



Board Application Guidance

Important information for anyone considering applying
for a seat on the SBGP Board of Directors

**Please Read this Guidance Carefully Before
Completing and Submitting Your Application**

Application Opens: July 1, 2022 at 10:00 AM
Application Closes: August 15, 2022 at 5:00 PM

Assistance is available by contacting:

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May 2022

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Welcome, and Thank You

Thank you for wanting to join our Board of Directors. This is an exciting organization, and the people who serve here are dedicated and interesting people. No doubt you are such a person and are doing this because you care about your community and the future of Baltimore.

Serving on our Board is not easy. We have a working Board, which means they put in real time and effort. They chair committees. They support staff. They review grant applications. But most importantly, they keep us focused on what really matters: making a difference.

Joining our Board is not a good way to get rich. It is not a good way to generate business for your company, or to steer public resources to your block. If that's what you're looking for, you'll soon be disappointed.

Joining our Board is a fantastic way to improve communities, drive positive change, and collaborate with people from very different backgrounds who share a common set of goals.

Our Board members follow a series of principles that embody our approach. Take a look. If the following sounds like a bunch of nonsense, then maybe you should look elsewhere. But if you can imagine working this way, alongside a group of mature and responsible colleagues, then keep reading.

The process only works if the rules are fair
and we follow them.

We represent SBGP, not ourselves.

Strategy means choosing a few things to do brilliantly.

Equity means helping everyone,
knowing that some need more help than others.

Do what you said you would do.

It is okay to be honest.

Nothing is worth being rude.

When in doubt, disclose.

You cannot always get what you want,
even if what you want is very good.

About SBGP and its Board of Directors

A. SBGP Background and Overview

Following the opening of the Horseshoe Casino Baltimore in 2014, the City of Baltimore adopted the South Baltimore Gateway Master Plan in 2015. The City then began to implement this sweeping plan to improve neighborhoods around the casino across South and Southwest Baltimore with the advice of the Local Development Council (“LDC”) and funding from the Local Impact Grants generated by video lottery terminals.

However, it soon became clear that another more flexible, nimble, and entrepreneurial organization was also needed to help accelerate the implementation of the Master Plan.

Following a feasibility study led by the Mayor’s Office and the LDC, the Maryland General Assembly and the Mayor and City Council of Baltimore each passed legislation in 2016 creating the South Baltimore Gateway Community Impact District Management Authority, later rebranded as the South Baltimore Gateway Partnership (“SBGP”).

By law, the District includes the following neighborhoods:

- Barre Circle
- Carrol-Camden Industrial Area
- Cherry Hill
- Federal Hill
- Federal Hill South
- Lakeland
- Mount Winans
- Otterbein
- Pigtown/Washington Village
- Ridgely’s Delight
- Riverside
- Saint Paul
- Sharp-Leadenhall
- South Baltimore Neighborhood
- Spring Garden Industrial Area
- Stadium Area
- Westport

In order to successfully implement the ambitious agenda laid out in the Master Plan, SBGP created its own Strategic Plan, which narrowed its focus to a few key subject areas. These are the critical topics where we intend to make decisive change in the coming years rather than having a minor impact on many subjects. Under its Strategic Plan, SBGP will spend the coming years significantly improving the vitality of our communities by focusing on three crucial elements of the South Baltimore Gateway Master Plan:

1. **Community Development and Revitalization** to improve the quality of neighborhoods;
2. **Environmental Sustainability** to make neighborhoods greener, cleaner, and healthier; and
3. **Health and Wellness** to ensure that all people in the area have equitable opportunities to lead healthy lifestyles.

In order to achieve the agenda laid out in the Strategic Plan, SBGP has established three interrelated program areas:

1. **Community Grants** that directly empower communities to improve their neighborhoods,
2. **Enhanced Services** that supplement the services already provided by the City or other partners, and
3. **Transformational Projects** that dramatically improve conditions in the District.

While SBGP is responsible for helping all neighborhoods in the District rise to the same level, we acknowledge at the forefront that some neighborhoods have further to climb than others. For this reason, **SBGP has made a firm commitment to distributing its funds equitably**, providing enhanced support to the communities facing the greatest challenges without ignoring other neighborhoods in the process.

