

**MEETING MINUTES
THE GLENDOWER GROUP, INC.,
BOARD OF DIRECTORS' REGULAR BOARD MEETING
360 ORANGE STREET, NEW HAVEN, CT 06511
HELD ON THURSDAY, MARCH 30, 2023, AT 4:00 AM**

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
Christina Musante**

**Ed LaChance
Michael Southam
Rolan Young**

**Patricia Johnson
Isaac Kelly**

At Roll Call: Karen DuBois-Walton, Shenae Draughn, Arthur Thomas and John Rafferty 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 January 26, 2023, Minutes was made by Director Draughn and seconded by Director Rafferty.

Vote: All in favor.

Resolved: January 26, 2023, Board Minutes were approved with modifications to the date on the top of the minutes from to December 1, 2022 to January 26, 2023.

Reviewed:

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-05/23-R

**RESOLUTION AUTHORIZING CHANGE ORDER NUMBER TWO FOR AN
ADDITIONAL TWO MONTHS TO THE CONTRACT WITH CENSERE
CONSULTING, LLC FOR DEVELOPMENT CONSULTANT BRINGING THE
CONTRACT PERIOD COMMENCING APRIL 7, 2023 THROUGH JUNE 7, 2023**

WHEREAS, The Glendower Group is seeking to undergo a strategy as outlined in its 2021 Strategic Plan to expand its development opportunities for new construction and rehabilitation of affordable and market-rate units within its portfolio. This expansion will include the development of collaborative partnerships to achieve these goals; and

WHEREAS, The Glendower Group has requested technical assistance from a Consultant to complete the tasks in identifying potential opportunities. The Glendower Group's approach for growth of the organization and opportunities to expand its corporate reach in the development of sustainable and mission driven housing for cities and towns. The Development Consultant will work with The Glendower Group, Inc., to achieve important milestone dates or deadlines; and

WHEREAS, Glendower issued an Invitation to Quote (IFQ) on January 11, 2021 for Development Consultant. Responses were due on January 25, 2021. Glendower received four responses from Censere Consultant, LLC, Sylva Developers, LLC, Serena Neal-Sanjurjo, and TAG Associates, Inc. No award was made due to material change to the scope of work; and

WHEREAS, the solicitation was re-issued on February 19, 2021 with a due of date March 5, 2021. Two responses were received from Censere Consultant, LLC and Serena Neal-Sanjurjo. After careful review it was determined that Censere Consultant has provided; and

WHEREAS, Glendower entered into a contract for one year with an option to renew for one additional year for an amount of \$97,200 beginning April 7, 2021 to April 6, 2022; and

WHEREAS, Resolution # GG 02-15/22-R requested authorization of Change Order Number One to extend the contract for an additional year beginning April 7, 2022 to April 6, 2023 for an additional amount of \$97,200 bringing the total contract amount to \$194,400; and

WHEREAS, this resolution is requesting change order number two for time extension for an additional two months beginning April 7, 2023 to June 7, 2023. The time extension will allow the consultant to complete task that are in process.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

1. Approval of change Order Number two for time extension only beginning April 7, 2023, to June 7, 2023.
2. The President is hereby authorized to take any and all such action and execute such documents as necessary to effectuate the terms and conditions of this “Resolution”.
3. This Resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-06/23-R

**RESOLUTION RATIFYING CHANGE ORDER NUMBER ONE FOR AN
ADDITIONAL AMOUNT OF \$45,000 AND EXTENDING THE CONTRACT
WITH SYLVA DEVELOPERS, LLC FOR FINANCIAL UNDERWRITER FOR A
PERIOD BEGINNING OCTOBER 31, 2022 THROUGH MAY 12, 2023**

WHEREAS, The Glendower Group is seeking to undergo a strategy as outlined in its 2021 Strategic Plan to expand its development opportunities for new construction and rehabilitation of affordable and market-rate units within its portfolio; and

