



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

February 25, 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, February 25, 2025 at 4:00 PM.

Directors Present:

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

Not Attending:

Zaida Basora
Margo R. Keyes
Maribel Moncada
Lincoln Stephens
Tim Dickey, Ex Officio

Staff and Guests:

Alyssa Arnold, Acting Chief Executive Officer, FPF
Evelyn Amaya, Director of Community Engagement, FPF
Josh Anderson, Program Manager, BRV/FPF
Heather Stevens, Rise360/FPF
Sally Pietsch, CFO, FPF
Michael Ahearn, Senior Vice President Operations, OVG
Dee Ann Hirsch, Asst. General Manager, OVG
Clif Huebner, Director of Finance, OVG



Brad Murphy, General Manager, OVG
Scott Norton, Asst. General Manager, OVG

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 4:17 PM.

2) Adoption of Minutes

- a) Ms. Forsythe-Lill entertained a motion to adopt the minutes from the Board Meeting held on January 28, 2025. Reverend Todd Atkins made a corresponding motion, seconded by Mr. Jon Wolkenstein. The motion passed unanimously.

3) Committee Reports:

a) Finance Committee - Mr. Jon Wolkenstein, Chair

i) January Operator FY24-25 Finance Report – Mr. Brad Murphy and Mr. Clif Huebner

- (1) Mr. Huebner provided an overview of the January 2025 financials. He reported that events were ahead of budget for the month even though the Hot Chocolate Run was moved from Jan to Feb. Fair Park hosted the Warming Shelter for 17 days in January for which the City of Dallas provided income offsetting some related indirect costs and overhead labor. DTFC Soccer continues to perform behind budget so next year budget will be adjusted accordingly. Total event income was \$210,000, ahead of budget by \$61,000.
- (2) The non-event revenue negative variance of \$81,832 was due to several factors. Tenant rents were adjusted to reflect the amount anticipated to receive from Live Nation this month or next month for the commission payment from the Pavilion. Sponsorships are behind. Other Parking Income shows a loss. Fair Park First relies on the Music Hall and Parry lot for parking revenue. A net loss was reported because the cost of paying the parking provider exceeded parking income. Non-event revenue was \$592,413.
- (3) Operating expenses of \$964,761 were reviewed and mainly were ahead of budget, though Fees for Services had a negative variance due to a ticket reconciliation on a previous event. Overall, there was a Net Operating Loss of \$161,420 for the month which is still ahead of budget by \$119,430.
- (4) Mr. Wolkenstein asked how to avoid losses in parking income. Mr. Murphy explained that they are developing a new agreement with the Music Hall. The current contract allows for \$1 per car to be paid back to Fair Park First, but it is not enough to cover the cost of security, labor and technology. Ms. Sanders inquired if the parking can be structured as a cost plus. Ms. Forsythe-Lill shared the current contract dates back to the 1990s as do many other contracts on campus. They are renegotiating for a higher per car fee, ideally \$3, and to implement dynamic pricing.
- (5) Mr. Wolkenstein stated he would like Fees for Services broken out into various line items.



- (6) Ms. Pietsch inquired why budgeted marketing dollars are not being spent. Mr. Murphy shared they have been cutting expenses in an effort to balance the budget. Mr. Huebner explained the marketing budget in overhead is straight-lined and that additional marketing dollars are allocated per event in the month of the event. Ms. Forsythe-Lill added that some events run their own advertising. A search is underway to hire a new marketing person (replacing Mr. Bowman who left in January) with interviews ongoing and one internal candidate.

ii) January Manager FY24-25 Finance Report - Mr. Jon Wolkenstein

- (1) Mr. Wolkenstein mentioned that new fractional CFO, Ms. Sally Pietsch, started days ago and that Manager financials will be presented through February at the March Board meeting.

b) Audit Committee – Mr. Dan Torpey, Chair

i) FY23-24 Audit Update - Mr. Dan Torpey

- (1) Mr. Torpey stated that they are awaiting completion of the audit then will submit it to the City of Dallas.

