

CAMBRIDGE WATERFRONT DEVELOPMENT, INC.
Minutes of Regular Meeting of Board of Directors
Thursday, August 26, 2021
Cambridge-Dorchester Regional Airport

A regular meeting of the Board of Directors (the “Board”) of Cambridge Waterfront Development, Inc., a Maryland non-stock corporation (the “CWDI or Corporation”), was held on August 26, 2021 at the Cambridge-Dorchester Regional Airport.

In attendance at the meeting were Daryl Butcher, Donna Lane (via zoom) Frank Narr, Jr., Jeff Powell, and Richard Zeidman appointees to the Board as specified in the Articles of Incorporation of the Corporation. Also in attendance were Sandra Tripp-Jones, Executive Director and Charles MacLeod, Esq., Counsel of the Board. Patrick Comiskey and Mike Frenz were absent.

Ms. Tripp-Jones called the meeting to order.

Introduction of Guests – Ms. Tripp-Jones welcomed the guests, Sharon Smith and Mike Detmer, Star Democrat.

Approval of the Agenda

Ms. Tripp-Jones added the Port Property and Personnel Matters to the closed session on the agenda and she requested a motion to approve the agenda as amended. The motion was approved – Narr/Zeidman (5/0).

Approval of Minutes:

Ms. Tripp-Jones asked for any comments on the minutes submitted for the August 5, 2021 Board meeting. There being no comments, a motion was made to approve the minutes – Narr/Zeidman (5/0).

Report on Closed Session:

Ms. Tripp-Jones reported on the August 5, 2021 closed session as follows:

Report on Closed Session: August 5, 2021

Present: Daryl Butcher, Mike Frenz (via phone), Donna Lane (via phone), Frank Narr, Jr., Jeff Powell, Richard Zeidman, Charles MacLeod, Sandra Tripp-Jones and Gwen Fike
Absent: Patrick Comiskey

No reportable action was taken.

Consent Calendar:

- a. Receive July 2021 Financial Reports. Ms. Tripp-Jones presented the July 2021 Financial Reports. She indicated that the financials have been reformatted on the budget versus actual report to separate operating and pre-development expenses.
- b. Approve payment of MacLeod Invoice No.11021 in the amount of \$5,637.00 for July legal services.

There were no questions on the consent calendar items. Ms. Tripp-Jones requested a motion to approve items a and b. The motion was approved – Butcher/Narr (5/0).

Approve payment of BCT Invoices:

No. 34911 in the amount of \$29,600.00 and

No. 35104 in the amount of \$9,500.00.

Both payments to be reimbursed from DHCD Contract SRP-SDS-2020-CWD-00671.

Ms. Tripp-Jones indicated that both invoices were for BCT work and not MRA. She requested a motion to approve the BCT invoices No. 34911 and 35104. The motion was approved – Butcher/Narr (5/0).

Report from Planning Committee

Meetings with Network Realty Partners, BCT, and Toole Design - Mr. Narr reported that the planning committee met with Network Realty Partners (NRP), Toole Design and BCT. Toole Design is NRP's transportation consultant. The groups met over a two day period to discuss the Master Plan and have BCT and Toole Design review the Master Plan in a work session. Mr. Narr shared a document which incorporated the suggestions taken from the work session and the board members discussed. It was determined that BCT will refine the Master Plan with the elements recommended at the conclusion of the work session. This revision will be the Master Plan used in the RFP. The Plan will be available for public comment for a 30 day period. NRP is preparing a proforma for the site.

BCT Branding Project - Mr. Narr indicated the branding process is set to move forward. The next step is to present the branding options to the public, and the group discussed how best to do this, whether in person or virtual. The planning committee will look into this further and report back to the group.

Executive Director's Report

DHCD Grants Applications Status Report – Ms. Tripp-Jones reported the application for the demolition grant for the hospital and Governor's Hall was submitted and it is being reviewed.

Schedule through September 30, 2021 – Ms. Tripp-Jones reviewed with the group a schedule of meetings for the month of September for CWDI activities.

Counsel to the Board Report

RFP – Mr. MacLeod indicated that his group is working on the RFP and will have it completed by the scheduled deadline.

State Approval (pending) for Port Property Transfer Agreement – DHCD has signed off and Mr. MacLeod has the documents needed to be executed at closing. The port property is still waiting for the sign off from MDOT. The closing date has been proposed to be extended until September 30th, however it may need to be adjusted to October 30th in order to receive the necessary State approvals.

Ms. Smith and Mr. Detmer left the room prior to the closed session beginning.

Closed Session:

A recommendation was made that the Board take action to go into closed session:

Closed Session:

- a. Adopt a motion closing the meeting:

Pursuant to Maryland Sect. 3-305(b)(3) to discuss and consider real property acquisition because public discussion could negatively impact effective negotiation in the interest of CWDI (Dorchester Hospital Property, Port Property and Personnel Matters);

The motion to go into closed session was approved with no objection: Narr/Zeidman (5/0).

Board members in attendance at the closed session were Daryl Butcher, Donna Lane (via zoom) Frank Narr, Jr., Jeff Powell, and Richard Zeidman. Also in attendance were Sandra Tripp-Jones and Charles MacLeod, Esq. Patrick Comiskey and Mike Frenz were absent.

No reportable action was taken.

There being no additional information to be discussed, the close session ended.

There being no additional information to be discussed, the meeting was adjourned.