

Maryland Stadium Authority
BOARD MEETING MINUTES
Tuesday, January 2, 2018

OPEN MEETING

Attendants:

In Person:

Thomas Kelso, Chair
Gary Mangum
James Smith

Conference Line:

Manervia Riddick
Leonard Attman*
Joseph Bryce

Absent:

Jodi Stanalonis

*Leonard Attman Joined the meeting at 3:06 p.m.

Counsel:

Cynthia Hahn

MSA Staff:

Michael Frenz	John Samoryk	Al Tyler
David Raith	Rachelina Bonacci	Linda Pohuski
Jeff Provenzano	Daniel Brann	Gary McGuigan
Carmina Perez-Fowler	Vern Conaway*	
Terry Hasseltine	Joe March	

*Vern Conaway joined at 3:05 p.m. by conference line and concluded the call after his informational report.

Other:

None

Call to Order:

Chairman Kelso called the meeting to order at 3:05 p.m.

Approvals

Minutes

* Chairman Kelso acknowledged the members who were present either in person or by conference line and introduced the Minutes of December 5, 2017.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Unanimous

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Discussion: None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous

Approvals

Contracts

Camden Yards Sports Complex

Presentation by Mr. Conaway

Parking Management Services - First Renewal

Mr. Conaway recommended that MSA exercise its first of two renewal options with SP Plus Corporation in the amount of \$1,066,642.54. This meets the requirements for the renewal term, including MSA's share of the annual management fee and budgeted reimbursable expenses.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Unanimous

Discussion: None

Motion to Approve: Mr. Attman

Second: Mr. Smith

Unanimous

Oriole Park and The Warehouse

Presentation by Mr. Provenzano

Lower Concourse Water Re-Piping - Air Temp Company

Mr. Provenzano recommended a contract with Air Temp Company, Inc. to provide lower concourse domestic water re-piping services in the amount of \$131,000.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Unanimous

Discussion: Air Temp Company has 20 years of experience in this work and was able to reduce the requested scope of work, therefore reducing the bid amount.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous

Presentation by Mr. Samoryk

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Painted Structural Steel Cleaning Services at OPCY

Mr. Samoryk recommended a contract to perform structural steel cleaning services for OPCY in the amount of \$80,674 to ROJANI Facilities Management, LLC.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Unanimous

Discussion: It was noted that this is a new vendor to MSA.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous

Baltimore City Public Schools

Presentations by Ms. Perez-Fowler

Architect and Engineering Services:

Mary E. Rodman Elementary School and Walter P. Carter / Lois T. Murray Elementary / Middle School

Ms. Perez-Fowler recommended a contract for A&E services with Smolen, Emr, Ilkovitch Architects, Inc (SEI) in the amount of \$1,317,364.34 for planning, design, and construction administration services for the Mary E. Rodman school project.

Ms. Perez-Fowler also recommended a contract for A&E services in the amount of \$2,499,998.92 for planning, design, and construction administration services for the Walter P. Carter/Lois T. Murray school project with Penza Bailey Architects / Newman Architects JV.

The contracts were considered together. Both contracts included an owners' contingency fund and Ms. Perez-Fowler outlined the process for procurement, RFQ and RFP development and selection.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Unanimous

Discussion: None

Motion to Approve: Mr. Smith

Second: Ms. Riddick

Unanimous

Presentations by Ms. Perez-Fowler

Construction Management Services:

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Mary E. Rodman Elementary School and Walter P. Carter / Lois T. Murray Elementary / Middle School

Ms. Perez-Fowler recommended a professional services contract with MCN Build/Southway Builders JV, LLC in the amount of \$49,728 to provide pre-construction services for the Mary E. Rodman school project. This project is a renovation/addition to an existing school.

Ms. Perez-Fowler also recommended a professional services contract with the Whiting-Turner Contracting Company in the amount of \$258,574.31 to provide preconstruction services for the Walter P. Carter/Lois T. Murray school project. This new school replaces the school on the site.

