

SANTA FE RAILYARD COMMUNITY CORPORATION
Board of Directors' Meeting
Tuesday, June 8th, 2010, 5:00 – 7:00 pm
Community Room, Santa Fe Public Library, Santa Fe, NM

Attending: Board Members: Donald Meyer (Vice President), Dave Vlaming (Treasurer), Craig Barnes, Ellen Bradbury, Gilbert Delgado, Bob Dunn, Tony Hatch, Ouida MacGregor, Al Romero, Frank Romero, Devon Ross, Lleta Scoggins, and Dave Vlaming.

Also Attending: SFRCC: Richard Czoski (Executive Director), Sandra Brice (Events and Marketing Director), Karen Keeling, and Scott Harrison (taking minutes).

Public: Eliza Kretzmann (Railyard Park Stewards), Jean Ranc, Andrew Valdez (City of Santa Fe Parking Division)

Call to Order: The meeting was called to order at approximately 5:05 pm.

Approval of Agenda: The agenda was unanimously approved, motion by Dave Vlaming, 2nd by Gilbert Delgado.

Approval of Meeting Minutes: The meeting minutes of 5/4/10 were unanimously approved motion by Dave Vlaming, 2nd by Lleta Scoggins.

Public Comments:

- Jean Ranc addressed the Board
 - She referenced her letter included in the packet regarding the proposed theater on Parcel G.
 - She is concerned about the idea of a multiplex in the Railyard
 - She advocates possibilities for smaller theaters, models of which she observed in Chapel Hill, NC where she resided before Santa Fe
 - Donald Meyer asked if she were part of the original community planning process. She stated she did not live in Santa Fe at that time.
 - Richard Czoski addressed her concerns.
 - He asked what she envisioned in the proposed multiplex. She said she pictured something similar to the Regency on Cerrillos.
 - Richard stated that the multiplex will not be a large, slab warehouse building but will resemble Market Station, with many windows and surface details. There will also be 1,500 SF of retail space in the northwest corner facing the neighborhood. The design was the result of planning between the City, the community and the developers.
 - It is hoped that the cinema will bring diverse groups of people to the Railyard.
 - It is anticipated that parking would be included in the price of the movie ticket.
 - The programming will be developed by demand.
 - The developers have confidence that the project will move ahead. The credit crisis and the difficulty in obtaining financing are the current hindrances.
 - The developer has a stipulation in their lease that they must construct a cinema on Parcel G.
 - It is now the developer's responsibility to secure the financing.

- Any public financing of the Railyard would hopefully be handled in the same way as the College of Santa Fe, with very little cost to the taxpayer.
 - Craig Barnes thanked Ms. Ranc for her letter and her concern.
 - Ms. Ranc thanked the Board for their time, consideration, and information.
- Sandy Brice introduced Eliza Kretzmann (Executive Director of the Railyard Park Stewards), Andrew Valdez (Railyard Ambassador from the City Parking Division), as well as Jeff Gonzales (Park Superintendent). Mr. Gonzales was not in attendance.
 - Mr. Valdez is assigned to the Railyard with the duties not only of enforcing parking but also keeping an eye on the Railyard with respect to security. He has been working in this capacity for approximately one month. He works Tuesday-Saturday in the Railyard. He has an immediate connection with the Police Department. Mr. Valdez also meets with the Farmers Market every Friday before that Saturday market. Sandy reported that Mr. Valdez' daily presence over the last month in the Railyard has made a significant difference in safety and security and that tenants, the Farmers and Artists Markets, and the Park Stewards have all expressed great appreciation.
 - Mr. Valdez introduced himself and his experience
 - Eliza Kretzmann introduced herself and the Railyard Park Stewards mission and vision. The Stewards have had up to 150 volunteers and have robust programming, including educational programming for school children and workshops for the community
 - Bob Dunn asked Eliza how the Community Food Gardens are protected from vandalism
 - Per Eliza, one of the gardens is a fenced area and is locked. Outside of the garden is a picking garden which will hopefully divert people from the secured garden. The Waffle Garden does not get a lot of vandalism.
 - The Board expressed their appreciation for Mr. Valdez and Ms. Kretzmann's efforts in the Railyard.

Financial Report:

DRAFT April, 2010 FINANCIALS

- Dave Vlaming presented the draft April, 2010 Financials.
 - This completes the first 10 months of the fiscal year
 - Craig Barnes asked what the factors were accounting for the increase in net income from last year to this year. Per Dave, some of the difference results from splitting labor costs between CSFM and SFRCC. SFRCC is also generating more rent revenue and event income.
 - There were no major variances to report

The April, 2010 Financials were unanimously approved, motion by Lleta Scoggins, 2nd by Ouida MacGregor.

- The 2010/11 Operating Budget was presented to the Board by Richard
 - Revenue is projected to be 3% higher than FY 2009/10.
 - 2010/2011 expenses should be under the projected budget assuming the CSFM work continues
 - No new leasing was included in the budget
 - SFRCC has negotiated a debt service deferral with the City

The 2010/11 Operating Budget was unanimously approved, motion by Bob Dunn, 2nd by Dave Vlaming.

