

Maryland Stadium Authority
333 W. Camden St., Baltimore, MD
Board Meeting Minutes
Tuesday, May 7, 2019
12 noon

OPEN MEETING

Attendance

Board

In-Person

Thomas Kelso
Leonard Attman*
Gary Mangum
Jim Smith

Conference Line

Manervia Riddick
Jodi Staltonis

Absent

Joe Bryce

*Mr. Attman arrived at 12:08 PM

MSA

Michael Frenz	Eric Johnson
David Raith	Jocelyn Grogan-Jones
Gary McGuigan	Carmina Fowler-Perez
Jeff Provenzano	Al Tyler
Phil Hutson	Rachelina Bonacci
Vern Conaway	Linda Pohuski
Joe March	

Counsel

Cynthia Hahn
Bruce Benschopf

Other

Josh Kurtz, Maryland Matters

Call to Order

Chairman Kelso welcomed those present, introduced Mr. Kurtz and called the meeting to order at 12 noon.

Chairman Kelso asked for a motion to consider the minutes of the meeting held on April 1, 2019.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

He asked if there were any questions, additions, or changes to the minutes of the April 1 meeting.

Discussion - None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous by Voice: Riddick, Staltonis, Attman, Smith, Mangum, Kelso

Chairman Kelso asked for a motion to consider the minutes of the meeting held on April 4, 2019.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

He asked if there were any questions, additions, or changes to the minutes of the April 4 meeting.

Discussion - None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous by Voice: Riddick, Stalalonis, Attman, Smith, Mangum, Kelso

Chairman Kelso asked for a motion to consider the minutes of the meeting held on April 26, 2019.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

He asked if there were any questions, additions, or changes to the minutes of the April 26 meeting.

Discussion - None

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous by Voice: Riddick, Stalalonis, Attman, Smith, Mangum, Kelso

Contract Approvals:

Camden Yards Sports Complex

Presentation by Mr. Hutson

On-Call Construction Management Consulting Services - Second Renewal

*Mr. Attman arrived during this presentation.

Mr. Hutson recommended approval of the second renewal option of the contract with Johnson, Mirmiran and Thompson ("JMT"). As MSA's CM consultant, JMT provides, among other things, staff augmentation, cost estimating, constructability reviews, scheduling and various pre-construction services. The renewal term will commence on May 30, 2019 and continue through May 29, 2020. This is the final of the two options available to MSA under the contract.

Authorization is requested in an amount up to \$265,000 to meet the anticipated requirements for the renewal term.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Discussion-

1. The renewal term increase is required to have an on-sight person who provides direct oversight and reports to MSA.

Motion to Approve: Mr. Mangum

Second: Mr. Smith

Unanimous by Voice: Stalalonis, Attman, Riddick, Smith, Mangum, Kelso

Oriole Park at Camden Yards

Presentation by Mr. Provenzano and Mr. March

Wireless Camera System Replacement

Mr. Provenzano recommended approval of a contract with 3g Wireless, LLC ("3g") to replace the wireless camera system at Oriole Park at Camden Yards. The total contract amount will be \$57,950. This amount includes all required labor, materials and equipment, along with commissioning and operator and maintenance training. Bids were received electronically through

MSA's eProcurement system. Of the three bids received, 3g submitted the lowest responsive bid.

Motion to Consider: Mr. Smith

Second: Mr. Mangum

Discussion-

1. MSA has not contracted with 3g in the past, but the company has bid on projects, references have been checked for caliber of personnel, project performance and quality of work. Bid differences occurred due to the types of systems proposed. System type differences were allowable under the RFP. The Orioles have tested the 3g proposed system and no concerns have been raised to date.

