

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting Minutes

Tuesday, April 11, 2023, 5:00 p.m. – 6:47 p.m., in Person @ SFRCC & via Zoom Conference Call

Board Members Attending in Person: Bob Dunn

Board Members Attending via Zoom: Steve Robinson (President), Jacques Paisner (Vice-President), Oscar Rodriguez (Treasurer), Chris Calvert, Michael Chamberlain, Richard Czoski, Ouida MacGregor, Ron Pacheco, Rosemary Romero, Patrick Varela

Board Members Absent: Ellen Bradbury (Secretary), Chris Calvert

Staff Attending: Christine Robertson (Executive Director), Valarie Lyon-Vigil (Taking Minutes), Peter Dwyer (SFRCC Attorney)

Public: No

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

Approval of Agenda: The agenda was unanimously approved, with the following change: , motion by Rosemary Romero and 2nd by Ron Pacheco.

Approval of Meeting Minutes: REGULAR Board meeting minutes of March 7, 2023, were unanimously approved, motion by Ouida MacGregor and 2nd by Rosemary Romero.

Public Comments: No Public Comment

New Business

Railyard Cleanup -

As part of the Great American Cleanup and Keep Santa Fe Beautiful, SFRCC is participating in Santa Fe's Spring Cleanup on Saturday, April 15, 2023, from 9 a.m. – 12 p.m. To participate a notice has been sent to all tenants and the SFRCC Board. The City of Santa Fe is providing t-shirts, trash bags and gloves. Everyone is asked to meet at the water tower at 9am.

In-Person SFRCC Board and Committee Meetings

- Bob Dunn, Board Member requested the Board discuss returning to "In-Person" meetings, to allow new staff & new board members get to know each other and suggest better communication.
- The Board had various comments on both in-person and hybrid, based on work schedules, medical conditions and location.
- SFRCC will begin scheduling meetings in-person in locations outside of the SFRCC office and will still allow the Zoom option.
- Peter Dwyer stated based on the State of NM public health order ending, according to the Attorney's General office and the Open Meetings Act, "live" & "hybrid" meetings are in compliance with the act, as long as a quorum is present in the "live" meeting.
- Peter Dwyer recommended SFRCC present "live meetings" if SFRCC would like to comply with the OMA.

Financial Report

Oscar Rodriguez, Treasurer, reported on the February 2023 Financial Report.

February 2023 Draft Financials

- Report from Finance Committee meeting on 04.05.23 – Balance Sheet, Income Statement & Budget Report were reviewed.
- Cash balance continues to increase with an expected year-end balance of approximately \$300,000.00.
- Draft budget will be reviewed at the May Finance Committee meeting.
- Met w/Tony Ornelas from Enterprise Bank and assured us the bank is safe.
- Transfer from Enterprise Bank will be made to the NM Bank and Trust account to make the City of Santa Fe payment.
- SFRCC has been approved for credit cards with NM Bank & Trust. Wells Fargo Credit Card accounts will be closed when NMB&T cards are activated.
- SFRCC Corporation Resolution – Authority to Conduct Business will be submitted to Enterprise Bank & Trust to allow access to Christine Robertson and Valarie Lyon – Vigil.
- Payroll is over budget due to payouts of former employees and payroll schedule changes.
- Audit is on schedule and essentially done, will review at May Finance Committee meeting.

Leasing & Design Committee Update

- Leasing & Design Committee Update was provided in Exhibit E.
- Altar Spirits signage rebranding to “As Above So Below”, City provided the approval letter.

Ron Pacheco made a motion to approve the new signage for “As Above So Below”, the motion was unanimously approved and 2nd by Ouida MacGregor.

Executive Director’s Report

2023 EVENTS UPDATE (Provided by Christine Robertson, Executive Director)

- PPP Update (Christine Presented): The 2023 PPP document has been signed by Christine, Regina Wheeler and Sam Burnett. It is now at the City Attorney’s office and after she signs it, it’ll go to the City Manager for the final signature.
- IFAM Update: City has met with IFAM and have given approval for IFAM to use Warehouse 21 during the market for a hospitality location for their volunteers, artists and workers.
- Farmers Market License Agreement: The agreement has been signed and were happy about the \$2.50/ event fee and the \$10/booth fee.
- Skyrail License Agreement: The agreement has been signed and paid the \$1,200 fee. The agreement includes the West Casitas and primarily using track one. SFRCC has received their schedule.
- Madeline School for the Arts: Art classes on the plaza Monday – Friday next and again in May.
- Railyard Park Conservancy: Saturday, April 22, 2023, hosting Earth Day includes two (2) SITE openings and the humans bird nest public art project.
- Indigenous Ways Events: Events scheduled monthly, first one on May 5th.

- Girls Scouts of America: Arts & Crafts show on Saturday, May 5th in the Railyard Park & will collaborate with the artists market.
- All events are posted on the Website, Facebook and Instagram. Notice about IFAM will be sent to the tenants in the next couple of weeks.

STATUS OF RAILYARD PROJECTS (Christine Robertson, Executive Director)

- All updates provided in Leasing & Design Committee Updates were provided in Exhibit E.
- Railyard Security Update – As of Monday, April 10, 2023, Condor security is on overnight patrol, email update was sent to tenants. Overnight will continue through June.
- Sky Coffee has been having weekly break-ins, breaking in through windows, they have security cameras, safe stolen (no cash).
- Tenants may need to consider a group plan after the overnight patrols expire.
- City issuing an RFP for Warehouse 21.
- Parcel B1 – In discussions with several groups but nothing substantial at this point.

Executive Session

Ron Pacheco made a motion to ENTER Executive Session at 5:39 p.m., 2nd by Bob Dunn.

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 taken.

Richard Czoski made a motion to EXIT Executive Session at 6:45 p.m., 2nd by Bob Dunn.

Motion by Bob Dunn directing Christine Robertson, Executive Director and Peter Dwyer, SFRCC Attorney to draft a letter to Nuckolls based on the discussion in Executive Session, 2nd by Ouida MacGregor, motion passed.

Next Board Meeting: Tuesday, May 9, 2023, 5:00-7:00pm - Location: Zoom or 332 Read Street

Being no further requests for business Bob Dunn motioned to adjourn, 2nd by Rosemary Romero and the meeting was adjourned at approximately 6:47 p.m.

Respectfully submitted,

Valarie Lyon – Vigil, SFRCC Operations Manager

Signed by: Ellen Bradbury Reid
 Name: Ellen Bradbury Reid
 Title: SFRCC Board Secretary
 Date: 5/9/23