

**Maryland Stadium Authority
333 W. Camden St., Baltimore, MD
Board Meeting Minutes**

**Tuesday, February 5, 2019
12 noon**

Revised (1)

OPEN MEETING

ATTENDANCE

Board

In Person

Thomas Kelso
Leonard Attman
Gary Mangum
James Smith
Jodi Stalonis

Conference Line

Manervia Riddick
Joe Bryce

MSA

Michael Frenz
David Raith
Gary McGuigan
John Samoryk
Jeff Provenzano

Jocelyn Grogan-Jones
Phil Hutson
Eric Johnson
Carmina Perez-Fowler
Vern Conaway

Terry Hasseltine
Rachelina Bonacci
Linda Pohuski

Counsel

Cynthia Hahn

Other

Robyn McGregor, One Screen
Nicholas Cummings, Plumbers and Steamfitters

Call to Order:

Chairman Kelso called the meeting to order at 12:16 PM and presided over both the open and closed meetings on February 5, 2019.

APPROVALS

Minutes

Mr. Kelso asked for a motion to consider the January 8, 2019 Board Meeting Minutes.

**Motion to Consider: Mr. Attman
Second Mr. Smith**

Discussion: None

**Motion to Approve: Mr. Attman
Second: Ms. Stalonis
Unanimous**

Contracts

Camden Yards Sports Complex
Presentation by Mr. Samoryk
On-Call HVAC Repairs and Preventative Maintenance

Mr. Samoryk recommended a contract with R&G Mechanical, LLC (R&G) for on-call HVAC repairs and preventive maintenance services at the Camden Yards Sports Complex. The proposed term is three years. R&G is a small business vendor and first time MSA contractor. R&G submitted the lowest responsive bid of the seven bids.

Authorization is requested in an amount up to \$1,000,000 to meet the anticipated requirements during the three-year term. This is a time and materials contract so R&G will be compensated only for services rendered and shall be reimbursed for materials at cost plus ten percent

Motion to Consider: Mr. Smith
Second: Mr. Mangum

Discussion – The 3% MBE participation was accepted for this contract because subcontract opportunities are very limited for this type of service. R&G is a registered small business contractor and a new contractor to MSA.

Motion to Approve: Mr. Smith
Second: Mr. Attman
Approving: Mses. Riddick, Stalalonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Presentation by Mr. Samoryk
Lawn Care, Landscaping and Snow Removal Services

Mr. Samoryk recommended a contract with Distinctive Landscaping, LLC (DLS) for Lawn Care, Landscaping and Snow Removal Services at the Camden Yards Sports Complex. The proposed term will be three years with two one-year renewal options. DLS is a small business vendor and first time MSA contractor. DLS submitted the lowest responsive bid of the three bids that were received. This was a small business reserve procurement.

Authorization is requested in an amount up to \$450,000 to meet the anticipated requirements during the initial three-year term. DLS will be compensated only for services rendered based upon the unit prices in its bid.

Motion to Consider: Mr. Attman
Second: Ms. Stalalonis

Discussion – The contract amount for the three-year term was reiterated.

Motion to Approve: Mr. Smith
Second: Mr. Bryce
Approving: Mses. Riddick, Stalalonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Presentation by Mr. Hutson
MARC Camden Station Easement

Mr. Hutson recommended approval of the MARC Camden Station Easement between MSA and MTA based on the July 2017 Memorandum of Agreement (MOA) wherein MSA and MTA defined their respective roles and responsibilities in the design and construction of a new MARC Camden Yards Station

The MOA includes an agreement that MSA will grant a perpetual easement to MTA which has been continually responsible for the maintenance of the Station and the railway. For purposes of the easement, the area includes the Station and the railroad tracks from approximately West Camden Street to West Howard Street.

