONTENT

Suggested: How Living In Philadelphia Inspires Three History-Lovers to Pursue Their Master of Arts In History

While Cliveden was looking for the right steward for the property, it housed a number of tenants, including residents in a part of the home as well as offices; for a period of time, it served as the home base for the local community development corporation, Mt. Airy USA.

Last year, the National Trust put out a request for proposals from organizations interested in taking over stewardship of Upsal. “After none of those proved financially viable, we decided to put it on the open market,” Malone-France said.

Which is where you'll find it now, in the current portfolio of homes being marketed by Janice Manzi and Louise D'Alessandro at Elfant Wissahickon Realtors. The National Trust is willing to consider any reasonable offer, subject to the conservation and public access easements attached to the property. Malone-France said the National Trust has already received several expressions of interest from would-be buyers, all of whom are willing and eager to work within the constraints laid out in the easements.

The public-access easement is necessary because Upsala continues to play an active role in Germantown and Mt. Airy's celebration of their rich history. Since its 200th anniversary in 1977, the 1777 Battle of Germantown, the only Revolutionary War battle to be fought within the present-day Philadelphia city limits, has re-enacted on the first Saturday in October. The land on which Upsala now sits was used by American forces as a staging ground for their attack on British troops quartered across Germantown Avenue.

The exterior of the home and parts of its interior are likewise subject to preservation easements. Malone-France said that the National Trust has a staff of professionals on hand with extensive experience in working with preservation easements and that any buyer can take advantage of their services and expertise.

She also said that there were many possible alternative uses for the property, including its original use as a private residence, which is the one use permitted by right under the lot's current zoning.

The house, an excellent example of Federal-period architecture, is a classic center-hall home built in 1798 as the residence of John Johnson III, a fourth-generation descendant of one of Germantown's earliest settlers. (The cross street to Upsala's south, which also runs past Cliveden, is named for this family.) A rear wing projecting at an angle was added to the home's north side later. The rear wing contains the home's summer and winter kitchens, one of which serves as its present-day version. On the second floor of the main house are four bedrooms. The third floor contains two more bedrooms, a "carpet room" and a storeroom. On the second floor of the rear wing are a nursery, the cook and waiter's quarters, and a smokehouse.

The formal parlors, library and dining room in the original home have all been renovated since 2005 and are in their original historic condition. According to Malone-France, the easements will not prevent a buyer from installing a modern kitchen or upgraded bathrooms, but any buyer would do well to consult with the National Trust's preservation staff for guidance on how to do these things in a way that preserves the home's historic integrity.

The sale price of \$499,000 should leave you with plenty of money to fix up the place in a historically sensitive manner.

THE FINE PRINT

BEDS: 7

BATHS: 1 full, 1 half

SQUARE FEET: 6,724

SALE PRICE: \$499,000

Upsala | 6430 Germantown Ave, Philadelphia, PA 19119

Frequently Asked Questions for Potential Purchasers | November 3, 2016

1. Who Owns and Manages Upsala?

Upsala is owned by the National Trust for Historic Preservation in the United States (the National Trust), a national non-profit organization, and managed by Cliveden, Inc., a local non-profit organization that operates Cliveden.

2. What is the history of Upsala?

Upsala was built in 1798 as a high style Federal residence for John Johnson, III (1780-1852), heir to the Germantown Janson/Johnson family. The preceding generation of the Johnson family lived at the corner of Germantown Avenue and Washington Lane, now the Johnson House Historic Site. Upsala was used by the family as a private residence until 1938, when ownership passed into a trust company and the building was left vacant. In 1940, an arson fire burned Upsala, destroying the building's roof and badly damaging the interior. A preservation organization formed of local residents and historians raised the money to restore the building by 1942, engaging the skills of Johnson descendant and preservation architect George Clarence Johnson. The Upsala Foundation operated the building as a house museum. In 2005, the Upsala Foundation was dissolved and the property transferred to the National Trust to be managed by Cliveden, Inc.

3. Why have the National Trust and Cliveden, Inc. made the decision to find a new steward for Upsala through a sale?

The National Trust and Cliveden, Inc., after a thorough public process, have decided to offer Upsala through the open real estate market in order to reach the broadest number of potential new stewards. The National Trust and Cliveden, Inc. hope to identify a person, family, or other business or organization that has the willingness and resources to care for Upsala and to protect its historic character. The sale of Upsala will be subject to a historic preservation and conservation easement.

