RESOLUTION OF NEW JERSEY INSTITUTE OF TECHNOLOGY ("NJIT")
APPROVING THE EXTENSION OF THE CONDITIONAL DESIGNATION
OF THE PRC GROUP FOR THE DEVELOPMENT OF THE MLK GATEWAY,
BLOCK 43 LOTS 38, 39, 40, 41, 46, 48, BLOCK 2857, AND BLOCK 2858

WHEREAS, on November 9, 2017, the NJIT Board of Trustees extended the
conditional designation of the PRC Group as developers of the MLK Gateway Sub-
Project through June 9, 2018; and

WHEREAS, substantive progress continues to be made in the negotiations between
New Jersey Institute of Technology and the development team; and

WHEREAS, additional time is necessary to negotiate the terms of the
development and operating agreement on Phase 1 of the MLK Gateway Sub-project, plan
the project outcomes, negotiate property acquisition, finalize development details, and
procure entitlements from the Newark Central Planning Board, City of Newark
Landmarks and Historic Preservation Commission, and the NJ State of New Jersey
Historic Preservation office;

NOW, THEREFORE, BE IT RESOLVED THAT THE NEW JERSEY
INSTITUTE OF TECHNOLOGY BOARD OF TRUSTEES HEREBY:

1. Extends the previously issued conditional designation of the PRC Group as the
developer of the MLK Gateway sub-project, in its entirety, until July 20, 2018.

2. Requires the final negotiation of the development and operating agreement for
the 240 MLK property and its presentation to the Board of Trustees for review
no later than June 22, 2018, allowing action at their July 19, 2018 meeting.

3. Conditionally designates the CGF Entity, with PRC Group as a partner
therein, to carry out the redevelopment of the Project, subject to the
following conditions:

   (i) The proposal for the Project shall be subject to the consideration of
       and approval by this Board of Trustees in its sole discretion.

   (ii) CGF and PRC Group, or affiliates thereof, shall enter into a
        mutually acceptable joint venture agreement forming the CGF
        Entity that complies with the Redevelopment Agreement.

   (iii) NJIT and the CGF Entity shall enter into the Development
        Agreement and an Operating and/or Joint Venture LLC
        Agreement on terms and conditions to be considered by and if the
        Board deems them appropriate to be approved by this Board of
        Trustees in its sole discretion.

   (iv) PRC Group shall provide interim updates to NJIT on the status of
        the development of its proposal, and the Board reserves its right to
        terminate or let expire the designation if the Board concludes that
there has not been sufficient evidence of progress on the satisfaction of these conditions. The update shall be provided on or before June 22, 2018.

4. Affirms that all conditions in the June 9, 2016, June 1, 2017, and November 9, 2017 resolutions remain valid and binding.

5. Grants no rights to PRC Group with respect to the Project other than the right to negotiate exclusively as described above and in prior resolutions of the Board, and grants no rights to the development of same, any such rights to be established exclusively in the Development Agreement, Parking Agreement, and Joint Venture/LLC Agreement if same can be agreed upon by and between the parties.

\[Signature\]

Holly C. Stern, Esq.
General Counsel/Vice President of Legal Affairs and Secretary to the Board of Trustees
New Jersey Institute of Technology

June 7, 2018
Board Resolution 2018-36
APPENDIX A – PROJECT TASKS

1. Provide a conceptual design of the MLK Gateway Development, both east and west components, in conformance with the NJIT Gateway Redevelopment Plan, Broad Street Station District Redevelopment Plan, and the Redevelopment Agreement between the City of Newark and New Jersey Institute of Technology including, but not limited to, the following:
   a. Quantity of commercial and retail space square footage and potential uses
   b. Types and counts of residential units
   c. Quantity and layout of parking spaces for educational, hospital, and development use

2. Create a phasing plan with milestone dates outlining the progression of the development through completion.

3. Develop a pro-forma analysis of each phase of the development denoting all sources and uses of funds, proposed rental rates, development fees, and profits.

4. Conduct and/or review the available information on the following:
   a. Environmental investigation
   b. Geotechnical investigation
   c. Title searches
   d. Land survey

5. Hold meetings with the following constituent groups to outline the project intent and timeline:
   a. James Street Commons Historic District Community Group
   b. City of Newark Deputy Mayor for Economic and Housing Development
   c. St. Michael’s Medical Center (Prime Healthcare)

6. Pursue negotiated sales contracts on the following parcels:
   a. St. Michael’s Medical Center Parking Facility (in progress)
   b. City owned parcels (in progress)
   c. Auto Body Shop
   d. Provisions Distributor (in progress)

7. Create the framework for a draft Development, Parking, and Operating agreement between the parties