WHEREAS, this expansion will include the development of collaborative partnerships to achieve these goals. The Glendower Group is requested technical assistance from a Consultant to complete the tasks in financial underwriting. The Financial Analyst will be responsible for providing pro-formas and other quantitative analysis utilizing real estate finance calculations such as discounted cash flow, net present value, return on investment, valuation, debt services, and amortization schedules; and

WHEREAS, Glendower issued an Invitation to Quote (IFQ) on July 24, 2019, for Financial Underwriter. Responses were due on August 1, 2019. Glendower received two responses from Sylva Developers, LLC, and Kevin P Martin & Associates, P.C. After careful review it was determined that Sylva Developer, LLC provided a responsive and responsible proposal; and

WHEREAS, Glendower entered a contract with Sylva Developers for Consultant services to [provide financial underwriting. The contract began August 13, 2019 to October 31, 2022 for an amount of \$99,750.00; and

WHEREAS, Glendower is seeking authorization for the ratification of change order number one for a not to exceed amount of \$45,000 and time extension from October 31, 2022 to May 12, 2023 to allow the consultant to complete task that are in process.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

1. Glendower approving ratification of change order number one in the amount of \$45,000 and extending the contract term from October 31, 2022 to May 12, 2023.
2. The President is hereby authorized to take any and all such action and execute such documents as necessary to effectuate the terms and conditions of this Resolution.
3. This Resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-07/23-R

**RESOLUTION AUTHORIZING INDEFINITE QUANTITIES CONTRACT
("IQC") AWARD TO RUSSELL AND DAWSON, INC., FOR ARCHITECTURAL
SERVICES IN THE MAXIMUM NOT TO EXCEED AMOUNT OF \$132,850 FOR
ONE YEAR, WITH FOUR ONE YEAR OPTIONS TO EXTEND, FOR A
MAXIMUM OF FIVE YEARS**

WHEREAS, The Glendower Group, Inc. (Glendower) has a continuing need for Architectural Consulting services. On December 7, 2023, Glendower issued Request for Qualifications #GG-22-RFQ-697 for Architectural Services under an Indefinite Quantities Contract (IQC) whereby one or more qualified firms could be selected to assist Glendower to develop and carry out projects on an as-needed basis per assigned Task Orders. Responses were due December 29, 2022. Glendower received five (5) proposals from:

- Tise Design Associates
- Silver Petrucelli Associates
- Russell and Dawson, Inc.
- Patriquin Architects
- Crosskey Architects, LLC; and

WHEREAS, a four-member scoring committee reviewed and scored the proposals. All firms scored above the RFQ defined "acceptable" or "potentially acceptable" range and were invited to interviews on February 24, 2023, and February 25, 2023; and

WHEREAS, this resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Russell & Dawson IQC contract amount shall not exceed \$132,850; and

WHEREAS, in accordance with HUD Procurement Handbook No. 7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Russell and Dawson, Inc., in the maximum not to exceed amount of \$132,850 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract. The annual contract amount noted here is based on Glendower's collective projection of the value of architectural and engineering services anticipated for one year; and

WHEREAS, the recommended award is within Glendower's budget estimate range. collective projection of the value of architectural and engineering services anticipated for one year. Work under this IQC will be on a requested Task Order basis among contracted firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm; and

WHEREAS, work under this IQC will be on a requested Task Order basis among contracted

firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm.

