

Board Meetings – Calendar Year 2021

Minutes of the January 20, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Sandy Brennan; Randy Conroy; Veronica Crosby; Scott Davis, proxy for Mayor Brandon Scott; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Jayne Jenkins, proxy for Michael Tyson; Alvin Lee; Nancy McCole Mead; Councilwoman Phylicia Porter; Kelly Quinn; Bill Reuter; Noah Smock; and Elizabeth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Oscar Harrell, Enhanced Services Director; Erica Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Guests in attendance: Ray Jackson and Al Barry, Stonewall Capital; Keisha Allen; James Alston; Pamela Bishop; Lisa Hodges-Hiken; Pamela Oliver; Andre Robinson; and Andre Samuel.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda. Board members and meeting attendees introduced themselves and welcomed new Board member Kelly Quinn.

Minutes of the November 18, 2020 and December 16, 2020 Board of Directors Meetings

The minutes of the November 18, 2020 and December 16, 2020 Board of Directors meetings were presented and unanimously approved by the Board.

Westport Mixed-Use Waterfront Development Project

Mr. Jackson presented an update on Stonewall Capital’s planned mixed-use waterfront development project in Westport. He reviewed the concept plan, including updates to incorporate feedback and address comments received to date. They continue to communicate with Westport CEDC and other community stakeholders about the project as well as coordinate with the Middle Branch and Westport planning efforts. He responded to some questions from the Board and discussed the timeline and process moving forward as well as the pricing for the townhouses. Mr. Jackson stated that they are restricted by CSX and the tracks so there will not be any additional crossings between existing Westport and the

development, but the existing crossing will be made more pedestrian friendly. The complementary work around Warner Street was noted.

Executive Director and Staff Reports

Mr. Rogers presented background and overview of SBGP, including the establishment of SBGP in 2016 to help implement the South Baltimore Gateway Master Plan with funding provided by the Local Impact Grants generated by video lottery terminals. He reviewed the SBGP Strategic Plan, which aims to improve the vitality of the District's communities by focusing on three crucial elements of the Master Plan: Community Development and Revitalization, Environmental Sustainability, and Health and Wellness. To achieve the agenda laid out in the Strategic Plan, SBGP has established three interrelated program areas: Community Grants, Enhanced Services, and Transformational Projects.

Mr. Rogers provided an update on financial plans and performance for FY21 YTD as well as revenue projections and contextual factors through the end of the year. SBGP has met the revenue goal in the conservative COVID-19 spending plan, and there is not yet an authorized spending plan in place for additional revenues projected for the remainder of the fiscal year. The Finance Committee therefore requested that the Board hold a high-level discussion and provide input so the committee can have a more detailed discussion at its next meeting and then make a recommendation to the Board at its next meeting about how and when to allocate additional funds. Mr. Rogers reviewed the proposed timeline for decision-making and possible uses of additional funds. The Board discussed FY21 financial planning, the potential ongoing impacts of COVID-19 on programming and activities, and possible uses of additional funds.

Mr. Rogers provided updates on SBGP's program work, including the process and timeline for completing the grant proposal for FEMA's Building Resilient Communities and Infrastructure (BRIC) program and the proposed project scope, and the Middle Branch Waterfront planning effort – the project brief has re-started, and the master plan is ready to begin. Mr. Harrell provided an update on Enhanced Services, including highlights of projects underway and recently completed. He highlighted improvements to public spaces, clearing of the shoreline at Middle Branch Park, the Ripken field, the Gwynns Falls Trash Wheel, Main Street business reopening support, and the Solo Gibbs Park master plan recently completed by BCRP. In response to a question, Mr. Harrell stated that with increased use of Middle Branch Park, there has not been increased crime.

Mr. Conroy presented on the Warner Street District Master Plan connecting the casino and M&T Bank Stadium through an improved, pedestrian and bike friendly arts and entertainment district. The project would create new jobs and amenities for downtown and increase casino business and revenue. Mr. Rogers noted that SBGP funded some Warner Street streetscaping and design work to connect the Gwynns Falls Trail to pedestrian walkways in the entertainment area. In response to a question, Mr. Conroy stated that he plans to seek community input on the plan and

design. Ms. Brennan suggested improvements to Russell Street to make it safer for Pigtown residents to walk to the entertainment area.

Ms. Ramirez provided a communications update, noting the upcoming grant cycle.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. There are no ethics trainings scheduled at this time.

Committee and Officer Reports

Mr. Rogers presented an overview of SBGP's Board committees and invited new members to join.

Communications Committee

Ms. Ally-Dickerson reported that the committee has not met since the last Board meeting, shared some communications highlights from the staff's quarterly update to the committee, and asked Board members to share information about the upcoming grant cycle.

Finance Committee

Ms. Whitmer reported on the January 11, 2021 committee meeting, noting that Mr. Conroy has been providing insight into projected casino revenues and that SBGP issued an RFQ for audit services as a best practice since the current audit firm's three-year engagement was completed. Ms. Pitkow reviewed the November 2020 financial statements and reports.

Governance and Nominating Committee

Ms. Porter reported that the committee has not met since the last Board meeting and confirmed the membership of each committee, including new volunteers:

- Communications: Debbie Ally-Dickerson, Chair; Alvin Lee; Bill Reuter; Noah Smock; and Michael Tyson/Jayne Jenkins.
- Executive: Geof Washington, Chair; Jasmine Esteve; Councilwoman Phylicia Porter; and Beth Whitmer.
- Finance: Beth Whitmer, Chair; Randy Conroy; Councilman Eric Costello/Neal Friedlander; and Jasmine Esteve.
- Governance and Nominating: Councilwoman Phylicia Porter, Chair; Jasmine Esteve; Geof Washington; and Beth Whitmer.
- Program: Bill Reuter, Chair; Debbie Ally-Dickerson; Veronica Crosby; Rev. Alvin Gwynn; Alvin Lee; Nancy Mead; Rev. Willie Pack; Councilwoman Phylicia Porter; Kelly Quinn; Sophia Silbergeld; and Noah Smock.
- Strategic Planning: Quincy Goldsmith, Chair; Sandy Brennan; Randy Conroy; Councilman Eric Costello/Neal Friedlander; Alvin Lee; Nancy Mead; Rev. Willie Pack; Sophia Silbergeld; Geof Washington; and Beth Whitmer.

In accordance with the bylaws, membership of each committee is determined by the Board. However, committee meetings will continue to be open to all Board members regardless of formal committee membership and committee membership may change throughout the year.

Program Committee

Mr. Reuter reported on the January 4, 2021 committee meeting and changes to the upcoming grant cycle, including more limited funding and the introduction of Spark Grants up to \$2,000. Board members were reminded that each Board member is required to help with grant reviews at least once per year.

Strategic Planning Committee

Mr. Goldsmith reported on the January 5, 2021 committee meeting, including the three-month check-in with Westport CEDC. The committee may consider having all the CDC operating support grantees present to the committee in the future. The Board discussed the process and timeline for completing Westport CEDC's six-month review and agreed that the review will be conducted by the committee in April 2021, and the committee will then report and make a recommendation to the full Board regarding the renewal of Westport CEDC's operating support award for the remainder of year two.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

Ms. Hodges-Hiken thanked the Board and Strategic Planning Committee for the opportunity to have the three-month check-in. She noted that Westport CEDC has three properties underway and expects to have them completed by early April. They conducted homeownership training and are building a pipeline of potential homebuyers. She invited the SBGP Board to visit Westport CEDC's Facebook page to view a video of their master planning session, homeownership training information, and a quarterly update.

There were no additional comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 8:00 pm.

Minutes of the February 17, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Sandy Brennan; Randy Conroy; Veronica Crosby; Quincy Goldsmith; Jayne Jenkins, proxy for Michael Tyson; Alvin Lee; Nancy McCole Mead; Councilwoman Phylicia Porter; Kelly Quinn; Bill Reuter; Sophia Silbergeld; Noah Smock; and Elizabeth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Operations Director (recording minutes). Guests in attendance: Diante Edwards, proxy for Sandy Brennan; Kevin Hayes, Office of Councilmember Eric Costello; Robert Idlett, proxy for Councilmember Phylicia Porter.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda. Board members and meeting attendees introduced themselves.