Motion to Consider: Mr. Attman
Second: Ms. Staloni

Discussion - None

Motion to Approve: Mr. Smith
Second: Mr. Bryce
Approving: Mses. Riddick, Staloni, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Oriole Park at Camden Yards
Presentation by Mr. Conaway
Emergency Medical Services - Third Renewal Option

Mr. Conaway recommended the third of four renewal options for the emergency medical services agreement between MSA and the Mayor and City Council of Baltimore (City), dated April 20, 2016. The service will be provided for all baseball games during the 2019 baseball season. The Agreement provides that MSA shall pay the City the actual cost to the City for each employee paramedic and EMT providing services. The cost to MSA shall not exceed \$100,000 annually.

Because this is an agreement with a political subdivision of the State, MSA's procurement policies and procedures do not apply to this contract.

Motion to Consider: Mr. Attman
Second: Ms. Staloni

Discussion - Annual renewals have worked well in the past for this contract.

Motion to Approve: Mr. Attman
Second: Mr. Mangum
Abstaining: Mr. Smith
Approving: Mses. Riddick, Staloni and Messrs. Mr. Bryce, Attman, Mangum, Kelso

Presentation by Mr. Hutson
Oriole Park DAS/Wifi - Negotiation Period Extension

Mr. Hutson recommended approval of Verizon's request to extend the negotiation period until March 5, 2019. The amendment is expected to be final and presented to the Board at the March meeting.

Mr. Hutson recapped Letter of Intent (LOI) between MSA and Verizon that followed

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the November 2018 MSA Board of Directors meeting. The LOI included a 90-day exclusive negotiation period which expires February 5, 2019.

MSA is currently working with the Orioles and Verizon on the design of the systems and finalizing the amendment. The amendment would license Verizon to provide a DAS and Wifi system at Oriole Park at Camden Yards. Verizon would connect the two stadiums utilizing the existing DAS headend in M&T Bank Stadium. A new Wifi headend would be installed within Oriole Park.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Discussion - None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Approving: Mses. Riddick, Stalalonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

M&T Bank Stadium

Presentation by Mr. Hutson

LED Sports Lighting

Mr. Hutson recommended a contract with Musco Sports Lighting, LLC (Musco) to provide and install LED sports lighting fixtures at M&T Bank Stadium (M&T), along with all associated electrical, wiring, painting, and lighting control systems integration, for the total lump sum cost of \$1,775,000. The new state-of-the-art LED fixtures will replace the existing fixtures at M&T, which are near the end of their useful lives. In addition to providing a superior lighting system, the new fixtures and equipment will provide MSA with substantial reductions in energy and maintenance costs.

MSA has been advised that the Musco product offering is the best available in the industry at this time. Musco is one of the four companies in the country capable of performing this work. The Ravens are in agreement with the selection of Musco.

Motion to Consider: Mr. Mangum

Second: Mr. Attman

Discussion - Only four companies in the US are qualified to perform this work. Two companies elected not to bid citing a business decision. A third company attended the pre-bid meeting, but did not bid. MSA received one proposal. A best and final bid process saved an additional \$70,000. MSA will take advantage of rebates and energy savings to off-set the installation costs.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Approving: Mses. Riddick, Stalalonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Warehouse at Camden Yards

Presentation by Mr. Hutson

Construction Management for Warehouse Improvements Project – Pre-Construction

Mr. Hutson recommended a contract for pre-construction services to J. Vinton Schafer and Sons, Inc. (JVS) in the not-to-exceed amount of \$201,093. It is the intent to award JVS a Guaranteed Maximum Price (GMP) contract for construction services if they perform well during the pre-construction phase and the parties are in agreement. During the procurement process, the proposed costs for pre-construction, construction management fee, performance and payment bonds and liability insurance were used to determine the financial ranking. The financial information proposed was based upon an estimated project value of \$15,000,000.

JVS has committed to achieve a MBE subcontracting goal of 29% for the total project. The Bid selection process was outlined.

