

MARYLAND TRANSPORTATION AUTHORITY  
BOARD MEETING

THURSDAY, AUGUST 26, 2021  
9:00 A.M.

2310 BROENING HIGHWAY, BALTIMORE MD 21224  
IN-PERSON, LIVESTREAMED OPEN MEETING

OPEN SESSION

Gregory Slater, Chairman

MEMBERS ATTENDING:

Dontae Carroll  
William H. Cox, Jr.  
W. Lee Gaines, Jr.  
Mario J. Gangemi – *Via Telephone*  
Cynthia D. Penny-Ardinger, Esq. – *Via Telephone*  
Jeffrey S. Rosen – *Via Telephone*  
John F. von Paris

STAFF ATTENDING:

Col. Kevin Anderson  
Carl Chamberlin  
Percy Dangerfield  
Donna DiCerbo  
Tonya Dorsey  
Allen Garman  
David Greene  
Jim Harkness  
Natalie Henson  
Kelly Melhem  
Kimberly Millender, Esq.  
Ebony Moore  
Mary O'Keeffe  
Will Pines  
James F. Ports, Jr.  
Jennifer Stump  
Christina Thompson  
Melissa Williams

OTHER ATTENDEES:

Jeff Folden, P3 Office, MDOT SHA  
Jon Glossner, MDTA Police Retired Officer  
Jaclyn Hartman, Director of Finance, MDOT TSO  
Ida Walto, Family Member of MDTA Retired Employee  
Russ Walto, MDTA Retired Employee

At 9:02 a.m. Chairman Gregory Slater called the meeting of the Maryland Transportation Authority (MDTA) Board to order. The meeting was held in-person at MDTA located at 2310 Broening Highway, Baltimore MD 21224 and was livestreamed on the MDTA Board Meeting web page.

**APPROVAL – OPEN SESSION AND CLOSED SESSION MEETING MINUTES OF JULY 29, 2021**

Upon motion by Member William H. Cox, Jr. and seconded by Member John F. von Paris, the open session and closed session meeting minutes of the MDTA Board meeting held on July 29, 2021 were unanimously approved.

**RESOLUTIONS – YEARS OF SERVICE RECOGNITION**

Mr. Jim Ports read the Years of Service Recognition for retired employees Senior Officer Jon S. Glossner and Mr. Russell Walto. Both of these retired employees were present and received their Resolutions from Chairman Gregory Slater and Board Members in attendance. Mr. Walto also received his 40 Years of Service Certificate from Executive Director Jim Ports.

Mr. Ports also read the Years of Service Recognition for retired employees Ms. Angela Brown, Mr. Timothy M. Caldwell, and Mr. Charles K. Weber.

On the occasion of their retirement from their distinguished careers of service, the Chairman and Members of the Maryland Transportation Authority hereby express to them their most sincere appreciation for their excellence and commitment.

**APPROVAL – CANTON RAILROAD**

Mr. Jim Ports requested approval from the Maryland Transportation Authority (MDTA) Board Members of the proposed Canton Development Corporation, Inc. (Canton) Board of Directors and designation of the Chief Financial Officer or designee as proxy to attend the Annual Meeting of stockholders of Canton on September 29, 2021 to vote to approve the election of the Canton Board of Directors.

Mr. Ports explained that the MDTA is the sole stockholder of Canton and the day-to-day operations of Canton are managed by Mr. John Magness, the President and CEO, with the oversight of a Board of Directors. Per the Corporate By-Laws, the stockholders are to gather annually and elect the members of the Board of Directors.

As the sole stockholder of Canton, the MDTA must vote on the election of members of the Canton's Board of Directors at Canton's Annual Meeting. Currently, the Canton Board consists of seven Directors, including a MDTA Board Member who serves in an *ex officio* capacity. The Directors serve three-year terms that are staggered, resulting in the election of two to three Directors each year.

The MDTA recommends the reappointment of Ms. Lorrie Schenning and Mr. William Cox (*ex officio*). Their new terms would expire in Fall 2024. Their reappointments are strongly endorsed by Mr. John Magness.