Minutes of the January 20, 2021 Board of Directors Meetings

The minutes of the January 20, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Executive Director and Staff Reports

Mr. Rogers provided updates on staffing and YouthWorks summer 2021 jobs. Former Enhanced Services Director Oscar Harrell resigned to accept a new opportunity, and SBGP is in the process of interviewing candidates to fill the position. SBGP expects to hire for a new Communications and Outreach Manager next. Baltimore City has pledged LDC funds for YouthWorks summer 2021 jobs for young people in South Baltimore. SBGP is exploring potential opportunities and requested Board members’ help identifying potential partners and sites.

Mr. Rogers provided Transformational Projects updates, including the Middle Branch Waterfront Plan project brief, implementation projects, and engagement projects. He provided updates on the CDC operating support awardees, who will be invited to

present at Strategic Planning Committee meetings twice annually moving forward. SBGP is also exploring ways to link Carroll Park with nearby community assets.

Mr. Rogers provided a communications update, noting the March 31 deadline for the current grant cycle and upcoming grant workshops.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. There are no ethics trainings scheduled at this time.

Committee and Officer Reports

Communications Committee

Ms. Pitkow reported that the committee has not met since the last Board meeting.

Finance Committee

Ms. Whitmer reported on the February 8, 2021 committee meeting, and she and Mr. Rogers provided an update on FY21 financial planning, YTD performance, revenue projections, and contextual factors through the end of the fiscal year. SBGP has already exceeded the revenue in the revised, but still conservative, COVID-19 spending plan, and there is not yet an authorized spending plan in place for additional revenues and funds for the remainder of the fiscal year. Therefore, the Finance Committee recommends the Board authorize spending an additional \$1.8 million now and revisit authorizing additional spending in April. The committee will continue to review SBGP's performance monthly. Mr. Rogers provided an overview of the proposed uses of the additional funds, which will be reviewed in more detail at a joint meeting of the Finance, Program and Strategic Planning Committees.

The Board discussed revenue projections and the proposed uses of the additional funds. Mr. Conroy stated that the Horseshoe Casino is seeing an increase in business relative to the last few months and expects business to continue to improve over the coming months. In response to a question, Mr. Rogers explained the general development and approval processes for projects in each program area. The Board unanimously approved the Finance Committee recommendation and authorized spending an additional \$1.8 million.

Ms. Pitkow reviewed the December 2020 financial statements and reports.

Governance and Nominating Committee

Ms. Porter reported that the committee has not met since the last Board meeting. She asked Board members to let Ms. Pitkow and her know if they are interested in having a proxy.

Program Committee

Mr. Reuter reported that the committee has not met since the last Board meeting and reviewed the timeline for the current grant cycle, including upcoming workshops. Board members were reminded that they are required to help with grant reviews at least once per year.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the February 2, 2021 committee meeting, including conversations about how to be an active partner in Carroll Park opportunities. The CDC operating support awardees will be invited to present at Strategic Planning Committee meetings twice annually moving forward. The next presentation will tentatively be in April for the renewal of Westport CEDC's operating support award for the remainder of year two.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Reuter noted that a walking tour of the Middle Branch waterfront is being scheduled for March 20. Details will be shared with the Board soon.

In response to a question from the Board, Mr. Rogers discussed the process for filling open staff positions.

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:30 pm.

Minutes of the March 17, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership ("SBGP")

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Sandy Brennan; Randy Conroy; Veronica Crosby; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Alvin Lee; Nancy McCole Mead; Councilwoman Phylcia Porter; Kelly Quinn; Bill Reuter; Noah Smock; and Elizabeth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Lauren McDade McLaughlin, Operations Manager; Erica Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Guests in attendance: Liz Cornish; Fredy Diaz, proxy for Debbie Ally-Dickerson; Diante Edwards, proxy for Sandy Brennan; Lisa Hodges; and Robert Idlett, proxy for Councilwoman Phylcia Porter.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP's work and the meeting agenda. Board members and meeting attendees introduced themselves.

Minutes of the February 17, 2021 Board of Directors Meetings

The minutes of the February 17, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Executive Director and Staff Reports

Mr. Rogers provided updates on staffing. Liz Cornish is joining SBGP as the new Enhanced Services Director in April. Ms. Ramirez is starting graduate school in the fall, and SBGP is hiring for a Communications and Outreach Manager.

Mr. Rogers provided Transformational Projects and other updates, including Reimagine Middle Branch and complementary efforts, the Gwynns Falls Trash Wheel, and the Westport waterfront master plan and development.

Ms. Asbell noted upcoming site visits and tours with the CDC operating support awardees. She also provided Community Grants updates, including the Keys to Capacity workshop series, project highlights from the most recent cycle of awards, and interest in the current grant cycle. Following the March 31 application deadline, the grant review process will begin; the Program Committee's review meeting is scheduled for April 18. Ms. Brennan, Councilwoman Porter, Mr. Goldsmith, and Ms. Whitmer volunteered to join the grant review team.

Ms. Ramirez provided communications updates. The deadline for the current grant cycle is March 31 and SBGP is hosting a Q&A open house tomorrow night. The reimaginemb.com site is now live, and community engagement and public input

opportunities will be available soon. SBGP's annual Spring Public Meeting is scheduled for April 14, when SBGP will present the proposed FY22 budget for public comments.

Ms. McDade-McLaughlin is coordinating the walking tour of the Middle Branch waterfront scheduled for March 20.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. There are no ethics trainings scheduled at this time. Financial disclosure filing instructions are expected next week and will be shared with the Board and staff.

Committee and Officer Reports

Communications Committee

Ms. Ally-Dickerson reported that the committee has not met since the last Board meeting. She asked Board members to share the Communications and Outreach Manager job posting.

Finance Committee

Ms. Whitmer reported on the March 8, 2021 Finance Committee meeting and the joint meeting of the Finance, Program, and Strategic Planning Committees. The Finance Committee continues to review SBGP's YTD performance and projections monthly and will begin discussing authorizing additional FY21 spending in April. Ms. Pitkow reviewed the January 2021 financial statements and reports. She also presented and reviewed the draft proposed FY22 financial plan (budget) – including revenues, expenses, and assumptions – and timeline.

The Board unanimously voted to present the proposed FY22 financial plan for public comment at the annual Spring Public Meeting scheduled for April 14, 2021. Any public comments will be shared at the April 21, 2021 Board meeting.

Governance and Nominating Committee

Ms. Porter reported that the committee has not met since the last Board meeting.

Program Committee

Mr. Reuter reported that the committee has not met since the last Board meeting and reviewed the timeline for the grant review process. The Program Committee's grant review meeting is scheduled for April 18, 2021.

Strategic Planning Committee

Mr. Goldsmith reported on the March 2, 2021 committee meeting, including the joint session of the Finance, Program, and Strategic Planning Committees. On behalf of the Strategic Planning Committee, he recommended the Board approve an additional \$1 million allocation of Transformational Projects funds for the Reimagine Middle Branch plan.

Mr. Rogers presented the proposal for the allocation. He discussed the project, progress, and successes to date, including other funding leveraged. He also discussed the proposal in detail, including its strategic value, the definition of success, risks, the timeline and budget, and leverage. With the first phase, the Project Brief, nearly complete, the additional funds would support development of the Master Plan, associated catalyst projects designed to engage communities and provide tangible on-the-ground progress during the planning effort, and the next generation of major implementation projects, so that there is no gap between the design process and the implementation process.

The Board discussed the project and proposal in detail, and unanimously voted to authorize an additional \$1 million allocation for the Reimagine Middle Branch plan.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

Ms. Hodges stated that Mr. Rogers has been a helpful partner in collaborating on the Florence Cummings Park development and with Stonewall Capital regarding the Westport waterfront development. She invited anyone who would like to join for the April 5 tour of Westport.

There were no additional comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:45 pm.

