

SANTA FE RAILYARD COMMUNITY CORPORATION

Board of Directors' Meeting

Tuesday, December 10, 2024, 5:08pm –5:55pm

The Sage Hotel, 725 Cerrillos Road, Santa Fe, NM 87505 & via Zoom Conference Call

Board Members Attending: Chris Calvert (President), Jacques Paisner (Vice-President), Richard Czoski, Robert Dunn, Robert Griego, Claudia Horn, Rosemary Romero, Ron Pacheco

Board Members Attending via Phone or Zoom: Oscar Rodriguez (Treasurer), Ellen Bradbury (Secretary), Patrick Varela

Board Members Absent: Michael Chamberlain

Staff Attending: Christine Robertson (Executive Director), Valarie Lyon – Vigil (Operations Manager – taking Minutes), Ginny Sanders (Director of Events & Marketing)

Public: None

Call to Order: The meeting was called to order at approximately 5:08 pm by Chris Calvert (President).

Approval of Agenda:

Chris Calvert asked if there were any changes to the December 10 2024, Agenda.

Christine requested a correction to the meeting minutes, the date should be November 12, not November 10.

The December 10, 2024, Agenda, was unanimously approved with requested changes, motion by Rosemary Romero, 2nd by Robert Griego.

Approval of Meeting Minutes:

Chris Calvert asked if there were any changes to the November 12, 2024, minutes and if none, he requested the following correction:

The REGULAR Board meeting minutes of November 12, 2024, were unanimously approved, motion by Bob Dunn, 2nd by Ron Pacheco.

New Business

Prior to Board Member Elections, Oscar Rodriguez announced he is running for Mayor for the City of Santa Fe. He offered his resignation, however, the Board felt it was NOT a conflict. If elected, he will resign from the SFRCC Board of Directors. Chris Calvert consulted with SFRCC Attorney, Peter Dwyer who stated there is not a conflict of interest unless elected to the position.

Rosemary Romero reported that she spoke to Michael Chamberlain and as his wife's condition improves, he is hopeful to participate more often. He is also available to fill the Treasurer position should Oscar resign.

After further consideration, Richard Czoski stated he has declined to renew his position as an SFRCC Board Member.

Election of Board Members

SFRCC Board of Directors Member 2 Year Terms renewed for 2025-2027 for:

1. Chris Calvert
2. Jacques Paisner
3. Robert Dunn
4. Oscar Rodriguez
5. Patrick Varela

were unanimously approved, motion by Ron Pacheco, 2nd by Jacques Paisner.

Election of Board Officers

SFRCC Board of Directors Officers 2 Year Terms renewed for 2025-2027 for:

1. Jacques Paisner, Vice – President
2. Oscar Rodriguez, Treasurer

were unanimously approved, motion by Ron Pacheco, 2nd by Robert Rodriguez.

Election to the Executive Committee

With the election of Board Officers, the Executive Committee for 2025 – 2027 is as follows:

1. Chris Calvert – Board President
2. Jacques Paisner – Board Vice President
3. Oscar Rodriguez – Board Treasurer
4. Ellen Bradbury – Board Secretary
5. Robert Dunn – Board Member at Large

2024 Board of Directors List

Included in Packet for your review.

2024 Board Committee List

Included in Packet for your review. The Board shall submit requests and nominations for committee positions. This will be revisited at the January 2025 Board Meeting.

2025 Board of Directors Meeting Schedule

Included in Packet for your review.

2024 Board of Directors Contact List

Included in Packet for your review. Please provide any corrections or changes to Valarie.

Conflict of Interest, Whistleblower Policy & Confidentiality Agreement

Chris stated the board policies are Included in Packet for your review. After review, please sign and return the Conflict of Interest and Confidentiality Agreement before the end of the meeting. Claudia Horn & Robert Griego have already signed their documents. Those not in attendance should return the signed documents to the corporate office by the end of the week.

Financial Report

October 2024 Financial Statements

- Overview presented by Oscar Rodriguez.
- No anomalies. Below on expenses and above on income.
- Cash Flow report was reviewed & noted large deferral payment due in May.
- Investment policy was reviewed and should be ready to present to the Board at the January meeting.
- Finance committee had a presentation from Tony Ornelas, Enterprise Bank. There was some confusion regarding the collateralization of the sweep account funds. Oscar will meet with Tony to clarify the concerns.
- Records retention policy had a few additional edits and should also be presented at the January meeting.
- Future Planning Committee – Ron & Oscar will meet to discuss.

2023-2024 Audit Status

- Christine reported that the Audit is almost complete and should receive draft audit in January.

Leasing & Architectural Design Committee Update

- Report included for review in the Board Packet.
- Leasing & Architectural Design Committee last meeting was 10.16.2024.
- Next leasing meeting will be held on December 18, 2024.
- Hotel Flora will have a “mock up” on their proposed sign set up on 12.11.24, so pictures will be taken to present to the leasing committee.

Executive Director's Report

2024 Marketing & Events Update (report included in packet for review) – Presented by Ginny Sanders

- 2022 – 2024 Events graph was provided.
- SFRCC sponsored 31 days of events, some days had multiple events.
- Attendance tracking will be goal for 2025, especially for SFRCC sponsored events.
- Tenant meeting, Baca tenants are very interested in having events.
- May 24th Baca Block Party – Music, food booths, etc.
- Green Chile Jamboree – Forest stewards guild, concert on July 4th.
- Route 66 Event – includes a fundraiser for the Farmers Market.

2025 Holiday Schedule

- Chris presented the 2025 Holiday Schedule for review & approval.

The 2025 Holiday Schedule was unanimously approved, motion by Ron Pacheco, 2nd by Rosemary Romero.

Security Update

- Reports have decreased.
- Patrols will resume through the tunnel
- Ron suggested calling the non-emergency # when

Old Business

- None

Executive Session

The Board of Directors DID NOT 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.

Next Board Meeting: January 14, 5:00-7:00pm - Location: The Sage Hotel or via Zoom

Being no further business, the meeting was adjourned at approximately 5:55pm.

Respectfully submitted,

Valarie Lyon – Vigil, SFRCC Operations Manager

Signed by: Ellen Bradbury Reid
Name: Ellen Bradbury Reid
Title: SFRCC Board Secretary
Date: 1/14/2025