- The City is requesting documentation for the debt service deferral. Richard is working on this, continuing the work that Lleta Scoggins began when she served as Executive Director
- The Finance Committee has recommended that SFRCC withdraw its NMTC application. The Board agreed and directed Richard to proceed.
- Richard presented a proposal to renew the lease on 332 Read St. with a 90-day termination option

A one-year extension of the lease on 332 Read St. with a 90-day termination option was unanimously approved, motion by Dave Vlaming, 2nd by Bob Dunn.

New Business:

- Penn Way requested an additional 120 days' leave of absence from the Board due to illness.

A 120-day extension of Penn Way's leave of absence was unanimously approved, motion by Ellen Bradbury, 2nd by Tony Hatch.

- Donald Meyer introduced Ann Dilworth as a potential future Board member candidate.

Executive Director's Report

LEASING REPORT

- Richard introduced the City Council Resolution which would trade a \$538K of affordable housing "fee in lieu" for the surrender of the ArtYard lease.
 - If the City foregoes the requirement for affordable housing in A-1, then ArtYard would surrender their two leases.
 - Per Century Bank, the entire transaction must occur before the end of the month
 - This resolution has been approved by Finance and Public Works
 - Masque Entertainment, a post production facility, could then construct a building on Parcel A2 and B1
 - Masque has existing production contracts in the pipeline.
 - The buildings would go through public process (BDC-DRC).
 - This scenario would not constitute a Master Plan change
 - This will provide a minimum of 75 new jobs and up to 250
 - Masque would also improve the fiber optic capability in the neighborhood.
 - LANB has thoroughly vetted Masque
 - Tomorrow Masque will submit site plans, renderings and financials to Richard. Letters of Intent for the two parcels will also be reviewed and possibly signed.
 - They would have a 90-year lease
 - Bob Dunn asked if there is a concern over how specialized the building's functions are over the course of a 90-year lease. Per Richard, SFRCC and the City do not have the risk of the building becoming functionally obsolete – the lender and Masque bear this risk/responsibility.
 - Masque are prepared to appear tomorrow night before City Council, when City Council votes on the Resolution.
 - Craig expressed concern over the potential loss of a residential presence since a presence near the park and the train station was part of the original vision for the Railyard.

- Gilbert Delgado recommended that Live-Work buildings be a priority for the remaining parcels in the Baca St. Portion of the Railyard.
 - Ouida MacGregor suggested that SFRCC initiate discussions with the Housing Trust on this issue. The Board recommended that Richard contact the Housing Trust.
- If the Masque A2/B1 deal comes together, they may lease La Puerta from Rose Utton. They would probably lease Parcel PP for parking, but SFRCC would require a building to be constructed no later than 5 years after lease commencement.
- Richard presented an update on the proposed El Museo rent deferral
 - The first vote by the El Museo Board on the deferral was positive, but it was later nullified
 - The El Museo Board meets again this evening to vote and Richard asked for an update as soon as possible from Tom Romero.

COMPLETION OF RAILYARD PROJECTS

- Both Maya and Dream Catcher are still interested in the cinema
- Railyard Company, LLC is asking for financing from Entertainment Properties Trust (REIT) through Maya Cinemas.
- There is currently a stipulated agreement between Railyard Company, LLC and the City to put claims aside in order to negotiate
- SFRCC has removed itself from any involvement in these negotiations
- SFRCC presented a new \$2.6 million budget/priority list to the City for the CIP budget, plus \$46 million in private expenditures for a total of \$49 million. This amount includes construction of the cinema but does not include the Baca turn signal, the proposed multi-modal, or a new platform for SF Southern.
- Per Richard, the City will build an at-grade trail across St. Francis. That construction is targeted to take place this summer.

PARK, PLAZA AND ALAMEDA UPDATE – SANDY BRICE

- Sandy presented recent press coverage for the Railyard including advertisements in Bienvenidos and Express, the new Railrunner quarterly magazine.
- Suby Bowden and Gayla Bechtol of the Park Stewards are working on a stage feasibility study for the Park Performance Green for CIP funding request. Sandy is providing them input.

COLLEGE OF SANTA FE UPDATE

- Per Richard, NMTC financing as well as the \$4 million ARRA grant are on hold
- CSFM and the City are in the process of reviewing the Scope of Work for the Professional Services Agreement.
- COSF and the prairie dog advocates have reached an amicable agreement for relocation of the prairie dogs from the CSF campus.

Executive Session

The Board of Directors did not meet in closed Executive Session.

Next Board Meeting: Tuesday, July 13th, 2010, 5:00-7:00pm – Board Room at Christus St. Vincent's Medical Center

Being no further requests for business, Dave Vlaming motioned to adjourn, 2nd by Lleta Scoggins, and the meeting was adjourned at 6:57pm.

Respectfully submitted,
Scott Harrison, Office Manager