



Board of Directors Meeting Minutes Tuesday, December 6th, 2016

MSA Board:

Thomas Kelso
Leonard Attman
Gary Mangum
Kaliopé Parthemos

Jodi Stalalonis
Joseph Bryce
Manervia Riddick

MSA Staff:

Jeff Provenzano
Jan Hardesty
Michael Frenz
John Samoryk
Vern Conaway

Al Tyler
David Raith
Gary McGuigan
Pam Miller
Phil Hutson

Counsel:

Bruce Benschopf

Guests:

Ed Gunts, Baltimore Brew

Minutes

Chairman Kelso called the meeting to order at 3:15 pm and asked for a motion to consider the open minutes of the November 7, 2016 meeting.

Motion: Mr. Attman
Second: Mr. Mangum

Discussion: none

Chairman Kelso asked for a motion to approve the minutes.

Motion: Mr. Bryce
Second: Mr. Mangum

The motion passed unanimously.

Chairman Kelso asked for a motion to consider the closed minutes.

Motion: Mr. Mangum
Second: Ms. Riddick

Discussion: none

Chairman Kelso asked for a motion to approve the closed minutes.

Motion: Mr. Mangum
Second: Ms. Riddick

The motion passed unanimously.

Contracts:

Oriole Park at Camden Yards
Service Tunnel Waterproofing Repairs

Mr. Hutson presented a contract to repair leaks in the Oriole Park service tunnel. He recommended the contract be awarded to Simpson, the lowest priced bidder who met all requirements.

Chairman Kelso asked for a motion to consider the contract.

Motion: Mr. Mangum
Second: Ms. Riddick

Discussion: Chairman Kelso suggested it would be helpful if we had a budget correlation to accompany the contract. He would like to know where in the budget it appears. Mr. Hutson noted that this contract is budgeted.

Ms Staloni asked how old the system being replaced is. Mr. Hutson said it was original to the building.

Chairman Kelso asked for a motion to approve the contract.

Motion: Mr. Mangum
Second: Ms. Riddick

The vote was unanimous.

Operations Maintenance and Budgeted Amounts (OMBA)
Baltimore City Convention Center

Mr. Raith presented the budget for FY2018, as mandated by the bond sale relating to the original expansion. He related that expenses are about \$20 million. Highlights for increases include salary raises, more part-time personnel and overtime. Replacement of classroom chairs is included this year.

Mr. Raith also noted the chilled water system was to be replaced.

Chairman Kelso asked for a motion to consider the contract.

Motion: Ms. Staloni
Second: Mr. Attman

Discussion: Mr. Mangum inquired if the chairs were a one-time purchase. Mr. Raith said yes. Chairman Kelso asks what would happen if the budget is not approved in



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Annapolis if MSA is obliged to pay it. He was told we do not. Chairman Kelso suggested the state needs to come up with a better form of funding and we should eventually get out of it.

Chairman Kelso asked for a motion to approve the contract.

Motion: Mr. Attman
Second: Mr. Bryce

The vote was unanimous.

Ocean City Convention Center

Mr. Raith presented the Ocean City budget with increase of \$175,000 relating to salaries, benefits, utilities, and sound system in the Performing Arts Center.

Chairman Kelso asked for a motion to consider the contract.

Motion: Mr. Attman
Second: Ms. Stanalonis

Discussion: Mr. Attman asked if there were a profit and loss of operations the Board can review. Chairman Kelso referenced the packet. Mr. Attman asked if the facility is making more money to justify these expenses. Chairman Kelso responded it is understood these facilities operate at a loss because they generate revenues elsewhere.

Ms. Stanalonis noted the graph shows there was more use in 2016.

Chairman Kelso asked for a motion to approve the contract.

Motion: Mr. Attman
Second: Ms. Stanalonis

The vote was unanimous.

*Hippodrome Performing Arts Center, LLC
Membership Interest Assignment*

Mr. Raith referenced the Historic Tax Credits for the non-profit LLC. He explained the Banc of America Historic Ventures is assigning their interest back to MSA and the Hippodrome Foundation now that the tax credits have expired.

Chairman Kelso asked for a motion to consider the contract.

Motion: Ms. Riddick
Second: Mr. Mangum

Discussion: Questions were raised about the ownership of Hippodrome building and if MSA wants to own it. Mr. Raith said it wasn't MSA's preference, but according to



counsel, we have to. Mr. Benshoof said our statute requires it. This is a modified version of a Public Private Partnership. The State owns the building. For tax purposes, the LLC is responsible.

Chairman Kelso asked for a motion to approve the contract.

Motion: Mr. Attman
Second: Mr. Bryce

The vote was unanimous.

Warehouse at Camden Yards
Lease – Wells Fargo Home Mortgage

Mr. Raith presented the lease for 5,400 square feet in the South Warehouse for three years with two three-year options.

