

BAINBRIDGE DEVELOPMENT CORPORATION
BOARD MEETING – PUBLIC SESSION MINUTES

JUNE 21, 2021 5:30 PM

PARTICIPANTS: Carl Roberts, Mario Gangemi, Vicky Rinkerman, Matt Roath, Bob Brennan, Bob Kuhs, Roop Vijyan, Danielle Hornberger, Dan Schneckenberger, Brigitte Peters, Jim Reynolds, Chick Hamm, Kat Mateer, Joe Brant, Steve Overbay, Steve Cassard, Toni Sprenkle

WELCOME & OVERVIEW: Carl Roberts, Chairman

AGENDA APPROVAL: *Motion to approve agenda made by Director Brant, second by Director Hamm, all in favor*

ANNOUNCEMENTS: Bob Brennan retiring from MEDCO, Steve Cassard transitioning to contractor and Toni Sprenkle recommended for Executive Director

TREASURERS REPORT: Raymond Hamm, Treasurer

May 2021 (attached) – *Presented by Director Hamm, second by Director Brant, all in favor*

FY22 Budget (attached) – *Presented by Director Hamm, second by Director Roath, all in favor*

APPROVAL OF MINUTES:

October 2020 – *Motion to approve 10/19/20 minutes by Director Gangemi, second by Director Brant, all in favor*

COMMITTEE OVERVIEW:

Tome School – Recent activities include visit from MDP Secretary McCord, building assessment from Fred Ward, ongoing discussion with MHT regarding graffiti removal, execution of proposal with Dunkin Associates for analysis of highest and best use
Real Estate – Hired Dunkin Associates for highest and best use and held initial call with their team and MHT. Objective with DA is to have direction on highest and best use to then utilize during resource discussion with MHT. Expect a report late summer/early fall
Environmental – Report attached

Communications – Recent activities include hosting County leadership for a briefing and tour of Phase 1; Steve and Toni testified on behalf of the BDC to the STAR Commission and received excellent feedback; as we come to a close of FY21 we will begin preparation of the Annual Report for release at our Annual Meeting in the fall

OLD BUSINESS:

ESCA Update – Finished Phase 1 work last week and Phase 2 ABS work has also been completed; working on Phase 1 regulatory documentation with MDE and USN BDC/MRP Offices – BDC has been moved over to the new trailer; facility will be setup and ready to host meetings starting in July

NEW BUSINESS:

Presentation from MRP Industrial (attached)

Questions from Board Members:

1. Q: How many competing projects are there for Phase 1?
A: Nothing of this scale in Maryland
2. Q: Why is Building D so close to 276 and is there any room to move?
A: Due to stream buffers, there isn't flexibility to move the building back further. Did received a variance for the small buffer to the road (less than 300 feet). The close proximity to the road is why there were significant additions to the design elements on Building D and why the building will only have truck ports on the interior side
3. Comment: Significant difference in these types of jobs versus warehouse/industrial of 20 years ago. They are highly skilled, have a favorable working environment, pay well and have excellent benefits. Also kudos to the development team for being so accommodating with the Town's process, comments and requests

PUBLIC COMMENTS:

SUMMARY COMMNETS & ADJOURN: *Meeting adjourned at 6:40 pm*

BAINBRIDGE DEVELOPMENT CORPORATION

Consolidated Financial Board Report, May 2021

BALANCE SHEET	MONTH END
ASSETS	
ESCA (restricted)	
Cash	\$49,295.57
CD - Harford	\$265,901.47
CD - Howard	\$126,878.77
Money Market	\$549,118.45
Restricted- Phase 1	\$865,566.27
TOTAL LIQUIDITY	\$1,856,760.53
Accounts Receivable	-0.50
Acct. Receivable - ESCA	\$549,288.06
Land	\$3,549,600.00
Vehicles	\$3,500.00
Land Improvements	\$51,088.00
Office Equipment	\$15,288.28
Depreciation	-25,218.00
TOTAL FIXED ASSETS	\$3,594,257.78
TOTAL ASSETS	\$6,000,306.37
LIABILITIES	
Accounts Payable - ESCA	\$545,627.17
Accounts Payable - Phase 1	\$673,547.98
Payable - COMMERCE	\$91,841.00
Other	\$180.00
TOTAL LIABILITIES	\$1,311,196.15
EQUITY	\$4,689,110.22
TOTAL LIABILITIES & EQUITY	\$6,000,306.37

