

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting

Tuesday April 13th, 2021 5:00 – 7:00pm

Zoom Conference Call

Attending: Board Members: Steve Robinson (President), Jacques Paisner (Vice-President), Ellen Bradbury (Secretary), Oscar Rodriguez (Treasurer), Chris Calvert, David Vlaming, Rosemary Romero, Robert Dunn, Ron Pacheco, David Dunmar, and Patrick Varela

Also Attending: SFRCC: Richard Czoski (Executive Director), Sandy Brice (Events and Marketing Director), Anita Martinez (Accountant), and Brooke Czoski (Office Manager – taking minutes)

Board Members Absent: Chris Graeser (Attorney to the Board), Ouida McGregor (Committee Chair)

Public: None

Call to Order: The meeting was called to order at approximately 5:05 pm by Steve Robinson, President of the Board.

Approval of Agenda: The agenda was unanimously approved as presented, motion by Rosemary Romero, 2nd by David Vlaming.

Approval of Meeting Minutes: The Board meeting minutes of 3/9/21 were unanimously approved, motion by Chris Calvert, 2nd by David Vlaming.

New Business

Richard announced that unfortunately an SFRCC tenant named Michael Golino of Brutta Bella, LLC passed away three weeks ago. SFRCC is now working with his brother who is the executor of his will.

Oscar wanted to disclose a potential conflict and recuse himself from any conversation in regards to NMFA potentially buying and moving the company's offices into the office space available in the Market Station building located in the North Railyard.

Financial Report

- Oscar Rodriguez announced that the Finance Committee met last Wednesday, March 31st, 2021.
- SFRCC will be asking for a write-off of the Baca Flats receivable (\$43,710.05) as the tenant defaulted in Summer 2020.
- Total revenue is \$200K positive due to conservative budgeting throughout the COVID-19 pandemic.
- Total expenses are \$47K less than anticipated largely due to paying the D & O Insurance last fiscal year (\$26,000).
- SFRCC is \$6,700 above budget on payroll as employees went back to 40 hours a week earlier than budgeted.
- Net operating income after debt service is \$263K above budget.

- Current cash is \$718,396 after paying \$47,861 in March 2021 to the City. This month, SFRCC is scheduled to pay \$907K to the City, therefore the need for the rent deferral request.
- The Rent Deferral Request (Amendment #10 to the L&M Agreement) was approved on March 29th, 2021 at the Public Works meeting. Councilor Lindell asked some questions which were answered.
- Richard submitted the PPP loan forgiveness request online which Steve Robinson signed electronically to the Small Business Administration and Enterprise Bank & Trust who administered the loan. Richard believes there should be no reason SFRCC would be denied forgiveness.
- The Finance Committee voted and approved the Baca Flats Write-Off. The committee also discussed renewing the SFRCC lease at 332 Read St. which will have a 120-day termination right. There was a unanimous recommendation to renew the lease although no vote was taken.
- Chris Calvert made a motion to approve the Baca Flats, LLC write-off, 2nd Rosemary Romero, unanimously approved.
- Richard mentioned that SFRCC should have its draft audit within the next week, however, it is now two months late.

Executive Director's Report

2021 EVENTS UPDATE – SANDY BRICE

- Sandy is still waiting on news from the State/Governor regarding COVID-19 protocols for events and outdoor gatherings. She is working on receiving temporary fencing from the City of Santa Fe Tourism Department to monitor occupancy numbers for outdoor gathering and events in the Railyard.
- SFSR has moved the grand opening date back to Labor Day weekend. The logistical use of the Rail Corridor and West Casitas is still under negotiation with SFSR, SFRCC and the City.
- Sandy thanked the Board for voting for the Farmers Market and the Railyard Arts District for USA Today's top 10 best list.
- It was brought to the Board's attention by Sandy that going forward with Railyard businesses opening/reopening and with events starting again, security issues within the Railyard are becoming more of a concern for future visitors and local neighbors. She mentioned multiple security concerns and asked if any interested Board members would be willing to help. Richard mentioned forming a committee or temporary committee to address these concerns. Rosemary Romero offered her help and mentioned a few names outside of the Board that could be of assistance within a committee. Jacques Paisner offered his help as well as Ellen Bradbury. Steve Robinson asked Sandy to set up a preliminary meeting and create an agenda.

STATUS OF RAILYARD PROJECTS – RICHARD CZOSKI

- A motion was made by Chris Calvert to approve the renewal of the lease of 332 Read St. as Richard described it, 2nd Oscar Rodriguez, unanimously approved.
- Richard announced that SFRCC has signed a letter of intent on 4/13/21 for the development of Parcel B-1. A new lease was also signed for Parcel HH in the Baca Railyard. This leaves only the parcel uncommitted (Parcel B-2) under the 1614 Paseo de Peralta building. The Railyard is now 95% leased.

- The latest photographs of the mural and the sign commissioned by SFRCC on the waste enclosure behind Warehouse21 was presented to the Board. Richard mentioned that this project is an attempt to reduce tagging and graffiti.

Executive Session

David Vlaming made a motion to enter Executive Session at 5:54pm, 2nd by Chris Calvert.

The Board of Directors met in closed Executive Session, pursuant to exceptions to the Open Meetings Act, and nothing was discussed except possible disposition of real property, potential litigation review, and personnel matters, and no final action was taken during the Executive Session. No minutes were taken.

Chris Calvert made a motion to return to regular session at approximately 6:40pm, 2nd by David Vlaming.

Staffing


Rosemary Romero made a motion for the Board to explore future staffing options, 2nd by Jacques Paisner, unanimously approved.

Next Board Meeting: Tuesday, May 11th, 2021 5:00-7:00pm - Location: Zoom

Being no further requests for business, David Vlaming motioned to adjourn, 2nd by Chris Calvert and the meeting was adjourned at approximately 6:43pm.

Respectfully submitted,

Brooke Czoski, Office Manager

Signed by: 
Name STEVEN ROBINSON
Title PRESIDENT
Date 5.17.21