

Minutes of the October 16, 2024, Board of Directors Meeting for the South Baltimore Gateway Community Impact District Management Authority dba South Baltimore Gateway Partnership (“SBGP”)

The hybrid meeting was held at City Garage, 101 W. Dickman Street, Suite 1000, Baltimore, MD 21230 and by Zoom.

Board members in attendance: Themar Long; Rich Badmington; Brittany Banks; Veronica Crosby; Jill Donaldson; Diante Edwards; Chris Firehock; Quinn Fowler; Quincy Goldsmith; Pastor Alvin Gwynn; Karin Lundquist; Nancy Mead; Kelly Quinn; and Noah Smock. SBGP staff members in attendance: Brad Rogers, Executive Director; Acacia Asbell, Community Grants Director; Liz Cornish, Deputy Director of Programs; Colline Emmanuelle, Senior Communications and Outreach Manager; Khadeen Grant, Enhanced Services Director; Erica Pitkow, Deputy Director of Operations (recording minutes); Samantha Rose, Senior Restoration Manager; and Liam Walsh, Operations Manager. Other attendee: Kris Hoellen, B&O Railroad Museum.

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

Welcome and Overview

Mr. Long highlighted the meeting agenda. Meeting attendees introduced themselves.

Minutes of the September 18, 2024, Board of Directors Meeting

The minutes of the September 18, 2024, Board of Directors meeting were presented and unanimously approved by the Board.

Update on the B&O Museum

Ms. Hoellen provided updates on the transformation of the B&O Railroad Museum campus and the status and timeline of the project, which recently completed permitting. She reviewed renderings of the project and discussed the programming it will support, the community development strategy, the connection to the surrounding community, and fundraising.

The Board congratulated the B&O Railroad Museum on this exciting project, and Ms. Hoellen responded to some questions. Mr. Rogers noted that the original funding request was for \$2 million and SBGP approved an initial contribution of \$1 million, so the Strategic Planning Committee may soon consider whether to contribute an additional \$1 million to the project.

Executive Director and Staff Reports

Mr. Rogers provided a staffing update. SBGP has three open job postings for a Communications and Outreach Manager, a Community Grants Manager, and a Restoration Manager.

Mr. Rogers provided Transformational Projects updates, including on the ONE Westport project groundbreaking, Hanover Street wetlands construction, native plant nursery, Community Development Fund, and Reimagine Middle Branch fundraising.

Ms. Emmanuelle provided communications and outreach updates, including the recent Westport and Smith Cove Waterfront Parks public meeting, the ribbon-cutting for the new Jumbo Fresh grocery store in the Mt. Clare Junction shopping center, the One Westport groundbreaking, an upcoming Community Grants Keys to Capacity workshop and recent press coverage. Responses to the RFQ for website development services are under review. She reminded the Board about the three open SBGP job postings.

Ms. Pitkow reviewed ethics requirements and outstanding compliance.

Committee and Officer Reports

Governance and Nominating Committee

Ms. Pitkow reported on the October 7, 2024, and October 10, 2024, committee meetings and provided an update on the Board application process. The application for one new Board member to begin serving effective January 1, 2025, opened on July 1, 2024, and closed on August 16, 2024. SBGP received eight applications, and the list of applicants was posted on the SBGP website for public comments. The application review team completed the review process (Board members were invited and encouraged to volunteer to help). The eight applications were reviewed compared to the established criteria and Board composition requirements. Of the eight applicants reviewed, seven were selected for interviews, of which one was nominated for appointment to the SBGP Board. Since SBGP received more qualified applicants than it has open Board seats, staff will be working to connect existing Board members with applicants as proxies. Ms. Pitkow presented the nominee to the SBGP Board: Javon Harris.

The appointment of Javon Harris effective January 1, 2025, was approved by the Board.

Ms. Pitkow stated that 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. Councilwoman Porter, Ms. Mead, and Ms. Esteve are interested in continuing to serve as Vice Chair, Treasurer, and Secretary, respectively.

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

Communications Committee

Mr. Badmington reported that the committee has not met since the last Board meeting. He noted Ms. Emmanuelle's update on the RFQ for website development services earlier in the meeting.

Finance Committee

Ms. Mead reported on the October 10, 2024, committee meeting, which was not an official meeting since she was the only committee member in attendance. Ms. Pitkow reviewed the August 2024 financial statements and reports.

Ms. Pitkow discussed the proposed updates to SBGP's signing authority procedures discussed at a previous Board meeting and reviewed the signing authority resolution. The resolution would authorize the Deputy Director of Operations to sign contracts and amendments and addenda to contracts on

behalf of SBGP and would authorize the Deputy Director of Programs to sign or co-sign checks and draw request forms on behalf of SBGP. The auditors have no concerns about the updates.

The signing authority resolution was unanimously approved by the Board.

Ms. Pitkow provided an update on the ACH payment fraud. The bank investigation is ongoing and insurance claims were submitted. SBGP received a payment from its crime insurance policy. The cyber claim is pending review.

Mr. Rogers provided an update on fundraising mechanics, including the donor-advised fund with the Baltimore Community Foundation. Since these funds are conditional upon BCF transferring the funds to SBGP when requested, according to GAAP, they cannot be recorded as assets on the books. They will be present on SBGP's GAAP books once they are actually transferred from BCF. For managerial purposes, SBGP can include them in the non-GAAP monthly finances as Donor Advised Funds with a note specifying these funds were raised by SBGP and are conditional promises to give from BCF, and reconcile to BCF's books. The Strategic Planning Committee will begin exploring the potential to create an affiliated 501(c)(3) organization for fundraising.

Mr. Rogers reported on the legislation impacting casino funding. At the last Board meeting, Mr. Witmer mentioned a proposal to change tax policy for casinos, which could affect SBGP revenues. Staff brought this to the attention of Senate President Ferguson, who is already aware of the situation. SBGP will continue to track this situation.

Program Committee

Mr. Smock and Ms. Asbell reported on the October 10, 2024, 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 44 applications requesting over \$2.3 million, the Board was asked to approve awards for 23 grants totaling \$728,756.50. Ms. Asbell also reviewed and discussed the applications that were not awarded funding.

The Board discussed the process, geographic distribution of applications, and awards.

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

Ms. Asbell and the Community Grants staff, Mr. Smock, the Program Committee, and the review team were thanked for their work.

Strategic Planning Committee

Mr. Goldsmith reported on the October 8, 2024, committee meeting. He noted Mr. Rogers's updates on Transformational Projects earlier in the meeting.

Public Comments

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

Other Business

Mr. Long reviewed the schedule of upcoming meetings. He noted that the schedule of 2025 Board and committee meetings was distributed by email.

Adjournment

There being no further business or comments, the meeting was adjourned at 7:50 pm.