Minutes of the April 14, 2021 Spring Public Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Staff in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Enhanced Services Director; Lauren McDade McLaughlin, Operations Manager; Erica Z. Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Members of the public and others in attendance: Neal Friedlander; Beth Harber; Alvin Lee; Joyce Lombardi; Zeevelle Nottingham-Lemon, Cherry Hill Strong; and Anthony Scott, Southwest Partnership.

Mr. Rogers called the meeting to order at 6:10 pm and presided.

Welcome and Overview

Mr. Rogers welcomed and thanked those present for attending and reviewed the meeting agenda.

SBGP's Work and Programs

Mr. Rogers discussed the history and background of SBGP and SBGP's Strategic Plan and program areas. He reported on SBGP's recent work and performance as well as future plans, and highlighted projects funded by SBGP.

Ms. Asbell provided a presentation on SBGP's Community Grants program. She highlighted projects funded through SBGP's Community Grants program and the impacts of those projects.

Mr. Rogers provided a presentation on SBGP's Enhanced Services and Transformational Projects. He highlighted projects funded through the two programs and the impacts of those projects.

Mr. Rogers and presented and reviewed a chart illustrating SBGP's mobilization of program funds over the last few years.

Proposed FY 2022 Financial Plan (Budget)

Mr. Rogers presented SBGP's proposed FY22 Financial Plan (Budget) compared to the FY20 and FY21 financial plans, including revenues, expenses, and assumptions. Budgeted revenues include a more optimistic but still relatively conservative \$5.76 million from Local Impact Grants and interest income. Mr. Rogers discussed the budgeted program expenses of \$4.94 million and budgeted overhead expenses of \$610,327, which are approximately 89 percent and 11 percent of total expenses, respectively. SBGP has budgeted to reserve a modest \$200,000 (less than five percent of revenues) to protect against future funding fluctuations.

Mr. Rogers also reviewed the budget development and approval timeline. The proposed FY22 budget will also be provided to the Local Development Council for comment and presented to SBGP's Board of Directors for approval at its upcoming meeting scheduled for April 21, 2021. The budget will then be submitted to the Board of Estimates for approval by April 30, 2021.

Public Comments

Mr. Rogers invited members of the public and other meeting attendees to provide any additional comments and questions, to which he responded:

- Zeevelle Nottingham-Lemon asked for clarification on the public comment timeline. Mr. Rogers explained that the current meeting is the designated time for public comments but invited any additional comments prior to the April 21 Board meeting.
- Joyce Lombardi thanked SBGP for its work in Federal Hill and asked for more information about that work. Mr. Rogers discussed SBGP's standing commitment to Federal Hill Main Street, the Design for Distancing project, and other projects. He invited Ms. Lombardi to reach out for more information.

There were no further comments or questions. Meeting attendees were invited to contact SBGP staff with any additional comments or questions.

Adjournment

There being no further business, comments or questions, the meeting was adjourned at 6:55 pm.

Minutes of the April 21, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership ("SBGP")

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Sandy Brennan; Randy Conroy; Veronica Crosby; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Robert Idlett, proxy for Councilwoman Phylcia Porter; Jayne Jenkins, proxy for Michael Tyson; Alvin Lee; Nancy McCole Mead; Kelly Quinn; Bill Reuter; Sophia Silbergeld; Noah Smock; and Elizabeth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Enhanced Services Director; Lauren McDade McLaughlin, Operations Manager; Erica Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Guests in attendance: Keisha Allen; James Alston; Y'landa Burch, proxy for Veronica Crosby; Pamela Bishop; Kellie Carrington; Diante Edwards, proxy for Sandy Brennan; Adam Genn, Weller Development; Lisa Hodges; Pamela Oliver; and Andre Samuel.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP's work and the meeting agenda. Board members and meeting attendees introduced themselves.

Minutes of the March 17, 2021 Board of Directors Meetings

The minutes of the March 17, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Update on Port Covington Development

Adam Genn of Weller Development provided an update on the Port Covington development, including projects completed and underway, investment to date, transportation assets, the community benefits agreement, the MOU with the City, and future plans. He responded to questions from Board members regarding coordination with the Middle Branch planning effort and transportation. Weller is investing its own design funds into Ridgely's Cove and the Swing Bridge connection between Port Covington and Westport. Weller intends to bring back the MTA 71 bus route that has been diverted during construction and add a new bus route as well. They are advocating for the extension of the Charm City Circulator through most of the SB6 neighborhoods.

Executive Director and Staff Reports

Mr. Rogers provided updates on staffing – SBGP is interviewing for a Communications and Outreach Manager position – and SBGP's program work, including Reimagine Middle Branch.

Ms. Cornish provided an update on Enhanced Services, including projects in development for which SBGP is currently contracting. She also discussed SBGP's Enhanced Services strategy and goals. She noted that BCRP is hosting a virtual Carroll Park Visioning Session on April 28, 2021, and Mr. Goldsmith invited her to join the next Strategic Planning Committee to discuss Carroll Park.

Ms. Asbell conducted training on unconscious bias, including what unconscious bias is and steps to mitigate unconscious bias and promote equity. She also discussed SBGP's disclosure and recusal process. The training was an abbreviated version of the one completed by grant application reviewers. The next full training will be conducted in June 2021 leading up to the next Community Grants cycle.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. Financial disclosure filing instructions and reminders will continue to be

provided to those who still need to complete their filing. The filing deadline is April 30, 2021.

Committee and Officer Reports

Communications Committee

Ms. Ally-Dickerson reported that the committee has not met since the last Board meeting.

Finance Committee

Ms. Whitmer reported on the April 20, 2021 Finance Committee meeting. Ms. Pitkow reviewed the February 2021 financial statements and reports.

Ms. Whitmer and Mr. Rogers provided an update on FY21 financial planning, YTD performance, and revenue projections. Revenue has exceeded what was included in the COVID-19 spending plan and the additional FY21 spending authorization of \$1.8 million approved by the Board in February 2021. At that time, the Board agreed to revisit authorizing additional spending in April 2021. Therefore, the Finance Committee recommends the Board authorize spending an additional \$5.8 million, including additional FY21 revenues and pre-existing funds that had previously been set aside to respond to COVID-19 if needed. Mr. Rogers provided an overview of the proposed uses of the additional funds and explained the general development, review, approval, and oversight processes for projects in each program area.

The Board discussed the additional allocation, proposed uses of funds, and review and oversight process in detail. The Board also discussed the importance of helping address community needs and acknowledged comments on the subject from other meeting attendees in the meeting chat.

The Board unanimously approved the Finance Committee recommendation and authorized spending an additional \$5.8 million. The proposed uses of the funds will be reviewed in more detail at a series of joint meetings of the Finance, Program and Strategic Planning Committees.

The Finance Committee also recommends the Board approve the proposed FY22 Financial Plan (Budget). Ms. Pitkow presented SBGP's proposed FY22 budget compared to the FY20 and FY21 budgets, including revenues, expenses, and assumptions. Budgeted revenues include a more optimistic but still relatively conservative \$5.76 million from Local Impact Grants and interest income. Ms. Pitkow discussed the budgeted program expenses of \$4.94 million and budgeted overhead expenses of \$610,327, which are approximately 89 percent and 11 percent of total expenses, respectively. SBGP has budgeted to reserve a modest \$200,000 (less than five percent of revenues) to protect against future funding fluctuations. Ms. Pitkow reviewed the budget development and approval timeline. The FY22 budget was also

presented at SBGP's annual Spring Public Meeting on April 14, 2021 and provided to the Local Development Council for comment. There were no specific public comments on the budget at the Spring Public Meeting.

The Board discussed the budgets in detail and unanimously voted to approve the proposed FY22 budget. The FY22 budget will be submitted to the Board of Estimates for approval by April 30, 2021.

Governance and Nominating Committee

Ms. Pitkow reported that the committee has not met since the last Board meeting, however, it is the time of year when the committee determines whether a Board application cycle is needed. All Board-appointed seats are currently full, so SBGP is not planning on holding a Board application cycle this year unless any Board-appointed member/s informs SBGP that they are planning to step down from the Board at the end of the year.

