

BAINBRIDGE DEVELOPMENT CORPORATION
BOARD MEETING – PUBLIC SESSION MINUTES

April 18, 2022

VIA ZOOM

ZOOM MEETING ID: 840 2207

1548 PASSCODE: 731647

The public was invited to call
into the meeting via Zoom

Chairman Carl Roberts called the meeting to order at 3:32 pm

Participants: In Person: Carl Roberts, Steve Cassard, Toni Sprenkle, Vicky Rinkerman, Chick Hamm, Jenifer Peterson, Joe Brant, Jim Reynolds, Sandra Edwards, Via Zoom: Steve Overbay, Brigitte Peters, Roop Vijayan, Martha Barchowsky, Elizabeth Hughes, Danielle Hornberger, Tom Sadowski, Bob Kuhs

WELCOME & PURPOSE: Carl Roberts, Chairman

AGENDA APPROVAL:

Motion to approve agenda made by Director Brant, second by Director Reynolds. Roll call vote: Roberts-Y, Hamm-Y. All in favor. Motion carried unanimously.

ANNOUNCEMENTS:

Groundbreaking Ceremony April 28,2022
BDC Assistant- Welcome Jenifer Peterson

APPROVAL OF MINUTES:

February 2022– attached

Motion to approve minutes made by Director Brant, second by Director Reynolds. Roll call vote: Roberts-Y, Hamm-Y. All in favor. Motion carried unanimously.

TREASURERS REPORT: Raymond Hamm, Treasurer

March/ February 2022 – reports attached

Audit RFP- Toni Sprenkle provided copies of Proposal for Professional Auditing Services from SB & Co. Director Hamm advised that he believes this is a reasonable quote. Tom Sadowski is checking into other potential auditors.

Motion to approve Treasurer’s report made by Director Brant, second by Director Reynolds. Roll call vote: Roberts-Y, Hamm-Y. All in favor. Motion carried unanimously.

COMMITTEE REPORTS:

Tome School – Joe Brant and Toni Sprenkle reported waiting for iMark to respond with updated costs to complete Scope 1 of closing the main entrance and clearing the ground floor for safety to be able to move on to Scope 2 of verifying the damage of the roof to meet board approved budget of fifty thousand dollars.

Environmental – Mario Gangemi provided the attached report

EXECUTIVE DIRECTOR'S REPORT:

Groundbreaking Ceremony- all details set for April 28th and invitation sent. Executive Director Toni Sprenkle advised that there will be a flag raising ceremony, tent and refreshments. A shuttle will run from Pleasant View Baptist Church to alleviate parking concerns.

Phase 1- Issues found with underground foundation on Building 649, previously a storage building. Liquid assumed to be water and/or oil found filling foundation. Building 935 near Building C was found to have an under-ground storage tank. The Navy and MDE were notified. Weston was on-site to remediate water issue and samples were taken to ensure liquid was not hazardous. All sampling came back clear.

Phase 2- Steve and Toni met with Dave Collins in Washington, D.C. to discuss ESCA extension to complete preliminary work for a surface scan for Phase II. Chairman Roberts advised that the BDC owns the property that is Phase II, all plans must be approved by BDC for purchase of property.

Infrastructure – Work continues with off-site sewer and water line. Water line will need to potentially be moved internally as to not impede the right-of-way for the State Highway. Executive Director Sprenkle advised that Bainbridge Boulevard has been excavated indefinitely restricting access to the Tome School by way of the Jacob Tome Highway entrance. A second construction entrance has been installed at Jacob Tome Highway entrance to control truck and equipment traffic accessing the site. Vicky Rinkerman asked if Route 222 is still on target for the road closure reopening of May 13th

PUBLIC COMMENTS:

SUMMARY COMMENTS & ADJOURN: Motion was made by Chairman Roberts to convene in Closed Executive Session pursuant of the Annotated Code of Maryland, General Provisions Article, Title 3, Subtitle 3, Section 3-305 (3) for the purpose of considering the acquisition of real property for a public purpose and matters directly related to the acquisition. Second by Director Reynolds. Rolle call vote: Hamm-Y, Brant-Y. All in favor. Motion carried unanimously. Board did not return to open session.

Public Meeting was adjourned at 3:53p.m. The meeting was recorded, and audio is available upon request or by visiting Bainbridge Development Corporation's website.

BAINBRIDGE DEVELOPMENT CORPORATION

BOARD MEETING – PUBLIC SESSION

February 28 3:30PM

VIA ZOOM

AGENDA

ZOOM MEETING ID: 840 2207 1548 PASSCODE: 731647

Participants: Carl Roberts, Jim Reynolds, Toni Sprenkle, Roop Vijayan, Dave Rudolph, Vicky Rinkerman, Sandra Edwards, Chick Hamm, Martha Barchowsky, Bob Kuhs, Brigitte Peters, Joe Brant, Danielle Hornberger

WELCOME & PURPOSE: Carl Roberts, Chairman

AGENDA APPROVAL:

Motion to approve agenda made by Director Reynolds, seconded by Director Rudolph.