It is anticipated that the maximum contract amount, if the term of the contract is extended for the full four additional years, will have a maximum not to exceed amount of \$664,250. Any such increases and extensions of the term of the contract would require Board authorization.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

- 1) The award of an Indefinite Quantities Contract (#GG-22-C-697-1) to Russell and Dawson, Inc. in the maximum not to exceed amount of \$132,850 for Architectural Services for one year, with four one-year options to extend, be and hereby is authorized; and
- 2) The President be and hereby is authorized, empowered and directed to execute and deliver an agreement and expend such funds as authorized herein; and
- 3) The President be and hereby is authorized, empowered and directed to take any and all such ancillary action necessary and appropriate to fulfill the intent of the foregoing; and
- 4) The resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-08/23-R

**RESOLUTION AUTHORIZING INDEFINITE QUANTITIES CONTRACT
("IQC") CONTRACT AWARD TO TISE DESIGN ASSOCIATES FOR
ARCHITECTURAL SERVICES IN THE MAXIMUM NOT TO EXCEED
AMOUNT OF \$132,850 FOR ONE YEAR, WITH FOUR ONE YEAR OPTIONS
TO EXTEND, FOR A MAXIMUM OF FIVE YEARS**

WHEREAS, The Glendower Group, Inc. (Glendower) has a continuing need for Architectural Consulting services. On December 7, 2023, Glendower issued Request for Qualifications #GG-22-RFQ-697 for Architectural Services under an Indefinite Quantities Contract (IQC) whereby one or more qualified firms could be selected to assist Glendower to develop and carry out projects on an as-needed basis per assigned Task Orders. Responses were due December 29, 2022. Glendower received five (5) proposals from:

- Tise Design Associates
- Silver Petrucelli Associates
- Russell and Dawson, Inc.
- Patriquin Architects
- Crosskey Architects, LLC; and

WHEREAS, a four-member scoring committee reviewed and scored the proposals. All firms scored above the RFQ defined "acceptable" or "potentially acceptable" range and were invited to interviews on February 24, 2023, and February 25, 2023; and

WHEREAS, this resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Tise Design Associates IQC contract amount shall not exceed \$132,850; and

WHEREAS, in accordance with HUD Procurement Handbook No. 7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Russell and Dawson, Inc., in the maximum not to exceed amount of \$132,850 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract. The annual contract amount noted here is based on Glendower's collective projection of the value of architectural and engineering services anticipated for one year; and

WHEREAS, the recommended award is within Glendower's budget estimate range. collective projection of the value of architectural and engineering services anticipated for one year. Work under this IQC will be on a requested Task Order basis among contracted firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm; and

WHEREAS, work under this IQC will be on a requested Task Order basis among contracted

firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm.

It is anticipated that the maximum contract amount, if the term of the contract is extended for the full four additional years, will have a maximum not to exceed amount of \$664,250. Any such increases and extensions of the term of the contract would require Board authorization.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

- 5) The award of an Indefinite Quantities Contract (#GG-22-C-697-2) to Tise Design Associates in the maximum not to exceed amount of \$132,850 for Architectural Services for one year, with four one-year options to extend, be and hereby is authorized; and
- 6) The President be and hereby is authorized, empowered and directed to execute and deliver an agreement and expend such funds as authorized herein; and
- 7) The President be and hereby is authorized, empowered and directed to take any and all such ancillary action necessary and appropriate to fulfill the intent of the foregoing; and
- 8) The resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-09/23-R

**RESOLUTION AUTHORIZING INDEFINITE QUANTITIES CONTRACT
("IQC") CONTRACT AWARD TO CROSSKEY ARCHITECTS, LLC FOR
ARCHITECTURAL SERVICES IN THE MAXIMUM NOT TO EXCEED
AMOUNT OF \$132,850 FOR ONE YEAR, WITH FOUR ONE YEAR OPTIONS
TO EXTEND, FOR A MAXIMUM OF FIVE YEARS**

WHEREAS, The Glendower Group, Inc. (Glendower) has a continuing need for Architectural Consulting services. On December 7, 2023, Glendower issued Request for Qualifications #GG-22-RFQ-697 for Architectural Services under an Indefinite Quantities Contract (IQC) whereby one or more qualified firms could be selected to assist Glendower to develop and carry out projects on an as-needed basis per assigned Task Orders. Responses were due December 29, 2022. Glendower received five (5) proposals from:

