SANTA FE RAILYARD COMMUNITY CORPORATION
Board of Directors' Meeting
Tuesday, July 12th, 2016, 5:00 – 6:45pm
Community Room, Santa Fe Public Library Santa Fe, NM

Attending: Board Members: Steve Robinson (President), Donald Meyer (Vice President), Dave Vlaming (Treasurer), Chris Calvert, Dave Dunmar, Bob Dunn, Juniper Lovato, Ron Pacheco, Jacques Paisner, Jenny Parks, Rosemary Romero, Devon Ross, Lleta Scoggins, Patrick Varela and Tony Sawtell (Attorney to the Board)

Also Attending: SFRCC: Richard Czoski (Executive Director), Sandra Brice (Events and Marketing 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 Chris Calvert, 2nd by Dave Vlaming.

Approval of Meeting Minutes: The Board meeting minutes of 6/7/16 were unanimously approved, motion by Chris Calvert 2nd by Donald Meyer

Public Comments:

- None.

New Business:

- Steve gave special thanks to Tony Sawtell who has been working on several issues over the past month.
- The SITE Santa Fe Biennial public opening is this weekend.
  - Steve gave thanks to Donald and Barbara Meyer who have been supporters of SITE Santa Fe for many years.
- Jacques stated that since the parking rate increase, he has noticed more empty parking spaces adjacent to Jean Cocteau, which is next door to his office.
  - This may signify an increase in the use of the Railyard parking garage since the parking garage rates are less expensive.
  - Other Board members have noticed that there has also seems to be more booting of vehicles arounds the City recently.

Executive Session

Jenny Parks made a motion to enter Executive Session at 5:10pm, 2nd by Rosemary Romero.

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.

Chris Calvert made a motion to return to regular session at 6:25pm, 2nd by Dave Vlaming

Return to Regular Session

The Board unanimously approved a motion to approve a stepped up, blended rental rate for the initial 10 years of the lease under negotiation for Trailhead Design, LLC, motion by Lleta Scoggins, 2nd by Dave Vlaming.

The Board unanimously approved a motion to inform Santa Fe Farmers Market Institute that SFRCC does not approve Guild Mortgage Company as a sub-subtenant based on the Leasing Preferences guidelines in the Master Plan and the fact that SFRCC did not approve Guild Mortgage previously, based on the same Master Plan guidelines, when submitted by another Railyard tenant, motion by Devon Ross, 2nd by Jenny Parks.

Financial Report:

DRAFT MAY, 2016 FINANCIALS

- Dave Vlaming presented the draft May, 2016 Financials.
- SFRCC's cash position at the end of June 2016 was approximately $176K, which was a better cash position for the end of the fiscal year than had been forecast.
- There were no variances warranting discussion.
- Cash basis
  - Net Operating Income after debt service is $64,017 above budget YTD
  - Events Income and Rental Income were higher than projected.
    - The increase in rental income is primarily due to $38K paid from Rose Utton, which represents the reappraisal difference for Little Blue.
  - Operating costs were approximately $20K less that projected YTD.

The draft May, 2016 Financials were accepted.

Executive Director's Report:

PUBLIC USE MANAGEMENT UPDATE - SANDRA BRICE

- The PSA of $49,500 for Events Stage and Sound funding was approved by City Council.
- Events
  - The "Fences" installation/grand opening took place last weekend and was very well attended.
    - This project is being done through the Railyard Art Committee.
    - The fence features 600 feet of nationally juried photos
    - This is an example of how art can attract and engage people on the Railyard.
  - Indigenous Fine Art Market (IFAM) status
    - IFAM has provided an experienced local organizer who is currently working with Sandy.
    - The event is scheduled for August 18th – 20th in the Railyard Park.
    - They will use the Shade Structure on Thursday and Friday August 18th and 19th; however, they will only be utilizing tables in this area, not tents.
  - This Friday is "Bring Your Dog to the Movie" night, with a showing of "Because of Winn Dixie" on the Performance Green.
  - The Best of Santa Fe Party on the Railyard will be Friday, July 29th.
  - This year's Sing-a-Long Movie in the Railyard will be "West Side Story" on Saturday July 30th.

- Future Wednesday nights on the Railyard will feature an indoor Farmers Market, a Pint Night at Violet Crown Cinema, as well as galleries open later hours.

