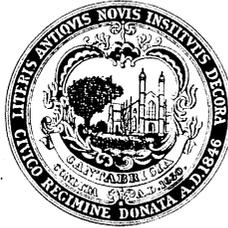


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## CITY OF CAMBRIDGE

Office of the City Solicitor  
795 Massachusetts Avenue  
Cambridge, Massachusetts 02139

October 5, 2006

Shelley Neill  
Executive Director  
Cambridge Multicultural Arts Center  
41 Second Street  
Cambridge, MA 02141

Re: ***536 Massachusetts Avenue***

Dear Ms. Neill:

I am writing at the request of the City Manager in response to your email message dated September 29, 2006. In that message you indicated that the CMAC Board met on Wednesday, September 27, 2006 and voted to accept the offer made by the City Manager contained in my letter dated September 12, 2006. You further indicated that the CMAC Board asked that you raise five points with the City Manager regarding his proposal. I am attaching your memorandum that includes the five points.

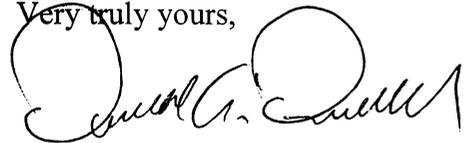
I have discussed the five points with the City Manager and he has authorized me to offer the following revised proposal to CMAC:

1. The City Manager will renew his commitment in writing to recommend a grant/contract in the amount of \$200,000 a year to CMAC for the next 10 years and to change payments from quarterly to semi-annual installments on or about July 1<sup>st</sup> and January 1<sup>st</sup> each year;
2. The City Manager will participate in a meeting with representatives of CMAC and Gund Associates at a meeting to be arranged by CMAC for the purpose of encouraging Gund Associates to renegotiate CMAC's lease. The City Manager further agrees that if said negotiations are unsuccessful and CMAC is compelled to seek a new location the City will make reasonable efforts, not including any further financial commitment, to assist CMAC in finding a suitable new location in East Cambridge.

3. CMAC will submit to the Cambridge Historical Commission an Application for Institutional Preservation Grant ("IPG") on the application form attached my September 12, 2006 letter to CMAC seeking a total grant of \$57,700.00 for the items described in that letter, and the City Manager will support CMAC's application in proceedings before the Historical Commission, including support for any partial start-up payment and any progress payments that can be approved by the Historical Commission..
4. CMAC will take all necessary actions to deed 536 Massachusetts Avenue ("the Property") to The Dance Complex for \$1.00. The agreement between CMAC and The Dance Complex relative to the transfer of title to The Dance Complex will contain a covenant by The Dance Complex: (1) that it has no plans to sell or transfer ownership of the Property to any party; and (2) that, so long as it is operationally and financially feasible, the Property will continue to be used primarily as a nonprofit arts facility.

Based upon our telephone conversation earlier today, I understand that CMAC agrees to the terms of this proposal. Accordingly, the City Manager will make a recommendation to the City Council on his agenda for the City Council meeting scheduled for October 16, 2006 for a transfer of the \$200,000 appropriation so that the first installment for FY07 in the amount of \$100,000 can be paid to CMAC.

Very truly yours,



Donald A. Drisdell  
City Solicitor

cc. Robert W. Healy, City Manager  
Nancy E. Glowa, Deputy City Solicitor