4. What type of steward and use are the National Trust and Cliveden, Inc. seeking?

The National Trust and Cliveden, Inc. will consider any potential new owner who has the financial capacity and willingness to protect and preserve Upsala under the terms of the easement. Residential, office, retail, non-profit and for-profit uses are all potentially acceptable provided that the uses do not required changes to the historic character of Upsala that would be inconsistent with the easement.

5. Are other approvals necessary before a closing?

Yes. The National Trust and Cliveden, Inc. will approve the transaction, as well as the Pennsylvania Attorney General's office.

6. What is a historic preservation and conservation easement?

A historic preservation and conservation easement is an agreement, binding in perpetuity, that protects the historic character of property. A summary of the easement is available in the disclosure package.

7. Is the tax assessment being appealed?

The National Trust filed an appeal on the tax assessment in late September. We have been advised that the appeal is very likely to be successful and that a new assessment will likely be based on the list price for Upsala. We anticipate hearing a response about 30 days from the date of the appeal.

8. Can you confirm if there was a grant for upgrades for the house? If so, was the full grant used? Is there any documentation of the work done? Is there any future obligation that needs to be fulfilled as a result of the grant?

Cliveden, Inc. received a grant that was utilized for the exterior envelope of Upsala. The work included wood repair and repainting (includes windows), masonry repointing, and replacement of the portico roof. There are no additional obligations outstanding for the grant.

9. Have any of the chimneys ever been inspected?

The chimneys have not been inspected while Upsala has been under the stewardship of Cliveden and the National Trust.

10. Is the conversion of any of the fireplaces to gas an option?

Yes, however, the National Trust would review the project to evaluate any potential alterations to the Protected Interior Features.

11. Is the wallpaper in the dining room protected under the easement?

No. The wallpaper in room 105 is reproduction wallpaper installed in the mid-20th century when Upsala was operated as a museum.

12. Some of the items in the house have been tagged, maybe for inventory purposes, will they remain with the home?

These items will convey with the house.

13. There was work being done to the crown molding in room 203, is the molding in the house plaster?

The corner of room 203 was damaged by a leak from the joint in the pole gutter and downspout, which has since been repaired. Cliveden repaired the damage to the walls in this area, but did not undertake repair to the crown molding. The walls and crown moldings in Upsala are plaster.

14. The stairwell has an easement restriction, but on the third floor there is a newer wall with door. Can that be removed since it was not original to the house?

This wall is a non-historic wall and door. It was added in the 20th century. It could be removed under the terms of the easement with the National Trust's approval, but the Philadelphia municipal code should be consulted to determine whether or not this is possible.

15. Please confirm that there are no other restrictions for the third floor?

The easement protects all structural elements of the entire home, which does include the third floor. Any changes to the structural elements will require the National Trust's prior approval. Any changes to the exterior roofline that may impact the third floor would also require National Trust approval. Other changes that do not alter the structure or exterior may be made without National Trust approval.

16. Are there any issues with removing the wall that separates Room 205A and making it part of room 205 again?

The National Trust would want to review and approve the manner by which Room 205A would be reintegrated into room 205.

17. Are there any restrictions to where any bathrooms can be placed in the home? in particular on the 1st and 2nd floors of the main house where the easement is?

Under the terms of the easement, the National Trust would want to review and approve the addition of a bathroom, with emphasis placed on locations that minimize disruption to the protected interior features.

18. Are there any restrictions on where condensing units can be placed on the grounds if and when central air is added?

With exterior changes, approval would be required by both the National Trust and the Philadelphia Historical Commission. We would need to approve the location of condensing units, and would suggest that condensing units be placed primarily on the rear and/or out of view from the street. Future owners will need to consult with the Commission for their guidance.

19. Is it possible for the wall to come down to make a door way between rooms 205 and 203? (ie like in rooms 201 and 204).

We would need to review this change based on how the opening would impact the protected interior features. However, this may also require the services of a structural engineer to determine the structural impact of such a change.

20. When the roof needs to be replaced is there a restriction on the type of roofing materials that can be installed.

Currently, there are several different roofing materials on Upsala:

- Main Block: Terracotta tile shaped like cedar shingles (1942)
- Portico & pent roofs: cedar shingle (2014)
- Hyphen: asphalt shingle (2007)
- Kitchen: asphalt shingle (unknown date)

The existing roof is terracotta tile shaped like cedar shake, which has a long performance life. In the period Cliveden and the National Trust have been the stewards of the property, very few of the terra cotta tiles have been replaced, and there are additional matching terracotta tiles on site. We have not had the Main Block roof professionally inspected, but have had no problems with the roof during our stewardship.

