

**Maryland Food Center Authority
Board of Directors Meeting Minutes**

7801 Oceano Avenue
Jessup, Maryland 20794
March 30, 2023

Present:

Steve Fanaroff, Chair
Gail Yeiser, Vice-Chair
April Richardson
Carlton Brown
Kerry Greer
Jim Eichhorst

Ben Seigel, for the Honorable Brooke Lierman, Comptroller

Wendy Scott-Scott Napier, for Atif Chaudhry, Secretary, Department of General Services

Mark Powell, for Kevin Atticks, Secretary, Department of Agriculture

Dr. Darren Jarboe, Dr. Craig Beyrouthy, Dean and Director, University of Maryland, College of Agriculture and Natural Resources

Mark Petrauskas, Assistant Attorney General
Myriem Seabron, Assistant Attorney General

Dr. Donald J. Darnall, Executive Director, MFCA
Angela Hopkins, Senior Director of Real Estate and Finance, MFCA
Gary Decker, Director of Market Operations, MFCA
Trevett Freeman, Senior Accountant, MFCA
Peggy Torre, Executive Projects Coordinator, MFCA

Meeting Convened

Mr. Steven Fanaroff called Members of the Board of Directors of the Maryland Food Center Authority (MFCA) to order at 9:00 a.m. on March 30, 2023.

I. Regular Session

A. Approval of Minutes

- A motion was made by Ms. Wendy Scott-Napier to accept the Minutes from the December 1, 2022 meeting. Seconded by Ms. Kerry Greer and unanimously approved. (Exhibit 1)

B. MFCA Updates

- Mrs. Angela Hopkins reviewed the 2022 Cyber Assessment conducted by the Department of Information Technology with the Board. We received the Draft Report about two months ago. The Draft report identified deficiencies. There were 23 tasks that were identified to mitigate these deficiencies and help bring us into compliance. Because this is a huge undertaking, we divided up the tasks between the staff. We are in the process of developing our new Information Technology Policies and Procedures. The work that is required to implement and maintain new policies and procedures cannot be absorbed by our existing staff. Because our accounting department is already understaffed, we will need to create a new position, IT Risk Manager. This position will both alleviate our understaffed Accounting Department, as well as allow us to comply with our new Information Technology Policies and Procedures. A motion was made by Ms. Kerry Greer to hire a new IT position to manage MFCA's Information Technology program to enhance MFCA's cybersecurity protection at an anticipated base salary of \$100,000. After some discussion, the motion was seconded by Mr. Jim Eichhorst and unanimously approved.

- Ms. Angela Hopkins advised the Board that we have officially left the Statewide contract for audit services and went out for bid for a new auditor. We are currently reviewing the references for the lowest bidder. The auditor for the Statewide contractor was extremely late in providing our final audit report, which has caused us to miss our deadline with the State. We

incorporated into this bid a \$1,000 per day liquidated damages clause for every day after September 30th if we do not receive our Financial Audit Report. The contract for the Authority did not meet the monetary amount to require Board approval, but Ms. Angela Hopkins wanted to let the Board know that we are in the process of replacing the independent auditors with a new firm.

- Ms. Angela Hopkins reviewed the leases (which have been approved by the tenants) to replace the leases that are set to expire. A copy of the new lease was provided to each Board member prior to the meeting today. Our next step is to get approval from the Board, and if approved to provide the leases for approval to the Board of Public Works. Once our Board and the Board of Public Works approve the leases, they will be sent out to the tenants for their signature. A motion was made by Ms. Wendy Scott-Napier to approve the tenant-approved Produce and Maryland Market Center three-year and five-year leases which begin on July 1, 2023, and to submit the leases to the Maryland Board of Public Works for approval. The motion was seconded by Ms. April Richardson and unanimously approved.

- Mr. Gary Decker updated the Board on the progress of the Seacap addition and the roof project on the Maryland Market Center.

- Dr. Donald Darnall gave an update on the Produce Market Expansion project. We met with the tenants who would be first impacted as we begin moving forward. We will have a meeting with all the tenants as they are impacted but wanted to narrow down the discussion to those first impacted.

- Dr. Donald Darnall discussed the possibility of combining the three parcels that NAFCO currently occupies. It may be necessary to combine Proposed Parcel E-2 (Lobster 1) and Proposed Parcel E-3 (Lobster 2) in the future. We are currently in discussions with NAFCO about

how to proceed and will work with Howard County once we have decided on how to best move forward.

- Dr. Donald Darnall announced that our Board Chair, Mr. Steven Fanaroff, has been replaced by the new Administration. He will finish his term with us July 1, 2023. He will be greatly missed. His expertise in the food industry and leasing has been invaluable. Mr. Steven Fanaroff made a motion that his Vice-Chair, Ms. Gail Yeiser, replace him as Chair. The motion was seconded by Mr. Jim Eichhorst and approved unanimously. She will serve as Chair beginning July 1, 2023. She will also replace Mr. Steve Fanaroff on any committee he is on.

C. **Statement of Revenue and Expenses affecting private tenants and users of Authority Projects** affecting private tenants and users of the Maryland Wholesale Produce Market and the Maryland Market Center were reviewed by the Board. Both markets have been made aware of these statements. A motion was made by Mr. Jim Eichhorst to accept the R & D's and was seconded by Ms. Gail Yeiser, with all in agreement.

Motion to adjourn was made by Mr. Jim Eichhorst, seconded by Ms. Kerry Greer, and unanimously approved.