Program Committee

Mr. Reuter and Ms. Asbell reported on the April 18, 2021 Program Committee meeting and the grant application review process. On behalf of the committee, Ms. Asbell presented and reviewed the portfolio of grant awards recommended for Board approval. Of a total of 26 applications requesting \$1,080,357, the Board was asked to approve awards for 20 grants ranging from \$5,000 to \$60,000 and totaling \$600,000. Ms. Asbell and Mr. Reuter also reviewed and discussed the applications that were not awarded funding.

The recommended portfolio of grant awards (attached) was unanimously approved by the Board.

Ms. Asbell, Mr. Reuter, the Program Committee, and the review team were thanked for their work. Ms. Asbell invited any feedback on the process from the review team and Board.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the April 6, 2021 committee meeting; the April 5, 2021 tour of Westport with the Westport CEDC; and the semi-annual review of the CDC operating award to the Westport CEDC. Mr. Rogers provided updates on the Westport CEDC's real estate development, master planning process, staffing and Board, and other activities. He also reported on the committee's assessment of the Westport CEDC's progress and strategy, including feedback and suggestions that the Westport CEDC consider focusing on their top priorities and quickly bringing on additional program staff. The committee recommends the Board approve the renewal of funding for the CDC operating award through the end of year two and then resume the normal annual review cycle.

Ms. Hodges was invited to provide comments. She updated the Board on how the Westport CEDC is addressing some of the feedback and suggestions, including an application to fund a real estate development staff position. She thanked the Board and staff members that participated in the tour and invited SBGP on a second tour of the areas outside of the main Westport commercial corridor. She commented on the positive working relationship between SBGP and Westport CEDC on the CDC operating award and other efforts.

The Board unanimously voted to approve the renewal of funding for the CDC operating award to the Westport CEDC through the end of year two and then resume the normal annual review cycle.

Secretary

Mr. Washington stated that there was no business to report to his knowledge.

Public Comments

Ms. Hodges commented that funding from the SB7 community benefits agreement is limited and that projected funding has changed as the Port Covington development plans have changed. She also shared that the Westport CEDC applied for a Community Catalyst Grant for the project SBGP voted to award a Community Grant at this meeting, however, they were not awarded a Community Catalyst Grant since it was eligible for SBGP funding. Ms. Hodges thanked SBGP for the Community Grant award and invited SBGP on a second tour of the areas outside of the main Westport commercial corridor.

Mr. Edwards thanked SBGP for the Community Grant award for the Citizens of Pigtown, noting that it will have a significant impact.

There were no additional comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 8:25 pm.

Minutes of the May 19, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership ("SBGP")

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Sandy Brennan; Y'landa Burch, proxy for Veronica Crosby; Scott Davis; Fredy Diaz, proxy for Debbie Ally-Dickerson; Quincy Goldsmith; Robert Idlett, proxy for Councilwoman Phylicia Porter; Jayne Jenkins, proxy for Michael Tyson; Kelly Quinn; Bill Reuter; Noah Smock; and Tom Yorke, proxy for Randy Conroy. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Enhanced Services Director; Lauren McDade McLaughlin, Operations Manager; Erica Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Guests in attendance: Diante Edwards, proxy for Sandy Brennan; Kevin Hayes and Sebastian Seydi, Office of Councilman Eric Costello; Lisa Hodges-Hiken, Westport CEDC; and Chris Firehock.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP's work and the meeting agenda. Board members and meeting attendees introduced themselves.

Minutes of the April 21, 2021 Board of Directors Meeting

The minutes of the April 21, 2021 Board of Directors meeting were presented and unanimously approved by the Board. The minutes of the April 14, 2021 Annual Spring Public Meeting were also distributed to the Board.

Executive Director and Staff Reports

Mr. Rogers discussed SBGP's strategy for navigating the pandemic over the past 14 months, including protecting SBGP's core priorities and organizational capacity while also responding to community needs resulting from the pandemic. Mr. Rogers provided updates on SBGP's program work, including Transformational Projects. The contract with James Corner Field Operations for the Middle Branch Master Plan has been submitted to the Board of Estimates for approval, and SBGP continues to pursue additional funding for the planning effort. SBGP also continues exploring opportunities in the Carroll Park area as well as developing a proposal for a multi-million-dollar Capital Fund to support investment in the District and dovetail with the CDC Operating Support Fund.

Mr. Rogers provided a staffing update: the new Communications and Outreach Manager will be starting in June.

Ms. Ramirez provided a communications update. The next grant cycle opens July 1 with information sessions and a drop-in clinic scheduled over the summer leading up to the August 31 application deadline.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance.

Committee and Officer Reports

Communications Committee

Ms. Pitkow reported on the April 22, 2021 Communications Committee meeting. The new Communications and Outreach Manager will be introduced to the committee as part of their onboarding once they start.

Finance Committee

Ms. Pitkow reported on the May 10, 2021 Finance Committee meeting and reviewed the March 2021 financial statements and reports.

Governance and Nominating Committee

Ms. Pitkow reported that the committee has not met since the last Board meeting. SBGP is not planning to hold a Board application cycle this year, since all Board-appointed seats are currently full, and no Board-appointed members are planning to step down from the Board at the end of the year.

Program Committee

Mr. Reuter and Ms. Cornish reported on the May 13, 2021 joint Program Committee meeting with the Finance and Strategic Planning Committees and the proposed plan for programming the additional funds authorized at the February and April Board meetings. Ms. Cornish reviewed the general development and review process as well as proposed uses of the funds. An updated plan will be reviewed at the next meeting on June 7, 2021.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the May 4, 2021 Strategic Planning Committee meeting. The committee met with CapEx Advisory Group regarding a proposal to help SBGP develop a Capital Fund proposal for consideration. The committee also discussed continuing to explore opportunities in the Carroll Park area.

Secretary

Mr. Washington stated that there was no business to report to his knowledge.

Public Comments

Ms. Hodges-Hiken commented on her and Westport CEDCs continued collaboration with Mr. Rogers and SBGP on initiatives in Westport, including Florence Cummins Park, addressing vacant properties, and the waterfront development. She looks forward to a continued partnership.

There were no additional comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:10 pm.

Minutes of the June 16, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Councilman Eric Costello; Veronica Crosby; Quincy Goldsmith; Pastor Alvin Gwynn; Jayne Jenkins, proxy for Michael Tyson; Alvin Lee; Councilwoman Phylcia Porter; Jeffrey Ratnow; Bill Reuter; and Noah Smock. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Enhanced Services Director; Colline Emmanuelle, Communications and Outreach Manager; Erica Pitkow, Operations Director (recording minutes); and Marissa Ramirez, Communications and Outreach Specialist. Guests in attendance: Fredy Diaz; Chris Firehock; Neal Friedlander; and Lisa Hodges-Hiken, Westport CEDC.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda. Board members and meeting attendees introduced themselves.

Minutes of the May 19, 2021 Board of Directors Meeting

The minutes of the May 19, 2021 Board of Directors meeting were presented and approved by the Board. Mr. Ratnow abstained from voting since he is new to the Board.

Executive Director and Staff Reports

Mr. Rogers provided staffing updates. SBGP's new Communications and Outreach Manager, Colline Emmanuelle, introduced herself. Marissa Ramirez's last day is July 2, 2021; she was thanked for her service to SBGP and the community. Erica Pitkow is being promoted to Deputy Director effective July 1, 2021.

Mr. Rogers provided updates on SBGP's program work. The contract with James Corner Field Operations for the Middle Branch Master Plan was approved by the Board of Estimates, and the Middle Branch Fellowship kicked off last week. A ribbon-cutting was held for Gwynnda the Good Wheel of the West. A second joint meeting of the Program, Finance and Strategic Planning Committees was held on June 7, 2021 to review the updated plan for programming the additional funds authorized at the February and April Board meetings. The staff is implementing that plan and will continue to do so in FY22. A public announcement will be held later this summer.