Motion to Approve: Mr. Mangum

Second: Mr. Attman

Unanimous by Voice: Smith, Stanalonis, Attman, Riddick, Mangum, and Kelso

Baltimore City Public Schools

Presentation by Ms. Perez-Fowler

Risk Management Consulting Services Agreement- Renewal Option

Ms. Perez-Fowler recommended approval of the renewal option for the above referenced agreement with Bickmore. In June 2016, the Maryland Stadium Authority (MSA) engaged Bickmore, a risk management consulting firm, to assist in the development and management of an Owner Controlled Insurance Program (OCIP). Since the OCIP's inception, 354 contractors have been enrolled in the insurance program for a total construction value over \$285 million. Two school projects, Forest Park and Cherry Hill, have been completed. Six projects - Arlington, Bay-Brook, Calvin Rodwell, Fairmount Harford, John Ruhrah, and Walter P. Carter/Lois T. Murray - are currently enrolled. Bickmore has been a consistent, responsive, and knowledgeable consultant throughout all phases of the OCIP, including its administration and claim review. Further, Bickmore assists with the oversight of the OCIP broker, Alliant Insurance Services, Inc. The original contract amount was \$672,954, which included a fixed-fee for the initial tasks, task order allowance based on agreed-upon hourly rates for OCIP administration support, and Owner's contingency. The renewal option will extend the agreement for two years until June 2021. The agreement is currently under budget, with \$330,480 in unused allowance and contingency funds. Therefore, we are not requesting an increase in the contract amount as the remaining funds are expected to cover the costs for the services during the renewal period.

The last school projects under the Program are not scheduled to be completed until 2022 we expect to return to the MSA Board for approval of an additional renewal extension of Bickmore's agreement to ensure its participation in the OCIP closeout process.

Motion to Consider: Mr. Attman

Second: Mr. Mangum

Discussion - None

Motion to Approve: Mr. Attman

Second: Mr. Smith

Unanimous by voice: Mangum, Smith, Stanalonis, Attman, Riddick, Kelso

Presentation by Ms. Perez-Fowler

Robert W. Coleman Elementary School - Building Commissioning Services

Ms. Perez-Fowler recommended approval of a professional services contract to Decon Engineering, Inc. dba DEI Consulting (DEI) in the amount of \$84,940.21 to provide building commissioning

services for Robert W. Coleman Elementary School (Project). This amount includes an Owner's Contingency in the amount of \$15,000.

The procurement was initially advertised as a Request for Qualifications (RFQ) in July 2017. Eleven firms were selected to participate in the project pool and thus given the opportunity to receive the project specific Request for Proposals (RFP). The RFP for this Project was issued on March 13, 2019. Four firms submitted technical proposals and the Selection Committee determined it would be in the best interest to short-list all firms and request Financial Proposals.

After review of the Financial Proposals, Best and Final Offers (BAFOs) were requested from the top two ranked firms, Wright Commissioning and DEI. The Selection Committee is unanimously recommending DEI which had the highest overall score and offered the second lowest fee.

Motion to Consider: Mr. Attman

Second: Mr. Mangum

Discussion -

1. The DEI fee was \$720 higher than the second ranked offeror, but DEI's technical proposal received a higher technical ranking as it provided a more detailed work plan regarding the Project.

Motion to Approve: Mr. Attman

Second: Ms. Riddick

Unanimous by voice: Stanalonis, Mangum, Smith, Attman, Riddick, Kelso

Presentation by Ms. Perez-Fowler

Patterson-Claremont High School - Testing and Inspection Services

Ms. Perez-Fowler recommended approval of the professional services contract to ECS Mid-Atlantic, LLC (ECS) in the amount of \$489,280 to provide testing and inspection services for Patterson High School/Claremont Middle/School (Project). This amount includes an Owner's Contingency in the amount of \$30,000. After the financial phase of the procurement, MSA determined that an additional contingency amount was warranted due to the size of the project. Therefore, the contingency was increased from \$20,000 to \$30,000.

The procurement was initially advertised as a Request for Qualifications (RFQ) in June 2015. Six firms were selected to participate in the project pool and thus given the opportunity to receive the project specific Request for Proposals (RFP). The RFP for this Project was issued on March 19, 2019. Four firms submitted technical proposals and the Selection Committee determined it would be in the best interest to short-list all four. Financial Proposals were requested from all short-listed firms. After review of the Financial Proposals, a Best and Final Offer was requested from ECS. The Selection Committee is unanimously recommending ECS that had the highest overall score and offered the lowest fee.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Discussion - None

