



**FAIR PARK FIRST MINUTES  
OF CALLED MEETING OF THE  
BOARD OF DIRECTORS**

**January 28, 2025**

A called meeting of the Board of Directors (the "Board") of Fair Park First, a Texas nonprofit corporation (the "Corporation"), was held remotely via electronic means and live-streamed to the public at ***Facebook.com/Fairparkfirst*** on Tuesday, January 28, 2025 at 4:00 PM.

**Directors Present:**

Ms. Veletta Forsythe-Lill, President and Chair of the Nonprofit  
Robert Luxen, Secretary  
Jon Wolkenstein, Treasurer  
Reverend Todd Atkins  
Margo R. Keyes  
Chelby Sanders Kirk  
Matt Orwig  
Kimberly Shaw  
Lubbock Smith  
Dan Torpey  
Cordelia Boone, Ex Officio  
Daniel Wood, Ex Officio

**Not Attending:**

Jason Brown, Vice Chair  
Ann Barbier Mueller  
Zaida Basora  
Chris Bowers  
Cristina Lynch  
Maribel Moncada  
Lincoln Stephens  
Tim Dickey, Ex Officio

**Staff and Guests:**

Alyssa Arnold, Chief Operating Officer, FPF  
Crystal Zapien, Sr. Project Manager, FPF  
Stacey Church, General Manager, OVG  
Ms. Hirsch Ann Hirsch, Asst. General Manager, OVG  
Clif Huebner, Director of Finance, OVG  
Brad Murphy, General Manager, OVG



Scott Norton, Asst. General Manager, OVG  
Ken Smith, Community Member  
Michael Ahearn, Senior Vice President Operations, OVG  
Heather Stevens, Rise360/FPF  
Norman Alston, Norman Alston Architects/FPF

Ms. Veletta Forsythe-Lill served as Chair and Mr. Robert Luxen served as Secretary for the meeting.

**1) Call to Order and Introductions**

- a) Ms. Forsythe-Lill officially called the meeting to order at 4:06 PM.

**2) Adoption of Minutes**

- a) Ms. Forsythe-Lill entertained a motion to adopt the minutes from Board Meetings held on December 17, 2024. Reverend Todd Atkins made a corresponding motion, seconded by Ms/Margo R. Keyes. The motion passed unanimously.

**3) Committee Reports:**

**a) Finance Committee - Mr. Jon Wolkenstein, Chair**

**i) Oct-Dec Operator FY24-25 Finance Report – Ms. Stacey Church and Mr. Clif Huebner**

- (1) Mr. Huebner provided an overview of the 1<sup>st</sup> quarter financials ending 12/31/2024 and discussed events held at Fair Park this past quarter. Year-to-date, the number of events (22) is on budget though the number of event days is under budget by 29 days. Attendance at some events, particularly DTFC Soccer, was lower than anticipated, affecting revenues. Event operating income was \$380,707. Operating income is ahead of budget by \$65k. Total net event income for the quarter was \$670,927, ahead of budget by \$206,143, largely because of increased food and beverage from the State Fair.
- (2) The non-event revenue negative variance of \$20,139 is due in part to the City of Dallas appropriation being less than anticipated.
- (3) Operating expenses of \$3,968,868 were reviewed and, overall, are ahead of budget. Net operating income for the quarter was \$200,367, ahead of budget by \$816,061.
- (4) Depreciation of assets will happen over the next 11 months.
- (5) Ms. Forsythe-Lill explained that the Food and Beverage financial reporting has changed, now showing gross sales, cost of sales, and can now compute net figures. Mr. Wolkenstein explained they wanted to see the volume pushed through by OVG. High costs are due to the net commission basis. Real cost of goods sold is unknown because it is with OVG H.
- (6) Mr. Wolkenstein shared that he met with Ms. Church and Mr. Huebner to discuss and better understand the operator financial statements. They reviewed what is included in each account on the balance sheet and Mr. Wolkenstein overall agrees with the presentations.



- (7) Ms. Forsythe-Lill asked to show year-over-year on future reports. Mr. Wolkenstein agreed.
- (8) Ms. Forsythe-Lill asked about the annual budget for sponsorships because they are behind budget. Mr. Huebner explained that sponsorships are accrued over the life of the sponsorship, therefore, a year-long sponsorship is accrued over a 12-month period.