Ms. Asbell provided updates on Community Grants, including highlights of several grant projects. Ms. Asbell is working to schedule grantee site visits later this summer. SBGP is working with Business Volunteers Maryland on a proposal for Keys to Capacity workshops in FY22. The schedule of upcoming Program Committee meetings, including the next grant review meeting, was reviewed.

Ms. Ramirez provided a communications update. The next grant cycle opens July 1 with information sessions and a drop-in clinic scheduled over the summer leading up to the August 31 application deadline. In addition, the 5th Annual Cherry Hill Arts & Music Waterfront Festival is being held virtually on July 4, 2021. Board members were invited to a press conference promoting the event with the Youth Resiliency Institute and Councilwoman Porter on June 29, 2021. Board members were also invited to a hard hat tour of the Middle Branch Fitness and Wellness Center on June 30, 2021.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. Since Board member Michael Tyson's financial disclosure statement filing is more than 30 days late (the deadline was April 30), the Ethics Board referred the matter to the Office of the Inspector General for investigation. Staff is working with the Governance and Nominating Committee and the Speaker of the Maryland House of Delegates (who appointed Mr. Tyson) and plans to either have the matter resolved by or propose a resolution at the July 21, 2021 Board meeting.

Committee and Officer Reports

Communications Committee

Ms. Ally-Dickerson reported that the Communications Committee has not met since the last Board meeting. She thanked Ms. Ramirez for her service and welcomed Ms. Emmanuelle.

Finance Committee

Ms. Pitkow reported that the Finance Committee has not met since the last Board meeting and reviewed the April 2021 financial statements and reports.

Governance and Nominating Committee

Ms. Porter reported that the Governance and Nominating Committee has not met since the last Board meeting. An update on the ethics compliance matter is expected next month.

Program Committee

Mr. Reuter reported on the June 7, 2021 joint Program Committee meeting with the Finance and Strategic Planning Committees. He reminded the Board of the upcoming grant cycle dates and requested volunteers to help with the grant review process.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the June 1, 2021 Strategic Planning Committee meeting. The committee expects to provide updates and make recommendations on the annual renewals of the CDC operating grants to Cherry Hill Development Corporation and Southwest Partnership at the next meeting.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:00 pm.

Minutes of the July 21, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Sandy Brennan; Randy Conroy; Scott Davis; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Jayne Jenkins, proxy for Michael Tyson; Alvin Lee; Nancy Mead; Councilwoman Phylcia Porter; Kelly Quinn; Jeffrey Ratnow; Bill Reuter; Noah Smock; and Beth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Colline Emmanuelle, Communications and Outreach Manager; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes). Guests in attendance: Fredy Diaz, proxy for Debbie Ally-Dickerson.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda.

Minutes of the June 16, 2021 Board of Directors Meeting

The minutes of the June 16, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Executive Director and Staff Reports

Mr. Rogers provided updates on SBGP’s program work. Transformational Projects updates covered Reimagine Middle Branch and the Middle Branch Fellowship. SBGP received a pre-award letter for the \$32 million FEMA BRIC grant. DNR awarded \$3.5 million to partner GreenTrust Alliance, and an additional \$5.1 million pledge by DPW is pending. Enhanced Services updates covered the recent Cherry Hill Arts & Music Waterfront Festival, youth sports, the recent tour of the Cherry Hill Fitness and Wellness Center, and small improvements to the Riverside Park Pavilion and Solo Gibbs Park.

Mr. Rogers presented resolutions authorizing the acceptance of a \$15,000 technical assistance grant award from the Maryland Department of Housing and Community Development for Middle Branch planning consulting by the Parks and People Foundation. A Board resolution is required to accept the funds, and the template

resolution assumes that the recipient is a 501(c)3 corporation with Articles of Incorporation. SBGP has asked for permission to make minor edits to the resolution to reflect that we are a public entity, but we have not yet received a response. Mr. Rogers therefore requested the Board approve the original resolution, acknowledging that there are minor errors in it; approve the edited resolution, including factual corrections to reflect SBGP's legal status; and authorize staff to fill in any blanks and the Secretary to sign the resolution. The resolutions were unanimously approved by the Board.

Ms. Emmanuelle provided a communications update, including highlights from yesterday's press conference announcing \$6 million of improvements in parks. The current grant cycle opened July 1 with information sessions and a drop-in clinic scheduled over the summer leading up to the August 31 application deadline.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. An update on and proposed resolution of Board member Michael Tyson's past due financial disclosure statement filing will be presented during the Governance and Nominating Committee report.

Ms. Pitkow requested feedback about possibly moving some Board meetings to in-person this fall.

Committee and Officer Reports

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the July 6, 2021 Strategic Planning Committee meeting. Mr. Rogers provided updates on projects in development, including the Capital Fund proposal by CapEx Advisory Group. In addition, a new commission is working to reestablish the Mount Clare Mansion with a focus on Black Ingenuity and the contributions of the enslaved at Mount Clare. Councilwoman Porter expressed her sort of the initiative, and Mr. Rogers shared updates on other efforts in the surrounding community.

Mr. Rogers provided an update on the second annual review of the CDC operating award to Southwest Partnership in partnership with Pigtown Main Street, which is up for renewal for the third and final year of the award. He discussed ongoing project monitoring and evaluation; meetings with the awardee, including a walking tour and site visit; and an extensive analysis of the recent press coverage of the grantee (to the best of SBGP's knowledge, the grantee did nothing wrong). The committee has determined the grantee is making progress in good faith, funds are being spent in accordance with the grant agreement, and it is appropriate to make modest changes to the goals reflecting changing circumstances over the past two years. The committee recommends continuing funding for the third and final year.

The Board discussed the press coverage of the grantee, the City tax sale process, and issues related to vacant properties. The Board also discussed the end of the CDC operating awards next year and considering whether to continue the CDC operating support fund and any changes.

The Board unanimously approved the continuation of funding for the CDC operating award to Southwest Partnership in partnership with Pigtown Main Street for the third and final year.

The committee expects to provide an update and make a recommendation on the annual renewal of the CDC operating grant to Cherry Hill Development Corporation at the August Board meeting.

Governance and Nominating Committee

Councilwoman Porter reported that the Governance and Nominating Committee has not met since the last Board meeting. Councilwoman Porter and Ms. Pitkow provided an update on and proposed resolution for the ethics compliance matter mentioned earlier. Since Board member Michael Tyson's financial disclosure statement filing was more than 30 days late (the deadline was April 30), the Ethics Board referred the matter to the Office of the Inspector General (OIG) for investigation. SBGP staff asked Michael Tyson to either complete the filing or resign from the Board. He has not responded to those requests and has not attended a meeting in over a year. SBGP staff also asked the MD House Speaker (who appointed Mr. Tyson) to appoint a replacement Board member. SBGP suggested his proxy, Jayne Jenkins, also from Mount Winans, and the MD House Speaker's liaison has spoken with Ms. Jenkins and is working on this. Meanwhile, SBGP wants to resolve this as quickly as possible to avoid further issues with the OIG. It was therefore recommended that the Board vote to remove Michael Tyson from the Board without cause. This would create a vacancy on the Board, which his proxy, Jayne Jenkins, would fill until a new appointment is received from the MD House Speaker. (Again, SBGP suggested they appoint Jayne Jenkins and they have spoken with her about this.) Mr. Tyson and the MD House Speaker were notified that the Board would be considering Mr. Tyson's removal at this Board meeting and invited to appear and speak.

The Board discussed the matter, including whether to remove Mr. Tyson with or without cause. Councilwoman Porter noted that she also reached out to Mr. Tyson, and Ms. Jenkins indicated that she spoke with Mr. Tyson and personal matters are preventing him from meeting Board expectations and requirements. Mr. Lee suggested the Board consider giving Mr. Tyson another opportunity to resign; however, other Board members disagreed with doing so since Mr. Tyson has been given ample reminders and opportunities to resolve the matter.

The Board unanimously voted to remove Michael Tyson from the SBGP Board with cause for not fulfilling Board requirements.

