

**MEETING MINUTES  
THE GLENDOWER GROUP, INC.,  
BOARD OF DIRECTORS' REGULAR BOARD MEETING  
360 ORANGE STREET, NEW HAVEN, CT 06511  
HELD ON MONDAY, MAY 22, 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):**

**Rolan Young  
Haley Vincent  
Christina Musante  
Gayatri Rana**

**Ed LaChance  
Hannah Sokal-Holmes  
Catherine Hawthorne  
Latoya Mills**

**Patricia Johnson  
Frank Emery  
Rachel Gilroy**

**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 4:01 P.M.**

**Motion:** Motion to approve the March 30, 2023, Minutes was made by Director DuBois-Walton and seconded by Director Rafferty.

**Vote:** All in favor.

**Resolved:** March 30, 2023, Board Minutes were approved with no modifications.

**Reviewed:**

**The Glendower Group, Inc.**

**Resolution Number GG 05-12/23-R**

**RESOLUTION AUTHORIZING THE SELECTION OF LAROSA BUILDING GROUP, LLC TO SERVE AS CONSTRUCTION MANAGER AT RISK FOR ST. LUKE'S REDEVELOPMENT BASED ON SUBMITTING THE MOST RESPONSIVE AND RESPONSIBLE OFFER OF A BEST VALUE OF THE ANTICIPATED CONSTRUCTION COST**

**WHEREAS**, The Glendower Group and the Housing Authority of New Haven have entered into a Memorandum of Understanding whereby Glendower is authorized to undertake redevelopment projects for the Authority; and

**WHEREAS**, The Glendower Group has executed a CO-Developer Agreement with the St. Luke's Development Corporation to complete the Development known as St Luke's Housing located at 117-129 Whalley Ave., New Haven

**WHEREAS**, A construction manager is required to oversee the construction; and

**WHEREAS**, Glendower used the two-step bidding process to procure the Construction Manager at Risk for the on-site redevelopment of St. Luke's; and

**WHEREAS**, Glendower received eight technical proposals in response to its solicitation for Construction Manager at Risk; and

**WHEREAS**, Glendower received technical proposals from (1) A. Prete Construction; (2) Haynes Construction; (3) LaRosa Building Group, LLC.; (4) PAC Group, LLC; (5) SRC Construction (6) Dimeo Construction Company; and (7) Montagno Construction; and

**WHEREAS**, based on the re-ranking of the Best and Final Offers, it was determined that LaRosa Building Group, LLC Company provided the Best Value for the Redevelopment of St. Luke's; and

**WHEREAS**, Glendower has determined that LaRosa Building Group, LLC is not currently debarred by HUD and is compliant with all other state or federal regulatory agencies having jurisdiction over this organization; and

**WHEREAS**, this Resolution seeks authorization for The Glendower Group, Inc. and/or its affiliates, to enter into a Contract via the AIAA133-2009 Standard Form of Agreement Between Owner and Construction Manager as Contractor where the basis of payment is 12.49% for general conditions, over head and profit to the negotiated GMP.

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

1. The President be and hereby is authorized and empowered and directed to take any and all such action ancillary, related and or/necessary to fulfill the foregoing purposes of this Resolution, including but not limited to entering into a Contract via the AIAA133-2009 Standard Form of Agreement Between Owner and Construction Manager as Contractor where the basis of payment is is 12.49% for general conditions, over head and profit to the negotiated GMP. The GMP will be finalized at 90% drawings within approximately twelve weeks at which time there will be an amendment to said contract.
2. 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 May 22, 2023.

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

**Discussions: Scrutineer error will commence on May 23, 2023.**

**The vote was as follows: All**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION # GG 05-13/23-R**

**RESOLUTION AUTHORIZING THE CONTRACT AWARD OF CROSSKEY  
AS THE PROJECT ARCHITECT FOR NEWHALLVILLE REDEVELOPMENT IN AN  
AMOUNT**

**NOT TO EXCEED FOUR HUNDRED FORTY-EIGHT THOUSAND FIVE HUNDRED-FORTY  
DOLLARS (\$448,540) COMMENCING APRIL 3, 2023, AND ENDING DECEMBER 31, 2026**