**ii) Oct-Dec Manager FY24-25 Finance Report - Mr. Jon Wolkenstein**

- (1) The team discussed the financials for Fair Park First (manager), focusing on the balance sheet and the equity statement. Mr. Wolkenstein explained and reviewed the accounts receivable, accounts payable, and the bank debt. Total assets are \$9,793,442.59. Liabilities total \$1,140,749.82. Long-term liabilities total \$1,536,990.64 which is for a loan repayment. Ms. Stevens raised the issue on assets that State and Federal funding that has been awarded cannot be listed on the balance sheet because they are reimbursement grants. Mr. Wolkenstein agreed and explained that the money cannot be recorded on the balance sheet until the money is spent. The team agreed to add a footnote to the balance sheet to indicate what grants have been awarded and grant agreements that are in process.
- (2) Mr. Wolkenstein pointed out on the balance sheet that they are now going to break out the donor-restricted equity (which is about \$9.2 million) separate from the unrestricted equity (which is at a deficit of about \$2.6 million) which is essentially the amount of the liabilities on the balance sheet less the PNC bank account and any accounts receivables balances that are unrestricted.
- (3) Mr. Wolkenstein reviewed the profit and loss statement showing total revenue of \$1,145,780.04 of which \$1,141,701.40 are restricted dollars for Carona Plaza and the Community Park, housed by Dallas Foundation.
- (4) In the first quarter, FPF made about \$200k which was used to pay off some inherited accounts payable balances. Mr. Wolkenstein explained that there is a payment plan in place for vendors and that progress is being made in reducing the payables balance from the Fair Park First (manager) side of things. Mr. Wolkenstein stated that new liabilities from OVG seem to be appearing.
- (5) Ms. Church asked what the General Support account includes. Ms. Arnold stated it mainly covers general administrative fee, gift shop and programming revenue. The City subsidies are not included yet, but will be included in Other Revenue.
- (6) Ms. Sanders asked about incoming legal expenses. Ms. Forsythe-Lill shared that they have a new pro bono attorney for small general needs and are making payments to their current firm. Legal fees for mediation with the City will be an expense.
- (7) Mr. Wolkenstein said they are working with Quick Books and is looking forward to having their fractional CFO in place soon.



**iii) Consideration of proposed financial procedures for FPF and possible action – Ms. Alyssa Arnold**

- (1) Ms. Arnold stated they have shared three new policies and procedures with the Board which have been reviewed by the executive committee: Payment Approval Process Procedure, Checking Signing and Distribution Procedure, and Assignment of Financial Authority Procedure. Mr. Wolkenstein explained that Baker Tilly did some work on behalf of the City relating to Fair Park and recommended FPF have these policies in place. There are two additional financial policies and procedures and several other procedures around human resources to come. Ms. Forsythe-Lill stated they have not received the complete Baker Tilly policies and procedures audit report. Ms. Stevens explained these are living documents and can be changed at any time moving forward by the Board as the organization grows and as needed. Mr. Wolkenstein made a motion to approve the three policies; Mr. Torpey seconded the motion. All were approved.

**b) Audit Committee – Mr. Dan Torpey, Chair**

- i) Mr. Torpey discussed the process undergone for reviewing two potential groups for the fractional CFO position they are looking to fill for Fair Park. The Audit Committee recommends Tatum due to their experience in the nonprofit space and reasonable pricing. Mr. Torpey and Ms. Arnold will proceed with engaging the fractional CFO from Tatum, and the Committee will finalize the contract for such.

**c) Facilities Committee – Ms. Chelby Sanders and Ms. Zaida Basora, Co-Chairs**

- i) Ms. Sanders shared that they recently toured the Sammons Center for the Arts, which serves as an incubator for small nonprofits that operate in the City, to understand how other organizations operate, how they make revenue, how they are reimbursed by the City, etc. Ms. Basora has drafted a facilities charter for Fair Park that she and Ms. Sanders are reviewing that includes advisory and strategic input oversight and advisory needs. Ms. Basora brings understanding of the city charter process, and Ms. Sanders brings understanding of the corporate side, gathering details on the building assets within Fair Park.
- ii) Ms. Church discussed the lease for TBAAL. She gave Ms. Rosa Fleming, Director, City of Dallas Convention and Event Services, a draft of the lease for review and will meet to discuss 1/29 before she leaves Fair Park First in early February. The lease needs to be completed so renovations can begin. Ms. Church has shared quotes for review with CES for nightly and daily janitorial services. When the desired level of service is determined, it will be included in the lease, and Fair Park will be reimbursed for these janitorial fees. Ms. Hirsch stated that TBAAL is doing remediation testing. Phoenix One will be their construction partner. Once Terracon gives them clearance, they should begin construction soon thereafter. The elevator has been repaired and will fall under the City budget. Ms. Arnold will provide an update on the TBAAL lease negotiations after meeting with them.
- iii) Ms. Hirsch stated that the fire panel in the Food and Fiber Building has finally been green tagged.



- iv) Ms. Hirsch also stated that they have maintenance scheduled for the second elevator at the African American Museum.
- v) Regarding the Food and Fiber Building, Mr. Alston explained that he is awaiting approvals from the City to hire a geotechnical team to conduct some structural engineering work required for repairing the building's sunken floor. Once approved, he will hire the geotechnical team, and work should take about four weeks to complete. Then they can bid the construction. He anticipates construction completion before the 2025 State Fair.
- vi) Upcoming rentals of the Food and Fiber Building were discussed including the North Texas Irish Festival. Ms. Church and Ms. Hirsch will advise on other upcoming rentals. Ms. Church stated they have been hesitant to rent out the building due to unknown City timelines. Mr. Scott Norton stated they have an opportunity to book the Food and Fiber Building for the volunteer center for FIFA World Cup which would begin in November to begin build out. This is a six-figure rental.
- vii) Ms. Forsythe-Lill stated that she would like for her and Ms. Church to meet with the Dallas Sports Commission and to finalize the \$2 fee at the Music Hall before Ms. Church leaves OVG and Fair Park First.
- viii) Ms. Church will share quotes for the CRM system for the buildings with Ms. Forsythe-Lill, Ms. Sanders and Ms. Basora.