Both projects were considered together. Both contracts included an owners' contingency fund and Ms. Perez-Fowler outlined the process for procurement, RFQ and RFP development and selection. Each contract will be brought back to the Board for modification if the contractor performs well and a GMP is negotiated.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Unanimous

Discussion: None

Motion to Approve: Mr. Attman

Second: Mr. Smith

Unanimous

Presentations by Ms. Perez-Fowler

Building Commissioning Services

John Ruhrah Elementary / Middle School

Ms. Perez-Fowler recommended a professional services contract with Kibart, Inc. in the amount of \$96,188.40 for building commissioning services, plus an owner's contingency fund. Ms. Perez-Fowler outlined the process for procurement, RFQ and RFP development and selection.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Unanimous

Discussion: N

Motion to Approve: Ms. Riddick

Second: Mr. Mangum

Unanimous

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Project C.O.R.E.

Presentation by Mr. McGuigan

Environmental, Testing and Inspection Services Contract

Mr. McGuigan recommended a contract for environmental testing and inspection services with Professional Services Industries, Inc (PSI) in the amount of \$265,776. The recommendation is pursuant to the terms of an MOU executed between Baltimore City Department of Housing and Community Development and MSA. The scope of the work is described in an RFP prepared by MSA.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Unanimous

Discussion: The contract provides for services on 116 properties with a per unit basis of approximately \$2,300.

Motion to Approve: Mr. Mangum

Second: Ms. Riddick

Unanimous

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Internal Audit Plan and Risk Assessment

Presentation by Mr. Brann

Mr. Brann submitted the recommendation of the Audit Committee for the Board's approval. The 2018 Audit Plan describes the audit engagements to be conducted by the the internal audit department over the next 3 years.

Motion to Consider: Mr. Smith

Second: Ms. Riddick:

Unanimous

Discussion: None

Motion to Approve: Mr. Bryce

Second: Mr. Mangum

Unanimous

Baltimore City Convention Center (BCCC)- Operating and Maintenance Budgeted Amount

Presentation by Mr. Raith

Mr. Raith provided an overview of the BCCC's OMBA, which was submitted in December 2017 for BPW approval by June 30, 2018. The State's commitment of funding for $\frac{2}{3}$ of the BCCC operating deficit and an annual capital contribution of \$200,000 has been extended through December 15, 2019. MSA is appropriated the funds to make these payments by the State.

Motion to Consider: Mr. Smith

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Second: Mr. Mangum

Unanimous

Discussion: MSA has no debt related to the Convention Center and therefore technically has no oversight responsibility at this time. MSA currently acts a pass-through for the State's payments. MSA does attend BCCC financial meetings and participates in the Q&A. This item comes to the Board as a matter of informational transparency.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous

**Ocean City Convention Center (OCCC) -
Operating and Maintenance Budgeted Amount
Presentation by Mr. Raith**

Mr. Raith provided an overview of the OCCC's OMBA, which was submitted in December 2017 for BPW approval by June 30, 2018.

Motion to Consider: Mr. Smith

Second: Ms. Riddick

Unanimous

Discussion: The State's commitment of funding for 1/2 of the OCCC operating deficit and an annual capital fund contribution of \$50,000 continues until December 15, 2035. Meetings are mainly digital and MSA has no official oversight and no debt.

Motion to Approve: Mr. Attman

Second: Mr. Mangum

Unanimous

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Aware Manager Contract -

Computerized Maintenance Management System

Presentation by Mr. Provenzano

Mr. Provenzano recommended a new contract with Aware Manager, which would have an expanded scope of service that includes dedicated server for MSA, rather than renewing the one year option left on the current contract. The expanded scope of the new contract includes features that would facilitate accounting functions between MSA and its vendors and contractors and provide a dedicated server to the infrastructure. Mr. March, MSA IT Administrator and Mr. Samoryk, VP Procurement supported the recommendation.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Unanimous

Discussion: The new contract would assist with IT security by providing a dedicated infrastructure, allow for greater scalability, and provide real-time system analytics. MSA currently shares an Aware Manager server with multiple companies. When any company experiences a problem, it is shared by all users. The shared server also makes MSA more vulnerable to cyber security breaches.

During the initial contract and option period, Aware Manager's proprietary software program has been uniquely customised to meet MSA's requirements. Mr. Samoryk noted that Aware Manager was originally selected in 2014 following a competitive procurement process and he and Mr. Provenzano explained the justification for a sole source contract award. MSA does not own the software, but does own the data. Advantages and disadvantages between the new contract and signing the final year option of the existing contract were discussed.