Upon motion by Member W. Lee Gaines, Jr. and seconded by Member Mario J. Gangemi, the Members unanimously approved the Canton Railroad Board of Directors and the designation of the Chief Financial Officer as proxy to attend the Annual Meeting of Stockholders to vote.

**APPROVAL – CONTRACT AWARDS**

• **MR-3025-000 – On Call Structural Repairs and Miscellaneous Modifications**

Ms. Donna DiCerbo requested contingent approval from the MDTA Board to execute Contract No. MR-3025-000 – On Call Structural Repairs and Miscellaneous Modifications with Brawner Builders, Inc. in the bid amount of \$8,122,018.20.

The scope of work includes providing labor, equipment, materials, etc. necessary to perform miscellaneous structural, concrete, and other types of repairs, upgrades, replacements, and new construction as directed by the Engineer. This work may be required on any portion (bridge, tunnel, highway, building, and all appurtenances) of any of the MDTA's facilities.

Upon motion by Member Mario J. Gangemi and seconded by Member W. Lee Gaines, Jr., the Members unanimously gave contingent approval to execute Contract No. MR-3025-000 – On Call Structural Repairs and Miscellaneous Modifications.

• **KB-3013-000 – Police Training Center Site Development**

Ms. Donna DiCerbo requested contingent approval from the MDTA Board to execute Contract No. KB-3013-0000 – Police Training Center Site Development with Old Line Construction, Inc. in the bid amount of \$2,366,812.00.

This project includes site development work in preparation for a future MDTA Police Training Facility building. Contract work includes Storm Water Management, erosion sediment controls, landscaping, roadway, parking lot, water utility, and future gas utility services. Electric pathway provisions are included for future building utility service, parking lot lighting, electric security gates, and electrical vehicle charging stations.

Upon motion by Member William H. Cox, Jr. and seconded by Member Dontae Carroll, the Members unanimously gave contingent approval to execute Contract No. KB-3013-0000 – Police Training Center Site Development.

**UPDATE – CONTRACT AWARDS**

- **SV-3085-0000 – Maryland Travel Plaza Murals – Francis Scott Key in Front of the U.S. Flag Panel Scene**

Ms. Donna DiCerbo updated the MDTA Board on the Maryland Travel Plaza Mural – Francis Scott Key in front of the U.S. Flag. Ms. DiCerbo explained that staff has worked closely with the artist's family to find a home for this mural and since it is considered property it will need to go to the Board of Public Works for them to approve MDTA gifting the mural to the Maryland Commission on Artistic Property of the Maryland State Archives.

Ms. DiCerbo also explained that this is the last of the murals to find a home and that the Maryland Commission on Artistic Property of the Maryland State Archives is the proper place for this mural. She further explained that they were the recipient of 3 other murals that were approved for disposition at the October 3, 2018 Board of Public Works Meeting.

**UPDATE – PROCUREMENT REPORT ON OPEN CONTRACTS**

Ms. Donna DiCerbo presented the MDTA Board with a verbal report on how many contracts are currently open with the MDTA excluding state credit card purchases.

**APPROVAL – BOARD RESOLUTION NO. 21-05**

Mr. Allen Garman requested MDTA Board approval of Resolution No. 21-05 that authorizes a TIFIA loan to finance a portion of the Nice/Middleton Bridge replacement project. This Resolution amends Resolution No. 20-08 to extend the deadline to complete the loan process from August 31, 2021 to December 31, 2021.

Mr. Garman explained that the TIFIA financing resolution authorizes a loan of \$220 million to finance approximately one-third of the Nice/Middleton Bridge project. Work is ongoing with USDOT Build America Bureau on the TIFIA loan, with expected USDOT Secretary final approval in late September or early October.

Upon motion by Member John F. von Paris and seconded by Member Jeffrey S. Rosen, Board Resolution No. 21-05 was unanimously approved.

**APPROVAL – DEBT POLICY**

Mr. Allen Garman requested MDTA Board approval of the MDTA's Debt Policy.

The Debt Policy contains elements of State law, Trust Agreement covenants, and provisions to ensure credit strength, with the goal of maintaining strong bond market access at the lowest possible financing rates. Mr. Garman noted that following a recent review of the Debt Management Policy by internal staff and external municipal advisory firms, no changes to the policy were recommended.