Finance Committee

Ms. Whitmer reported on the July 12, 2021 Finance Committee meeting. SBGP continues to implement and complete projects and receive higher revenues than planned. The Finance Committee is therefore planning to consider formally allocating additional FY22 funds in a few months and recommends SBGP award approximately \$500,000 during the current grant cycle meanwhile rather than the approximately \$450,000 originally planned.

Ms. Pitkow reviewed the May 2021 financial statements and reports.

Program Committee

Mr. Reuter reported on the July 5, 2021 Program Committee meeting. He reminded the Board of the upcoming grant cycle dates and requested volunteers to help with the grant review process.

Communications Committee

Ms. Ally-Dickerson reported that the Communications Committee has not met since the last Board meeting. A committee meeting is in the process of being scheduled.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

There were no comments or questions from members of the public or other meeting attendees. However, Mr. Rogers shared comments that Lisa Hodges, Executive Director of the Westport CEDC, provided by email. She thanked SBGP for the opportunity to participate in the parks press conference as well as for investing in Florence Cummins Park, which will be transformational for the neighborhoods of Westport and Mount Winans. Westport CEDC looks forward to continuing to partner on the implementation.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings, including the rescheduled September 2021 meeting.

Councilwoman Porter thanked Mr. Rogers and the staff for SBGP's partnership with BCRP to fund District communities. Mr. Rogers thanked the Board, committees, and staff for their work getting funding programmed.

Mr. Washington remarked on the progress on the Middle Branch Fitness and Wellness Center, BRIC grant, and parks investments, highlighting the importance of SBGP and years of hard work.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:35 pm.

Minutes of the August 18, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Councilwoman Phylicia Porter, Vice Chair; Sandy Brennan; Randy Conroy; Veronica Crosby; Fredy Diaz, proxy for Debbie Ally-Dickerson; Neal Friedlander, proxy for Councilman Eric Costello; Pastor Alvin Gwynn; Jayne Jenkins; Nancy Mead; Kelly Quinn; Bill Reuter; Noah Smock; and Beth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Liz Cornish, Enhanced Services Director; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes). Guests in attendance: Dan Martin and Derrell Frazier, Mental Health Association of Maryland; Lisa Hodges-Hiken, Westport CEDC; Sebastien Seydi, Office of Councilman Eric Costello; Y'landa Burch, proxy for Veronica Crosby; Floyd Dean, proxy for Jayne Jenkins; and Robert Idlett, proxy for Councilwoman Phylicia Porter.

Councilwoman Porter called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Councilwoman Porter reviewed highlights of SBGP's work and the meeting agenda. Meeting attendees introduced themselves.

Minutes of the July 21, 2021 Board of Directors Meeting

The minutes of the July 21, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Mental Health Association of Maryland

Mr. Martin and Mr. Frazier introduced themselves and the Mental Health Association of Maryland (MHAMD). They discussed MHAMD's work and asked for input about how mental health, behavioral health, and related issues impact SBGP's community. Comments addressed youth programming, training and resources for out of school

time programs, the school to prison pipeline, housing and homelessness, trauma-informed and mental health support, mental health first aid, and advocating for all levels of government funding for mental health services.

Executive Director and Staff Reports

Mr. Rogers provided updates on SBGP's program work and Transformational Projects. Reimagine Middle Branch updates covered the Middle Branch Fellows, a community aquaculture program under development, Splash!, and fundraising. He also discussed the Capital Fund proposal under development with CapEx Advisory Group. A working meeting with the Strategic Planning and Finance Committees is scheduled for September 7, 2021.

Ms. Pitkow provided communications updates on Reimagine Middle Branch, the SBGP website, and SBGP's new LinkedIn page. Mr. Rogers will be on 'On the Record' with Sheilah Kast on WYPR tomorrow. The final Community Grants drop-in clinic is coming up leading up to the August 31, 2021 application deadline, and the next series of Keys to Capacity workshops has launched.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance.

Committee and Officer Reports

Strategic Planning Committee

Mr. Rogers reported on the August 2, 2021 Strategic Planning Committee meeting and provided an update on the second annual review of the CDC operating award to the Cherry Hill Development Corporation, which is up for renewal for the third and final year of the award. He discussed ongoing project monitoring and evaluation and meetings with the awardee, including a walking tour and site visit that was cancelled twice due to weather but is being rescheduled. The committee has determined that the awardee is making progress in good faith and funds are being spent in accordance with the grant agreement. The committee recommends continuing funding for the third and final year.

The Board unanimously approved the continuation of funding for the CDC operating award to the Cherry Hill Development Corporation for the third and final year.

Mr. Rogers stated that SBGP plans to evaluate the CDC operating award program and determine next steps. The Strategic Planning Committee will begin discussing the matter in the coming months with the goal of the Board making a decision about the program's future by the end of the year.

Finance Committee

Ms. Whitmer reported on the August 9, 2021 Finance Committee meeting. Ms. Pitkow reviewed the June 2021 financial statements and reports as well as the FY21 additional excess revenue and rollover. The Board authorized additional FY21 spending in February and April, and SBGP has programmed all of those funds. However, FY21 projections were still somewhat conservative so that SBGP did not accidentally overcommit funding and since overhead and indirect program expenses were under budget for FY21. Therefore, SBGP had an additional \$411,426 to program/spend in FY22 as of the end of FY21. The Finance Committee is in agreement with the staff's proposal to use those funds for Community Grants, Enhanced Services, indirect program expenses, marketing and communications, and staff salaries and benefits. The proposal was reviewed in detail and accepted by the Board.

Program Committee

Mr. Reuter reported that the Program Committee has not met since the last Board meeting. He reminded the Board of the upcoming grant cycle dates and requested volunteers to help with the grant review process.

Communications Committee

Ms. Pitkow reported on the August 12, 2021 Communications Committee meeting, including website and social media analytics, website updates and plans, project communications and outreach, recent media coverage, and SBGP's PR contact list and social media policy. SBGP's crisis communications plan is being finalized and then a Board training will be conducted.

Governance and Nominating Committee

Councilwoman Porter reported that the Governance and Nominating Committee has not met since the last Board meeting.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

Ms. Hodges-Hiken discussed the Maglev project in detail, including concerns about the potential impact on the Westport neighborhood and about the project in general as well as the neighborhood's opposition to the project.

There were no additional comments or questions from members of the public or other meeting attendees.

Other Business

Councilwoman Porter reviewed the schedule of upcoming meetings, including the rescheduled September 2021 meeting. Ms. Mead requested that the September 2021 meeting agenda include an update on Enhanced Services and the recently announced parks investments.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:15 pm.

Minutes of the September 22, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Randy Conroy; Veronica Crosby; Scott Davis; Diante Edwards, proxy for Sandy Brennan; Jasmine Esteve; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Pastor Alvin Gwynn; Robert Idlett, proxy for Councilwoman Phylcia Porter; Jayne Jenkins; Alvin Lee; Rev. Willie Pack; Kelly Quinn; Bill Reuter; and Noah Smock. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Enhanced Services Director; Colline Emmanuelle, Communications and Outreach Manager; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes). Guest in attendance: Stephen Mackall, SB & Company; Y’landa Burch, proxy for Veronica Crosby; Fredy Diaz, proxy for Debbie Ally-Dickerson; and Chris Firehock, proxy for Bill Reuter.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda.

Minutes of the August 18, 2021 Board of Directors Meeting

The minutes of the August 18, 2021 Board of Directors meeting were presented and approved by the Board. Mr. Washington abstained since he was not in attendance at the meeting.

Report of Independent Public Accountants for the Year Ended June 30, 2021

Mr. Mackall, the audit engagement manager from SB & Company, presented and reviewed the audit results, Financial Statements Together with Report of Independent Public Accountant for the Year Ended June 30, 2021, and required communications. SB & Company issued an unmodified (clean) opinion on the financial statements, did not discover any instances of fraud or material weakness in internal controls, received full cooperation from management, and assessed the control environment to be effective in all areas (the highest rating).

In response to a question, Mr. Mackall stated that there were no recommendations or areas identified for potential improvements. Mr. Conroy stated that the Finance Committee had a more in-depth conversation with Mr. Mackall and Ms. Gray, the audit engagement partner, and is very pleased with the audit results.

