

Maryland Stadium Authority
333 W. Camden Street
Baltimore, MD 21201

Board Meeting Minutes
Tuesday, October 8, 2019

OPEN MEETING

Attendance

Board

In Person

Thomas Kelso
Leonard Attamn
Joe Bryce
Gary Mangum
Manervia Riddick

Conference Line

Carolyn Mozell
Jodi Stalalonis

Maryland Stadium Authority

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|------------------|-----------------------|----------------------|
| Michael Frenz | Joycelyn Grogan-Jones | Al Tyler |
| David Raith | Eric Johnson | Carmina Perez-Fowler |
| Gary McGuigan | Phil Hutson | Rachelina Bonacci |
| John Samoryk | Vernon Conaway | Linda Pohuski |
| Terry Hasseltine | Jeff Provenzano | |

Counsel

Cynthia Hahn
Amy Mataban
Bruce Benshoof

Other

Amanda Yeager, Baltimore Business Journal
Josh Kurtz, Maryland Matters

Call to Order:

Chairman Kelso called the meeting to order at 12:05 PM and introduced guests for the benefit of members participating by phone. Mr. Kelso asked for changes to or approval of the September 3, 2019 open and closed minutes.

Approvals

Minutes

Open Meeting Minutes September 3, 2019
Closed Meeting Minutes September 3, 2019

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Motion to Consider: Mr. Attman

Second: Ms. Riddick

Discussion - None

Motion to Approve: Mr. Attman

Second: Mr. Bryce

Roll Call: Mozell, Staltonis, Riddick, Attman, Bryce, Mangum, Kelso

Contracts

Baltimore City Public Schools

Presentation by Ms. Perez-Fowler

Harford Heights/Sharp-Leadenhall Elementary School

Testing and Inspection Services

Ms. Perez-Fowler recommended a professional services contract for testing and inspection to ECS Mid-Atlantic, LLC for \$107,304 at Harford Heights/Sharp-Leadenhall Elementary School. The procurement and selection processes were outlined for the board.

Motion to Consider: Riddick,

Second: Attman

Discussion - None

Motion to Approve: Mr. Attman

Second: Mr. Mangum

Roll Call: Mangum, Bryce, Attman, Riddick, Mozell, Staltonis, Kelso

Presentation by Mr. Johnson

Calverton Elementary/Middle School - Guaranteed Maximum Price (GMP) # 1 Early Release Package

Mr. Johnson recommended a GMP contract to Whiting-Turner Contracting Company for \$6,189,280.09 related to outlined services for the replacement project.

MSA's Board and the Board of Public Works approved the CM's preconstruction contract in September and October 2018, respectively. The overall MBE participation goal for the project has been set at 30%, and the MBE participation for this early package represents a 29.66% commitment.

Motion to Consider: Mr. Bryce

Second: Ms. Staltonis

Discussion - None

Motion to Approve: Mr. Bryce

Second: Ms. Mozell

Unanimous Roll Call: Bryce, Attman, Riddick, Staltonis, Mozell, Mangum, Kelos

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Presentation by Mr. Johnson
Arlington Elementary School, Arundel Elementary, &
Fairmount-Harford Design/Build Construction Closeouts

Mr. Johnson requested approval for the change order credits for MCN/Southway Construction JV (MCN) GMP and Dustin Construction (Dustin) GMP together., reflecting a combined credit savings of almost \$800,000. A follow up credit will be presented for Arlington upon completion of trade package closeout negotiations.

Dustin (Arlington): \$1,004,993.89 credit. A contractual warranty obligation remains in effect until August 2021.,.

MCN(Arundel): \$720,208.44 credit. A contractual warranty obligation remains in effect until June 2020.

MCN (Fairmount Harford) Mr. Johnson recommended an amendment to the contract of \$946,394.79. The work is for unforeseen conditions related to necessary interior changes, structural, site, and water infiltration issues that were remediated late in the project. MCN/Southway successfully performed this work and still achieved substantial completion on schedule. The closeout portion of the MCN/Southway trade contract continues, and no further amendments are anticipated. A contractual warranty obligation remains in effect until August 2021.