Upon motion by Member W. Lee Gaines, Jr. and seconded by Member William H. Cox, Jr., the MDTA Debt Policy was unanimously approved.

**APPROVAL – QUARTERLY REVIEW OF THE INVESTMENT STRATEGY AND PERFORMANCE**

Mr. Allen Garman requested MDTA Board approval to continue with the current investment strategy.

Mr. Garman explained that for the trailing twelve-month period ended June 30, 2021, investments conformed to Investment Policy limitations. No changes in performance strategy or benchmark are recommended.

Upon motion by Member William H. Cox, Jr. and seconded by Member W. Lee Gaines, Jr., continuation of the current investment strategy was unanimously approved.

**APPROVAL – INVESTMENT POLICY**

Mr. Allen Garman requested MDTA Board approval of the proposed changes to the MDTA Investment Policy.

Mr. Garman explained that changes to the permissible Investment Obligations definition within the Trust Agreement were approved by the MDTA Board in May 2020 and became effective through a springing amendment process when majority bondholder approval was achieved with the Series 2021 bond issue on April 7, 2021. With the legal limitation changes now effective in the Trust Agreement, the Investment Committee recommends the same revisions to the internal investment management policy.

Specific to municipal bonds, the addition of “at time of purchase” language and a change of rating requirements to double-A will eliminate forced seller situations that result from ratings downgrades and provide prudent financial flexibility for greater income potential.

Upon motion by Member Dontae Carroll and seconded by Member W. Lee Gaines, Jr., the proposed Investment Policy changes were unanimously approved.

**APPROVAL – FISCAL YEAR (FY) 2022-2027 FINANCIAL FORECAST**

Ms. Christina Thompson requested approval from the MDTA Board for the Updated Fiscal Year (FY) 2022-2027 Financial Forecast.

Ms. Thompson explained that the FY 2022-2027 Financial Forecast was originally approved by the MDTA Board on July 29, 2021. The forecast reflected the then current annual Traffic & Revenue (T&R) forecast issued on November 6, 2020, adjusted for the transaction backlog. Uncertainties associated with COVID-19, permanently transitioning to All-Electronic Tolling, and the 3rd Generation Electronic Toll Collection System transition were reflected in the forecast.

She further explained that the updated Financial Forecast reflects an updated T&R forecast. Annually MDTA's independent T&R consultant, CDMSmith, updates MDTA's T&R forecast. This year's forecast was completed earlier than in the past, which provided an opportunity to update the forecast prior to submission to the Department of Legislative Services. Based on FY 2021 actual performance, several prior uncertainties were reduced or eliminated, resulting in an improved 10-year forecast outlook. The revised forecast also reflects the elimination of a \$65 million loan to MDOT. Per MDOT's Chief Financial Officer, an alternative financing option will be utilized.

For the FY 2022-2027 forecast period MDTA remains in compliance with its financial goals and legal standards.

Upon motion by Member W. Lee Gaines, Jr. and seconded by Member Mario J. Gangemi, the Members unanimously approved the updated FY 2022-2027 Financial Forecast.

**APPROVAL – PUBLIC-PRIVATE PARTNERSHIP (P3) FINANCING DOCUMENTS**

Mr. Jim Ports and Ms. Jaelyn Hartman requested MDTA Board approval of the Public-Private Partnership (P3) Financing Documents. This included approval of 1) the P3 Master Trust Agreement, 2) the P3 Supplemental Agreement Template, and 3) the Amended Interagency Agreement.

It was explained by Mr. Ports and Ms. Hartman that the MDTA will establish the P3 Master Trust Agreement for the P3 Program and a P3 Supplemental Trust Agreement for each section of the P3 Program under which limited recourse toll revenue notes will be issued (MDTA Notes). The P3 Master Trust Agreement shall remain in effect for the entirety of the P3 Program. Each P3 Supplemental Trust Agreement will have an initial duration of 40 years, during which term, MDTA will commit to refinancing the MDTA Notes to extend their term to align with the 50-year term of the Section P3 Agreement, which agreement will govern the design, construction, financing, operation, and maintenance of a section

Mr. Ports and Ms. Hartman further explained that the MDTA will amend and restate the Amended IAA to (i) align it with the P3 Master Trust Agreement and the P3 Supplemental Trust Agreement that have been prepared for the I-495 & I-270 P3 Program (P3 Program) and are also being provided to the MDTA Board for approval under a separate board summary and (ii) to amend and clarify certain other terms of the original Interagency Agreement (Original IAA) to align with changes made to the approach to delivering the P3 Program or add additional detail to the agreement. The Original IAA was approved by the MDTA Board in April 2019 and executed on April 25, 2019. The Amended IAA will be executed in order to facilitate the development and tolling of the P3 Program.

