

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting

Tuesday, July 9th, 2019, 5:00 – 7:00pm

Community Room, Santa Fe Public Library (Downtown Branch), Santa Fe, NM

Attending: Board Members: Steve Robinson (President), Jacques Paisner (Vice President), Ellen Bradbury (Secretary), Chris Calvert, Ron Pacheco, Oscar Rodriguez, Devon Ross, Patrick Varela and Dave Vlaming

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

Public: Gordon Laurie (Eidos)

Call to Order: The meeting was called to order at approximately 5:05pm by Steve Robinson.

Approval of Agenda: The agenda was unanimously approved, motion by Chris Calvert, 2nd by Dave Vlaming.

Approval of Meeting Minutes: The Board meeting minutes of 6/4/19 were unanimously approved, motion by Dave Vlaming, 2nd by Chris Calvert.

Public Comments:

- Gorgon Laurie addressed the Board.
- He and his wife own Eidos, a contemporary jewelry store across Camino de la Familia from the REI building. The property used to be owned by Ferbie Corriz.
- He was complimentary of the Railyard and its developments but had a few concerns he wanted to share.
 - Market Station
 - He said he understands it has been sold and asked if there was anything SFRCC could do to help in getting the building occupied and activated.
 - Traffic patterns/parking
 - New Mexico School for the Arts (NMSA) has installed gates adjacent at the parking garage and Camino de la Familia, and they have bricked the entrance to Agua Fria. This will prevent traffic flow other than students being dropped off and picked up from NMSA. Cars dropping off students will enter Sanbusco and exit via Camino de la Familia. This sets up a conflict with parking garage.
 - He is concerned that if NMSA also uses the parking garage, parking demand, which is already substantial, will increase.
 - The Eidos lot adjacent to Camino de la Familia has become a turnaround for cars since Camino de la Familia now dead ends at the parking garage.
 - He asked SFRCC to consider a 3-way stop sign at Alcaldesa Street and Camino de la Familia.
 - The traffic patterns and parking situation have changed substantially since the Railyard opened. He recommended a traffic study to assess the current situation.

- Santa Fe Clay
 - Mr. Laurie also asked what will happen to the Santa Fe Clay building now that the current tenant is vacating.
- Richard addressed Mr. Laurie's comments/concerns.
 - Market Station
 - The Market Station building is not currently under new ownership. There is a closing anticipated this Thursday, July 11th with a new owner.
 - Mr. Laurie asked if the subsidence on the north side of the building will be addressed. Richard stated that there are no plans at this time.
 - Traffic patterns/parking
 - NMSA is not on the Railyard property so it is not under SFRCC's jurisdiction, and the City controls the street and parking.
 - When NMSA was seeking City approval they stated there would not be a gate by the parking garage, and thus, traffic could flow through the former Borders parking lot to Market Street. That is the basis by which SFRCC understood that the City provided the approvals. SFRCC supported the NMSA proposal at that time assuming it would not negatively affect the traffic flow. It now appears that this may not be the case. The City may be working to resolve this issue with NMSA; however, Richard does not know the details of these discussions.
 - SFRCC also understood that traffic would enter and leave the school off Market Street, adjacent to Jean Cocteau and tracks, at least until such time as dorms are constructed on the former Borders parking lot.
 - In the planning process, NMSA stated they would be providing adequate on-site parking for their staff. There is also some visitor parking at the school. At the time of NMSA's proposal, with the information available to SFRCC, it was assumed that NMSA would not negatively impact parking in the parking garage.
 - Richard recommended that Mr. Laurie speak with John Romero, Traffic Engineer with the City of Santa Fe, if he would like to advocate for 3-way stop sign at Alcaldesa Street and Camino de la Familia.
 - Speed bumps have been installed on Camino de la Familia. The potential new owners of the Market Station building envision re-invigorating the west side of the building, which would animate that section of Camino de la Familia and hopefully mitigate high speed traffic. The roads within the Railyard were envisioned to be narrow to make the Railyard more pedestrian friendly.
 - Richard will also mention Mr. Laurie's concerns to the Public Work Director at their next meeting to see if there are any plans to address these issues. Richard agreed that the traffic flow and parking dynamic in the Railyard has changed substantially.
 - Santa Fe Clay
 - Per Richard, SFRCC will get the Santa Fe Clay parcel and building back at the end of July 2019.
 - SFRCC is actively marketing the parcel but does not yet have a new tenant. The marketing efforts commenced approximately two weeks ago.

- It is uncertain at this point whether a new tenant would utilize the existing building or demolish the existing building and construct a new one – it is being marketed for both possibilities.
- Richard also stated that there is a new project across the tracks from REI behind Sky Coffee: mixed use retail. The project will hopefully commence construction this summer.
- Mr. Laurie thanked the Board and staff for their time and Richard for addressing his questions and concerns.

