

SANTA FE RAILYARD COMMUNITY CORPORATION
Board of Directors' Meeting
Tuesday, November 12th, 2019, 5:00 – 7:00pm
Community Room, Santa Fe Railyard Park, Santa Fe, NM

Attending: Board Members: Steve Robinson (President), Jacques Paisner (Vice President), Ellen Bradbury (Secretary), Lleta Scoggins (Treasurer), Chris Calvert, Dave Dunmar, Bob Dunn, Oscar Rodriguez, Rosemary Romero, 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: None

Call to Order: The meeting was called to order at approximately 5:02pm by Steve Robinson.

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

Approval of Meeting Minutes: The Board meeting minutes of 10/8/19 were unanimously approved, motion by Dave Vlaming 2nd by Chris Calvert.

Public Comments:

- None.

New Business:

- The Board and staff observed a moment of silence in memory of Director Emeritus Gilbert Delgado
- The in-kind contributions of former Attorney to the Board Tony Sawtell and SFRCC's CPA Eun Hong were quantified at \$512,000 and presented to the Board.
- Steve Robinson announced Lleta Scoggins will resign from the Board effective at the end of the 2019 calendar year.
 - Oscar Rodriguez was nominated and unanimously elected as SFRCC Treasurer, motion by Steve Robinson, 2nd by Chris Calvert.
- Rosemary Romero gave an update on the SFRCC's Planning for the Future.
 - Revised staff Job Descriptions are being drafted and will be analyzed based on anticipated future requirements.
 - A Committee will be formed which will outline a process for moving the process forward. This outline will be presented to the Board in early 2020, and then a Board retreat will be scheduled.

Executive Session

Dave Vlaming made a motion to enter Executive Session at 5:20pm, 2nd by Jacques Paisner.

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 5:50pm, 2nd by Chris Calvert

Return to Regular Session

The Board unanimously approved authorizing and directing the Executive Director to release Warehouse 21 from their lease obligation effective December 23rd, 2019, motion by Oscar Rodriguez 2nd by Rosemary Romero.

Financial Report:

DRAFT SEPTEMBER 2019 FINANCIALS

- SFRCC's current cash position is approximately \$298K.
- There were no material receivables as of 10/31/19.
- Cash Based Financial Report
 - Total Income is approximately \$8K above plan YTD.
 - o This variance is primarily the result of Events income being approximately \$8K above plan.
 - Total Expenses are approximately \$48K above plan YTD.
 - o One contributing factor to this variance is the substantial increase in the Directors and Officers Insurance premium and the additional cost for the extension of SFRCC's previous Directors and Officers policy.
 - o The PR/Marketing variance is primarily a timing issue.
 - o The variance of \$17,350 above plan for Capital Expenditures is due to the unanticipated expense of boring for the Thull Railyard, LLC electrical service.
 - Net Operating Income is approximately \$39K below plan YTD after debt service.
- \$100K from the New Mexico Bank and Trust account has been transferred to the LANB/Enterprise sweep account.
 - \$17K has been transferred from Baca CAM to the capital account for the new electrical conduit for Thull Railyard, LLC.
- 2019/20 Payments to the City
 - \$6,060.49 (Paid 9/25/19)
 - \$41,917.60 (Paid 10/29/19)
 - \$46,782.49 (Due 4/1/20)
 - \$810,481.64 (Due 5/1/20)
 - \$905,242.22 TOTAL

The draft September 2019 Financials were accepted.

Executive Director's Report:

PUBLIC USE MANAGEMENT UPDATE - SANDRA BRICE

- Events

- Sandy is currently working on events for the 2020 season.
- Sandy is meeting on Friday with representatives from AMP Concerts and the Farmers Market to discuss the possibility of moving the Railyard Summer Concerts from Saturday nights to Friday nights.
 - o The Farmers Market would like to be involved in the concert series with vendors, sales of value-added products and folk music. The Farmers Market Hall is often booked on Saturday nights in the summer for quinceañeras. If the concerts were on Friday nights, the Mercado shops could be open, and the Farmers Market Hall could also provide rain cover for concerts.
 - o Changing the concerts to Friday nights would also allow for the possibility of more of the Railyard galleries to be engaged and to open their doors.
 - o Sandy asked for feedback from the Board on the potential change.
 - This would be a good way to continue to activate the Railyard.
 - However, concerts on Friday nights as opposed to Saturdays could limit the number of out-of-town attendees.
 - o The logistics and feasibility of moving the Railyard Movie Night from Friday night to Saturday night would need to be examined and considered.

- Markets

- Events income is above plan due to Farmers Market booth fees having finally reached market rate after 10 years along with the additional Tuesday Artists Market.
- Sandy is in the process of a 10-year review and revision of the Railyard Policies and Procedures.
- Richard, Steve and Sandy will be making a presentation on December 5th at 2:00 to the Southwest Region of Economic Developments Associations, who are having a convention in Santa Fe.
 - This is an association made up of City Planners, Placemaking Organizations and Redevelopment Agencies.
 - They plan to visit the Railyard as one of their program offerings.
 - The presentation and tour will start at Violet Crown with two videos on the Railyard being shown on one of the movie screens, will include a walking tour and conclude at the Baca Railyard.
- The Board discussed ways of continuing to communicate the positive developments on the Railyard.
 - It was suggested that the Mayor be invited to the December 5th presentation/tour for the Southwest Region of Economic Developments Associations.
 - A press release with an open house invitation will be issued once the North Railyard nears completion, similar to the recent press release and walkabout on the Baca Railyard.
 - Jacques recommended boosting Facebook messages with good news about the Railyard as a means of reaching community members who frequent social media.



COMPLETION OF RAILYARD PROJECTS

- The Board reviewed a site plan for the Vladem Museum and the triangle of land the State would like to purchase from the City.
 - Both the Vladem Museum construction and the Depot renovation are targeted for the 3rd or 4th quarter of 2020.
 - o The Depot will require 6-9 months for construction.
 - o The City will demolish the shed.
 - o The Vladem Museum construction will require archeological investigation.
 - Approximately \$1.6-\$1.7 million in funding for the Depot renovation is being sought.

Next Board Meeting: Tuesday, December 10th, 2019, 5:00-7:00pm - Location: TBD

Being no further requests for business, Dave Vlaming motioned to adjourn, 2nd by Chris Calvert and the meeting was adjourned at 6:30pm.

Respectfully submitted,
Scott Harrison, Office Manager

Signed by:

Ellen Bradley Reed
Name

Secretary
Title

Dec 12, 2019
Date