Motion to Consider: Mr. Attman
Second: Mr. Mangum

Discussion- None

Motion to Approve: Mr. Attman
Second: Ms. Stanalonis
Approving: Meses. Riddick, Stanalonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Presentation by Mr. Raith
Lease- Exit 10 Advertising, LLC

Mr. Raith recommended an office lease with Exit 10 Advertising, LLC (Exit 10). This lease is for office space located in the north warehouse on the 7th floor. Exit 10 has been a tenant in the warehouse since 2011 and has been an excellent tenant. The original lease expired on December 31, 2018. Some of the lease terms were shared orally.

Motion to Consider: Mr. Attman
Second: Ms. Stanalonis

Discussion - None

Motion to Approve: Mr. Smith
Second: Mr. Mangum
Absent: Ms. Riddick (off line)
Approving: Messrs. Attman, Smith, Bryce, Mangum, Kelso and Ms. Stanalonis

Presentation by Mr. Raith
Baltimore Orioles License Agreement

At the December 2018 MSA board meeting, the board approved an office lease with the Baltimore Orioles Limited Partnership (Orioles) for approximately 10,600 sq. ft. on the first floor of the south warehouse. Since that time, the Orioles raised issues with parking and additional costs for HVAC after normal business hours.

As we work through these issues, MSA and the Orioles have entered into a licensing

agreement that allows the Orioles to move in and occupy the space at the agreed upon rates in the lease approved at the December 2018 meeting. Under section 15, if the licensing agreement is not terminated and the northern portion of the first floor is available on January 9, 2019, then the board is to approve the licensing agreement.

Motion to Consider: Mr. Smith
Second: Ms. Staltonis

Discussion – This is a short term agreement to complete discussions on two issues.

Motion to Approve: Mr. Smith
Second: Mr. Attman
Absent: Ms. Riddick (off line)
Approving: Messrs. Bryce, Smith, Mangum, Attman, Kelso and Ms. Staltonis

Baltimore City Public Schools
Presentation by Mr. Johnson
Walter P. Carter Elementary /Middle School – Project Request

Mr. Johnson recommended a request from Baltimore City Recreation and Parks (BCRP) to assist in the planning, design, and construction of an outdoor pool, which will replace an existing facility that shares the same campus site as the new school being constructed.

The MSA has been in discussions with BCRP to assist in the delivery of the pool facility, which is facing a shutdown for the next three seasons. The proposed plan would make the projects concurrent, managed by MSA, and achieve economies of scale from both a schedule and construction perspective. BCRP will fully fund the project.

Motion to Consider: Mr. Mangum
Second: Ms. Staltonis

Discussion - The recommendation put forth is to approve the request, at which point the MSA can notify the budget committees for review and comment. An MOU agreement between MSA and BCRP is currently being negotiated and, barring any exceptions, will be brought to the MSA board for approval prior to project implementation.

Motion to Approve: Mr. Mangum
Second: Mr. Attman
Absent: Ms. Riddick (off line)
Abstaining: Mr. Smith
Approving: Ms. Staltonis and Messrs. Bryce, Attman and Kelso

Presentation by Ms. Perez-Fowler
Cross Country Elementary /Middle School -Building Commissioning Services

Ms. Perez-Fowler recommended a professional services contract to Wright Commissioning, LLC (Wright) in the amount of \$90,850 to provide building commissioning services for Cross Country Elementary/Middle School. The procurement process was outlined

Motion to Consider: Mr. Smith
Second: Ms. Staltonis

Discussion - None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Abstaining: Mr. Kelso

Absent: Ms. Riddick (off line)

Approving: Messrs. Attman, Smith, Mangum, Bryce, and Ms. Staltonis

Maryland Stadium Authority

Presentation by Mr. Raith

Series 2007 Standby/Liquidity Agreement Extension

Mr. Raith recommended an amendment to the current agreement with Sumitomo Mitsui Banking (Sumitomo) to provide Liquidity/Standby services for the Series 2007 Sports Facilities Lease Revenue Refunding Bonds Football Stadium Issue. The existing agreement will expire March 15, 2019. This amendment would extend the agreement to March 15, 2022. The amendment holds the rate at 36 basis points for the next three years.

