SANTA FE RAILYARD COMMUNITY CORPORATION
Board of Directors' Meeting
Tuesday, November 10th, 2015, 5:00 – 6:45pm
Southwest Conference Room, Christus St. Vincent's, Santa Fe, NM

Attending: Board Members: Steve Robinson (President), Donald Meyer (Vice President), Dave Vlaming (Treasurer), Ellen Bradbury (Secretary), David Dunmar, Bob Dunn, Juniper Lovato, Ron Pacheco, Jacques Paisner, Rosemary Romero, Devon Ross and Tony Sawtell (Attorney to the Board)

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

Public: None

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 Dave Vlaming 2nd by Donald Meyer.

Approval of Meeting Minutes: The Board meeting minutes of 10/6/15 were unanimously approved, motion by Donald Meyer 2nd by Dave Vlaming.

New Business:

- Patrick Varela letter
  - Steve read a letter from Patrick Varela regarding his absence from Board activities over the last few months due to personal matters, and his plan to re-engage in the coming months.
  - Richard will draft a letter from the Board stating that the Board understands and looks forward to his return.
- Craig Barnes
  - The Board and staff observed a moment of silence in memory of deceased former Board member Craig Barnes.
  - Details for his memorial service were included in the packet and a sympathy letter will be sent to the family from the Board and staff.
- Report from the Nominating Committee (Donald Meyer)
  - The Nominating Committee met with prospective Board member Jenny Parks, interviewed her, and unanimously voted to recommend her to the Board for approval as a Board member.
  - Her cover letter and resume were included in the packet.
  - Board members and staff discussed her potential Board membership:
    - Juniper works with her on the LANL Foundation and highly recommends her as a Board member.
    - Richard stated that SFRCC had a very positive experience working with Jenny when she was with the Trust for Public Land and involved with the construction of the Railyard Park. Jenny had a very positive influence on the Railyard project.
    - Jenny stated in her interview that she is amenable to calling in to Board Committee meetings if she is unable to attend in person. Rosemary encouraged this possibility for other Board members as well asked that the Board look for ways to encourage Committee participation when members cannot physically attend. Staff

will look into conference call services. Per Tony, Board members participating in a Committee meeting via phone can vote as long as everyone is able to hear each other and the person on the phone is provided with the meeting materials in advance.

  - The Board unanimously approved Jenny Parks as a Board member, effective immediately, motion by Donald Meyer, 2nd by Devon Ross.
- A summary of space available in the Railyard and tenant space available will be included in each Board meeting packet
  - The vacancy rate in existing buildings is 7%, and 86% of the ground parcels have been leased.

Public Comments:

- None

Financial Report:

DRAFT SEPTEMBER, 2015 FINANCIALS

- Dave Vlaming presented the draft September, 2015 Financials
- SFRCC's cash position at the end of September was approximately $428K and is currently approximately $450K.
- SFRCC had a net loss of $20,406 for the month of September.
  - $20K in prepaid rent had been budgeted from Rojo SF LLC. This amount is due when construction commences on Parcels P and R and had been budgeted for September; however, construction has not yet commenced.
- Budget to Actual:
  - There are no significant variances other than timing issues.
- Cash Basis
  - Per Richard, on a cash basis, SFRCC is currently only $162 over budget YTD.
- Receivables
  - There are no receivables as of October 31, 2015.
  - Warehouse 21 cured the default and is current through 11/30/15.
  - Dolly Enterprises paid its deferred rent and is current through 11/30/15.
- The Violet Crown parking costs, to be reimbursed to the City by SFRCC, is accumulating until 2029.

Executive Session

Donald Meyer made a motion to enter Executive Session at 5:20pm, 2nd by Bob Dunn.

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.

Jacques Paisner made a motion to return to regular session at 6:40pm, 2nd by Ron Pacheco. All approved.

Executive Director's Report:

LEASING REPORT

- Richard has received several inquiries for single family development in the Baca portion of the Railyard.
  - This seems to indicate that there could be the potential for a multi-family project in the Baca Railyard in the future.

COMPLETION OF RAILYARD PROJECTS

- SFRCC received the $25K from the City for the PSA to install bike racks and cigarette butt receptacles on the Railyard Plaza.
  - There should be funds left over to widen the pedestrian crossing at Alcaldesa St.

Next Board Meeting: Tuesday, December 8th, 2015, 5:00-7:00pm - Location: Southwest Conference Room, Christus St. Vincent's, 455 St. Michael's Drive

Being no further requests for business, Bob Dunn motioned to adjourn, 2nd by Rosemary Romero and the meeting was adjourned at 6:45pm.

Respectfully submitted,
Scott Harrison, Office Manager (taking minutes)