MEETING OF THE BOARD OF DIRECTORS OF THE
KENNEDY MANAGEMENT INC.
TUESDAY, NOVEMBER 28, 2023 5:30PM

AGENDA

1. **KMI Authorizations to Execute Documents Associated with JP Clifton Place (aka Phase 1 of the Revitalization of Jefferson Park) Project Financing and "Dry" Closing**
    a. Authorized to file a certificate formation/organization with the Massachusetts Secretary of State (the "Secretary") to form a limited liability company to be known as Clifton Place Manager LLC
    b. Authorize to appoint Michael Johnston, John Filip, and Margaret Donnelly Moran, as authorized signatories of the Company.
    c. Authorize to become a non-managing member of the Company.
    d. Authorize managing member of the Company, to take all actions and execute and deliver any documents necessary.
    e. Authorize to take all actions and execute and deliver any documents necessary or proper to assume all of the CHA's rights, title, and interest in and to any and all contracts and agreements, any and all plans, specifications and drawings, any and all governmental approvals, permits or licenses, and any and all financing and equity commitments, related to the construction, design, development and operation of the Project to the Company
    f. Authorize to implement the withdrawal of the Corporation as a member of the Company upon substantial completion of construction of the Project and the admission of USA Institutional Jefferson Park LLC
    g. Authorize to take all actions and execute and deliver any documents necessary or proper to effectuate a construction loan from the Investor to the Company
    h. Authorize to take all actions and execute and deliver any documents necessary or proper to enter into a reconciliation agreement and zoning-based affordable housing overlay housing covenant with the CHA, the City Trust and the City of Cambridge, Massachusetts
    i. Execute and deliver any documents necessary or proper to direct, carry out and effectuate the leasing, acquisition, financing, construction, development and operation of the Project or any of the foregoing resolutions
    j. Authorize to execute, seal, acknowledge and deliver on behalf of the Corporation, acting in its own capacity and in its capacity as the sole member of the Manager, acting in its own capacity and in its capacity as the managing member of the Company
    k. That any and all prior actions taken by the Corporation in its own capacity and acting in its capacity as sole member of the Manager, acting in its own capacity and in its capacity as managing member of the Company, in order to effectuate the foregoing are hereby ratified and confirmed.

2. **Amendment #4 to the Contract with HMFH Architects- Modernization of 116 Norfolk Street**
    Execute Amendment #4 to the contract with HMFH Architects