**WHEREAS**, The Housing Authority of the City of New Haven (the “Authority”) intends to finance the renovation, reconstruction and all expenditures and related costs in connection therewith including, but not limited to, demolition and construction, the purchase and installation of appliances and related site work of approximately 40 units of housing located on 201 Hazel Street in the City of New Haven, Connecticut, the addresses of which are attached hereto as Exhibit A and the owner of which (the “Owner”) will be an entity formed by the Glendower Group (the “Hazel Street Development”); and

**WHEREAS**, Glendower and NCD each desire to set forth herein the terms and conditions that will govern their relationship as co-developers of the Project and expect that this Agreement may be supplemented by subsequent written agreements entered into by and between the Parties as the Project moves forward; and

**WHEREAS**, ECC through its instrumentality The Glendower Group, Inc. (“Glendower”), intends to apply for 4% Low-Income Housing Tax Credits from the Connecticut Housing Finance Authority (“CHFA”); and

**WHEREAS**, one of CHFA’s threshold requirements is that the project must have 40 percent design documents; and

**WHEREAS**, to meet the criterion mentioned above, Glendower needed to award the contract for architectural engineering services before approval by the Board of Directors; and

**WHEREAS**, Glendower issued a request for qualifications (RFQ) on September 29, 2021 with subsequent addenda issued on September 29, 2021, and October 15, 2021; and

**WHEREAS**, three technical proposals were received from Crosskey Architects, Paul B. Bailey Architect, Newick Architects, Christopher Williams Architect and Russell and Dawson;; and

**WHEREAS**, an Evaluation Committee evaluated the responses per the evaluation criteria outlined in the RFQ and determined Russell and Dawson to be the most qualified; and

**WHEREAS**, negotiations were conducted with Crosskey Architects regarding the fee, Crosskey and Glendower mutually agreed to a \$448,540.

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

1. The selection of Crosskey Architects to serve as Project Architect for the redevelopment of the Newhallville Redevelopment Project is hereby accepted.
2. The President is authorized and reauthorized to the extent necessary to take all actions necessary and appropriate to carry out the purposes 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 May 22, 2023.

**Motion was made by Rafferty seconded by DuBois-Walton  
Ed Lachance presented this resolution.**

**Discussions:**

**The vote was as follows: All**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION NUMBER GG 05-14/23-R**

**RESOLUTION RATIFYING CONTRACT AWARD WITH SYLVA DEVELOPERS, LLC FOR FINANCIAL UNDERWRITER IN THE MAXIMUM NOT TO EXCEED AMOUNT OF \$190,000 FOR ONE YEAR, WITH FOUR ONE YEAR OPTIONS TO EXTEND, FOR A MAXIMUM OF FIVE YEARS BEGINNING MAY 12, 2023 TO MAY 11, 2024**

**WHEREAS**, the Glendower Group, Inc. (Glendower) has a continuing need for financial underwriter services. On March 6, 2023, Glendower issued Request for Proposals #GG-23-RFP-738 for Financial Underwriter Services to assist Glendower to develop feasibility analysis the projects revenues, expenses, interest, and profit. Responses were due March 28, 2023. Glendower received two (2) proposals from:

- Sylva Developers
- NW Financial Group, LLC; and

**WHEREAS**, a three-member scoring committee reviewed and scored the proposals. Sylva Developers, LLC Demonstrated understanding of the requirement, appropriateness of the technical approach in the proposal, technical capabilities, experience in performing similar work; and successful past performance of contract work substantially similar to that required by the solicitation as verified by reference checks or other means; and

**WHEREAS**, this resolution is seeking authorization to enter into a one-year contract with an option to renew for four additional years. Sylva Developers, LLC contract amount shall not exceed \$190,000; and

**WHEREAS**, in accordance with HUD Procurement Handbook No.7460.8 REV-2 regarding Indefinite Quantity contracts, Glendower is recommending contract award to Sylva Developers, LLC., in the maximum not to exceed amount of \$190,000 for one year, with four one-year options to extend, for a maximum five-year Board authorized contract; and

**WHEREAS**, the annual contract amount noted here is based on Glendower's collective projection of the value of financial underwriter services anticipated for one year. 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 \$950,000. 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 (#GG-23-C-738) to Sylva Developers, LLC. in the maximum not to exceed amount of \$190,000 for Financial Underwriter 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 May 22, 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 05-15/23-R**