Motion to Approve: Mr. Attman

Second: Mr. Mangum

Unanimous by voice: Mangum, Smith, Stanalonis, Attman, Riddick, Kelso

Presentations by Ms. Perez-Fowler

1. John Ruhrah Elementary/Middle School - FF&E - Bill of Materials
2. Calvin M. Rodwell Elementary/Middle School - FF&E - Bill of Materials

3. Bay-Brook Elementary/Middle School - FF&E - Bill of Materials

Ms. Perez-Fowler recommended approval of three bill of materials and purchase orders for furniture, fixtures, and equipment being purchased by Baltimore City Schools for the following schools, contractors, and amounts:

1. John Ruhrah Elementary/Middle School - School Specialty, Inc. - \$1,424,034.25, which includes an Owner's Contingency of \$129,457.66
2. Calvin M. Rodwell Elementary/Middle School – Douron Inc. - \$965,455.13, which includes an Owner's Contingency of \$86,201.35.
3. Bay-Brook Elementary/Middle School - Douron Inc. - \$1,000,323.05, which includes an Owner's Contingency of \$89,314.56

On January 10, 2017, Baltimore City Schools (BCS) and the MSA Board approved the Blanket Purchase Order (BPO), a procurement performed by BCS for the Schools' FF&E. Two firms, School Specialty, Inc. and Douron, Inc. were the selected vendors.

Contracts include FF&E to outfit all classrooms, offices, and other interior school spaces. BCS staff reviewed the pricing proposal and verified that the prices for the products and services are consistent with price quotes in the PO, the approved room layout drawings, and delivery instructions.

Each school is a Year 2 program school. BCS' counsel has provided a legal opinion that the initial BPO approval by its Board covered FF&E for any Program school up to the initial \$19.1 million funding approval. City Schools plans to exercise the renewal option to increase funding to outfit all schools in the Program.

Motion to Consider: Mr. Attman

Second: Ms. Riddick

Discussion -

1. Some discussion occurred due to confusion of these contracts with figures in another agenda item. Clarification was provided.

Motion to Approve: Mr. Smith

Second: Ms. Staltonis

Unanimous by voice: Mangum, Smith, Staltonis, Attman, Riddick, Kelso

Maryland Stadium Authority

Presentation prepared by Mr. Raith

Baltimore City Convention Center (BCCC) - Operating Maintenance and Budget (OMBA)

Mr. Frenz reported on behalf of Mr. Raith. The Baltimore City Convention Center is required to submit to the Maryland Stadium Authority the OMBA each fiscal year. The OMBA is the proposed budget for the upcoming fiscal year. This was required under the original bond issuance for the expansion of the convention center. Even though the bonds have matured, MSA continues to follow the same process as under the bond documents.

During the 2018 legislative session, the General Assembly passed a bill extending the State's commitment to fund 2/3rds of the operating deficit and capital fund contribution of \$200,000 until December 15, 2029. The State appropriates general funds to MSA for the payment.

The BCCC has provided a FY 2020 proposed expense number of \$20.9 million. This is an increase of approximately \$1.4 million from the approved Baltimore City FY 2019 budget amount. Listed below are some of the primary reasons for the increase:

- \$1.0 million for salary and benefit increases in FY 2020.
 - Increase in salary and wages of about \$125,000.
 - Health insurance and other personnel costs increases about \$800,000.
- \$225,000 increase in maintenance real property for new window cleaning

contract of \$125,000 and infrared electrical testing of \$100,000.

- \$200,000 increase for general operating and maintenance with \$55,000 for stage and table skirting, \$100,000 for carpet attic stock and \$50,000 for camera equipment.

The FY 2018 Economic Impact Reports show BCCC generated \$26.1 million for the State.

Motion to Consider: Mr. Smith

Second: Mr. Attman

Discussion -

1. Chairman Kelso noted MSA has no control over operations of the BCCC.
2. When the original bonds were issued, MSA was designated by the legislature to receive the annual reports. MSA's limited responsibility would be to review the reports and provide notice to the legislature should fiscal concerns be identified in the reports.

