

CAMBRIDGE WATERFRONT DEVELOPMENT, INC.
Minutes of the Regular Meeting of Board of Directors
Thursday, April 28, 2022
Dorchester Chamber of Commerce and via Zoom

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 April 28, 2022, at the Dorchester Chamber of Commerce and via Zoom.

In attendance at the meeting were Daryl Butcher, Tom Carroll, Mike Frenz (via Zoom), Donna Lane, Frank Narr, Jr., Jeff Powell, and Richard Zeidman (via Zoom), appointees to the Board as specified in the Articles of Incorporation of the Corporation. Also in attendance were Matt Leonard, CWDI Executive Director, Charles MacLeod, Esq., Counsel of the Board, Gwen Fike, CWDI Administrative Support, Mike Detmer of the Star Democrat and Carlos Estin, Cambridge resident.

Mr. Leonard called the CWDI Board meeting to order at 10:35 a.m.

Roll Call and Confirmation of Quorum

Mr. Leonard took the roll call and confirmed a quorum was present.

Approval of the Agenda

Mr. Leonard requested a motion to approve the agenda for today’s meeting. A motion was made and approved to approve the agenda – Narr/Powell (7/0).

Approval of Minutes:

Mr. Leonard asked for any comments to the minutes submitted for the March 10, 2022 Board meeting. There were no comments, and a motion was made and approved to approve the minutes – Powell/Butcher (7/0).

Consent Agenda

Mr. Leonard requested a motion to approve items A through N as a group.

Approval of the following payments made, or in process is requested:

- A. Board of Education: \$300.00, For use of C-SDHS for Branding Workshop
- B. Board of Education: \$180.00, For Technical Support for Branding Workshop
- C. Creekside Agency: \$326.49, For Services Rendered in March
- D. Creekside Agency: \$296.24, For Services Rendered in April
- E. ECS: \$6,412.00, For Services Regulated Materials Testing at Hospital
- F. ECS: \$10,150.00, For Services Regulated Materials Testing at Hospital
- G. Ginger Jenkins: \$1,342.25, Services Rendered, and software purchased through April
- H. Key One Inn.: \$335.40, for re-keying of Governor’s Hall
- I. Kirk Avenue, LLC: \$8,145.00, for services rendered, and expenses incurred in March
- J. Kirk Avenue, LLC: \$7,500.00, for services rendered and expenses incurred in April
- K. MacLeod Law Group: \$2,477.70, for services rendered in March
- L. LP Maintenance Pros: \$160.00, for services rendered in March
- M. Royal Lawns: \$330.00, for services rendered in March
- N. Windsor-Mount Joy: \$742.50, GL and Property Insurance premium

A motion was made and approved to approve Items A through N on the Consent Agenda –Narr/Powell (7/0).

Committee Reports

Finance Committee

Mr. Narr provided an overview of the March financial reports to the board members. He reported that CWDI is beginning to receive income, such as rent from Yacht Maintenance. Mr. Leonard reported that as of the consent agenda approved today, all vendors are paid up to the end of March/middle of April, except for Network Realty Partners and BCT who are scheduled to be paid after receipt of requested grant funds. A motion was made and approved to accept the financial reports – Powell/Butcher (7/0)

Mr. Narr reported on the topic of a CWDI financial audit. He had discussions with multiple partners at UHY, and they have agreed to conduct a Review of 2021 and an audit of 2022, which includes many of the same components as an Audit, without certain tests. The approximate cost for the 2021 review is \$5,000 (+/- \$1,000).

Mr. Leonard reviewed the status and balances on each CWDI grant. He is working with Ms. Jenkins and Mr. Narr to submit documents for reimbursement requests for the respective grants.

Mr. Leonard requested that the Board authorize him to sign EDA grant documents as necessary. The motion was made and approved – Powell/Carroll (7/0)

Planning Committee

Site Branding Results and Recommendation - Mr. Powell provided an overview of the community input session that was held to review the branding and master site plan. Approximately 200 people attended the public session. Mr. Narr reviewed the proposed site names, and the group discussed the three proposed names (Port Cambridge, Cambridge Harbor and Waterfront Cambridge) and feedback received from the public. Mr. Narr informed the Board that the results were clear and the top choice from the community and the stakeholder group for the branding of the site was *Cambridge Harbor*. He made a motion for the approval of *Cambridge Harbor* for the branded name for the site – Narr/Powell (7/0). Efforts will begin to trademark the site name and a press release will be sent out announcing the name selection.