Chairman Kelso asked for a motion to consider the lease.

Motion: Mr. Attman
Second: Mr. Bryce

Discussion: none

Chairman Kelso asked for a motion to approve the lease.

Motion: Mr. Attman
Second: Ms. Riddick

The vote was unanimous.

Ocean City Convention Center
Management of Design and Construction of Proposed Expansion

Mr. McGuigan presented the proposal that MSA manage the last expansion of the Ocean City Convention Center. If approved by the Board, it will go to legislative committees for approval, and the MOU will be considered at that time.

Chairman Kelso asked for a motion to consider the contract.

Motion: Mr. Attman
Second: Mr. Mangum

Discussion: Chairman Kelso asked if MSA has any financial obligation when the MOU is signed. He was told the MOU would allow MSA to start procurement, but not issue any contracts until after the statute is passed. He asked who pays MSA for management before the statute passes. He was told MSA will keep track of time spent, and get paid after the statute is passed.



Mr. Bryce asked if Ocean City has a commitment from State at this point. He was told they do not. Mr. Bryce clarified that MSA is being asked to give our time up front while the legislature considers the statute to pay for the bonds, with no guarantee they will approve the statute.

Mr. Attman asked what the cost of this action would be. McGuigan replied that the cost to negotiate an MOU is eight hours of work. He noted that the second expansion of the Convention Center followed this same process.

Mr. Bryce asked if we know the level of support is in the legislature for this project. Mr. McGuigan said calls have been made by the Mayor of Ocean City. However, MSA will we have a better read by the time the MOU is drawn.

Mr. Bryce moves that we approve the motion, with the understanding that when the MOU comes back to the board, it comes with a letter from the Mayor giving the status of the project.

Mr. Bryce then withdrew his motion.

Chairman Kelso asked for a motion to consider the contract and work to negotiate the MOU and send appropriate letters explaining that the Town of Ocean City has asked us to work on it.

Motion: Mr. Attman
Second: Mr. Bryce

Chairman Kelso asked for a motion to approve the contract to negotiate the MOU and send appropriate letters.

Motion: Mr. Attman
Second: Mr. Bryce

The vote was unanimous.

C.O.R.E
Environmental

Mr. Tyler presented a list of properties that have yet to be submitted, but for expediency we are addressing now.

Chairman Kelso asked for a motion to consider the contract.

Motion: Mr. Attman
Second: Ms. Riddick

Discussion: Mr. Attman asked if the price for environmental services per unit was lower. Mr. Tyler said, yes the cost per unit is trending downward. Chairman Kelso asked if there was an MBE goal. Mr. Tyler replied yes, it is 15%.



Chairman Kelso asked for a motion to approve the contract.

Motion: Mr. Attman
Second: Mr. Mangum

The vote was unanimous.

Informational:

Chairman Kelso noted this was Pam Miller's last board meeting. Ms. Miller expressed appreciation for how friendly and nice the board members have been.

Executive Director Frenz –

National Wildlife Federation visit and plans for a garden at M&T Bank Stadium

Baltimore Schools meeting

CORE event Friday -- \$16,000,000 in demolition grants announced

Tree Trust event in March

Report of Small Procurements and Change Orders –

Mr. Samoryk referenced the Board packets, particularly chiller replacement.

Baltimore Schools and C.O.R.E. update –

McGuigan – 7 schools in construction, 3 bidding, one design.

City Schools has asked MSA to take over construction management of all year one and year two schools. He is also working on the Annual Report for schools. Owner-controlled Insurance Program package is in process. Best and final offers will be submitted next week. Because this needs to be settled by end of the month, MSA should have another board meeting in December. Ms. Miller will schedule for 19th, 9:00 am.

MSA has received a list of 68 properties to be demolished, with the first demolitions scheduled to take place this month. MSA has not yet received a formal Notice to Proceed from the City.

Leasing Report –

Mr. Raith said all tenants are current. Warehouse is down to 35,000 vacant square feet. He noted that Junior Achievement is still interested in Camden Station, and would be bringing board member Dallas Dance to visit tomorrow.

Maryland Sports –

Mr. Frenz gave a report and referenced the Board packet.



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Closed Meeting:

Chairman Kelso asked for a motion to close the open meeting to receive a security briefing under the provisions of Maryland Open Meetings Act.

Motion: Mr. Attman

Second: Ms. Riddick

The motion passed unanimously. The open meeting closed at 4:46pm

While in closed session, the Board heard a report on enhanced security by Vernon Conaway.

Chairman Kelso asked for a motion to adjourn the open meeting.

Motion: Mr. Attman

Second: Ms. Riddick

The motion passed unanimously. The meeting adjourned at 5:06 pm.