Motion to Approve: Mr. Smith

Second: Mr. Mangum

Unanimous by voice: Attman, Mangum, Smith, Staloni, Riddick, Kelso

Presentation prepared by Mr. Raith

Ocean City Convention Center - Operating Maintenance and Budget

Mr. Frenz reported on behalf of Mr. Raith, the OMBA for the OCCC will be submitted to the Board of Public Works on May 8, 2019. The Board of Public Works must approve the OMBA by June 30, 2019. The following is backup information for your consideration in reviewing the OMBA.

During the 2019 legislative session, the General Assembly passed a bill that extending the State's commitment to fund 1/2 of the operating deficit and the annual capital fund contribution, which was increased to \$100,000, until December 15, 2038. The State appropriates general funds to MSA for the payment.

For FY 2020, OCCC provided an FY 2020 expense number of \$4.9 million. This is an increase of approximately \$190,000 from FY 2019 approved budget. Listed below are some of the primary reasons for the increase:

- \$120,000 increase in salaries and benefits.
- \$20,000 increase for repairs and maintenance.
- \$20,000 increase for energy.
- \$10,000 increase in both general purchased services and general supplies.

The FY 2018 Economic Impact Reports show OCCC generated \$10.2 million for the State of Maryland

Motion to Consider: Mr. Attman

Second: Ms. Riddick

Discussion-

1. MSA's role is identical to that noted for BCCC (above).

Motion to Approve: Mr. Attman

Second: Ms. Staloni

Unanimous by voice: Riddick, Mangum, Smith, Staloni, Attman, Kelso

Presentation by Mr. Tyler

Wicomico Youth and Civic Center Renovation Study MOU

Mr. Tyler presented for approval a Memorandum of Understanding (MOU) between Wicomico County, MD (the "County") and the Maryland Stadium Authority (MSA) for MSA to conduct a programming, financial and market analysis study related to the potential renovation and/or expansion of the Wicomico Youth & Civic Center in Salisbury, MD.

The agreement, which formalizes MSA's relationship and expected role on the project, was negotiated and approved by the County Executive. The cost of the study is \$31,700. The County is funding \$15,850 and MSA is funding \$15,850.

The Board approval to undertake the study was April 4, 2019.

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

Discussion-

1. Cost of the study will be split 50/50 between Wicomico County and MSA.

Motion to Approve: Mr. Attman
Second: Ms. Stanalonis
Unanimous by voice: Mangum, Smith, Stanalonis, Attman, Riddick, Kelso

Presentation by Mr. Tyler

Ocean City Sports Complex Study MOU

Mr. Tyler presented for approval a Memorandum of Understanding (MOU) between the Town of Ocean City, MD ("Ocean City") and the Maryland Stadium Authority (MSA) to conduct a market and economic study for a proposed indoor field house and an outdoor field complex in Ocean City, MD.

The agreement, which formalizes MSA's relationship and expected role on the project, was negotiated and approved by the City Manager. The cost of the study is \$49,400 and will be fully funded by Ocean City.

The Board provided approval to undertake the study on April 4, 2019.

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

Discussion-

1. The town will pay for the cost of the study based on past agreements.

Motion to Approve: Mr. Mangum
Second: Ms. Stanalonis
Unanimous by voice: Riddick, Mangum, Smith, Stanalonis, Attman, Kelso

Informational

Executive Director's Report

Mr. Frenz reported that MSA lease revenue bonds for CYSC construction projects are expected to be offered by competitive sale today.

Fair Hill site development project as approved by the Board on April 26, will be offered for BPW approval tomorrow.

HB801 MSA's bill to authorize BCCC renovation is expected to be signed on May 13. Cost sharing is 2/3 City

and 1/3 MSA.

The Market Analysis and Site Assessment Study for a minor league baseball park in Hagerstown will be presented to the City of Hagerstown officials this afternoon.

Legislation for the expansion of the OCCC and development of supplemental facilities to benefit Camden Yards was signed April 30.

Mr. Frenz reported that Terry Hasseltine and staff, Ashley Cottrell, are in Knoxville, TN participating in the annual symposium for the National Association of Sports Commissions. Earlier in April they participated with other national sports associations to discuss issues, trends, and opportunities in the sports industry, as well as professional development. He mentioned the economic importance of amateur and allied sports industry to Maryland.