PROFIT & LOSS	MONTH			FY - 11					MONTHS	
	MAY	MAY	MONTHLY	MAY	MAY	YTD	YTD	YTD	YTD	YTD
	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1	BUDGET	ACTUAL	VARIANCE	ESCA	PHASE 1
INCOME										
ESCA				\$546,967.01					\$873,329.53	
Interest	\$166.00	\$25.23	-\$140.77			\$1,826.00	\$1,358.13	-\$467.87		
Development	\$0.00	\$0.00	\$0.00			\$391,431.95	\$391,431.95	\$0.00		
Grant										
Misc										
Restricted- Phase 1					\$441,322.99					\$3,441,322.99
TOTAL INCOME:	\$166.00	\$25.23	-\$140.77	\$546,967.01	\$441,322.99	\$393,257.95	\$392,790.08	-\$467.87	\$873,329.53	\$3,441,322.99
EXPENSES										
Office Supplies & Equipment	\$500.00	\$975.65	\$475.65			\$4,231.00	\$6,249.73	\$2,018.73		
Salaries & Related Expenses	\$6,400.00	\$5,162.39	-\$1,237.61	\$1,339.84		\$86,540.00	\$56,058.73	-\$30,481.27	\$18,444.06	
Professional Fees	\$2,250.00	\$1,837.50	-\$412.50	\$545,627.17	\$673,547.98	\$131,905.00	\$83,861.39	-\$48,043.61	\$849,860.39	\$3,249,415.22
Property Management	\$11,425.00	\$10,543.55	-\$881.45			\$90,042.00	\$72,221.58	-\$17,820.42		
Utilities	\$500.00	\$266.32	-\$233.68			\$5,041.00	\$3,984.15	-\$1,056.85		
Travel	\$150.00	\$0.00	-\$150.00			\$4,095.00	\$1,028.31	-\$3,066.69		
Operating Expenses	\$750.00	\$493.27	-\$256.73			\$16,983.00	\$8,855.05	-\$8,127.95		
TOTAL EXPENSES:	\$21,975.00	\$19,278.68	-\$2,696.32	\$546,967.01	\$673,547.98	\$338,837.00	\$232,258.94	-\$106,578.06	\$868,304.45	\$3,249,415.22
NET INCOME:	-\$21,809.00	-\$19,253.45	\$2,555.55	\$0.00	-\$232,224.99	\$54,420.95	\$160,531.14	\$106,110.19	\$5,025.08	\$191,907.77