The Series 2007 is a variable rate debt and is called and remarketed each week.

This agreement is in place in case the remarketing agent is not able to remarket any of the bonds. Sumitomo would then purchase the bonds at a bank interest rate, which is a higher interest rate than the variable rate, and will continue to hold them until the principal balance is paid off or the remarketing agent is able to resell them. During the past three years, there has not been a time when the any of the bonds were not remarketed. Closing for this transaction will occur on February 11, 2019.

Motion to Consider: Mr. Smith

Second: Ms. Staltonis

Approving:

Discussion – The terms were reiterated for the Board.

Motion to Approve: Mr. Attman

Second: Mr. Mangum

Approving: Meses. Riddick, Staltonis, Messrs. Bryce, Attman, Mangum, Smith, Kelso

Presentation by Mr. Raith

Amendment to the Operating Agreement for the Baltimore City Convention Center

During the 2018 Legislative Session, a bill was passed that amended the MSA's statute that extends MSA's obligation to fund 2/3rds of the operating deficit and contribute \$200,000 annually to the capital improvements fund for the Baltimore City Convention Center. MSA's obligation was set to expire on December 15, 2018. The legislation that passed extends MSA's obligation to December 15, 2028. Through the economic impact reports done each year, the State tax revenues generated by the Baltimore City Convention Center exceed the contribution of the operating deficit and the capital improvements contribution when added together.

Motion to Consider: Mr. Smith

Second: Ms. Riddick

Discussion – Visit Baltimore does an excellent job of marketing and retaining small conventions, relative to the size of the facility. BCCC and Visit Baltimore continue to work well together. BCCC does not make a profit, as is generally the case with convention centers. The BCCC provides positive economic impact to the City.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Approving: Mses. Riddick, Staloni, Messrs. Bryce, Attman, Mangum, Smith, Kelso

INFORMATIONAL

Executive Director's Report

Mr. Frenz reported:

January 22

Joint Audit Committee hearing and MSA's exemption from the telecommunications resource sharing agreements.

January 23

Attended a Senate B&T Briefing on Maryland's horse racing industry to provide an overview on the Pimlico Race Course Study.

February 6

MSA House Budget Hearing presentation to EED.

Senate Bill Hearing SB177 in B&T – Testimony heard from MSA and Town of Ocean City Officials.

February 7

MSA Senate Budget Hearing presentation to EBA.

Senate Bill Hearing SB159 in B&T - Building Opportunity Act of 2019.

February 27

SB 159 Senate Bill Hearing in B&T would authorize MSA to issue up to \$1.8 billion in bonds for statewide school construction administered by MSA.

Mr. Frenz reported that additional meetings with legislators, officials and staff had taken place in support of these bills and their opposite chamber cross-files.

Security Report

Mr. Conaway reported on the ongoing work to increase security along the pedestrian spine. He briefed the Board on the status of security camera upgrades for Phase 3, which was completed in January 2019. He briefed the Board on the status of the proposed Oriole Park Game Day Operations Center Game being planned for the north warehouse 4th Floor.

Report of Small Procurements and Change Orders

Mr. Samoryk reported the following reporting items:

M&T Bank Stadium

Stadium Pedestrian Spine Renovation - Partial Notice to Proceed MSA
Gilbane Building Company, Inc.

Maryland Stadium Authority

Maryland Time/Leave Accounting Software Maintenance and Support MSA

3C Computer Solutions, Inc.

Oriole Park at Camden Yards

Vehicle Replacement MSA Corporation

Warehouse at Camden Yards

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Storeroom and Spare Parts Management Assessment MSA Life Cycle Excellence

Mr. McGuigan reported small procurements and contract modification reporting memoranda for the following contract modifications for BCPS:
Fort Worthington E/M School, Testing & Inspection, Froehling & Robertson, Inc.
Arlington Elementary School, Redesign Costs, Design Collective
John Ruhrah E/M School, Swing Space Costs, Tito Contractors, Inc.