**d) Community Park– Ms. Veletta Forsythe-Lill and Ms. Alyssa Arnold**

- i) Ms. Arnold stated more time is needed to complete the design contract with Studio Outside and will share with the Board before or during the March board meeting. Then they will work on a timeline.
- ii) Ms. Forsythe-Lill shared that they are hiring Dr. Marvin Delaney from the African American Museum (AAM) to research the history of the surrounding neighborhoods, honing in on the 1960s and 1970s loss of these homes, and build a report. Once completed, they will install an historic marker on the site. This will help with Fair Park programming, will provide oral histories to include in the AAM, and it is planned to create of an advisory art group, chaired by Kimberly Shaw, to advise on what art should be in the Park. Reverend Atkins, Mr. Lubbock Smith, and Mr. Jason Brown are working on an op-ed piece about the importance of the Community Park to the community.

**e) Governance Committee – Mr. Chris Bowers, Chair**

- i) In Mr. Bower's absence, Ms. Forsythe-Lill shared they are getting pro bono assistance with legal support and that engagement letters will be coming soon to use when engaging others for assistance. Mediation with the City and OVG is scheduled for 2/11/25.

**f) Officer and Executive Reports:**

**i) Manager Update – Ms. Alyssa Arnold, Acting CEO**

- (1) Ms. Arnold shared that they hired a new Director of Community Engagement, Evelyn Ovidia Amaya, a former Board member well-connected in the community. Work on the 2024 audit is continuing with Malnory McNeal. They are in the process of lining up new



and renewing sponsorships. Programming should resume in March providing the budget is solid. Fundraising is back on track to move forward. They are continuing work on HR policies and will share with the Board as completed. She also shared that Fair Park is part of the committee for the Dallas Cultural Trail, alongside the Arts District and the Deep Ellum Foundation, which was awarded a \$2 million grant for the planning and design of the trail.

- (2) Ms. Forsythe-Lill shared that the City of Dallas is undergoing an economic impact study on historic preservation that will be conducted by Donovan Rykema's company, PlaceEconomics. Ms. Forsythe-Lill will represent Fair Park on that advisory board and Mr. Brown will represent historic neighborhoods, i.e. South Dallas, Queen City, etc.
- (3) Ms. Forsythe-Lill shared some personnel changes. Ms. Church is leaving February 5<sup>th</sup> for the World Congress Center in Atlanta, and Mr. Julian Bowen is moving to a corporate role while remaining in Dallas, no longer working for Fair Park First but will assist with the transition. Mr. Michael Ahearn announced that Mr. Brad Murphy will support the team during the transition and search for replacements.

**ii) Operator Update – Ms. Stacey Church, GM**

- (1) Ms. Church reported on many items. She will update Ms. Forsythe-Lill on the TBAAL lease after meeting with TBAAL. Venton Jones renewed his lease for another year. She shared that Fair Park had just hosted 17 days of an inclement weather warming shelter for the unhoused which was problematic with various guest incidents. They are discussing with the Office of Homeless Solutions how to make changes to the activation plan in the future. OVG is also in ongoing discussions with the City on the scope transition and hopes to implement by March 1. Ms. Hirsch will spearhead this effort going forward with Mr. Ahearn's assistance. Ms. Church shared that they have had additional conversations with FIFA.
- (2) Ms. Hirsch reported on the Cotton Bowl project. They are running two construction crews daily. The steel is in for the new press box, walls are going up and ceilings in. They will give the board a tour of the space once safety allows on site.
- (3) Regarding Carona Plaza, Ms. Stevens shared they are waiting on the sub-utility report since November on what is below Cotton Bowl Plaza. Ms. Hirsch noted that the Carona Plaza design is included in this round of construction for the project and that construction funding is separate. Design is provided through a sub-component of the Cotton Bowl agreement with Overland so this cost will not hit Fair Park First. The construction component is covered by a generous gift from John and Helen Carona within reason and request above and beyond the purpose would have to have other sources to finalize a construction budget and funding allocation.
- (4) Ms. Arnold mentioned that the Tower Building Rotunda Art Restoration contract was approved but no timeline has been set. Ms. Arnold will check with the Office of Arts and Culture and the Parks Department on the status of the contract and funds transfer to the City and report to Ms. Forsythe-Lill. This project is funded by Save America's Treasures grant through the National Park Service.



**g) Adjournment**

There being no other business to consider, upon a motion duly made by Mr. Wolkenstein and seconded by Reverend Atkins, the meeting was adjourned at 5:35 p.m.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Robert Luxen". The signature is written in a cursive, flowing style.

By: Robert Luxen, Secretary