- The Railyard Park Stewards have changed their name to the Railyard Park Conservancy.
- The Board discussed the proposed move of the Artists Market to the West Casitas during the SITE Santa Fe expansion construction.
  - SITE Santa Fe expansion will commence approximately August 25th. Therefore the Artists Market will probably need to be relocated, from this time until the Artists Market closes for the season in November, and then commencing again next season until the SITE expansion is completed. The total timeframe could be at least one year.
  - The market at the West Casitas would be smaller – a maximum of 36 tents as opposed to a maximum of 50.
  - Sandy has notified the Artists Market that this change is coming.
  - Sandy asked the Board for feedback on this change.
  - Richard recommended a 14-day termination right in the event that this relocation brings substantial opposition from neighboring tenants and/or businesses or results in any other unknown issues.
    - Per Richard, the Railyard tenants need to be given consideration as they are leasing property and have buildings on the Railyard, which constitute a substantial investment in the Railyard.
    - Sandy stated that the funding that the City received to complete construction on the West Casitas had a contingency that the area be used for local markets, etc. to stimulate the economy.
    - Tony recommended that SFRCC express to the future trustee of Market Station that SFRCC has made provisions in the event that the Artists Market negatively impacts the Market Station building.
    - Sandy expressed concern that a 14-day termination right would be too short and that the current license dictates a minimum 30-day notification for either termination or relocation, but Richard's concern is that a 30-day termination right, which exists in the current agreement, is too long – it equates to 4 weekends.
    - SFRCC will enter into a new license agreement with the Artists Market in January of 2017, and Richard recommends that the termination and relocation rights be changed from 30 to 14 days at that time.
    - There is a possibility that the Artists Market could use the open field in the Park as another location. However, this would need to be discussed with the Santa Fe Conservation Trust since it impacts use of the Conservation Easement and could create conflicts with other events.
    - Jenny stated that it is important to remember the criteria that the West Casitas be used for markets to stimulate the economy.
    - Tony recommended that the Board defer the decision to the Executive Committee.
    - The Board concurred that Richard probably needs the big-picture flexibility that a 14-day termination right would provide.

COMPLETION OF RAILYARD PROJECTS

- Fiber optics.
  - There are two options in terms of installing fiber optics distribution lines on the Railyard: 1.) Camino de la Familia to the Warehouse 21 area; and 2.) Option 1 plus distribution to the Railyard adjacent to Guadalupe St.
    - Option 1 is critical for the Railyard Flats apartment project.

    - Option 2 is not as critical but would benefit adjacent Railyard tenants and businesses.
  - Richard met with Cybermesa and explained that Cybermesa will be making money off of installation of these new lines by gaining new customers. SFRCC is providing the conduit but is not in a position to make any revenue off the installation. Cybermesa agreed to share the installation cost.
  - Shared cost options:
    - Option 1: Cybermesa pays 30% of $9,130; SFRCC net cost is $6,390
    - Option 2: Cybermesa pays 50% or $17,173; SFRCC net cost is $8,587.
  - Richard recommended Option 2 for distribution from Camino de la Familia to the Warehouse 21 area and to the Railyard adjacent to Guadalupe St.
    - In terms of timing, Cybermesa could commence installation in a month.
  - Chris recommended that there should be some form of publicity to acknowledge SFRCC providing some of the cost of the installation.
  - The Board agreed with Richard's recommendation for the 2nd shared cost option.
- Alcaldesa Street Pedestrian Crossing
  - This scope involves adding 5 feet of sidewalk where Alcaldesa Street crosses the train tracks adjacent to Violet Crown Cinema.
  - Sandy stated that this is City property to which a large number of people are being drawn and need to safely cross the tracks. It is a safety concern and issue.
  - There is currently no agreement between NMDOT and the City to install this sidewalk.
  - There is approximately $14K in City funding available to install the crossing, but the funding may expire at some point.
  - Per Richard, the only reason SFRCC has not proceeded with this project is that we do not have documentation from the City that any required agreements with NMDOT are in place. SFRCC is prepared to do the work and has a contractor proposal. However, absent an agreement between NMDOT and the City or confirmation that an agreement is not necessary, SFRCC cannot proceed.

Next Board Meeting: Tuesday, August 2nd, 2016, 5:00-7:00pm - Location: Community Room, Santa Fe Public Library Santa Fe, NM

Being no further requests for business, Dave Vlaming motioned to adjourn, 2nd by Devon and the meeting was adjourned at 7:02pm.

Respectfully submitted,
Scott Harrison, Office Manager