ANNOUNCEMENTS:

Phase 1 Groundbreaking has been scheduled for April 28, 2022.

APPROVAL OF MINUTES:

January 2022

Motion to approve January 2022 minutes made by Director Brant, seconded by Director

FINANCIAL UPDATE: Raymond Hamm, Treasurer

Treasurers Report - January 2022 attached

Audit RFP – With changes in operations from previous firm contracted for our accounting services, we will be releasing an RFP for those services.

Motion to accept the January 2022 Treasurers Report and recommendation for audit RFP made by Director Hamm, seconded by Director Reynolds. All in favor.

COMMITTEE REPORTS:

Tome School – Staff reviewed recommendations with MHT. Internally working on formal submission to MHT for next steps of Memorandum of Agreement for development of Tome.

Communications – Recommendation to dissolve Communications reports and replace with Executive Director report. No objections

Environmental – report attached

OLD BUSINESS:

Phase 1 – Currently continuing to install erosion, sediment and stormwater controls for Phase 1 parcels. Large import of clay coming in for the basins, as we experienced through the ESCA work. Engineering fully engaged on Basin 1 for conversion to downgrade hazard status with MDE

Phase 2 – Toni and Steve will be meeting with USN to discuss plans for Phase 2

Infrastructure – Sewer installation on and off site moving along without issues. Water line extension is under further review related to the construction easement, though no serious concerns.

NEW BUSINESS:

Legal Services Agreement – Attached

Motion to conditionally approve D. Rawle pending final review by counsel made by Director Rudolph, seconded by Director Hamm. All in favor

Centerboard Consulting Agreement – Attached

Motion to conditionally approve Centerboard Consulting pending final review by counsel made by Director Rudolph, seconded by Director Reynolds. All in favor

PUBLIC COMMENTS:

SUMMARY COMMENTS & ADJOURN:

Brigitte Peters (COMMERCE) inquired on the status of the Administrative Assistant search. Toni is reviewing third round resumes and scheduling interviews over the next 2 weeks.

Motion to adjourn meeting made by Director Reynolds, seconded by Director Rudolph. All in favor.

Meeting adjourned at 4:09pm

*Respectfully submitted,
Toni Sprenkle, Corporate Secretary*

BAINBRIDGE DEVELOPMENT CORPORATION

Consolidated Financial Board Report, February 2022

BALANCE SHEET	MONTH END
ASSETS	
ESCA (restricted)	
Cash	\$92,673.50
CD - Harford	\$266,302.33
CD - Howard	\$126,926.58
Money Market	\$714,143.15
Restricted- Phase 1	\$4.88
TOTAL LIQUIDITY:	\$1,200,050.44
Accounts Receivable	-0.50
Acct. Receivable - ESCA	\$1,474.86
Land	\$3,549,600.00
Vehicles	\$3,500.00
Land Improvements	\$51,088.00
Office Equipment	\$15,288.28
Depreciation	-\$29,019.00
TOTAL FIXED ASSETS:	\$3,590,457.28
TOTAL ASSETS:	\$4,791,982.08
LIABILITIES	
Accounts Payable - ESCA	
Accounts Payable - Phase 1	
Payable - COMMERCE	\$91,841.00
Other	\$0.00
Deferred Revenue	\$0.00
TOTAL LIABILITIES:	\$91,841.00
EQUITY:	\$4,700,141.08
TOTAL LIABILITIES & EQUITY:	\$4,791,982.08

PROFIT & LOSS	MONTH			FY - 8 MONTHS						
	FEBRUARY	FEBRUARY	MONTHLY	FEBRUARY	FEBRUARY	YTD	YTD	YTD	YTD	YTD
	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1
INCOME										
ESCA										
Interest	\$166.00	\$6.32	-\$159.68			\$1,320.00	\$510.63	-\$809.37		
Development			\$0.00			\$403,174.91	\$403,174.91	\$0.00		
Grant				\$3,246.03					\$40,930.93	
Misc										
Restricted- Phase 1					\$4.88					\$127,837.30
TOTAL INCOME:	\$166.00	\$6.32	-\$159.68	\$3,246.03	\$4.88	\$404,494.91	\$403,685.54	-\$809.37	\$40,930.93	\$127,837.30
EXPENSES										
Office Supplies & Equipment	\$500.00	\$245.24	-\$254.76			\$4,686.00	\$2,666.75	-\$2,019.25		
Salaries & Related Expenses	\$10,350.00	\$9,403.91	-\$946.09	\$1,856.03		\$82,532.00	\$45,926.85	-\$36,605.15	\$16,070.15	
Professional Fees	\$17,775.00	\$8,772.37	-\$9,002.63			\$79,035.00	\$65,024.18	-\$14,010.82	\$28,617.79	
Property Management	\$9,250.00	\$8,063.57	-\$1,186.43			\$60,621.00	\$36,007.31	-\$24,613.69		
Utilities	\$2,150.00	\$2,740.70	\$590.70			\$4,006.00	\$6,370.74	\$2,364.74		
Travel	\$750.00	\$94.54	-\$655.46			\$2,970.00	\$1,307.72	-\$1,662.28		
Operating Expenses	\$3,445.00	\$2,649.66	-\$795.34			\$13,525.00	\$6,603.48	-\$6,921.52		
TOTAL EXPENSES:	\$44,220.00	\$31,969.99	-\$12,250.01	\$1,856.03	\$0.00	\$247,375.00	\$163,907.03	-\$83,467.97	\$44,687.94	\$0.00
NET INCOME:	-\$44,054.00	-\$31,963.67	\$12,090.33	\$1,390.00	\$4.88	\$157,119.91	\$239,778.51	\$82,658.60	-\$3,757.01	\$127,837.30