Baltimore City Public Schools and C.O.R.E. Update

Mr. McGuigan updated the Board on BCPS and CORE:

BCPS: Nines schools are open, five are under construction, eight are in design, three are in procurement, and three are in feasibility study.

CORE - 744 Notices to proceed, 326 demolitions complete, 18 to be started within a week, 363 on hold for BGE re-inspections, 37 on hold for other reasons by the City. Additionally, there are 519 buildings with demolition services under contract and 162 with Hazmat complete and demolition services to be procured.

Mr. McGuigan also reported that the BCPS Construction Annual Report is complete and under review by the City. The number of schools to be built or renovated from the original program projections has increased to 27 or 28. This increase is due to saving from earlier estimates on projects. Contracts for \$640 million have been issued with an average 34.2 % MBE participation.

Leasing Report

Mr. Raith reported that rents were paid to date and the Orioles are occupying the additional space on the Warehouse first floor. The final 2018 attendance figures at Oriole Park will be provided to the Board shortly.

Financial Report

Mr. Raith will forward the financial report later in the week.

Maryland Sports Monthly Update

Mr. Hasseltine reported that the MSA Annual Report and Year In Review was printed and distributed. He highlighted the following activities:

A strategic Session on Fair Hill is planned for February 12. Jeff Keas with Populous and key stakeholders meeting to plan long-term event strategies, timelines, transition, smart growth, etc...

During December and January Maryland Sports provided support and/or participated in the following:

CIAA Award press conference, Cecil County HB80 support hearing, Fredrick Westside Park meeting., 2016 World Cup Transit Committee meeting., Horse Industry Day, Pimlico Budget & Tax presentation, USA Volleyball/FIVA Olympic Qualifier inquiry, Para Swimming World Championships inquiry, MAASA meeting. Tourism Day, AAACVB Sports Night, MD Youth Cricket meeting, CIAA Tournament, and MAASA meeting. Maryland Sports successfully hosted 21 youth and amateur events during December and January

Mr. Frenz shared information on the Daily Record award and congratulated Mr. Hasseltine on being named an Influential Marylander. The Board shared in the congratulations

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At the conclusion of the updates and reports, Chairman Kelso asked for a motion to close the open meeting at 1:20 PM.

Motion: Mr. Attman

Second: Ms. Staltonis

Absent: Mr. Smith

Approving: Messrs: Bryce, Mangum, Attman, Kelso, Mses: Staltonis and Riddick

The purpose of the closed meeting was to receive advice of counsel regarding the Oriole Park Master Plan. There was no discussion and the Board took no action during the closed meeting.

At the conclusion of the closed meeting Chairman Kelso asked for a motion to open the open meeting at 1:50 PM.

Motion: Mr. Mangum

Second: Mr. Attman

Absent: Mr. Smith

Approving: Mses. Riddick and Staltonis, Messrs: Attman, Mangum, Bryce and Kelso

Chairman Kelso asked for other business to be considered by the Board.

Mr. Hutson offered draft legislation for the Board's review. Counsel informed the Board that the draft has been reviewed for legal sufficiency, but the Department of Legislative Services Bill Drafters will make the necessary changes for bill format.

Mr. Attman asked to make a motion.

Motion: Mr. Attman

Second: Ms. Staltonis

Motion: Draft the bill, and present it to the legislature in a timely manner. Amendment to the Motion by Mr. Kelso: Authorize MSA or the Administration to draft similar legislation to the draft before the Board.

Motion to Approve the Amended Motion: Mr. Mangum

Second: Mr. Attman

Absent: Mr. Smith

Approving: Messrs. Attman, Mangum, Bryce, Kelso, and Mses. Riddick and Staltonis

Having no other business before the Board, Mr. Kelso asked for a motion to close the open meeting and adjourn at 1:54 PM.

Motion to Adjourn: Mr. Attman

Second: Mr. Mangum