B. SBGP Board of Directors

In accordance with its establishing ordinance and legislation and its bylaws, SBGP is governed by a Board of Directors composed primarily of residents and business representatives from across the District. (More detailed information on Board composition is below.)

The **SBGP Board of Directors** meets a minimum of six times each calendar year, but in practice typically meets monthly. In addition to regular Board meetings, the Board of Directors has established the following committees, which meet as needed and report to the full Board: Executive, Finance, Governance and Nominating, Program, Communications, and Strategic Planning. Membership of each committee is determined by the Board, and all committees are chaired by a Board member. In addition, every Board member is expected to participate in at least one grant review process each year.

C. History of the SBGP Board Application Process

We believe nobody understands what a community needs better than its residents and the people already at work there, and the SBGP Board reflects this. This is why SBGP's bylaws and establishing ordinance and legislation require that the Board reflect the full diversity of the District's neighborhoods, residents, and businesses to the maximum extent practical. Of 21 Board members, the majority must be residents of the District and at least four members must represent businesses located within the District. Furthermore, certain numbers of those residents and business representatives must represent the West, East and South Sectors of the District. SBGP therefore gives preference to Board applicants who live in, work for, or represent an organization/business in the District.

While originally all of our Board members were appointed by elected officials, the Board felt it was important to reserve some of our seats for members of the community that want to volunteer their services. This way, we could invite more community participation through a more open, accessible, and transparent process. So, in February 2019, after several months of consideration and after receiving positive feedback at a public meeting on the topic, the SBGP Board voted to exercise its right under § 19-6(D)(4)(II) of the Baltimore City Code to select some of its Board members ("Additional Members" not appointed by public officials) directly. At the same time, the Board reaffirmed its

commitments to diversity and inclusion, transparency, accountability, the City of Baltimore Ethics Code, and the other legal requirements of SBGP and the Board. The Board also charged the Governance and Nominating Committee with developing a formal process for identifying, reviewing, nominating, and appointing board members consistent with those commitments.

After several months of researching best practices, inviting and considering public input, and adopting the process spelled out in this guidance in July 2019, SBGP now has procedures for appointing 10 of the Additional Members of the SBGP Board. Each calendar year, up to five of those Board seats may be open to new applicants as current members reach the maximum six consecutive years of service or otherwise step down from the Board.

(Note: These procedures may change over time, under the guidance of the SBGP Governance and Nominating Committee and consistent with legislation, the SBGP bylaws, and SBGP Board resolutions.)

Board Technical Requirements, Rules, and Expectations

Geographic Distribution Requirements

SBGP's bylaws, establishing ordinance, and enabling legislation all require that the Board reflect the full diversity of the District's neighborhoods, residents, and businesses to the maximum extent practical. Of course, this does not mean that people living outside the District are prohibited from joining our Board. For example, a business owner or nonprofit staffer may work in the District but live outside of it. There may even be people living outside the District who have important skills to contribute to the organization. But, as a general rule, SBGP gives preference to Board applicants who live in, work for, or represent an organization/business in the District.

More specifically, of 21 Board members, the majority must be residents of the District and at least four members must represent businesses located within the District. Furthermore, certain numbers of those residents and business representatives must represent the West, East and South Sectors of the District. The exact rules are:

- **Board composition.** To the maximum extent practical, the Board shall reflect the full diversity of the District's neighborhoods, residents, and businesses.
 - The majority of the members of the Board (at least 11) shall be residents of the District. That is, their primary residence must be located within the District. Of the residents serving on the Board:
 - At least 3 shall reside within the West Sector, as identified in the South Baltimore Gateway Master Plan (Barre Circle, Carroll-Camden Industrial Area, Pigtown/Washington Village);
 - At least 3 shall reside within the East Sector, as identified in the South Baltimore Gateway Master Plan (Federal Hill, Federal Hill South, Otterbein, Ridgely's Delight, Riverside, Sharp-Leadenhall, South Baltimore Neighborhood, Spring Garden Industrial Area, Stadium Area); and
 - At least 3 shall reside within the South Sector, as identified in the South Baltimore Gateway Master Plan (Cherry Hill, Lakeland, Mount Winans, Saint Paul, Westport).
 - At least 4 members of the Board shall be representatives of businesses located within the District. To qualify, a business must own, occupy, or lease real property in the District on which it operates an office, headquarters, manufacturing facility, retail store, or other ongoing operation. A nonprofit 501(c)(3) or 502(c)(10) organization that meets these criteria qualifies as a "business." A business representative may, but need not, reside in the District. Of the business representatives serving on the Board:
 - At least 1 shall represent a business that has its place of business within the West Sector, as identified in the South Baltimore Gateway Master Plan (Barre Circle, Carroll-Camden Industrial Area, Pigtown/Washington Village);
 - At least 1 shall represent a business that has its place of business within the East Sector, as identified in the South Baltimore Gateway Master Plan (Federal Hill, Federal Hill South, Otterbein, Ridgely's