**RESOLUTION RATIFYING THE TERM OF A MEMORANDUM OF AGREEMENT WITH COLUMBUS HOUSE, INC., FOR SUPPORTIVE HOUSING SERVICES AT ROCKVIEW PHASE II FOR A PERIOD COMMENCING FEBRUARY 24, 2023 TO FEBRUARY 23, 2024 FOR AN ADDITIONAL AMOUNT OF \$30,000 BRINGING THE TOTAL AMOUNT NOT TO EXCEED \$60,000 IN CONNECTION WITH THE MEMORANDUM OF AGREEMENT**

**WHEREAS**, the Glendower Group, Inc. ("Glendower") along with its co-Developer The Michaels Group ("Co-developer" or "Michaels") applied for and received a nine-percent allocation of Low Income Housing Tax Credits from the Connecticut Housing Finance Authority ("CHFA") for the purpose of developing a seventy-eight (78) unit housing project for families; and

**WHEREAS**, Glendower along with the Co-Developer recognizes the importance of providing supportive services, case management and education programs for the development of Rockview Phase II; and,

**WHEREAS**, providing such services was also a component of application scoring by CHFA; and

**WHEREAS**, on October 18, 2016, Glendower issued a Request for Proposals for Supportive Housing Services for up to sixteen (16) families residing at Rockview II. Responses were due October 28, 2016 and at that time two responses were received from Columbus House, Inc., and New Reach, the proposal from Columbus House was determined the lowest and responsive proposal and they are an experienced qualified service provider; and

**WHEREAS**, resolution number GG 11-27/16-R ratified the execution of the Memorandum of Agreement between Rockview Phase 2 Rental, LLC, an affiliate of Glendower and Columbus House for the provision of the aforesaid supportive services by Columbus House; and

**WHEREAS**, Glendower sees value in partnering in this way with Columbus House, Inc., to provide resources and services; and.

**WHEREAS**, resolution GG 04-20/22-R ratified and clarified the MOA with Columbus House, Inc. to provide the supportive services, beginning on February 24, 2022, and terminate on February 23, 2023, with an option to renew for four (4) additional years based on need and Glendower's satisfaction with Columbus House, Inc., in the provision of the supportive services at the Rockview Phase II development; and



**WHEREAS**, Glendower still sees the value in partnering in this way with Columbus House, Inc., to provide resources and services for sixteen (16) households. This resolution is seeking authorization to ratify the second-year option from February 24, 2023, to February 24, 2024, for an additional \$30,000 totaling a not to exceed amount of \$60,000 that will be funded through MTW funds.

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

1. The second year-option with Columbus House commencing on February 24, 2023, and terminating on February 23, 2024, for a value not to exceed \$30,000 totaling a not to exceed amount of \$60,000 that will be funded through MTW funds and based on need and Glendower's satisfaction with Columbus House, Inc., be and hereby is authorized and directed; and
2. The President be and hereby is authorized and empowered and directed to execute and deliver an agreement with Columbus which is consistent with the terms of this Resolution, including the recitals hereinabove, and to take any and all such action, including ancillary, related and or/necessary to fulfill the foregoing purposes of this Resolution; and
3. The President is authorized and reauthorized to the extent necessary to take all actions necessary and appropriate to carry out the purposes of this Resolution.
4. This Resolution shall take effective 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 May 22, 2023.

**Motion was made by Rafferty seconded by DuBois-Walton**

**Latoya Mills presented this resolution.**

**Discussions:**

**The vote was as follows: All**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION NUMBER GG 05-16/23-R**

**RESOLUTION RATIFYING THE TERM OF A MEMORANDUM OF AGREEMENT WITH COLUMBUS HOUSE, INC., FOR SUPPORTIVE HOUSING SERVICES AT WINSLOW CELENTANO DEVELOPMENT FOR A PERIOD COMMENCING MARCH 16, 2023 AND ENDING ON MARCH 15, 2024, FOR AN ADDITIONAL AMOUNT OF \$41,000 BRINGING THE TOTAL AMOUNT NOT TO EXCEED \$82,000 IN CONNECTION WITH THE MEMORANDUM OF AGREEMENT**

**WHEREAS**, pursuant to Resolution # GG 04-19/18-R (the "Original Resolution"), the Board of Directors of The Glendower Group, Inc. ("Glendower") authorized a Memorandum of Agreement with Columbus House, Inc. ("Columbus House"), to provide supportive services to up to seven (7) families at the development known as Winslow Celentano ("Celentano"), all in connection with Glendower's redevelopment of Celentano; and