6/17/2021

Draft FY22 Budget		FY21 BUDGET	PROJECTED FY21 CLOSEOUT	FY20 ACTUALS (GEN FUNDS)	FY2019 ACTUALS (GEN FUNDS)	KEY ASSUMPTIONS
	PROPOSED FY22 GENERAL FUND (UNRESTRICTED)	TOTALS INCLUDING ESCA	GENERAL (UNRESTRICTED)			
Beginning Fund Balances	\$949,592	\$835,000	ENDING BALANCES			
Operating Account			\$7,703			1) This is an operating budget for unrestricted funds.
Harford CD			\$265,901			2) Expenses related to ESCA construction work will be funded in advance by the grant.
Howard CD			\$116,868			3) Expenses related to the Phase 1 work will be funded in advance by the developer
Money Market			\$549,117			4) FY22 developer payment of \$403M will be paid in July, 2021.
Phase 1						
Revenues		TOTAL REVENUES	TOTAL REVENUES	TOTAL REVENUES	TOTAL REVENUES	
Development Rights Fee	\$403,174	\$391,431	\$391,431	\$380,031	\$368,962	
Interest	\$2,000	\$2,000	\$1,317	\$5,337	\$5,033	
Misc. Income*	\$5,326					
Grant Revenue*	\$46,584	\$56,000				
Tome School						
REVENUE TOTAL	\$457,278	\$449,431	\$392,749	\$385,368	\$373,995	
Projected Cash Position	\$1,406,870	\$1,284,431				
Expenditures						
Office Supplies and Equipment	\$7,100	\$4,650	\$6,624	\$4,534	\$3,426	
Supplies	\$2,200	\$1,250	\$2,127	\$1,540	\$1,245	anticipated costs for operations and moving into new office
Copier Rental	\$2,400	\$2,400	\$2,237	\$2,379	\$2,181	Monthly cost \$200
Equipment	\$2,500	\$1,000	\$2,260	\$615		allocation for new equipment or software upgrades
Salaries and related expenses	\$125,724	\$95,100	\$63,695	\$65,181	\$64,807	
Base Salary	\$90,200	\$69,000	\$36,407	\$37,791	\$46,422	Total salaries - Sprengle \$79,800; Admin \$15/hr for 16 hours/week starting 9/1
Bonus	\$0	\$1,000	\$0	\$0	\$104	
Payroll Taxes	\$27,859	\$18,500	\$20,635	\$17,734	\$14,964	Total employee + employer taxes
Benefit Package	\$6,989	\$6,000	\$6,000	\$3,000	\$2,750	monthly health benefit of \$250; 5% SEP IRA contribution
PNC Payroll Fees	\$875	\$600	\$653		\$567	cost of \$52 per month for PNC payroll processing/efile ; plus additional efile of yearly W2 and 1099
Expenses	\$0	\$0	\$0	\$6,657	\$104	
Professional Services	\$119,750	\$144,559	\$106,825	\$70,383	\$118,826	
MEDCO/Management Fees	\$40,000	\$90,000	\$57,923	\$45,911	\$68,880	Hourly rate of \$150 with roughly 21 hours per month
Accounting Fees	\$21,250	\$22,450	\$18,438	\$15,638	\$16,900	costs for audit preparation \$13,750, avg bookkeeping services \$600/month, with additional \$300 for added audit hours
Legal fees	\$26,000	\$10,000	\$7,841	\$5,680	\$10,397	COMMERCE projected \$3,000 2021 Q3 & Q4 (Phase 2 contracting); \$2,000 2022 Q1 & Q2; additional \$15,000 for outside real estate expertise
Professional-Other	\$28,000	\$18,000	\$21,524	\$1,745	\$17,250	\$3000 for GIS portal; \$10,000 T.Duncan; \$15,000 other development expertise
Environmental fees	\$5,000	\$7,000	\$0	\$0	\$4,898	additional engineering for railroad embankment
IT consulting fees	\$500	\$500	\$1,100	\$500	\$500	placeholder for potential needs
Property Maintenance	\$91,850	\$98,948	\$77,898	\$52,571	\$54,880	
General	\$6,500	\$6,700	\$1,359	\$2,376	\$2,882	allowable costs for fence repairs, perimeter signage, spraying at landfills/tome
Mowing	\$21,000	\$21,000	\$21,000	\$16,800	\$18,900	5 mowings per year @ \$4,200 per mowing
Security	\$6,000	\$648	\$15,563	\$3,805	\$648	town security (\$648), Deep Sentinel (\$150/mth), ATT (\$150/mth); labor for repairs or adjustments of system
Environmental Monitoring	\$21,600	\$21,600	\$21,600	\$22,100	\$26,150	confirmed costs for monitoring in FY21
Permits	\$1,000	\$1,000	\$0	\$750	\$1,000	renewal of rubble discharge permit (February 2022)
O&M Inspection	\$2,250	\$2,250	\$2,250	\$2,250	\$2,250	2 inspections per year @ \$1,125 per inspection
Tome Building Repairs**	\$2,500		\$15,063	\$3,387		closure of breaches
Railroad Embankment Repairs	\$30,000	\$45,000	\$1,000		\$3,050	clearing of culvert <\$5000; culvert repair <\$25000
Landfill Repairs	\$1,000	\$750	\$0	\$834		expected repairs for 2 inspections
Utilities	\$6,070	\$5,540	\$4,783	\$5,811	\$5,864	
Web Services	\$550	\$400	\$339	\$341	\$1,114	website (\$300/year); microsoft 365 (\$100/year); dropbox (\$12/month)
Telephone	\$1,020	\$1,140	\$927	\$1,012	\$1,158	monthly telephone and tax services (\$85/month)
Electric	\$4,500	\$4,000	\$3,510	\$4,458	\$3,592	projected costs per historical data with slightly increased usage
Travel Expenses	\$4,500	\$4,500	\$1,328	\$9,313	\$5,067	
Operating Expenses	\$19,818	\$18,663	\$8,909	\$20,616	\$16,720	
Advertising	\$4,000	\$4,000	\$0	\$2,000	\$2,000	potential costs for advertising in Town/County events
Due and Subscriptions	\$1,130	\$475	\$701	\$459	\$330	county chamber membership (\$280), monthly whig (\$13), Harry & David (\$35), IEDC (\$455); MEDA (\$200)
Insurance	\$7,830	\$7,830	\$6,412	\$7,640	\$7,490	yearly cost of commercial insurance (\$4355) and directors liability insurance (\$3475); yearly audit can reduce these costs
Office Improvements	\$1,000	\$500	\$0	\$19		potential improvements to office
Interest Paid	\$0	\$0	-\$16	-\$39		
Miscellaneous	\$1,000	\$1,000	\$282	\$135	\$1,579	potential purchases for retiring members/staff
License/Permits	\$0	\$0	\$0	\$0		
Meetings	\$2,500	\$2,500	\$1,302	\$4,751	\$2,237	expected budget for monthly conference line; annual meeting; add larger mtg space
Postage/Delivery	\$250	\$250	\$193	\$122	\$203	general postage needs
Service Charge	\$108	\$108	\$217	\$105	\$92	PNC service charges \$9/month
Staff Development	\$1,500	\$1,500	-\$125	\$5,165	\$2,789	Economic Development Exam course (\$595); 1 course of conference (\$550); additional potential local/state training
Printing	\$500	\$500	\$0	\$250		anticipated needs for development planning and USN report production
Budget/Actual Contingency	\$10,000	\$10,000				
Restricted Litigation Funding						
Reconciliation Discrepancy						
Total Expenditures	\$382,812	\$382,351	\$270,062	\$228,361	\$269,589	
FY Surplus/Deficit	\$72,466	\$67,080	\$122,687	\$157,008	\$104,406	
YEAR END FUND POSITION	\$1,022,058	\$902,080	\$949,592	\$842,568	\$700,082	

Draft submitted 5/14/21

Revised 6/7/21

Revised 6/10/21

ADOPTED 6/21/21

*FY21 projected totals do not include staff time related to ESCA, which is why costs are lower than budgeted/projected.