The National Trust and the Philadelphia Historical Commission will need to approve any replacement materials on the main house.

21. Can you give us any insight into what Cliveden would like to see done at Upsala?

We are looking for a steward that will maintain the property and protect its historic character. We are not anticipating that Upsala will be treated as a historic site open to the public. The easement requires limited public access, including a requirement that the property be made available for the reenactment of the Battle of Germantown on one day a year.

22. Line 51 of the Seller's Disclosure - please describe the occupancy in 2013 (we would like to get some context on utility costs when the house was not vacant).

In 2013, the Upsala Main Block was occupied by two business offices of 1/person each for about half the year and one business offices of 1/person for the other half. There were two residential tenants in the ell the entire year.

23. There looks like there may have been an oil leak in Room 007. Was there? When? Extent? Remediation?

We are not aware of an oil leak during the stewardship of Cliveden and the National Trust.

24. Following up on Lines 170 and 204 of the Seller's Disclosure - have the water and sewer lines to the street ever been replaced? If they need to be replaced, please describe any archaeological work that first must be performed.

We are not aware of any replacement of water or sewer line replacement during the stewardship of Cliveden and the National Trust. There is a high probability for archaeological resources (artifacts) relating to the Revolutionary Battle of Germantown on the property. We do have the Phase 1 archaeology report we can provide to the new stewards of the property.

During earthmoving activities at properties where we expect archaeological resources to be found, we ask the property owner to make reasonable efforts to monitor the project to identify archeological artifacts. If any significant archeological artifacts or concentration of artifacts are discovered, we ask the owner to provide the National Trust with photographs of the discovered artifacts in situ and contact our office for further guidance. The Philadelphia Historical Commission may have additional requirements.

25. Can you share the last three years of utility costs?

Natural Gas

2013	\$5,920.91
2014	\$5,449.55
2015	\$3,968.73

Electricity

2013	\$612.45
2014	\$481.30
2015	\$249.23

Water and Sewer

2013	\$2,148.37
2014	\$1,411.24
2015	\$ 574.62

Heating Oil

2013	\$3,042.52
2014	\$3,958.00
2015	\$4,509.33

26. Lines 273-276 of the Seller's Disclosure - which rooms are heated by electricity? How old is the electric heating system? Why was it added? Were the oil and gas heating systems ever found to be insufficient to comfortably heat the house?

There is electric baseboard heat in Room 106. The installation of this system was added prior to the stewardship of Cliveden / National Trust so we cannot speak to exactly when or why this system was added.

We expect to work with the new steward to install a new HVAC system in the property. We would want to make sure the installation is done as sensitively as possible to minimize alterations to the interior protected features.

27. Line 299 of the Seller's Disclosure states that it is unknown if all the fireplaces are working. Do you know if any are working?

We answered this to the best of our knowledge, we do not know if the fireplaces are working. The fireplaces have not been used while in Cliveden / National Trust stewardship. It is unusual for museums to operate fireplaces as intended because of the risk of fire to a historic building. It is likely the fireplaces have not been used since the house was occupied by the Johnson family in 1940.

28. Lines 328-333 of the Seller's Disclosure - Has the whole house been rewired?

We are not aware of the extent of the rewiring, and the documentation we have is incomplete, but it is unlikely the entire house was rewired.

29. Were there any plans for further repairs or improvements to the property if it had not been put up for sale?

We completed an assessment of critical priorities at Upsala and we accomplished all of them, except for one item. A very extensive exterior restoration was completed in 2014 and some minor interior repairs were undertaken in 2016. The remaining item was the rewiring of the back ell. We held off on this repair because the potential for a change of use may dictate different electrical needs.

30. There appear to be a couple of diseased/dying trees on the property. Do you have any information on their condition and whether they are treatable? If not, would there be any concerns about removing them?

Cliveden's arborist walked the site annually for about the last five years. When the arborist recommended critical response to the health of individual trees, we have undertaken these measures (usually pruning), but no formal assessment of the health of the trees has been performed. Per the terms of the easement, the National Trust would need to approve the removal trees larger than six inches (6") diameter at breast height. We regularly approve the removal of trees that are dead or diseased.