Site Plan Community Comment Period – At the public session, the community was given a link to respond to a survey concerning the site plan. The deadline for the community comment period is May 8th. Mr. Leonard noted that no details of the input is known to CWDI. BCT reported to him that in the first week of the input period nearly 250 people had logged-on and completed the survey.

Shoreline Clean Up – Mr. Narr and Mr. Leonard provided an overview of a proposal to clean up the shoreline for which CWDI is responsible, and the group discussed how to proceed. CWDI now has control of most of the site shoreline, with the County and State controlling smaller portions. The entire shoreline needs cleanup of invasive and non-native vegetation. There is a timing issue due to the plant growing season. If the cleanup is not done by the end of May, it cannot be done for another six months.

The group discussed the possibility of having CWDI perform cleanup of the entire shoreline (from the wharf to the route 50 bridge), with the approval of the County and State. The goal would be to have the cleanup completed by Memorial Day. A broader discussion between the County and the State will need to happen concerning maintenance of the shoreline. Ms. Lane indicated that the County is meeting on Tuesday and asked that CWDI prepare something to be presented to the County.

Mr. Leonard indicated the cost of the entire shoreline cleanup is \$26,304. He asked for a motion for the Board to authorize the service to conduct the shoreline cleanup of the CWDI portion (from the wharf to the berm) for a cost of \$9,897. This motion was made and approved – Narr/Powell (6/0 – Ms. Lane abstained).

A motion was made for Mr. Leonard to go to the County to request that CWDI perform shoreline cleanup for the entire property for a cost of \$26,304, and to open a more formal discussion concerning a Memorandum of Understanding. This motion was made and approved – Narr/Powell (6/0 – Ms. Lane abstained).

Demolition Plans and Status – Mr. Powell reported that Network Realty Partners is coordinating the demolition process. The goal is to have early demolition scope permits in hand by June. Demolition will begin first at Governor’s Hall. It will be determined where fencing will go up around this property. It is planned that all demolition will be complete, and the entire site will be cleared by first quarter of 2023.

Mr. Leonard requested a motion for the Board to authorize him to have the ability to execute demolition related documents such as permits. The motion was made and approved – Powell/Carroll (7/0).

Executive Committee

Proposed Changes to Board Membership and Selection Process - Mr. Leonard reviewed the proposed changes to the board membership and selection process and the reasoning behind it with the group. The group discussed the recommendations and the proposed bylaw changes. It was determined that the proposed bylaws will be sent to the City and County as a courtesy. Mr. Leonard requested time at each of the Council’s second regular meetings in May to present a CWDI update and discuss Board changes as desired by each Council. Mr. Carroll and Mrs. Lane said they would put CWDI on those agendas. The matter will then be brought back to the CWDI Board for action in May.

Proposed TIF Feasibility Study – Mr. Zeidman presented to the group the rationale of conducting a phase one TIF feasibility. This study would provide information if infrastructure/bond financing is worth pursuing. Mr. Leonard has a call scheduled with DHCD on Monday and will ask if the State would have the availability to provide bond financing. He will notify the Board of the outcome of Monday’s call. A motion was made to authorize CWDI to spend up to \$75,000 to conduct a phase one TIF feasibility study, and for Mr. Leonard to execute related contracts as necessary. The motion was made and approved – Powell/Butcher – (7/0).

RFP/REOI Status and Timing – CWDI is working with Network Realty Partners on language for the RFP/REOI. The Board will have the opportunity to review the RFP/REOI before it is issued. The RFP/REOI will be issued on or about June 1st.

New Business

Mr. Leonard and Mr. Powell would like to meet with County candidates to provide them with background information on CWDI and answer any questions they may have.

Mr. Zeidman reported that Network Realty Partners will be submitting a new contract and indicated their work is valuable to CWDI.

Mr. MacLeod presented information concerning springfest in Ocean City. He discussed beach tennis, which is the fastest growing sand sport in the world. He felt it may be an event that could be held on the CWDI site for activation.

There being no additional information to be discussed, a motion was made and approved to adjourn the meeting. The meeting was adjourned at 12:30 pm.