- Tise Design Associates
- Silver Petrucelli Associates
- Russell and Dawson, Inc.
- Patriquin Architects
- Crosskey Architects, LLC; and

WHEREAS, a four-member scoring committee reviewed and scored the proposals. All firms scored above the RFQ defined "acceptable" or "potentially acceptable" range and were invited to interviews on February 24, 2023, and February 25, 2023; and

WHEREAS, this resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Crosskey Architects, LLC IQC contract amount shall not exceed \$132,850.00; and

WHEREAS, in accordance with HUD Procurement Handbook No. 7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Russell and Dawson, Inc., in the maximum not to exceed amount of \$132,850 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract. The annual contract amount noted here is based on Glendower's collective projection of the value of architectural and engineering services anticipated for one year; and

WHEREAS, the recommended award is within Glendower's budget estimate range. collective projection of the value of architectural and engineering services anticipated for one year. Work under this IQC will be on a requested Task Order basis among contracted firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm; and

WHEREAS, work under this IQC will be on a requested Task Order basis among contracted

firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm.

It is anticipated that the maximum contract amount, if the term of the contract is extended for the full four additional years, will have a maximum not to exceed amount of \$664,250. Any such increases and extensions of the term of the contract would require Board authorization.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

4. The award of an Indefinite Quantities Contract (#GG-22-C-697-3) to Crosskey Architects, LLC, in the maximum not to exceed amount of \$132,850 for Architectural Services for one year, with four one-year options to extend, be and hereby is authorized; and
5. The President be and hereby is authorized, empowered and directed to execute and deliver an agreement and expend such funds as authorized herein; and
6. The President be and hereby is authorized, empowered and directed to take any and all such ancillary action necessary and appropriate to fulfill the intent of the foregoing; and
7. The resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-10/23-R

RESOLUTION AUTHORIZING INDEFINITE QUANTITIES CONTRACT (“IQC”) AWARD TO PATRIQUIN ARCHITECTS, FOR ARCHITECTURAL SERVICES IN THE MAXIMUM NOT TO EXCEED AMOUNT OF \$132,850 FOR ONE YEAR, WITH FOUR ONE YEAR OPTIONS TO EXTEND, FOR A MAXIMUM OF FIVE YEARS

WHEREAS, The Glendower Group, Inc. (Glendower) has a continuing need for Architectural Consulting services. On December 7, 2023, Glendower issued Request for Qualifications #GG-22-RFQ-697 for Architectural Services under an Indefinite Quantities Contract (IQC) whereby one or more qualified firms could be selected to assist Glendower to develop and carry out projects on an as-needed basis per assigned Task Orders. Responses were due December 29, 2022. Glendower received five (5) proposals from:

- Tise Design Associates
- Silver Petrucelli Associates
- Russell and Dawson, Inc.
- Patriquin Architects
- Crosskey Architects, LLC; and

WHEREAS, a four-member scoring committee reviewed and scored the proposals. All firms scored above the RFQ defined “acceptable” or “potentially acceptable” range and were invited to interviews on February 24, 2023, and February 25, 2023; and

WHEREAS, This resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Patriquin Architects contract amount shall not exceed \$132,850; and

WHEREAS, in accordance with HUD Procurement Handbook No. 7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Russell and Dawson, Inc., in the maximum not to exceed amount of \$132,850 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract. The annual contract amount noted here is based on Glendower’s collective projection of the value of architectural and engineering services anticipated for one year; and

WHEREAS, the recommended award is within Glendower’s budget estimate range. collective projection of the value of architectural and engineering services anticipated for one year. Work under this IQC will be on a requested Task Order basis among contracted firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm; and

WHEREAS, work under this IQC will be on a requested Task Order basis among contracted

firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm.

