

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting

Tuesday January 11th, 2022 5:00 – 7:00pm

Zoom Conference Call

Board Members Attending: Jacques Paisner (Vice-President), Steve Robinson (President), Ouida MacGregor, Ellen Bradbury (Secretary), Oscar Rodriguez (Treasurer), Rosemary Romero, Chris Calvert, Patrick Varela, Ron Pacheco, Christopher Graeser (Attorney to the Board), and Michael Chamberlain

Board Members Absent: David Vlaming and Robert Dunn

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

Public: None

Call to Order: The meeting was called to order at approximately 5:04pm by Jacques Paisner, Vice-President of the Board.

Approval of Agenda: The agenda was unanimously approved as presented, motion by Oscar Rodriguez, 2nd by Chris Calvert.

Approval of Meeting Minutes: The Board meeting minutes of 12/14/21 were unanimously approved, motion by Rosemary Romero, 2nd by Oscar Rodriguez.

Public Comments

None.

New Business

Conflict of Interest Policy

Rosemary Romero presented a Conflict of Interest policy which has been updated and needs approval. She said all Board members need to sign either by printing and emailing back or signing in person at the office.

Ron Pacheco made a motion to approve the Conflict of Interest policy, 2nd Ouida MacGregor, unanimously approved.

Whistleblower Policy

Rosemary presented a Whistleblower Policy which also needs approval. It is also required by SFRCC's financial policies and on the tax 990 form.

Ouida MacGregor made a motion to approve the Whistleblower policy, 2nd Ron Pacheco, unanimously approved.

Executive Director Evaluation Form

The HR Committee created an evaluation form for Christine Robertson and Rosemary asked if anyone has any comments or additions. Rosemary pointed out both the short-term and long-term goals for Christine's current position as Executive Director.

Oscar said an addition that would be beneficial for the ED evaluation form is staff development. Ouida suggested Board members email all additional thoughts to Rosemary.

Rosemary said she is asking for a general approval now and will update with Board suggestions before sending/approving final version.

Steve suggested moving the first evaluation forward for Christine's benefit. Christine noted in her contract it states that an evaluation shall be completed in March 2022.

Steve asked how the information from the evaluation form is then submitted to the Executive Director. Rosemary responded that the HR Committee will synthesis the information and then will meet with Christine to go through the findings.

Rosemary said it would be critical for the Board to fill out the forms and return them in a timely manner. She suggested distributing in February and Board members returning at the beginning of March.

Ron Pacheco made a motion to generally approve the Executive Director Evaluation Form only to be distributed to Board/Staff, 2nd Ouida MacGregor, unanimously approved.

Parking Garage Safety Issues Update

Christine noted that the City is still having issues with the validated parking tickets and card readers on the machines. The City has started to regularly clean the card reader machines and are training phone answering company to help public exit.

Luna Capital has reported a couple fires in the Opuntia stairwell and near the pay stations. Sandra mentioned that the fire watch employee hired by the City was found sleeping on the job. The City has now said that parking management and the fire watch will check all garage levels, stairwells and elevator lobbies every hour and will report all fires immediately to the fire department and call the police if there is any confrontation. They will also check all levels of the garage, stairwells and elevator lobbies at the end of the shift prior to locking the garage at 1am.

Master Plan Signage Guidelines

Christine stated that the Leasing Committee meeting discussed signage in the Railyard confirming that the Master Plan does not allow projecting signs. Currently there are four projecting signs in the North Railyard and are all currently on the Market Station building. Three were approved in the duel process with the City and have signed agreements (Bosque Brewing, Daniella and Built Design). The City of Santa Fe also has a projecting sign, but Christine said she is unsure if that went through an approval process.

Christine said she will work with Kris to get all signage up to date and that she will create a document that states clearly for tenants that signage needs to be parallel or flush to the buildings. SFRCC and Kris from Luna Capital are working together to have tenants change signage.

Ouida asked if the temporary sign outside of Boxcar restaurant was per City code/Master Plan. Sandra mentioned that all special promotional signage should be removed after one month. Christine said she will reach out to Barker Realty.

Michael Chamberlain New Board Member

Sandra introduced and welcome Michael Chamberlain to the SFRCC Board.

Financial Report

Oscar reported that the Finance Committee met on January 5th, 2022 and after reviewing all financials did not note anything significant to be concerned about.

He also said that the committee looked closely at the rent payment schedule to the City and are satisfied that the cash balance was growing at a rate that there will be enough cash to make payments per the schedule.

The Whistleblower Policy was reviewed by the Finance Committee which was unanimously approved to be presented to the Board.

Executive Director's Report

2021 EVENTS UPDATE – SANDY BRICE

- Sandra said that the summer is filling up quickly with many events new and returning. The Santa Fe Century bike race is returning May 2022, the Best of Santa Fe event and the Interplanetary Festival are also returning.
- All summer concert and movie series have been booked.
- SITE Santa Fe is hosting a fundraising event in June 2022 that will feature a concert with Kurt Vile and Terry Allan.
- SWAIA will be celebrating its 100th anniversary this year and have inquired about bringing a contemporary SWAIA market to the Railyard park.
- Sandra said that the Vladem Contemporary Art Museum is planning to open at the end of August and she is working to get the museum as a sponsor for the AMP concerts throughout the summer.

STATUS OF RAILYARD PROJECTS – CHRISTINE ROBERTSON

- Christine said she will be meeting with the Nuckolls team and Sam Burnett from the City on Friday January 14th, 2022. Hopefully to move the project to completion.
- Altar Spirits is open.
- Parcel HH is on target to be complete in July/August. Marc Bertram will do a walkthrough with Christine closer to completion.
- Sandra is working on a License Agreement with Sky Railway for new train schedule.
- Christine said Sandra has sent an email to the new City councilors regarding an orientation meeting with SFRCC. She has not yet received a response.

Executive Session

Jacques Paisner made a motion to enter Executive Session at 6:07pm, 2nd by Ron Pacheco.

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.

Jacques Paisner made a motion to return to regular session at approximately 7:13pm, 2nd by Ron Pacheco.

Parcel B-1

Ron Pacheco made a motion to extend the LOI on Parcel B-1 for 6 months with a 90-day termination notice for SFRCC, 2nd Ellen Bradbury, unanimously approved.

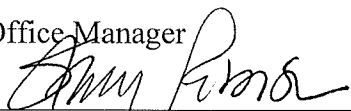
Rosemary asked for Michael Chamberlain to be included on the new City councilor orientations meetings. Christine said she will invite him.

Next Board Meeting: Tuesday, February 8th, 2022 5:00-7:00pm - Location: Zoom

Being no further requests for business, Rosemary Romero motioned to adjourn, 2nd by Ron Pacheco and the meeting was adjourned at approximately 7:13pm.

Respectfully submitted,

Brooke Czoski, Office Manager

Signed by: 

Name STEVEN ROBINSON

Title RESIDENT

Date 2.22.22