The Board accepted the FY21 audit report.

Executive Director and Staff Reports

Mr. Rogers provided updates on SBGP's program work and Transformational Projects, including progress on Reimagine Middle Branch. SBGP expects to hear whether it has been awarded a \$32 million FEMA BRIC grant in November 2021 and plans to request the authorization of additional funding for Reimagine Middle Branch soon. Staff is developing an analysis and proposal on the future of the CDC operating support fund for review and discussion with the Strategic Planning Committee. Following the September 7, 2021 Strategic Planning Committee meeting, CapEx Advisory Group is developing a Capital Fund proposal for review and discussion as well.

Ms. Cornish provided updates on Enhanced Services, including the \$6 million of parks investments and other projects. She reviewed the funding, timelines, and scopes of improvements for the Riverside Park gazebo, Florence Cummins Park, Solo Gibbs Park, and the Carroll Park Recreation Center. She also discussed waste management, BCRP outdoor recreation, the BGE field at the Middle Branch Fitness and Wellness Center, the Mount Clare at Carroll Park Commission, and an accessible kayak launch.

Ms. Emmanuelle provided communications updates on Keys to Capacity, the Reimagine Middle Branch community survey and Splash! event, the Mount Clare at Carroll Park Commission's Journey to Jubilee event, and the upcoming ribbon-cutting for the BGE field at the Middle Branch Fitness and Wellness Center scheduled for November 10, 2021. She also conducted a training on SBGP's recently developed Crisis Communications Plan and requested invitations to community association meetings and neighborhood events from Board members.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance.

Committee and Officer Reports

Program Committee

Mr. Reuter and Ms. Asbell reported on the August 30, 2021 and September 18, 2021 Program Committee meetings and the grant application review process. On behalf of the committee, Ms. Asbell presented and reviewed the portfolio of grant awards recommended for Board approval. Of a total of 20 applications requesting \$1,119,373, the Board was asked to approve awards for 13 grants ranging from \$5,000 to \$100,000 and totaling \$550,500. Ms. Asbell and Mr. Reuter also reviewed and discussed the geographic distribution of the awards and the applications that were not awarded funding.

The Board had an in-depth discussion of the decline in small grant applications, the geographic distribution of the awards, and the review and selection process, including equity considerations. SBGP received few applications serving the western sector, will provide feedback to applicants not awarded funding, and will work to solicit more applications serving the western sector in the future. The Program Committee will monitor trends in applications and consider any changes as appropriate.

The recommended portfolio of grant awards (attached) was approved by the Board. Mr. Washington recused himself from voting.

Ms. Asbell, Mr. Reuter, the Program Committee, and the review team were thanked for their work.

Finance Committee

Ms. Pitkow reported on the September 13, 2021 Finance Committee meeting and reviewed the July 2021 financial statements and reports.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the September 7, 2021 Strategic Planning Committee meeting, which the Finance and Program Committees were also invited to attend. CapEx Advisory Group facilitated the meeting and solicited input into the development of a proposal for a Capital Fund, which will be reviewed and discussed at a future meeting. The Strategic Planning Committee also conducted a CDC operating award site visit with the Cherry Hill Development Corporation. The Strategic Planning Committee will be considering the future of the CDC operating fund and additional funding for Reimagine Middle Branch at upcoming meetings.

Communications Committee

Ms. Ally-Dickerson reported that the Communications Committee has not met since the last Board meeting.

Governance and Nominating Committee

Mr. Washington reported that the Governance and Nominating Committee has not met since the last Board meeting.

Secretary

Ms. Esteve stated that there was no business to report.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings, including the remaining schedule of 2021 Board meetings and the new schedule of 2022 Board and committee meetings. SBGP will continue considering whether to hold meetings in-person and if so how to accommodate virtual participation.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:55 pm.

Minutes of the October 20, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Debbie Ally-Dickerson; Sandy Brennan; Veronica Crosby; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Nancy Mead; Councilwoman Phylicia Porter; Jayne Jenkins; Kelly Quinn; Bill Reuter; Noah Smock; and Beth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Colline Emmanuelle, Communications and Outreach Manager; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes). Guests in attendance: Diante Edwards, proxy for Sandy Brennan; Chris Firehock, proxy for Bill Reuter; Dale Green; and Robert Idlett, proxy for Councilwoman Phylicia Porter.

Mr. Washington called the meeting to order at 6:05 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP's work and the meeting agenda. SBGP will consider how to hold hybrid Board meetings that accommodate high-quality virtual participation.

Minutes of the September 22, 2021 Board of Directors Meeting

The minutes of the September 22, 2021 Board of Directors meeting were presented and unanimously approved by the Board.

Baltimore's Mount Clare at Carroll Park Commission

Dale Green, founding co-chair of Baltimore's Mount Clare at Carroll Park Commission and Professor of Architecture and Historic Preservation at Morgan State University, presented on the Commission's mission, strategic goals, work, and plans. SBGP is providing start-up funding for the Commission, which is working to reorient the mission of Mount Clare, a historic plantation located in Carroll Park, with a focus on Black ingenuity and the contributions of the enslaved at Mount Clare to create the first center for African American Colonial History in the United States. The Commission began holding strategic planning meetings and hosted its inaugural event, "Journey to Jubilee," a reclaiming ceremony, in August 2021. Mr. Green discussed the historic and cultural significance of the site as well as coordination with other nearby sites and partners, including political leaders, scholars, racial equity leaders, and community stakeholders.

In response to questions from the Board, Mr. Green discussed the international, national, and local import of the site and related opportunities, including generating income to benefit the community.

Executive Director and Staff Reports

Mr. Rogers provided updates on SBGP's program work and Transformational Projects, including progress on Reimagine Middle Branch.

Ms. Asbell provided updates on Community Grants, including the statuses of and highlights from past grant cycles, the developing capacity of grantees, and outreach efforts. She also reviewed an analysis of grant applications and awards as well as the timeline for the upcoming Winter 2022 grant cycle and other important dates.

Ms. Emmanuelle provided communications updates on Keys to Capacity, the Reimagine Middle Branch community survey responses, the November 5 Board and staff visit to Mount Clare Mansion and the Carroll Park Recreation Center, and the

November 10 ribbon cutting program and ceremony for the BGE Field Presented by Kelly at Reedbird Park.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance. She also discussed considerations related to holding hybrid Board meetings. She will send out a survey to collect Board feedback on the matter.

Committee and Officer Reports

Governance and Nominating Committee

Ms. Porter reported that the Governance and Nominating Committee has not met since the last Board meeting. However, in accordance with the bylaws, the Board shall select from among its members individuals to serve as Vice Chair, Treasurer, and Secretary during the final meeting of each calendar year. Ms. Porter, Ms. Whitmer, and Ms. Esteve are interested in continuing to serve as Vice Chair, Treasurer, and Secretary, respectively.

The Board unanimously voted to select Ms. Porter, Ms. Whitmer, and Ms. Esteve to serve as Vice Chair, Treasurer, and Secretary, respectively.

Strategic Planning Committee

Mr. Goldsmith and Mr. Rogers reported on the October 5, 2021 Strategic Planning Committee meeting.

They reported on the process and timeline to update the SBGP Strategic Plan and recommended the Board vote to extend the Strategic Plan update deadline from December 31, 2021 to March 1, 2022. The committee will propose edits and updates for a Board vote. In the interim, the committee will provide updates to the Board and committee meetings are open to all Board members.

The Board unanimously voted to extend the Strategic Plan update deadline from December 31, 2021 to March 1, 2022.

Mr. Rogers provided an update on the second annual review of the CDC operating award to the Westport CEDC, which is up for renewal for the third and final year of the award. He discussed ongoing project monitoring and evaluation. The committee has determined that the awardee is making progress in good faith and funds are being spent in accordance with the grant agreement. The committee recommends continuing funding for the third and final year.

The Board unanimously approved the continuation of funding for the CDC operating award to the Westport CEDC for the third and final year.