Report of Small Procurements and Change Orders

Mr. Frenz reported on behalf of Mr. Samoryk, the following contract modifications and small procurements:

Camden Yards Sports Complex

- On Call AE Services
Mimar Architects and Engineers, Inc.

MSA

- G Suite Licenses
SADA Systems, Inc.

Oriole Park at Camden Yards

- Annual Fire Extinguisher Inspection and Maintenance
Complete Fire Protection, LLC

Warehouse

- General Contractor for Warehouse Elevator Modernization
Quandel/J. Vinton Schafer and Sons, Inc.
- CM for Warehouse Improvements Project
Quandel/J. Vinton Schafer and Sons, Inc.

Mr. McGuigan reported the following Capital Projects Development Group contract modifications and small procurements:

- BCS, James Mosher Elementary School, Feasibility Study, Colimore Architects, (\$10,000)
- BCS, James Mary E. Rodman Elementary School, Feasibility Study, Stantec, (\$10,402.27)
- CPDG, Project CORE, Environmental Testing and Inspection, PSI, (\$90,000)

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

Mr. McGuigan reported ongoing progress on the BCPS and CORE programs:

Schools:

9 are open
6 under construction
5 have a GMP
5 in design
3 in planning

CORE:

725 notice to proceed
509 under contract
382 Demolished
170 entering or in demolition

Security Report

Mr. Conaway reported there are no current credible threats. MSA continues to work with the Orioles organization and law enforcement agencies on security for the sports complex and surrounds during

baseball season.

Mr. Conaway reported on an incident of opioid overdose on Lot F. Security received a report of unusual behavior, and responded to an unconscious victim. A security officer, who had been trained in Opioid Overdose Prevention and was carrying the antidote, responded to the call, and revived the victim, saving her life. Medics were called for further treatment.

Expedited Procurement - Heated Return/Supply Vault

Mr. Hutson reported that an Expedited Procurement is appropriate in order to complete unanticipated repairs to Oriole Park at Camden Yards to minimize disruption of stadium operations and fan convenience during the 2019 baseball season. As you know, under limited circumstances, the Procurement Policies and Procedures permit an Expedited Procurement method to be utilized "to complete unanticipated repairs to an athletic facility that must be completed between scheduled games." See Section 3(D)(1)(a)(iii).

Beginning around March 28, 2019 MSA began experiencing issues with the Warehouse and Ballpark heating system. The system was unable to hold pressure which resulted in MSA not being able to heat the Warehouse or Ballpark. An underground pipe leak just prior to Opening Day caused a major disruption to the heating system at Oriole Park and the Warehouse and an emergency situation for MSA. While the piping was repaired and the heat restored, the complicated work required significant excavation and will require immediate repairs and reconstruction to restore the property and eliminate a recurrence of the issue.

In order to complete the repairs during the 2019 baseball season with as little disruption to stadium operations and fan convenience as possible, an expedited procurement will greatly accelerate MSA's ability to restore the property and minimize the impact on baseball games. Under Section 3(D)(2) of the MSA Procurement Policies and Procedures, competitive solicitation of bids or offers is the preferred method of conducting an expedited procurement. When circumstances require, direct solicitation from vendors believed to be qualified to perform the work is an acceptable means of obtaining competition. In accordance therewith, it is MSA's intent to directly solicit three to five known qualified general contractors to competitively bid on the work and to present a recommendation for award to the Authority at its meeting scheduled for June 4, 2019.

In accordance with Section 3(D)(1)(c) and (d) of the Procurement Policies and Procedures, this procurement and procurement methodology must be approved by you in advance, and the Authority must receive prior notice of our intent to utilize this expedited procurement methodology.

On a separate subject, Mr. Hutson reported that necessary modifications must occur to the outfield wall of Oriole Park in the near future to prepare for the Billy Joel concert in July. This request will also come to the Board as an expedited procurement.

Stadium Place

Mr. Frenz reported on behalf of Mr. Raith, the Maryland Stadium Authority (MSA) accept not less than \$484,400 as the purchase price for the Village Center parcel of Stadium Place. Govans Ecumenical Development Corporation (GEDCO), the non-profit organization that is the master developer of Stadium Place, has requested that MSA agree to a reduced purchase price of \$184,000.