The new functions will increase testing capabilities, analytics, and storage capacity. These functions will reduce research time and improve accountability, transparency, clarity of records, and internal cross-checks.

Motion to Approved: Mr. Smith

Second: Mr. Mangum

Voting to Approve: Mr. Kelso, Mr. Smith, Mr. Mangum, Mr. Bryce, Ms. Riddick

Not Voting: Mr. Attman. Mr. Attman participated in the discussion, only.

Informational

Executive Director's Report

Mr. Frenz reported on the league-wide phenomenon of reduced attendance at NFL games this season.

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The Affiliated Entities policies proposed by MSA were approved by the Ethics Commission, as required by the 2017 passage of HB 1619. MSA will provide annual reports on how the policies are being implemented.

FEI did not award the 4 Star event to Fair Hill, but plans to introduce a 5 Star event for which Fair Hill may qualify. Specifications for the new event have not been finalized, so work on the Fair Hill project has been stopped. DNR and the Fair Hill Foundation are working with the National Steeplechase Foundation to explore alternatives.

Mr. Hasseltine, Mr. Raith and the Ravens executives are working on documents for hosting the 2026 World Cup matches at M&T Bank Stadium. Mr. Hasseltine is conferring with other states regarding contract specifics.

The Orioles are working on plan for the extension of safety netting for installation before the 2018 season. They will hold the contract for this project, and MSA will work closely with them. Similar netting is being installed in the O's spring training facility.

Mr. Frenz also reported that he has been contacted by Roz Johnson, granddaughter of the late owner of Parks Sausages. The company was once located on the property which is now OPCY and Ms. Johnson is inquiring about a small recognition on behalf of the iconic Baltimore company. Mr. Kelso and Mr. Frenz will meet with her following the Board meeting.

Security Report

Mr. Conaway reported by conference line. He shared that 2018 experienced a very low number of security incidents at the CYSC. The incidents were primarily related to fan behavior. The 2018 security plans for the Complex are already underway.

Report of Small Procurements and Change Orders

Mr. Samoryk reported on a contract for pest control at CYSC, a change order to the Waverly Contract for the 3rd floor Warehouse renovation project, and a change order to the signage replacement contract at M&T Bank Stadium.

BCPS and C.O.R.E. Update

For the C.O.R.E. Program, Mr. McGuigan reported that 162 demolitions have been completed. 116 projects are in progress with environmental surveys with 89 having received notices to proceed for demolition.

For the BCPS Program, he reported that City Schools delayed the opening of the John Eager Howard and Lyndhurst schools to avoid academic disruption to the students. City Schools will now move into those completed schools during the spring semester. Five schools are planned to open this summer, including Arundel which will be completed ahead of schedule this winter. Due to a City Schools' delay in proceeding with the last feasibility studies of the year 2 schools, the program is expected to be substantially complete in 2021. A new projection of the total number of schools that will be built under this program is expected in the next month, after completion of the second bond sale for financing the program.

Leasing Report

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Mr. Raith reported that one tenant, who is on a month-to-month, is late with its rent. Mr. Raith also reported that he continues to work with this tenant and one other for the potential re-allocation of space in the Warehouse. The Board was updated on other potential leases.

Financial Report

Mr. Raith reviewed November's revenues and expenses with the Board. He also reported that the bond market has been strengthening and MSA expects to price the bonds on January 23. The POS will be posted next week. Both the City and State have posted their CAFRS. The bonds will close on February 6 or 7.

Maryland Sports Report

Mr. Hasseltine expressed his disappointment that FEI did not award the 4 Star contract to Fair Hill. On a positive note, he said we had not reached a point where significant amounts of money were spent to improve the facility. We will move forward with due diligence as the specifications on the 5 Star are released.

Mr. Hasseltine will meet with Mr. Smith to update him and discuss the FIFA 2026 World Cup bid and potential involvement of the City.

Chairman Kelso thanked the Board and staff and asked for a motion to adjourn at 4:30 p.m.

Motion to Adjourn: Mr. Attman

Second: Mr. Bryce

Unanimous