4/14/2022

BAINBRIDGE DEVELOPMENT CORPORATION

Consolidated Financial Board Report, March 2022

BALANCE SHEET	MONTH END
ASSETS	
ESCA (restricted)	
Cash	\$83,032.16
CD - Harford	\$266,302.33
CD - Howard	\$126,926.58
Money Market	\$714,146.21
Restricted- Phase 1	
TOTAL LIQUIDITY:	\$1,190,407.28
Accounts Receivable	-0.50
Acct. Receivable - ESCA	\$3,000.36
Land	\$3,549,600.00
Vehicles	\$3,500.00
Land Improvements	\$51,088.00
Office Equipment	\$15,288.28
Depreciation	-\$29,019.00
TOTAL FIXED ASSETS:	\$3,590,457.28
TOTAL ASSETS:	\$4,783,864.42
LIABILITIES	
Accounts Payable - ESCA	
Accounts Payable - Phase 1	
Payable - COMMERCE	\$91,841.00
Other	\$0.00
Deferred Revenue	\$0.00
TOTAL LIABILITIES:	\$91,841.00
EQUITY:	\$4,692,023.42
TOTAL LIABILITIES & EQUITY:	\$4,783,864.42

PROFIT & LOSS	MONTH			MARCH	MARCH	FY - 9 MONTHS				
	MARCH	MARCH	MONTHLY			YTD	YTD	YTD	YTD	YTD
	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1
INCOME										
ESCA										
Interest	\$166.00	\$6.81	-\$159.19			\$1,500.00	\$517.44	-\$982.56		
Development			\$0.00			\$403,174.91	\$403,174.91	\$0.00		
Grant				\$1,525.50					\$46,213.44	
Misc										
Restricted- Phase 1					\$79.88					\$127,837.30
TOTAL INCOME:	\$166.00	\$6.81	-\$159.19	\$1,525.50	\$79.88	\$404,674.91	\$403,692.35	-\$982.56	\$46,213.44	\$127,837.30
EXPENSES										
Office Supplies & Equipment	\$500.00	\$1,151.54	\$651.54			\$5,325.00	\$3,818.29	-\$1,506.71		
Salaries & Related Expenses	\$7,750.00	\$6,414.36	-\$1,335.64	\$1,525.50		\$93,786.00	\$52,341.21	-\$41,444.79	\$17,595.65	
Professional Fees	\$5,500.00	-\$41.20	-\$5,541.20			\$89,812.00	\$64,982.98	-\$24,829.02	\$28,617.79	
Property Management	\$10,475.00	\$393.68	-\$10,081.32			\$68,887.00	\$36,400.99	-\$32,486.01		
Utilities	\$2,150.00	-\$285.70	-\$2,435.70			\$4,552.00	\$6,085.04	\$1,533.04		
Travel	\$125.00		-\$125.00			\$3,375.00	\$1,307.72	-\$2,067.28		
Operating Expenses	\$600.00	\$491.79	-\$108.21			\$15,369.00	\$7,095.27	-\$8,273.73		
TOTAL EXPENSES:	\$27,100.00	\$8,124.47	-\$18,975.53	\$1,525.50	\$0.00	\$281,106.00	\$172,031.50	-\$109,074.50	\$46,213.44	\$0.00
NET INCOME:	-\$26,934.00	-\$8,117.66	\$18,816.34	\$0.00	\$79.88	\$123,568.91	\$231,660.85	\$108,091.94	\$0.00	\$127,837.30

4/14/2022

Bainbridge Development Corporation
Environmental Committee Report
4.18.2022

Railroad Embankment/Culvert Repair – We are pleased to report that due to Toni’s continued diligence and follow-up with MDE we now have a permit. Toni will review the permit against the scope of services previously agreed to with DXI, our contractor. Progress has finally been made thanks to Toni’s efforts.

Landfill Monitoring

- We continue to monitor on a periodic basis in accordance with MDE requirements.
- No new items to report at this time.

Solar Opportunities

- Committee last met 12.9.2021 and hopes to meet before the end of May 2022
- Interest in solar panels for landfills has been expressed by Core Development Group
 - Have indicated multiple options
- Committee agrees that there are opportunities for the BDC to develop a revenue stream for 1) covering landfill monitoring and maintenance costs and/or 2) economic development funding.
- Committee will continue to discuss and develop either Request for Proposals or Expressions of Interests and present to Board for review and input.

ACTION ITEMS

- None for this April meeting

Respectfully submitted,

Mario J. Gangemi, P.E.
Environmental Committee Chair