

## **SANTA FE RAILYARD COMMUNITY CORPORATION**

### **Board of Directors' Meeting**

**Tuesday, March 07, 2023, 5:02 p.m. – 6:04 p.m.**

**In Person @ SFRCC & via Zoom Conference Call**

**Board Members Attending:** Steve Robinson (President), Jacques Paisner (Vice-President), Oscar Rodriguez (Treasurer), Ellen Bradbury (Secretary), Chris Calvert, Michael Chamberlain, Richard Czoski, Ron Pacheco, Rosemary Romero

**Board Members Absent:** Robert Dunn,

**Staff Attending:** Christine Robertson (Executive Director), Brooke Czoski (Director of Events & Marketing, Valarie Lyon-Vigil (Taking Minutes)

**Public:** No

**Call to Order:** The meeting was called to order at approximately 5:02 p.m. by Steve Robinson, President of the Board.

**Approval of Agenda:** The agenda was unanimously approved, with the following change:  
*Move Executive Session after Approval of Agenda and before Approval of Meeting Minutes*, motion by Oscar Rodriguez and 2<sup>nd</sup> by Ron Pacheco.

### **Executive Session**

Rosemary Romero made a motion to ENTER Executive Session at approximately 5:15 p.m., 2<sup>nd</sup> by Oscar Rodriguez. Motion passed by acclamation.

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.

Rosemary Romero made a motion to EXIT Executive Session at 5:45 p.m., 2<sup>nd</sup> Chris Calvert. Motion passed by acclamation.

Motion by Rosemary Romero that Sandy Brice be given a “thank you” for her services to SFRCC in the amount discussed in Executive Session, 2<sup>nd</sup> by Ron Pacheco, Richard Czoski abstained from vote, motion passed.

Oscar Rodriguez, Treasurer will provide documentation to SFRCC Corporate office to process the check.

### **Approval of Meeting Minutes:**

REGULAR Board meeting minutes of February 7, 2023, were unanimously approved, motion by Chris Calvert, 2<sup>nd</sup> by Jacques Paisner.

SPECIAL Board meeting minutes of February 13, 2023, were unanimously approved, motion by Chris Calvert, 2<sup>nd</sup> by Rosemary Romero.

SPECIAL (IFAM) Board meeting minutes of February 17, 2023, were unanimously approved, motion by Chris Calvert, 2<sup>nd</sup> by Rosemary Romero.

**Public Comments:** No Public Comment

### **New Business**

#### **OLAV – Operation Lifesaver Authorized Volunteer**

Christine reported that her and Brooke completed the OLAV training & are now certified Operation Lifesaver Volunteers. They are now authorized to provide safety trainings and have two (2) Saturdays scheduled at the Artist Market Non-Profit booth to promote OLAV.

Rail Safety week is in September. Brooke & Christine are meeting with OLI (Operation Lifesaver) and Railrunner on Wednesday, March 8<sup>th</sup> to brainstorm on activities for the Rail Safety week in September.

#### **El Castillo Presentation**

Christine & Brooke will be giving a presentation at El Castillo after this Board Meeting.

### **Financial Report**

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

#### **January 2023 Draft Financials**

- Report from Finance Committee meeting on 03.01.23 – Balance Sheet, Income Statement & Budget Report were reviewed.
- Cash balance continues to increase. Interest income increase from balance transfer from NMB&T to Enterprise.
- Payroll is over budget due to payouts of former employees and payroll schedule changes.
- Payment to Auditor Pulakos was budgeted for January but SFRCC was invoiced in November.
- Draft budget will include the Corporate Improvement plan.
- Violet Crown balances are up to date.
- Proforma will be updated with the new budget, along with an updated Exhibit B for the City.
- SFRCC's cash position is very strong, there are no anomalies in the financial statements.
- SFRCC is ahead of the budget in both revenue and expenditure.

#### **Audit Status**

- SFRCC has provided Pulakos with requested items, most remaining items are being provided by Insight CPA.
- Pulakos anticipates the audit to be completed by March 2023.



## Resolution No. 2023-03-07 (NM Bank & Trust Credit Card Application)

- Resolution 2023-03-07 is required to complete the Credit Card application through New Mexico Bank & Trust.

The Finance Committee resolved its recommendation to the Board for approval of Resolution 2023-03-07, NM Bank & Trust Credit Card Application was unanimously approved, motion by Ron Pacheco, 2<sup>nd</sup> by Rosemary Romero.

## Review of Cash Flow & Proforma

- Cash Flow report & Proforma exhibits were reviewed. Both reports will be updated and provided at each Board meeting.
- Draft Budget will be presented at the April 2023 Board Meeting.

Leasing & Design Committee Update (Chris Calvert, LADR Committee Chair exited the meeting & Christine Robertson, Executive Director presented the update)

- Leasing & Design Committee Update was provided in Exhibit I.

## Executive Director's Report

### **2022 - 2023 EVENTS UPDATE (Provided by Brooke Scarborough, Director of Marketing & Events)**

- IFAM Update: No additional updates from weekly IFAM Report sent to the Board on Friday, March 3<sup>rd</sup>. Brooke emailed the tenants providing the contact information for Adrienne, IFAM Director of Marketing & Community Engagement if they're interested in collaborating or having promotions and that parking & site maps are forthcoming.
- City Stakeholder Meeting: is pending doodle pool results, it'll either be March 28<sup>th</sup>, 29<sup>th</sup> or 30<sup>th</sup>. The meeting will be held IFAM offices.
- PPP Update (Christine Presented): SFRCC met with City staff on 03.06.23 to discuss the PPP. Christine & Brooke reviewed the changes between the 2009 & 2020 versions, several significant changes, primarily formatting changes. Bob Siqueiros will also review and provide some comments. A bullet list of the significant changes, 2009 version 2020 version and the 2023 version be presented to the City Manager. Does not require a resolution. City Attorney requested a brief (5 minutes) to the Governing Body for any questions.
- Farmers Market License Agreement: Redline provided to the Farmer's Market and a meeting is scheduled for March 23<sup>rd</sup> to review and sign.
- Great American Clean Up: SFRCC has signed up to participate in the Great American Clean Up on April 15, 2023 from 9am – Noon. Board, Staff and Tenants are encouraged to participate. The City will pick up the trash and Keep Santa Fe Beautiful will provide the gloves, trash bags and t-shirts.
- Artists Market Schedule: Saturdays, 9am – 2pm and Tuesdays schedule TBD
- Girl Scouts of NM: Arts & Crafts event in May in the park.
- Upcoming Events: SF Century, Earth Day (April), Sol Sundays, Best of Santa Fe, Indigenous Events, Concerts, Events and various recurring events.

## STATUS OF RAILYARD PROJECTS (Christine Robertson, Executive Director)

- All updates provided in Leasing & Design Committee Update was provided in Exhibit I & Financial Report.

**Next Board Meeting:** Tuesday, April 11, 2023, 5:00-7:00pm - Location: Zoom or 332 Read Street

Being no further requests for business Oscar Rodriguez motioned to adjourn, 2<sup>nd</sup> by Ellen Bradbury and the meeting was adjourned at approximately 6:04 p.m.

Respectfully submitted,

Valarie Lyon – Vigil, SFRCC Operations Manager

Signed by: Ellen Bradbury Reid  
Name: Ellen Bradbury Reid  
Title: SFRCC Board Secretary  
Date: 5/3/23