GEDCO is currently trying to develop the parcel known as "Village Center." The Village Center parcel is located in the southeast corner of Stadium Place, has a street address of 1100 E. 33rd St., is designated as Block 3986-C, Lot 2 for property tax purposes, and is designated as Lot 5 for purposes of the planned use development zoning of Stadium Place.

While the Village Center parcel was originally designated for development with a wholly

commercial-use building, GEDCO instead intends to construct a mixed-use building with approximately 30,000 square feet of retail space and 70 mixed-income and age- restricted residential units. In 2018, the City's Department of Housing & Community Development (DHCD) obtained a real estate appraisal that valued the Village Center parcel at \$480,000. The City's DHCD then applied the methodology of the land disposition agreement to arrive at a purchase price of \$484,400, which Mr. Raith reviewed and agreed with.

GEDCO has requested a reduction in the sale price to \$184,000. Emails from GEDCO responding to MSA's request for justification of the reduced price have not convinced Mr. Raith that it is necessary or appropriate for MSA to accept \$300,400 less in price as determined in accordance with the DHCD land disposition agreement.

Leasing Report

Mr. Frenz reported on behalf of Mr. Raith, that we received all rent payments this month. He did not invoice the Baltimore Orioles for the March and April 2019 rents until the amendment to the license agreement was approved. Mr. Frenz shared information and updates on the status of existing and prospective tenants.

Financial Report

Mr. Frenz updated the Board on behalf of Mr. Raith from the Statement of Revenues and Expenditures for the Maryland Stadium Authority Consolidated, Camden Yards, and Baltimore City Public Schools Construction for March 2019. The report included revenues and expenses from various contractual agreements. Both revenues and expenses are under budget for the year. Revenue decreases were anticipated from taxes on ticket sales, but much of the variance is due to the timing of income relative to payments.

Maryland Sports Monthly Update

Mr. Frenz updated the Board on behalf of Mr. Hasseltine, on Sports Marketing activities:

- 501(c)(3) - Attorneys for Sports and Entertainment Corporation of Maryland, which is intended to be an affiliated foundation that will act as an umbrella organization in support of Maryland Sports' mission, have filed an application with the IRS to qualify for 501(c)(3) tax exempt status.
- Fair Hill Project - Organizational development of committee leadership is underway.
- As mentioned, Mr. Hasseltine is attending events at the NASC symposium and he continues to coordinate daily events for the week long 2019 Preakness Stakes planned for May 18
- NCAA Women's Lacrosse featuring Johns Hopkins and USA Lacrosse Women's National championship tournaments will bring nation-wide publicity highlighting leading Maryland collegiate sports programs.
- Several meetings noted on the Sports Marketing calendar for Mr. Hasseltine are the Fair Hill Foundation Meeting, World Cup Transit Meeting and NASC Symposium.

Mr. Smith mentioned that Colin Tarbert, who is transitioning into the role of Baltimore Development Corporation's Executive Director, will continue to work on World Cup Transit issues, an important component of the event with specific program requirements.

It was noted that Baltimore Office of Promotion & the Arts (BOPA) is managing publicity for the Preakness Stakes Festival events and additional opportunities may be available to them.

At the conclusion of the informational updates, Chairman Kelso asked for a motion to close the open meeting at 1:02 PM to consult with and be advised by counsel with respect to pending litigation.

Motion to close the open meeting: Mr. Attman

Second: Mr. Smith

Unanimous by voice: Riddick, Mangum, Smith, Stanalonis, Attman, Kelso

Note: During the closed meeting, the Board consulted with and was advised by counsel regarding pending litigation and voted on one item.

Chairman Kelso asked for a motion to open the open meeting at 1:54 PM.

Motion to open the open meeting: Mr. Smith

Second: Mr. Attman

Voice Vote: Smith, Attman, Mangum, Stanalonis, Kelso

Voice not heard: Riddick

Chairman Kelso asked for a motion to close the open meeting and adjourn at 1:54 PM.

Motion to close the open meeting: Mr. Smith

Second: Ms. Stanalonis

Voice Vote: Smith, Attman, Mangum, Stanalonis, Kelso

Voice not heard: Riddick