Motion to Consider: Mr. Attman

Second: Mr. Mangum

Discussion - Negotiated figures were discussed.

Motion to Approve: Mr. Attman

Second: Ms. Riddick

Unanimous Roll Call: Riddick, Attman, Bryce, Mangum, Staltonis, Mozell, Kelso

Warehouse

Presentation by Mr. Raith
North Warehouse Lease - Lawrence Law, Inc.

Mr. Raith recommended a lease of office space in the north warehouse to Lawrence Law, LLC. The terms of the lease were provided.

Motion to Consider: Mr. Attman

Second: Mr. Mangum

Discussion - Discussion of negotiation practices.

Motion to Approve: Mr. Attman

Second: Mr. Mangum

Unanimous Roll Call: Mangum, Bryce, Attman, Riddick, Mozell, Staltonis, Kelso

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Presentation by Mr. Raith

North Warehouse Lease Termination Agreement

Maryland Emergency Medical Network(MEMN)

Mr. Raith recommended the termination of the lease with Maryland Emergency Medical Network, LLC. Details previously reported to the board were highlighted and MSA agrees it is in the best interest of both parties to terminate the lease in February 2020. All MEMN rents are paid to date and payments will continue until departure.

Motion to Consider: Mr. Attman

Second: Ms. Riddick

Discussion - Issues relating to HVAC could not be remediated in a cost effective manner for this space.

Motion to Approve: Mr. Mangun

Second: Ms. Riddick

Roll Call: Mangun, Riddick, Mozell, Stanalonis, Attman, Kelso

Abstain: Mr. Bryce

Maryland Stadium Authority

Presentation by Mr. Raith

Ocean City Convention Center - Bond Documents

Mr. Raith presented bond documents to related to the Maryland Stadium Authority Ocean City Convention Facility Lease Revenue Bonds - Series 2019C.

Motion to Consider: Mr. Mangum

Second: Mr. Bryce

Discussion - In addition to advance digital transmissions, bond document packages in paper form will also be sent to the Board.

Motion to Approve: Mr. Mangum

Second: Mr. Bryce

Roll Call: Mangum, Bryce, Riddick, Mozell, Stanlonis, Kelso

Abstain: Mr. Attman

Presentation by Mr. Tyler

Memorandum of Understanding (MOU) Hagerstown Proposed New Multi-Use Sports and Events Facility

Mr. Tyler recommended the MOU formalizing the agreement for MSA to conduct a study related for the City of Hagerstown new multi-use sports and events facility. The effort will include parking analysis, environmental study, preliminary site due diligence, and cost estimate. The Board provided approval to undertake this effort on September 3, 2019.

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The City has secured up to \$300,000 in grant funds for the cost of the effort. The MOU requires MSA to submit all invoices and related documentation to the Department of General Services (DGS) to obtain funding.

Motion to Consider: Mr. Attamn
Second: Ms. Riddick

Discussion - The board noted it is reserving the right to re-open this issue for an additional contract.

Motion to Approve: Mr. Attman
Second: Mr. Bryce
Roll Call: Stanalonis, Riddick, Attman, Bryce, Mangum, Mozell, Kelso
Unanimous

Informational

Executive Director's Report

Mr. Frenz expressed appreciation for the work of Phil Hutson and Kelly Smulovitz on the successful completion of the MTA Camden Station for MARC and light rail. A ribbon cutting ceremony was held during the past month which was attended by Messrs. Attman and Mangum. Additionally during the month, MSA hosted the Cambridge Waterfront Development Corporation in Baltimore.

Mr. Frenz reported on the annual Visit Baltimore meeting sports panel discussion where both Dick Cass and John Angelos professed to be bullish on Baltimore and spoke of ways to maintain stadium attendance. During the meeting Mr. Angelos stated, "The Orioles will be in Baltimore as long as Fort McHenry stands watch over the harbor." The statement was widely reported in the press.