- Delight, Riverside, Sharp-Leadenhall, South Baltimore Neighborhood, Spring Garden Industrial Area, Stadium Area); and
- At least 1 shall represent a business that has its place of business within the South Sector, as identified in the South Baltimore Gateway Master Plan (Cherry Hill, Lakeland, Mount Winans, Saint Paul, Westport).

Board Terms and Term Limits

Board terms are generally two years in length. Board members can serve more than one term and can be reappointed at the end of their term. However, no individual (other than members serving in an ex officio capacity) can serve as a Board member for more than six consecutive years.

Ethical Obligations for Board Members

Board members are expected to behave professionally, responsibly, and ethically at all times. All SBGP policy manuals provide detailed procedures for disclosing potential conflicts of interest and recusing yourself from decision making when there might be an appearance of a conflict of interest.

Additionally, because SBGP is a governmental body, its Board members are considered public servants and are therefore required to comply with the City of Baltimore Ethics Code after they are appointed. Requirements include:

- File an annual financial disclosure for each calendar year – Annual financial disclosures must be filed online by April 30 each year or within 30 days of appointment, whichever is sooner.
- Complete ethics training and then subsequently file a Conflicts Affidavit – Trainings are conducted every Fall and Spring. New Board members are expected to complete ethics training and subsequently file a Conflicts Affidavit as soon as possible after appointment.
- Conflicts of Interest, Potential Conflicts, and the Appearance of Conflicts – In general, when Board members are appointed pursuant to a requirement that the members represent certain communities or businesses, that would not create a conflict of interest or the appearance of a conflict of interest so long as the members recuse themselves from matters as necessary and otherwise conform to the Ethics Code. For example:
 - Board members should recuse themselves from participating in the consideration of any matters in which they have an interest (or the appearance of an interest).
 - Board members cannot directly benefit from a grant/contract (e.g., it should not pay for their salary/wages).
 - Board members or their organizations should not (appear to) receive preferential treatment (e.g., Board members should not be primarily responsible for the development or implementation of a grant/contract).
 - A grantee/contractor can choose to spend SBGP funds at a business owned by a Board member provided the Board member did not know in advance

(or could not reasonably have been expected to know). Otherwise, Board members should recuse themselves from participating in the consideration of the grant or contract.

Other Expectations of Board Members

SBGP Board members are expected to be fully engaged in their role within the organization. This includes:

- SBGP Board members are expected to support staff and provide assistance wherever possible. They should also respect the different roles that staff and Board members play and should not micromanage or interfere with daily operations.
- Meeting attendance and engagement of Board members is vital to the overall functioning and success of SBGP. Furthermore, a majority of the members of the Board constitutes a quorum for the transaction of business and an affirmative vote by a majority of a quorum is required for any action by the Board.
- SBGP Board members should be generally available, able and willing to attend Board meetings, which are typically held the third Wednesday of each month from 6:00 to 8:00 pm.
- SBGP Board members are strongly encouraged to serve on at least one of SBGP's standing committees: Executive, Governance and Nominating, Finance, Program, Strategic Planning, and Communications.
- SBGP Board members are required to participate in the review and selection process for Community Grants during at least one grant cycle each year.
- Each Board member is allowed to select one individual per term to serve as their Proxy at meetings (for situations where they are unable to attend). This Proxy shall entirely represent the views and interests of the actual member. In extraordinary circumstances, a Board member may change their Proxy during a term with approval of the Board Chair.
- No Board member should ever attempt to use their position for political purposes, financial gain, or to benefit their friends and family.

