

**MEETING MINUTES  
THE GLENDOWER GROUP, INC.,  
BOARD OF DIRECTORS' REGULAR BOARD MEETING  
360 ORANGE STREET, NEW HAVEN, CT 06511  
HELD ON TUESDAY, FEBRUARY 29, 2024, AT 4:00 PM**

**Board of Directors present included (conference call):**

Karen DuBois-Walton  
Shenae Draughn  
John Rafferty  
Arthur Thomas

**Board of Directors not present included:**

**Others present included (conference call):**

**Christine Morgan  
Haley Vincent  
Catherine Hawthorne  
Chakell Gray  
Jasmin Ruiz**

**Marilyn Correa  
Rachel Gilroy  
Michael Southam  
Hannah Sokal-Homes**

**Yadira Vargas  
Christina Musante  
Jessica Rodriguez  
LaVonta Bryant**

**At Roll Call: Karen DuBois-Walton, Shenae Draughn, John Rafferty, and Arthur Thomas were present. There was a quorum.**

**The Regular Meeting of the Board of Directors of The Glendower Group, Inc. was called to order at 4:03 P.M.**

**Motion: Motion to approve the December 21, 2023, Minutes was made by Director Rafferty and seconded by Director Draughn.**

**Vote: All in favor.**

**Resolved: December 21, 2023, Board Minutes were approved with no modifications.**

**Reviewed:**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION # GG 02-01/24-R**

**RESOLUTION RATIFYING THE APPOINTMENT OF KAREN DUBOIS-WALTON AND SHENAE DRAUGHN TO THE BOARD OF DIRECTORS OF GLENDOWER LEVEL REDEVELOPMENT CORPORATION, AN AFFILIATED ENTITY OF THE GLENDOWER GROUP, INC.**

**WHEREAS**, The Glendower Group, Inc. ("Glendower") is a non-profit instrumentality of the Housing Authority of the City of New Haven (the "Authority"), whose purpose is to undertake certain development activities beneficial to the Authority, the residents of the Authority, and the residents of the City of New Haven; and

**WHEREAS**, Glendower Level Redevelopment Corporation (the "Redevelopment Corporation"), is an affiliated entity of Glendower and Glendower is the sole shareholder of the Redevelopment Corporation; and

**WHEREAS**, as the sole shareholder of the Redevelopment Corporation, Glendower is required to appoint the initial Directors to the Board of Directors of the Redevelopment Corporation.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF GLENDOWER THAT:**

1. That the individuals set forth on Schedule A attached hereto are each elected as an initial Director of the Board of Directors of the Corporation effective from the date of this "Resolution".
2. This Resolution shall take effect immediately.
3. hereby certify that the above Resolution was adopted by a majority of the Board of Directors of The Glendower Group, Inc. present at a meeting duly called at which a quorum was present throughout on February 29, 2024.

I hereby certify that the above Resolution was adopted by a majority of the Directors of The Glendower Group, Inc. present at a meeting duly called at which a quorum was present, on February 29, 2024.

**Motion was made by Rafferty seconded by Draughn  
Ed LaChance presented this resolution.**

**Discussions:**

**The vote was as follows: All in favor.**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION GG 02-02/24-R**

**RESOLUTION RATIFYING THE FORMATION OF GLENDOWER LEVEL LLC AND  
GLENDOWER LEVEL REDEVELOPMENT CORPORATION IN CONNECTION WITH THE  
REDEVELOPMENT OF  
34 LEVEL STREET, NEW HAVEN, CONNECTICUT**

**WHEREAS**, The Glendower Group, Inc. (“Glendower”) is a non-profit instrumentality of the Housing Authority of the City of New Haven (the “Authority”), whose purpose is to undertake certain development activities beneficial to the Authority, the residents of the Authority, and the residents of the City of New Haven; and

**WHEREAS**, Glendower has determined that it is in the best interest of Glendower, the Authority, the Authority's residents, and the residents of the City of New Haven to form a limited liability company and a stock corporation to undertake certain development activities, beneficial to Glendower and the Authority, in connection with the redevelopment (the “Development”) of property commonly known as 34 Level Street, New Haven, Connecticut (the “Project Site”); and

**WHEREAS**, Glendower directed its counsel, McCarter & English, LLP (“Counsel”) to take such steps as necessary and appropriate to form a limited liability company and a stock corporation as aforesaid; and

**WHEREAS**, Counsel, in consultation with Glendower, has caused the formation of a limited liability company named “Glendower Level LLC” (the “LLC”) and a stock corporation named “Glendower Level Redevelopment Corporation” (the “Redevelopment Corporation”), with Glendower as the sole shareholder of such corporation, for the purpose of, *inter alia*, the real estate development activities associated with the Development on the Project Site and applicable financing applications (the “Development Activities”).

**NOW, THEREFORE, BE IT RESOLVED, BY THE BOARD OF DIRECTORS OF  
GLENDOWER THAT:**

1. All actions taken by Glendower for the formation of the LLC and the Redevelopment Corporation, as aforesaid, together with the payment of all fees and expenses related thereto, be and hereby are ratified, authorized, empowered and directed, and to the extent necessary, authorized and reauthorized; and
2. Karen DuBois-Walton and/or Shenae Draughn are hereby authorized, empowered and directed to execute and deliver any and all agreements, documents and instruments necessary in connection with the formation of the LLC and the Redevelopment Corporation and the undertaking of the

Development Activities, and to take any and all such action necessary, ancillary and incidental thereto to fulfill the foregoing purposes; and

3. This “Resolution” shall take effect immediately.

I hereby certify that the above Resolution was adopted by a majority of the Directors of The Glendower Group, Inc. present at a meeting duly called at which a quorum was present, on February 29, 2024.

**Motion was made by Rafferty seconded by Thomas Ed LaChance presented this resolution.**

**Discussions:**

**The vote was as follows: All in favor.**

**Other Business:**

**None**

**At 4:12 PM, a Motion to adjourn was made by Director John Rafferty and seconded by Director Arhtur Thomas.**