Mr. Rogers also provided an update on the planning process for the future of the CDC operating support fund. He discussed what has been achieved over the life of the program to date as well as challenges. The committee plans to make a recommendation about the future of the program to the Board in the next few months so the awardees can be given advance notice of what to expect regarding the program's future.

Mr. Rogers noted that staff is preparing a proposal for the committee to consider the next round of Reimagine Middle Branch funding.

Finance Committee

Ms. Whitmer and Ms. Pitkow reported on the October 12, 2021 Finance Committee meeting and reviewed the August 2021 financial statements and reports. SBGP is planning to reforecast for FY22 before the Winter 2022 grant cycle so any additional Community Grants funds can be awarded as part of that cycle.

Program Committee

Mr. Reuter and Ms. Asbell reported on the October 4, 2021 Program Committee meeting.

Communications Committee

Ms. Ally-Dickerson reported that the Communications Committee has not met since the last Board meeting and has no business to report.

Secretary

Mr. Washington stated that there was no business to report to his knowledge.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings, including remaining 2021 Board meetings and 2022 Board and committee meetings.

In response to a request, Mr. Rogers provided an update on Enhanced Services. The ribbon cutting for the first multi-purpose field in partnership with the Ripken Foundation is scheduled for November 10 and the location for the next field is being identified. SBGP is drafting an RFP for the Carroll Park Recreation Center and

waiting on the City to contract for design for Florence Cummins and Solo Gibbs Parks.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:55 pm.

Minutes of the November 17, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Sandy Brennan; Randy Conroy; Veronica Crosby; Scott Davis; Fredy Diaz, proxy for Debbie Ally-Dickerson; Neal Friedlander, proxy for Councilman Eric Costello; Pastor Alvin Gwynn; Robert Idlett, proxy for Councilwoman Phylcia Porter; Alvin Lee; Nancy Mead; Jayne Jenkins; Kelly Quinn; Bill Reuter; and Sophia Silbergeld. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Colline Emmanuelle, Communications and Outreach Manager; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes).

Mr. Washington called the meeting to order at 6:10 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda.

Minutes of the October 20, 2021 Board of Directors Meeting

The minutes of the October 20, 2021 Board of Directors meeting were presented and approved by the Board. Mr. Davis abstained since he did not attend that meeting.

Executive Director and Staff Reports

Mr. Rogers provided updates on SBGP’s program work and Transformational Projects. The Strategic Planning Committee is considering the potential future of CDC support and next steps, including a possible shift to providing programmatic rather than operating support. The committee plans to develop a proposal for Board review. The current CDC operating support fund awardees were notified that the current, third year of the program will be the final year. Progress on Reimagine Middle Branch continues. Other funds are being leveraged, and SBGP continues to

explore and forge partnerships to move the initiative forward. The City has agreed to accept ownership of the Westport Waterfront Park.

Ms. Emmanuelle provided communications updates on Reimagine Middle Branch, the Board and staff excursion to the Mount Clare Museum House and the Carroll Park Recreation Center, and the ribbon cutting ceremony and program for the BGE field in Reedbird Park at the Middle Branch Fitness and Wellness Center.

Ms. Pitkow reviewed ethics and other Board requirements and outstanding compliance.

Committee and Officer Reports

Strategic Planning Committee

Mr. Rogers reported on the November 2, 2021 Strategic Planning Committee meeting. On behalf of the Strategic Planning Committee, he recommended the Board approve an additional \$2 million allocation of Transformational Projects funds for Reimagine Middle Branch, including completion of the plan as well as catalyst and implementation projects.

Mr. Rogers presented the proposal for the allocation. He discussed the initiative, progress, and accomplishments to date, including other funding leveraged. He also discussed the proposal in detail, including its strategic value, the definition of success, some possible projects, risks, the timeline and budget, and leverage.

The Board discussed the project and proposal in detail, and unanimously voted to authorize an additional \$2 million allocation for Reimagine Middle Branch.

Finance Committee

Mr. Friedlander and Ms. Pitkow reported on the November 8, 2021 Finance Committee meeting, reviewed the September 2021 financial statements and reports, and provided an update on FY22 financial planning, YTD performance, and revenue projections. Based on updated revenue projections for FY22, the Finance Committee recommends the Board authorize spending an additional \$1.5 million of FY22 funds. The Finance Committee may recommend additional allocations later in the fiscal year. Ms. Pitkow provided an overview of the proposed uses of the additional funds.

The Board discussed the additional allocation, proposed uses of funds, and review and oversight process in detail, including related to the Carroll Park Recreation Center project and RFP.

The Board unanimously approved the Finance Committee recommendation and authorized spending an additional \$1.5 million. The exact uses of the funds within

each program area will be finalized through the respective review and oversight processes.

Governance and Nominating Committee

Ms. Pitkow reported that the Governance and Nominating Committee has not met since the last Board meeting. SBGP recently received notification from the MD House Speaker that two vacancies on the SBGP Board have been filled with the appointments of Sam Cogen and Jayne Jenkins, who had been serving as proxy of former Board member Michael Tyson.

Program Committee

Mr. Reuter reported that the Program Committee has not met since the last Board meeting and has no business to report.

Communications Committee

Ms. Pitkow reported that the Communications Committee has not met since the last Board meeting and has no business to report.

Secretary

Mr. Rogers stated that there was no business to report to his knowledge.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

Mr. Washington reviewed the schedule of upcoming meetings, including the remaining 2021 Board meeting and the 2022 Board and committee meetings. The December 15, 2021 Board meeting will be held in person. SBGP will also screenshare the presentation for virtual attendees, but virtual participation may be limited since the meeting is mainly a social. The initial 2022 Board meetings will be held in a hybrid setting and virtual participation will be accommodated. In-person meeting attendees are expected to be vaccinated. Anyone who is not vaccinated or who prefers may attend meetings virtually.

In response to a question about the sale of City Garage and the new owner's focus on the life sciences and medical technology sector, Mr. Rogers shared that Betamore's lease at City Garage is still in place and there are no plans for that to change to his knowledge. In the event that anything changes, SBGP will be notified.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:35 pm.

Minutes of the December 15, 2021 Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The meeting was held at Gordon Ramsay Steak at the Horseshoe Casino Baltimore, 1525 Russell Street, Baltimore, MD 21230, and via Zoom screensharing conference call.

Board members in attendance: Geof Washington, Chair; Randy Conroy; Scott Davis; Jasmine Esteve; Neal Friedlander, proxy for Councilman Eric Costello; Quincy Goldsmith; Alvin Lee; Nancy Mead; Kelly Quinn; Bill Reuter; Noah Smock; and Beth Whitmer. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Colline Emmanuelle, Communications and Outreach Manager; Lauren McDade McLaughlin, Operations Manager; and Erica Pitkow, Deputy Director (recording minutes). Others in attendance: Chris Firehock and Dawn Williams.

Mr. Washington called the meeting to order at 6:35 pm and presided. A quorum was present.

Welcome and Overview

Mr. Washington reviewed highlights of SBGP’s work and the meeting agenda. Meeting attendees introduced themselves.

Executive Director’s and Staff’s Year-end Review

Staff members discussed their areas of responsibility and presented highlights and accomplishments from their work over the last year. Ms. Asbell presented on Community Grants, Ms. Cornish discussed Enhanced Services, Ms. Emmanuelle presented on communications and outreach, and Ms. McDade McLaughlin and Ms. Pitkow discussed operations.

Mr. Rogers reflected on the last year, the upcoming year, and the context in which SBGP works. He thanked the Board and the staff for their service and dedication over the last year.

Mr. Washington made some remarks and thanked the Board and staff.

Public Comments

There were no comments or questions from members of the public or other meeting attendees.

Other Business

It was noted that the October 2021 financial statements and reports were provided by email.

Mr. Washington reviewed the schedule of upcoming meetings. The initial 2022 Board meetings will be held in a hybrid setting and virtual participation will be accommodated. In-person meeting attendees are expected to be vaccinated. Anyone who is not vaccinated or who prefers may attend meetings virtually.

Adjournment

There being no further business or comments, the meeting was adjourned at 8:15 pm.