Upon motion by Member William H. Cox, Jr. and seconded by Member W. Lee Gaines, Jr., the Members unanimously gave approval of the P3 Financing Documents.

**UPDATE – PHASE 1 SOUTH: AMERICAN LEGION BRIDGE I-270 TO I-370 TOLL SETTING PROCESS**

Mr. Carl Chamberlin gave a summary of comments received during the first public comment period for the Phase 1 South: American Legion Bridge I-270 to I-370 Toll Rate Range Setting Process.

Mr. Chamberlin explained that on May 20, 2021, the Maryland Transportation Authority (MDTA) Board unanimously approved to proceed with holding public hearings and seeking public comment on the Phase 1 South: American Legion Bridge I-270 to I-370 Tolling Proposal as part of the toll rate range setting process. The public comment period began on May 20, 2021 and continued until 5PM, August 12, 2021. Public hearings were conducted on July 12th and July 14th (two sessions each day). Mr. Chamberlin then proceed to give a high-level summary and overview of comments that were received during this time. Mr. Chamberlin also advised where the Board and public could access additional information regarding the comments received.

**UPDATE – THIRD GENERATION ELECTRONIC TOLL COLLECTION (3G ETC) SYSTEM**

Mr. Will Pines updated the MDTA Board on the Third Generation Electronic Toll Collection (3G ETC) post-transition operations and traffic & revenue.

Mr. Pines explained that the TransCore and Kapsch systems went live on April 29, 2021. Post-transition and software development activities and risk management continue and implementation of the plan to address the backlog of unprocessed transactions is ongoing.

He further explained that going forward this update will no longer include the financial aspect as the finances will be reported in other agenda items.

**UPDATE – HUMAN RESOURCES COMMITTEE**

Member W. Lee Gaines, Jr. presented an update on the Human Resources Committee meeting that took place on August 12, 2021. The Human Resources Committee Members were given an overview of the Return to Normal Operations; MDTA Salary/Pay Schedule Structure; and Update on Classification and Compensation due to the State minimum wage increasing to \$15 per hour; and an update on MDTA Toll Collection Employees.

**UPDATE – EXECUTIVE DIRECTOR**

Mr. Jim Ports gave an updated on: the role the Maryland House Travel Plaza played in supporting America's 9/11 Ride; the Tier 1 NEPA Bay Crossing Study; the work of our *E-ZPass* Outreach Team; the MDTA Police involvement in a multi-agency law enforcement operation that resulted in 93 fugitives being arrested; and the promotion of four MDTA Police Officers to the rank of Corporal.

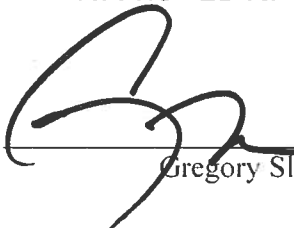
In continuing to recognize MDTA's 50<sup>th</sup> Anniversary this year, Mr. Ports gave an update on a series of short videos, historical photos, timeline, and virtual toll booth tool that will be soon be added to MDTA's website for the purpose of preserving and sharing our history with the public.

**VOTE TO ADJOURN MEETING**

There being no further business, upon motion by Member John F. von Paris and seconded by Member Dontae Carroll, the Members unanimously voted to adjourn the meeting at 11:28 a.m.

The next MDTA Board Meeting will be held on Thursday, September 30, 2021 at 9:00 a.m. at MDTA located at 2310 Broening Highway, Baltimore Maryland.

APPROVED AND CONCURRED IN:



\_\_\_\_\_  
Gregory Slater, Chairman