Additionally, Mr. Frenz reported on MSA's participation in an event for the Governor's Day of Service. He reported on the Opportunity Zone Conference sponsored by DHCD and Commerce noting that an opportunity zone exists adjacent to CYSC.

Security Report

Mr. Conaway reported there are no changes to the current threat environment, and no known or credible threats mentioning the complex or teams. No significant safety incidents to report for the last Ravens home game (September 29th).

Report of Small Procurements and Change Orders

Mr. Samoryk reported the following:

On Call Architecture and Engineering Services - First Contract Renewal

Schamu Machowski + Patterson Architects

JRS Architects, Inc.

Renovations to Pedestrian Spine Change Order No. 2

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Gilbane Building Company
Seat Products Inventory
Caddy Products, Inc.
Decorative Fencing Scrim and Metal
Arena Graphics

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

BCPS: 11 schools are open, 7 are in construction, 7 are in design, 1 is in procurement and 2 are in study.

C.O.R.E.: 811 have an active with notice to proceed, 667 are under contract for demolition, 105 residential contracts have been awarded, 1 warehouse contract has been awarded and 36 residential demolitions are in procurement.

Leasing Report

Mr. Raith updated the board on his work with leases and potential leases in the Warehouse.

Financial Report

MSA's budget has been prepared and the board will receive paper copies for review. Mr. Raith informed the board that he is available to take calls on the financial documents planned for mailing later in the week. The MSA budget has been prepared as part of the Governor's budget and must remain confidential until the Governor's release to the legislature in January 2021.

Maryland Sports Monthly Update

Mr. Hasseltine reminded the board he is working with the Governor's office to restore the \$350 unfunded grant for FY20 Youth and Amateur Sports. He also updated the board on Fair Hill and the CCI5 Star event, and the UCI/Medalist Sports Cycling event.

The Sport and Entertainment Corporation of Maryland board meeting is planned for October 15 as the foundation awaits final IRS approval.

At the conclusion of the informational reports, Chairman Kelso asked for a motion to adjourn the open meeting at 12:59 PM and he asked the board to be prepared for an *ad hoc* meeting during the next 48 hours to review a contract related to Camden Yards Sports Complex that did not arrive in time for the current meeting.

Motion to Adjourn: Mr. Bryce
Second: Mr. Mangum
Unanimous by Yeas

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CLOSED MEETING
Summary Statement
Tuesday, October 8, 2019
1:00 PM

Attendance:

Board: Thomas Kelso, Leonard Attman, Joe Bryce, Gary Mangum, Manervia Riddick, Carolyn Mozell, Jodi Staloni

MSA: Michael Frenz, Phil Hutson, Linda Pohuski

Counsel: Cynthia Hahn, Amy Mataban, Bruce Benshoof

Chairman Kelso called the meeting to order and asked for a vote to open the closed meeting at 1:00 PM for the purpose of consulting with counsel, Assistant Attorney General Cynthia Hahn, on pending and potential litigation matters, pursuant to Sections 3-305(b)(7) and (8) of the Open Meetings Act.

Motion by Mr. Bryce and Second by Mr. Attman, Unanimous by Yeas.

Assistant Attorney General Cynthia Hahn reviewed the terms of a proposed settlement of the ADA lawsuit currently pending against the Orioles and MSA. The terms of the settlement remain confidential until approved by the Department of Budget and Management and the Maryland Board of Public Works.

Motion: Approval of the proposed settlement agreement.

Motion by Ms. Riddick and Second by Ms. Mozell, Abstaining: Mr. Kelso

Voting to Approve: Riddick, Bryce, Attman, Staloni, Mozell, Mangum

Legal issues involving four other cases were briefly summarized by Ms. Hahn for the Board. No action was taken on these matters.

A motion was made by Mr. Bryce and seconded by Mr. Attman and unanimously approved to adjourn the closed meeting at 1:47 PM.