31. We would like to install fencing in the back yard. Would there be any objections?

The National Trust would need to approve the addition of any fencing at the Property. We would want to make sure the fencing would not impact the public access of the

property during the Battle of Germantown, along with reviewing the design, height, material, and placement of the new fence. The Philadelphia Historical Commission may also need to review any plans for fencing at the property.

32. Please generally describe any restrictions on future sale of the property.

We do not have any restrictions on the future sale of the property except that the easement requires the new steward to notify the National Trust of a pending sale and provide the Trust with the opportunity to explain the easement to future owners of the properties.

33. Are there any restrictions regarding landscaping, apiaries or gardens?

Under the terms of the easement, the National Trust would review any hardscaping changes to the landscape, which can include patios, fencing, walkways, water features, swimming pools, etc. Planting flowers or a garden typically does not require National Trust approval, except if there are hardscape items constructed to support the landscaping.

34. The easement states that the new owner shall not "alter" any wall, ceilings, door casings, etc. Can you define what you mean by "alter"? For example, would permission be required to put holes in walls to hang pictures or other items? Would we be able to refinish floors? We need some guidance as to materiality of our future actions that would trigger the necessity for National Historic Trust approval.

The full clauses read “Grantor shall not alter, remove, or demolish.... without the Grantee’s approval as provided herein.” In this context, “alter” generally means any repair to a feature that is not maintenance. Additionally, the full text of the clauses requires National Trust approval before alterations are made to the property. The only items explicitly forbidden are listed in Section 2.2 of the Easement. Section 3.1 of the Easement requires the National Trust to review the alteration for compliance with the Secretary of the Interior’s Standards.

In regards to the specific examples, placing small holes in the plaster walls to hang artwork would be generally permitted without our approval.

We would also permit refinishing of the floors as long as the work is done in accordance with the Secretary of the Interior’s Standards, although we would want to approve the method used so that the floors aren’t damaged. See:

https://www.nps.gov/tps/standards/four-treatments/standguide/overview/choose_treat.htm

35. We noticed that there are some flooring repairs that may be necessary. To properly correct them our flooring contractor would need to take up some existing flooring and replace some areas.

The Secretary of the Interior's Standards allow for the in-kind replacement of deteriorated historic features when absolutely necessary. If it is possible to repurpose flooring from other spaces, that is one possible way to make repairs. The Standards allow for the creation of replacement features that "match the old in design, color, texture, and, where possible, materials."

- 36. Does a request for approval under Standards of Approval in Section 4 of the proposed easements constitute a request for certification of rehabilitation under 36 CFR 67.6 such that we would have to pay the \$850 filing fee and associated costs under 36 CFR 67.11. Would this literally mean that any time we want to paint a wall, replace a door knob or plant a bush we will have to pay these fees to obtain approval?**

No. The part of the federal regulations mentioned are for the certification of rehabilitation projects by the National Park Service, which is completely separate from the National Trust process. The National Park Service administers a 20% rehabilitation tax credit for commercial historic properties. The National Trust does not have a filing fee for review of easement properties.

- 37. The stairs in room 107 lead to a closed up floor in the hallway on the second floor. Can you explain why and what exactly is under easement protection there? The steps essentially lead to nothing, so we are trying to understand the purpose of the protection since its otherwise unusable space. If we retain the door and hardware, can we remove the nonfunctioning stairs and associated walls? Also, are the basement stairs under this easement protection as well? After talking with the architect we feel we can really make that space a great area of the house, with the current restriction we are struggling to make this work.**

Any item listed as an "Interior Protected Feature" can be altered with National Trust prior review and approval. We protect the Winder Stair because it's a distinctive historic feature. We note that it could be reopened in the future. The basement stairs are not included as a protected feature.

- 38. Are we allowed to uncover the stone walkway discovered in the archeological survey?**

The National Trust would be pleased to see the stone walkway uncovered, and would want to review the proposed process to make sure the walkway is restored appropriately.

- 39. Do we assume correctly that there are no restrictions on adding insulation under the roofs? Can we inject foam insulation in the walls if feasible?**

Under the terms of the easement, the National Trust would only review the installation of additional roof insulation if it impacts any exterior features or requires the removal of structural elements. The National Trust would review the installation of spray foam insulation if it required creating holes in the exterior or protected interior walls.