Selection Criteria: What SBGP is Looking For

SBGP currently has **four (4) seats** available for two-year terms, starting January 1, 2023.

SBGP is looking for people with enthusiasm, a demonstrated ability to work collaboratively with others, and the ability to invest the time required and comply with the technical requirements, rules, and expectations previously described. In addition, SBGP is seeking the following:

- **Geographic Distribution.** SBGP has a goal of broad geographic distribution. But at a minimum, it currently needs:
 - At least 2 residents of the South Sector, as identified in the South Baltimore Gateway Master Plan. (That is, the applicant's primary residence must be located within one of the following neighborhoods: Cherry Hill, Lakeland, Mount Winans, Saint Paul, Westport).
 - At least 1 resident of the West Sector, as identified in the South Baltimore Gateway Master Plan. (That is, the applicant's primary residence must be located within one of the following neighborhoods: Barre Circle, Carroll-Camden Industrial Area, Pigtown/Washington Village.)
- **Individuals who Represent a Constituency in the District** (for example: a resident, business owner, neighborhood leader, sector representative, or institution representative). If you represent a constituency, SBGP would like to know/see:
 - Capacity and plan for communication of SBGP work with that constituency
 - Length of residency/representation of constituency (at least 2 years, additional benefit if longer)
 - Past engagement/familiarity with SBGP (of the representative or constituency)
 - Letter/s of recommendation from constituency/ies; community support or opposition
- **Skills/Expertise Relevant to SBGP's Work.** People bring many talents to this Board, and it is not necessary that every member have specific professional expertise. However, it is always useful to have Board members with skills that relate to SBGP's work. For example, this could include a background in finance and accounting, environmental sustainability and/or engineering, law, real estate (architecture, engineering, project management, development), or grantmaking. If you have this kind of expertise, please let us know.

If you are unsure whether you meet these criteria or any of the other requirements listed in this guidance, please contact Erica Pitkow, Deputy Director, at epitkow@sbgpartnership.org.

Application Process and Instructions

All applicants must submit an application online through Submittable, an online form that makes it easy to enter and submit the required information.

- **Click to access the application form** when you are ready to begin your application: www.sbgpartnership.submittable.com/submit. (The application form opens on July 1, 2022 at 10:00 am.)
- **You may download the application offline now** to review it in advance and begin preparing. Visit www.sbgpartnership.org/board-applications.
- The application questions are self-explanatory, and the Submittable application form includes additional explanation next to each question.

Please allow enough time before the application deadline (August 15, 2022 at 5:00 PM) to gather all the information and documents you will need and thoughtfully complete and submit your application. Seek Letters of Support (strongly encouraged) early.

Technical assistance is available for any applicant who requests it *in a timely fashion*. Contact Erica Pitkow, Deputy Director, at epitkow@sbgpartnership.org.

Evaluation and Selection

Board applications are reviewed in a professional and organized manner by a committee of SBGP Board and staff members. To ensure fairness, the committee uses a pre-established set of criteria, requirements, and guidelines (described previously in this document) to evaluate applications and follows a strict policy to prevent conflicts of interest.

During the committee review process, applicants may be contacted for an interview or meeting with SBGP.

In addition, there will be an open period for public comments in support of or opposition to an applicant. The names of all applicants will be posted and publicly available on the SBGP website. Anyone who wishes to comment on any of the applicants, must do so in writing and by attribution (anonymous comments will not be accepted or considered) by emailing board@sbgpartnership.org.

Based on all of these comments, the review committee will develop a slate of nominees to recommend for vote/approval by the full SBGP Board of Directors.

Notification and Acceptance

Once the SBGP Board of Directors approves the slate of Board members, SBGP staff will email an appointment letter to each new Board member, including a request for acceptance signature, notification of the dates of upcoming Board meetings, and any other orientation and onboarding information.

SBGP will then notify applicants that were not selected and may release an announcement of new Board members via its website and other means as appropriate.

Thank you for reviewing this guidance and considering applying to serve on the SBGP Board of Directors!

If you have any questions about the application, guidance, or process, or would like assistance with the Submittable application form, contact Erica Pitkow, Deputy Director, at epitkow@sbgpartnership.org.