**WHEREAS**, the Original Resolution did not provide for a term for the Memorandum of Agreement; and

**WHEREAS**, resolution #GG 04-19/22-R authorized ratification of the term of the Memorandum of Agreement commencing on March 15, 2022, and terminating on March 16, 2023, with an option to renew for four (4) additional one (1) year options.; and

**WHEREAS**, Glendower still sees the value in partnering in this way with Columbus House, Inc., to provide resources and services for seven (7) households. This resolution is seeking authorization to ratify the second-year option from March 15, 2023, to March 16, 2024, for an additional \$41,000 totaling a not to exceed amount of \$82,000 that will be funded through MTW funds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GLENDOWER GROUP, INC., that:**

5. The second year-option with Columbus House, Inc., commencing on March 16, 2023, and terminating on March 15, 2024, for a value not to exceed \$41,000 totaling a not to exceed amount of \$82,000 that will be funded through MTW funds and based on need and Glendower's satisfaction with Columbus House, Inc., be and hereby is authorized and directed; and
6. The President is authorized and reauthorized to the extent necessary to take all actions necessary and appropriate to carry out the purposes of this Resolution.
7. This Resolution shall take effective 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 May 22, 2023.

**Motion was made by Rafferty seconded by Thomas  
Latoya Mills presented this resolution.**

**Discussions:**

**The vote was as follows: All**

**THE GLENDOWER GROUP, INC.**

**RESOLUTION NUMBER GG 05-17/23-R**

**RESOLUTION RATIFYING THE THIRD YEAR OPTION CONTRACT  
EXTENSION WITH NEW REACH, INC., FOR SUPPORTIVE HOUSING  
SERVICES AT THE RAD GROUP III CHARLES T. MCQUEENEY BEGINNING  
MAY 1, 2023 TO APRIL 30, 2024 FOR AN ADDITIONAL AMOUNT OF \$78,914  
BRINGING THE TOAL AMOUNT NOT TO EXCEED \$276,742 IN  
CONNECTION WITH THE MEMORANDUM OF AGREEMENT**

**WHEREAS**, pursuant to Resolution # GG 04-18/18-R (the "Original Resolution"), the Board of Directors of The Glendower Group, Inc. ("Glendower"), authorized a Memorandum of Agreement with New Reach, Inc. ("New Reach"), to provide supportive services to up to seventeen (17) families at the development known as Charles T. McQueeney ("McQueeney"), all in connection with Glendower's redevelopment of McQueeney; and

**WHEREAS**, the Original Resolution authorized the expenditure of \$78,914.00 to pay for the services to be provided by New Reach; and

**WHEREAS**, as of the date hereof, all authorized funds have or will soon be expended, and it is necessary to authorize additional funding in order to continue the provision of the supportive services to the residents at McQueeney; and

**WHEREAS**, resolution #GG 04-18/22-R authorized the second-year option to extend the contract from May 1, 2022, to April 30, 2023, for an additional amount of \$78,914.00 totaling a not to exceed amount of \$157,828.00; and

**WHEREAS**, Glendower still sees the value in partnering in this way with Columbus House, Inc., to provide resources and services. This resolution is seeking ratification of the third-year option beginning May 1, 2023, to April 30, 2024, for an additional amount of \$78,914 bringing the total contract amount not to exceed \$276,742 that will be funded through MTW funds.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS  
OF THE GLENDOWER GROUP, INC., that:**

8. The third-year option with New Reach commencing on May 1, 2023, and terminating on April 30, 2024, for a value not to exceed \$78,914 totaling a not to exceed amount of \$276,742 that will be funded through MTW funds and based on need and Glendower's satisfaction with Columbus House, Inc., be and hereby is authorized and directed; and
9. The President is authorized and reauthorized to the extent necessary to take all actions necessary and appropriate to carry out the purposes of this Resolution.
10. This Resolution shall take effective 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 May 22, 2023.

**Motion was made by Rafferty seconded by Thomas Latoya Mills presented this resolution.**

**Discussions:**

**The vote was as follows: All**

**Other Business:**

**None**

**At 4:25 PM, a Motion to adjourn was made by Director John Rafferty and seconded by Director Arthur Thomas.**