

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting

Tuesday, November 07, 2023, 5:01 p.m. – 7:03 p.m.

In Person @ SFRCC 332 Read Street, Santa Fe, NM 87501 & via Zoom Conference Call

Board Members Attending in Person: Steve Robinson (President), Jacques Paisner (Vice-President), Ellen Bradbury (Secretary), Richard Czoski, Robert Dunn, Ron Pacheco

Board Members Attending via Zoom: Chris Calvert, Rosemary Romero

Board Members Absent: Oscar Rodriguez (Treasurer), Michael Chamberlain, Ouida MacGregor, Patrick Varela

Staff Attending: Christine Robertson (Executive Director), Brooke Czoski (Director of Events & Marketing)

Public: None

Call to Order: The meeting was called to order at 5:01 p.m. by Steve Robinson (President)

Approval of Agenda: The November 07, 2023, Agenda was unanimously approved with a motion by Richard Czoski, 2nd by Ron Pacheco.

Approval of Meeting Minutes: REGULAR Board meeting minutes of October 10, 2023, were unanimously approved, motion by Jacques Paisner, 2nd by Ellen Bradbury.

Public Comments: No Public Comment

New Business: No New Business to report.

Financial Report

Christine Robertson, Executive Director, reported on the September 30, 2023 Financial Report.

September 2023 Draft Financials

- Report from Finance Committee meeting on 11.01.2023.
- Balance Sheet, Income Statement, Budget Report and Cash Flow were reviewed for September 2023.
- Financial review – No anomalies, nothing outstanding, below on expenses and exceeded income.
- Website design payment was budgeted for July, however it was invoiced late and paid in September.
- IFAM repairs are included in code 6470.
- Money Market – Tony Ornelas of Enterprise Bank will research other options with a higher interest rate.
- Check runs and ACH payments are provided in Finance Committee packets for action to approve.

Rosemary Romero made a motion to direct the Finance Committee to create an investment policy, motion 2nd by Ron Pacheco.

Nominating & Governance Committee Report

Rosemary Romero presented the Board Member Term Extension and Executive Committee Election script, that will be used at the December 2023 meeting. An explanation of how the process of elections will be completed was provided.

- Ouida MacGregor will not be seeking re-election.
- Steve Robinson will not seek re-election as Board President but will seek re-election as a Board Member.
- Ellen Bradbury will seek re-election as Board Secretary

Steve Robinson (President) asked if there are any expressions of interest for the President and Secretary positions.

Richard Czoski expressed interest in the Board President position. Eun Hong from an audit perspective and Peter Dwyer were consulted on a “conflict of interest” issue in relation to Brooke. Both parties agreed it would not be a conflict, and if there were any issues directly related to Brooke, Richard would recuse himself.

Rosemary suggests the “conflict of interest” forms be presented at the December meeting and recommends that the employee handbook include a section on nepotism. Rosemary will provide a sample of a nepotism policy for review.

Leasing & Design Committee Update

- Update from the Leasing & Design update report included in the packet.
- Warehouse 21 – RFP has not been issued.
- City Garage & Condo sale – RFP is still being processed through City Council committees.
- SFRCC Board requested SFRCC Attorney, Peter Dwyer review the Lease & Management Agreement, section on the parking garage.

Executive Director’s Report

2023 EVENTS UPDATE (Provided by Brooke Scarborough, Director of Marketing & Events)

Events/Marketing Update:

- Preview of new website was shared.
- 3D Model of Event Space for rentals was shared.
- Outdoor Economic Conference – Outdoor Marketing grant available, (\$15,000 - \$38,000) funding uses are for marketing and advertising, including print and digital. Brooke will apply for the grant to develop a bike riders trail guide to the Railyards that would include a map of bike racks in the RY and Baca District.
- Cranksgiving event on Saturday to benefit the Food Depot – 11.11.23.
- Atalya Turkey Trot on Thanksgiving - 11.23.23
- Winter Festival – 12/16-12/17/23 to include vendors and Christmas Tree. Sky Railway will have train w/Santa Claus.

- November Public Use Committee will be postponed, and the December meeting will be scheduled via a doodle poll.

STATUS OF RAILYARD PROJECTS (Christine Robertson, Executive Director)

- Security – on a 16-hour schedule, that includes overnight.
- Board Retreat – Doodle poll will be sent out to the schedule the retreat for February or March.
- Operation Life Saver – Christine became a Board Member

Executive Session

Rosemary Romero made a motion to ENTER Executive Session at 6:03 p.m., 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 taken.

Richard made a motion to EXIT Executive Session at 6:10 p.m. 2nd by Bob Dunn.

Next Board Meeting: Tuesday, December 12, 2023, 5:00-7:00pm - Location: The Sage Hotel or via Zoom.

Being no further requests for business Rosemary Romero motioned to adjourn, 2nd by Bob Dunn and the meeting was adjourned at approximately 7:03 p.m.

Respectfully submitted,

Valarie Lyon – Vigil, SFRCC Operations Manager

Signed by: Ellen Bradbury Reid
 Name: Ellen Bradbury Reid
 Title: SFRCC Board Secretary
 Date: Dec 12, 2023