

BAINBRIDGE DEVELOPMENT CORPORATION
BOARD MEETING – PUBLIC SESSION
VIRTUAL ONLY
FEBRUARY 23, 2026

Minutes

TEAMS MEETING ID: 223 562 858 182 69 Password: Xn7Pn6Jj

Attendance: Carl Roberts, David Rudolph, Toni Sprenkle, Jen Peterson, Jim Reynolds, Bob Ashby, Gerard Vetter, Chick Hamm, Sandra Edwards, Shelly Bunch, Joe Brant Absent: Mario Gangemi, Martha Barchowskyd

CALL TO ORDER & WELCOME: 3:30PM

AGENDA APPROVAL: motion to approve agenda made by V.C. Reynolds, Second: D. Ashby

ANNOUNCEMENTS:

Welcome Shelly of 23ForeverBookkeeping!- The Board introduced new bookkeeping services after Kim's departure and Shelly Bunch of 23 Forever Bookkeeping introduced her background and role in ensuring streamlined, audit-ready financial operations.

State of County Recap- most attendees ever, Adam had a lot of positive things to say about the county and the direction we are moving

Port Deposit Fire and Ice Festival – February 28 4:30-7:30 PM, expanded this year with more vendors, live music, and a larger footprint

APPROVAL OF MINUTES:

December 2025 motion to approve minutes made by T. Hamm, V.C Reynolds. All in favor.

FINANCIAL: Raymond Hamm, Treasurer

January 2026-Treasurer Hamm presented that unrestricted liquidity is approximately \$1.3 million and escrow receivables total \$176,000, which together comfortably cover current liabilities. He reported that investment income has exceeded conservative budget assumptions contributing to a stronger-than-budgeted year-to-date net position, and that operating expenses remain favorable to budget. Treasurer Hamm also shared that FY27 budget planning will begin soon and asked members to submit input to Toni or him. To ensure sufficient cash flow through the end of the fiscal year, he recommended transferring \$67,000 from the investment pool to the operating account, which the Board approved.

Motion made by T. Hamm, Second by D. Brant to accept the treasurer's report and accept the recommendation to transfer.

COMMITTEE REPORTS:

Tome School – Joe Brant- still in holding pattern with DNR, Jen Peterson presented two proposals for the Headmaster's House window infill project- that will be discussed and voted on later in the meeting.

Environmental – Mario Gangemi (absent) Toni Sprenkle summarized Nexam's recent progress, noting that Nexam obtained a town special-exception approval and has local concept submittals to the county due in March. She reported Nexam expects stormwater grading in early summer and construction roughly two months after grading starts, and that interconnection delays with Delmarva have been the largest obstacle regionally.

Veterans Memorial – Jim Reynolds- In a waiting pattern with DNR, until further notice

EXECUTIVE DIRECTOR REPORT: Toni reported significant progress on several development initiatives. Negotiations are nearing completion for a tenant on Lot C with MRP, which would leave only Lot D, the small parcel along MD 276, remaining vacant. Progress also continues on Phase 1A, with a grant agreement from the Maryland

Department of General Services secured for the next round of funding. With right-of-way entitlement obtained and confirmation from the Maryland Department of Natural Resources and the Maryland Department of the Environment that Tier 2 mitigation forest areas can satisfy forest conservation requirements, the team is moving forward with the road project. The construction team plans to begin clearing in April to avoid seasonal restrictions related to the habitat of the Northern Long-Eared Bat, which would otherwise delay work until October. Work will continue to focus on advancing Phase 1A while forest conservation considerations for Phase 2 are addressed separately. Survey delays due to recent snow have slightly affected the schedule for Phase 2, but site work is still expected to begin within the next two weeks as conditions allow. Overall, the past month has brought substantial positive momentum to the project.

Phase 2- snow has thrown off surveying this week but will be rescheduled for next week or once snow melts.

OLD BUSINESS:

Update to DNR/BDC Partnership Toni reported that discussions with the Maryland Department of Natural Resources regarding the partnership remain ongoing, with some delays due to the current state budget situation and pending guidance on proposed cuts. DNR is also awaiting feedback from the Maryland State Highway Administration regarding site access. Temporary access has been proposed via Benson Road, which BDC does not oppose, though coordination with the county will be required due to the existing sewer line and easement. DNR had also suggested a shared long-term entrance with the general park; however, this raises concerns due to potential security requirements if a data center tenant develops in Phase 2. DNR's engineer is expected to continue working with SHA to determine a suitable permitted entrance location, and staff will remain in contact to ensure the project continues moving forward.

Headmaster House Mason Proposal- Jen Peterson presented two masonry bids to infill 18 ground-level windows and shore damaged openings; she noted the work requires Maryland Historical Trust approval. The Board voted to accept Gary Simmers & Sons' bid for \$24,925 and approved proceeding with the chosen contractor.

The Board approved awarding the masonry contract to Gary Simmers & Sons for \$24,925 to secure the headmaster's house, subject to historical-trust approval.

motion to accept bid for Gary Simmes and Sons Masonry bid made by D. Ashby, seconded by D. Brant. All in favor.

ADA Digital Accessibility Compliance Toni provided an update on ADA-related changes and accessibility work for the BDC website, noting PDF compatibility requirements and vendor changes implemented with Mike Noonan and submitted to Gerard for state review. Gerard explained the federal ADA update driving the April 24th deadline and described the State Department of Information and Technology assessment and remediation plan. The BDC completed major website accessibility updates and submitted them to the state for assessment ahead of the April 24 ADA compliance deadline. Gerard confirmed the updates respond to an ADA federal statutory change and the State Department of Information and Technology will assess compliance within weeks.

NEW BUSINESS:

On-Site Energy Generation Legislation – SB26/HB1190 Toni testified in Annapolis in favor of this, this has a big impact on Bainbridge. We could lose businesses to other states for lack of power. Motion to support testimony regarding HB1190 V.C. Reynolds, second by D. Edwards- Toni will share testimony with board once drafted.

Emergency Access Request –MRP reported a confidential prospective tenant for Building C requiring GSA contract provisions that mandate an alternative emergency access route; Toni displayed the site and identified a small BDC-owned parcel needed to connect an existing on-site path to Funk Road as a temporary emergency-access easement until Powers Road is built The Board authorized the Executive Committee and counsel to

negotiate and execute a temporary emergency-access easement, with MRP and the tenant responsible for construction, upgrades, maintenance, and liability.

motion to create a temporary access road made by T. Hamm, Second by D. Ashby. All in favor.

PUBLIC COMMENTS:

Meeting adjourned at 4:33PM motion to adjourn made by V.C. Reynolds, D. Brant. All in favor.

**NEXT MEETING:
MARCH 16, 2026
BDC Office – Teams Access**