It is anticipated that the maximum contract amount, if the term of the contract is extended for the full four additional years, will have a maximum not to exceed amount of \$664,250. Any such increases and extensions of the term of the contract would require Board authorization.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

- 9) The award of an Indefinite Quantities Contract (#GG-22-C-697-4) to Patriquin Architects in the maximum not to exceed amount of \$132,850 for Architectural Services for one year, with four one-year options to extend, be and hereby is authorized; and
- 10) The President be and hereby is authorized, empowered and directed to execute and deliver an agreement and expend such funds as authorized herein; and
- 11) The President be and hereby is authorized, empowered and directed to take any and all such ancillary action necessary and appropriate to fulfill the intent of the foregoing; and
- 12) The resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

THE GLENDOWER GROUP, INC.

RESOLUTION NUMBER GG 03-11/23-R

**RESOLUTION AUTHORIZING INDEFINITE QUANTITIES CONTRACT
("IQC") AWARD TO SILVER PETRUCELLI ASSOCIATES FOR
ARCHITECTURAL SERVICES IN THE MAXIMUM NOT TO EXCEED
AMOUNT OF \$132,850 FOR ONE YEAR, WITH FOUR ONE YEAR OPTIONS
TO EXTEND, FOR A MAXIMUM OF FIVE YEARS**

WHEREAS, The Glendower Group, Inc. (Glendower) has a continuing need for Architectural Consulting services. On December 7, 2023, Glendower issued Request for Qualifications #GG-22-RFQ-697 for Architectural Services under an Indefinite Quantities Contract (IQC) whereby one or more qualified firms could be selected to assist Glendower to develop and carry out projects on an as-needed basis per assigned Task Orders. Responses were due December 29, 2022. Glendower received five (5) proposals from:

- Tise Design Associates
- Silver Petrucelli Associates
- Russell and Dawson, Inc.
- Patriquin Architects
- Crosskey Architects, LLC; and

WHEREAS, a four-member scoring committee reviewed and scored the proposals. All firms scored above the RFQ defined "acceptable" or "potentially acceptable" range and were invited to interviews on February 24, 2023, and February 25, 2023; and

WHEREAS, this resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Silver Petrucelli Associates contract amount shall not exceed \$132,850; and

WHEREAS, in accordance with HUD Procurement Handbook No. 7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Russell and Dawson, Inc., in the maximum not to exceed amount of \$132,850 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract. The annual contract amount noted here is based on Glendower's collective projection of the value of architectural and engineering services anticipated for one year; and

WHEREAS, the recommended award is within Glendower's budget estimate range. collective projection of the value of architectural and engineering services anticipated for one year. Work under this IQC will be on a requested Task Order basis among contracted firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm; and

WHEREAS, work under this IQC will be on a requested Task Order basis among contracted

firms and there is no guarantee that any minimum level of tasks will be assigned to any selected IQC firm.

It is anticipated that the maximum contract amount, if the term of the contract is extended for the full four additional years, will have a maximum not to exceed amount of \$664,250. Any such increases and extensions of the term of the contract would require Board authorization.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of The Glendower Group, Inc., that:

- 13) The award of an Indefinite Quantities Contract (#GG-22-C-697-5) to Silver Petrucelli Associates. in the maximum not to exceed amount of \$132,850 for Architectural Services for one year, with four one-year options to extend, be and hereby is authorized; and
- 14) The President be and hereby is authorized, empowered and directed to execute and deliver an agreement and expend such funds as authorized herein; and
- 15) The President be and hereby is authorized, empowered and directed to take any and all such ancillary action necessary and appropriate to fulfill the intent of the foregoing; and
- 16) The resolution shall take effect immediately.

I hereby certify that the above resolution was adopted by a majority of the Directors present at a meeting duly called at which a quorum was present, on March 30, 2023.

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

Discussions:

The vote was as follows: All

Other Business:

None

At 4:14 PM, a Motion to adjourn was made by Director John Rafferty and seconded by Director Shenaë Draughn.