*Misc income refers to reimbursement for telephone and electric with MRP taking control of office utility costs

*FY22, assumed 30% time for ESCA work, roughly \$46,584 reimbursement expected from USN

*Security does not include potential expansion or patrols at Tome; these could add an additional \$7,000-\$10,000 in costs

*Tome building repairs does not include any BDC funds for demolition projects

BAINBRIDGE DEVELOPMENT CORPORATION
BOARD MEETING - PUBLIC SESSION
October 19, 2020 5:30 PM
VIA ZOOM

MINUTES

Meeting took place via Zoom – participant list attached. Called to order at 5:30 pm

WELCOME & OVERVIEW: Carl Roberts, Chairman

Welcome and thanks to participants for joining. While the COVID pandemic has caused many things to change (including our meeting format) BDC is pleased to have kept moving forward during difficult time.

AGENDA APPROVAL:

Motion to approve agenda made by Director Brant, second by Director Reynolds. All in favor

ANNOUNCEMENTS:

TREASURERS REPORT: Raymond Hamm, Treasurer

September 2020

BDC remains in healthy financial status with \$1.2MM in liquidity. The only liability remains the \$91,000 due to COMMERCE. As agreed, the balance has no immediate requirement for repayment. As shown on the September financial report, actual expenses were \$23,500 against budget of \$28,000 (\$4,000 favorable variance). YTD revenues received equal \$392,000, with expenses totaling \$53,000. If closing today, BDC would report a \$339,000 surplus. The annual audit was completed in September which produced a clean report.

Motion to accept Treasurer Report by Director Brant, second by Director Reynolds. All in favor

APPROVAL OF MINUTES:

Motion to approved October 2019 open session minutes made by Director Reynolds, second by Director Roath. All in favor

COMMITTEE OVERVIEW: Carl Roberts, Chairman

Chairman Roberts reviewed 2020 committee assignments and Chairman/woman

NEW BUSINESS:

Election of Officers – Steve Cassard, Executive Director
Slate of officers for 2020-2021 year:

Chair – Chair Roberts
Vice Chair – Jim Reynolds

Treasurer – Raymond Hamm

Motion to approve officers made by Director Hamm, second by Director Reynolds. All in favor

BDC Year in Review

FY20 public review presented (as attached)

Comment from Mark Mank at MDE regarding the USN ESCA process: MDE reiterating the cooperation with USN to address these issues. The state wants to keep the momentum and land a prospect on site.

2020 Annual Report – Toni Sprenkle, Project Coordinator

Draft report presented digitally. Once finalized, the report will be publicly released this week.

Future Forecast – Steve Cassard, Executive Director

Director Cassard reviewed the goals for the upcoming year, which include implementation of Phase 1 ESCA activities, Phase 2 ABS work, initiation of infrastructure work, relocation of the Cecil College classroom and consulting with the Maryland Historical Trust on the pathway for Tome School.

Recognitions – Carl Roberts, Chairman

Sincerest appreciation and gratitude to our Delegation and Senate members for attending, our Congressional representatives, and partners within the Town of Port Deposit, Cecil County, Cecil College and State of Maryland. These are exciting times at Bainbridge and would not be possible without the larger team effort.

PUBLIC COMMENTS:

Questions regarding Phase 1: site plan (provided on BDC website), use (commercial/industrial) and build out potential (3.6MM square feet, over \$300MM in investment and over 1,500 jobs)

SUMMARY COMMENTS & ADJOURN

Motion to adjourn meeting by Director Gangemi, second by Director Brant

Bainbridge Development Corporation
Environmental Committee Report
6.21.2021

Railroad Embankment/Culvert Repair

- MDE has responded to our revised scope of services related to this item. Our consultant, GTA, has reviewed and, with input from MDE, our scope of services has been reduced due to redundancies in MDE inspector comments. The contractor's costs may be reduced by as much as \$20,000. Stay tuned.
- There are still MDE scope comments to address; therefore, we have requested a conference call/virtual meeting to iron out the last few details and finally get this work done.

Landfill Monitoring

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

ACTION ITEMS

- None for this June meeting

Respectfully submitted,

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