

## SANTA FE RAILYARD COMMUNITY CORPORATION

### Board of Directors' Meeting

Tuesday November 9th, 2021 5:00 – 7:00pm

Zoom Conference Call

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

**Board Members Absent:** Christopher Graeser (Attorney to the Board) and David Dunmar

**Staff Attending:** Christine Robertson (Executive Director), Richard Czoski (Project Consultant), Sandy Brice (Events and Marketing Director), and Brooke Czoski (Office Manager – taking minutes)

**Public:** None

**Call to Order:** The meeting was called to order at approximately 5:00pm by Steve Robinson, President of the Board.

**Approval of Agenda:** The agenda was unanimously approved as presented, motion by Chris Calvert, 2nd by David Vlaming.

**Approval of Meeting Minutes:** The Board meeting minutes of 10/12/21 were unanimously approved, motion by David Vlaming, 2nd by Chris Calvert.

### New Business

#### 2022 Board Meeting & SFRCC Holiday Calendar

Christine announced the dates for the year of 2022 for SFRCC Board meetings as well as SFRCC's Holiday Calendar and asked the Board to review.

#### New City Councilors

Christine asked if any of the Board members know the new City Councilors and asked if a meeting should be set with them for introductions. The new City Councilors are Lee Garcia (District 3) and Amanda Chavez (District 4). Ouida suggested having a meeting with all City Councilors to introduce Christine and give them a review of SFRCC and the Railyard. Board agreed it was a good idea and Sandra asked how to proceed.

Steve suggested that Brooke send an email to all Board members asking who would like to participate in the meetings to create a new committee. Once the committee is set, the committee will start to schedule meetings. Chris asked to schedule the two new City Councilors first and all agreed yes.

#### PNM Meeting Recap

Christine noted that the discussion about the area next to the Baca Railyard that is unusable due to environmental issues was revived. Christine, Sandra and Rosemary met with the community liaison for PNM (Jamie Aranda) who is a local and grew up in the area. Both tenants in the Baca Railyard and the nearby neighborhood are concerned about the toxic materials and where those toxic materials are moving throughout the area. PNM has said that they have determined that there are other players involved in the contamination. Rosemary said that this problem may not be fixed for another decade, Ron Pacheco agreed and said the toxic

materials are already moving towards the neighborhood. Ouida said on her council twenty years ago this problem was addressed, and PNM never gave them information and were looking for someone else to blame in order to do the cleanup. Sandra said hopefully the new liaison will be more motivated to find a solution.

Richard noted that there is one well in the Baca Railyard on Thull, LLC where PNM monitors the well twice a year. PNM collects a sample from 300 feet down but said he is unaware of the most current result of those samples. He also said that the latest environmental information that he read which was taken 15 years ago had noted that the plume of toxic materials has receded and is no longer under the Baca Railyard.

Ellen noted that a geologist gave her an independent analysis of all the wells and Richard responded that the files are in the office. Ellen said he would probably be willing to discuss further.

#### Meeting with Parking Division

Christine announced that SFRCC has a meeting with the Parking Division and Public Works discussing multiple parking issues in the Railyard. These issues include street level entrances are being locked without proper signage and without emergency push bars, the parking garage exit gate system is not working properly and the fire alarm system in the parking garage does not work. The fire marshal has declared the situation a fire emergency therefore the meeting with the City was scheduled.

The Board all agreed that this issue needs to be addressed immediately and depending on the effectiveness of what action items come from the meeting with Public Works, to then notify City Councilors, Mayor and City Manager. Steve suggested sending the email that was originally written to all Board members as well as the minutes of the meeting to all the Board members to face the emergency as a full Board.

#### Maintenance & Capital Improvements List

Christine noted that this list was first created by Richard and that they are meeting with Sam Burnett to prioritize the list to get projects done. Steve asked why line item "Park Benches & Slides" was \$385K and Christine responded that that number was from Sam Burnett. Sam Burnett also asked Christine and Sandra to break the list into maintenance, capital improvements and amenities which they did (shown on the enclosure). Board members asked for this list to be presented to City Councilors in SFRCC meeting (TBD).

#### Governance Committee Update

Rosemary asked if the Nominating Committee could be changed to the Nominating Governance Committee in case any bylaws need to be made. Rosemary also wanted to bring attention to the Executive Committee as there are Board member terms expiring in December. She asked the Board members whose terms are expiring to contact the Nominating Committee and let them know if they would like to be reelected before the next Board meeting in December's annual meeting.

Ouida mentioned that the Executive Committee has never met independently and therefore asked the question if it should be abolished or not. Steve said the Executive Committee exists as the decision-making body if something urgent comes up and the issue cannot wait until the next Board meeting. Richard mentioned that that is addressed in the bylaws.

Rosemary Romero made a motion to change the name of the "Nominating Committee" to be the "Governance and Nominating Committee", 2<sup>nd</sup> Ellen Bradbury, unanimously approved.

## **Financial Report**

### **September 2021 Draft Financials**

Oscar noted that the Finance Committee met on November 3<sup>rd</sup>, 2021 and there was a quorum. He also noted that with the current cash available SFRCC is on track with all payments to the City for 2021/22.

Oscar noted that Eun Hong (SFRCC's accountant) has changed the nomenclature on the financials. Line item 1201 which used to be called "State Economic Development Receivable" is now called "City Receivable". Christine noted that this receivable is the PO SFRCC receives from the City for events. SFRCC will now send invoices as opposed to a PO in order to streamline the process and receive funds faster.

Line item 6894 nomenclature also changed from "NMFA Debt Service" to "City Lease Cost". This change is to reflect that SFRCC is not in debt service to the City (only payables due to the City).

### **September 2021 Cash P&L Report**

There was an increase in cost under legal and professional due to IT work in the office. Payroll increased in cost as well due to Richard Czoski paid out on his vacation time. Finally, there was an increase in revenue from Violet Crown and Market Station renewing license agreements.

### **Cash available**

Oscar noted that SFRCC's current cash available is \$592K.

## **Executive Session**

Robert Dunn made a motion to enter Executive Session at 6:13pm, 2nd by Ellen Bradbury.

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.

Oscar Rodriguez made a motion to return to regular session at approximately 6:57pm, 2nd by Rosemary Romero.

## **Executive Director's Report**

### **2021 EVENTS UPDATE – SANDY BRICE**

- Sandra noted that the Railyard continues to be busy with events including weddings, an elementary school fundraiser and the annual Cranksgiving bicycle event.
- The pop-up COVID vaccine clinic continues to be successful with 175 shots administered last weekend. It will be in the Railyard every Saturday for the month of November.
- Sandra also presented the new Santa Fe Magazine that features the Santa Fe Railyard and focuses on the Railyard's innovation.

### **STATUS OF RAILYARD PROJECTS – CHRISTINE ROBERTSON**

- Parcel HH's foundation for the first building is set and the second is coming along soon.
- Nuckolls's submitted new plans and Christine asked Steve to review with her.

**Next Board Meeting:** Tuesday, December 14<sup>th</sup>, 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 7:01pm.

Respectfully submitted,

Brooke Czoski, Office Manager

Signed by: Ellen Bradbury Reid  
Name Ellen Bradbury Reid  
Title Secretary  
Date 12/20/2021