New Business:

- None

Executive Session

Dave Vlaming made a motion to enter Executive Session at 5:27pm, 2nd by Chris Calvert.

The Board of Directors did meet 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.

Dave Vlaming made a motion to return to regular session at 6:20pm, 2nd by Devon Ross.

Return to Regular Session

Ron Pacheco made a motion to approve assignment of the license agreement for the fire exit stairs and the Assignment and Assumption of Lease Agreement from WPOI-III to 500 Market, LLC, 2nd by Chris Calvert. The motion was unanimously approved.

Devon Ross made a motion to approve the Executive Director to sign the Ground Lease Estoppel and Agreement between 500 Market, LLC, Enterprise Bank & Trust and SFRCC, 2nd by Dave Vlaming. The motion was approved with 8 votes for and 1 vote against (Chris Calvert).

Financial Report:

DRAFT MAY 2019 FINANCIALS

- Net income for May 2019 on an accrual basis was approximately (\$14K).
- Cash Based Financial Report
 - Total Income is approximately \$82K below plan YTD.
 - Rental income is approximately \$88K below plan YTD, primarily due to the Firebox, Inc. receivable.
 - Events income is approximately \$14K above plan.
 - Total Expenses are approximately \$34K below plan YTD.
 - Net Operating Income is approximately \$48K below plan YTD after debt service.

- 2018/19 Payments to the City
 - \$7,076.00 (Paid 9/25/18)
 - \$63,218.03 (Paid 10/25/18)
 - \$45,762.00 (Paid 3/29/19)
 - \$786,393.01 (Paid 5/13/19)
 - \$902,449.04 TOTAL
- The Board discussed the FY 19/20 financial payments to the City. No action was taken, and no motions were made.

The draft May 2019 Financials were accepted.

Executive Director's Report:

PUBLIC USE MANAGEMENT UPDATE - SANDRA BRICE

- Events
 - Events in June were a big success and well attended. An estimated 1,000 people attended move night for *Bohemian Rhapsody*, and it was a very diverse crowd.
 - The July event flier was included in the Board packet.
 - This Friday night's Summer Movie Series is "Bring Dog to Movie Night" and *Isle of Dogs* will be the featured movie.
 - The Artists Market will be adding a Tuesday Market beginning in August, potentially through October. The times would be the same times as the Saturday market.
- Marketing
 - SFRCC plans to issue press releases highlighting the developments of Market Station, the Baca Railyard and also Bill Banowsky's new projects on Parcels L, P and R.
- Security
 - Security continues to be a concern and ongoing issue on the Railyard.
 - Two residents from Railyard Flats came to the April 9th Board meeting to express security concerns. There has not been follow up with them to date.
 - Sandy proposed an adjunct meeting on this issue with interested Board members. She will send an email to the Board next week to schedule a meeting.

DIRECTORS AND OFFICERS INSURANCE

- SFRCC's Directors and Officers Policy was not renewed by the insurance company due to a 2018 settlement claim.
- As a result of the 2018 settlement, obtaining new Directors and Officers coverage was difficult. Only one quote was received. SFRCC has identified another provider and will pay \$25,000 for a \$ 1 million policy. The cost last year for \$5 million in coverage was \$5,000.
- SFRCC has paid \$4,660 for a 24-month extension of notification under the previous \$5 million policy, which covers anything requiring coverage that would have occurred prior to June 30, 2019.

- There is an option for SFRCC to pay an additional \$20,000 for \$1 million in excess coverage.
 - The Board declined proceeding with the excess coverage.

COMPLETION OF RAILYARD PROJECTS

- Completion of Railyard Projects
 - The Railyard is now 95% leased since the Firebox parcel (Parcel F-1) is being returned
 - Thull Railyard, LLC is under construction in Baca. Currently, there are four projects under construction in Baca.
 - Baca Flats, LLC planning to start construction in Baca in August 2019.
 - Panels for the Alcalaesa Street pedestrian crossing were delivered today
 - EPA/NMED announced new funding for the State of New Mexico on 6/14/19.
 - The Board packet included a letter from the EPA thanking Richard and Sandy for hosting the Brownfields Grant Announcement event on June 14th.
 - The final Sticks and Mud, LLC reappraisal should be completed in approximately the next 10 days. SFRCC and Sticks and Mud, LLC are required to comply with this reappraisal.

Next Board Meeting: Tuesday, August 13th, 2019, 5:00-7:00pm - Location: TBD

Being no further requests for business, Dave Vlaming motioned to adjourn, 2nd by Ellen Bradbury and the meeting was adjourned at 7:00pm.

Respectfully submitted,
Scott Harrison, Office Manager