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

i) Lease negotiations - Mr. Brad Murphy

- (1) Mr. Murphy stated the TBAAL lease negotiations with the City of Dallas are pending, awaiting a meeting with Ms. Rosa Fleming, Director, City of Dallas Convention and Event Services. Ms. Forsythe-Lill shared that TBAAL has requested additional items in the contract related to the building, has asked to hold their Jazz Festival over Labor Day weekend there, and for the restoration of some public art (for which a vendor and pricing is being researched). Mr. Murphy stated that Ms. Whitney Worm is leading the construction aspects and has extensive experience with TBAAL and their programming needs. Ms. Forsythe-Lill reiterated the need to finalize the needs and related costs.
- (2) Mr. Murphy stated they are working to solidify the Music Hall parking arrangement.
- (3) Mr. Murphy and Ms. Forsythe-Lill will work to establish agreements with Texas Discovery Gardens, African American Museum and the Hall of State since these do not currently exist.
- (4) Ms. Forsythe-Lill stated the City of Dallas requested a list of maintenance needs on campus to work into their budget.
- (5) Ms. Sanders' committee will be meeting with organizations interested in Fair Park facilities and will work with Mr. Smith on potential collaborations with DISD, Dallas Community College, and Dallas PD. Dallas PD currently house their horses on-site and wants to make capital improvements to the horse barns.

ii) Community Park - Mr. Jason Brown and Ms. Alyssa Arnold

- (1) This discussion was moved to Executive Session.



d) Governance Committee - Mr. Chris Bowers, Chair

- i) The discussion around the Surcharge Agreement and the Grounds MOU was moved to Executive Session.

4) Officer and Executive Reports:

a) Manager Update – Ms. Alyssa Arnold, Acting CEO

- i) Ms. Arnold introduced two new team members: the new CFO, Ms. Sally Pietsch, and shared her extensive experience with the Perot Museum and Evelyn Amaya, the new Director of Community Engagement, who shared her experience within the City of Dallas and presented her 30/60/90-day plan for engaging with the community.
- ii) Ms. Arnold shared that the revamped Fair Park First website and membership program will launch this week and work continues on the cultural district website. Both sites will be shown at the March Board meeting. Programming has been delayed to launch mid-March.
- iii) Ms. Forsythe-Lill announced that she, Ms. Arnold and Ms. Stevens are going to organize a reception for the on-campus institutions to introduce staff, board or institutions to one another.

b) Operator Update – Mr. Brad Murphy, Transitional General Manager, OVG

- (1) Ms. Hirsch reported on several ongoing projects at Fair Park. FIFA World Cup 2026 will have three activations on-site - the fan festival, a training site and likely the volunteer site. The team is working closely with FIFA on various aspects of the large scale event.
- (2) The Cotton Bowl experienced very little impact from the recent freeze and construction continues, still targeting completion by State Fair 2025.
- (3) For TBAAL, construction is temporary versus structural and can be reversed for future tenants. Some remedial work is underway with expectations that the space will be ready by August 2025.
- (4) For the African American Museum, the elevator and a pane of glass as been replaced. They are assessing repairs needed to the freight elevator and HVAC unit for the spring.
- (5) Ms. Hirsch stated that the Centennial bond work is still ongoing, and they are working on the HVAC system with the City and Parks Department.
- (6) The team is awaiting the fire panel and land review for the Pan American Building.
- (7) The Food and Fiber Building 2017 bond work is finally going to begin, with geo tech work starting next Monday. Mr. Norman Alston, the architect of record, believes work will be complete prior to the State Fair.
- (8) Ms. Forsythe-Lill expressed concern about the potential impact of another freeze event, similar to the one in 2021, which cost the site over \$5 million, and wants to ensure necessary maintenance is ongoing.
- (9) She shared the Board may tour the Cotton Bowl in August to see status of improvements. Ms. Hirsch noted, as progress is made, the State Fair is involved and has a representative in the OAC meetings to discuss value engineering as needed.
- (10) Mr. Norton reported on marketing regarding the performance of various events held in January and February, noting the success of larger-scale ticketed events. Since January



1st, 14 license agreements for various events have been secured. Upcoming events include the new Breakaway Music Festival April 4-5, another potential event drawing 70,000 ticketed attendees, and the May Monster Truck event is adding a third performance. Events planned for the Cotton Bowl include DTFC Soccer matches in the spring, the annual Dallas Cup International Soccer Tournament, Gold Cup training sessions in June, the United Way Centennial Celebration and Concert in November, and many more.

- (11) Mr. Murphy shared that concert business trends show a slow spring because artists have completed 2023 and 2024 tours returning from Covid yet expressed optimism for the fall and spring of 2026, with more shows expected to resume.

5) Items for Discussion and Possible Action

- a) Ms. Forsythe-Lill entertained a motion to enter executive session. Mr. Bowers made a motion to enter Executive Session to discuss confidential and proprietary matters regarding the Community Park, Proposed Surcharge Agreement, and Grounds MOU. Secretary Luxen seconded the motion which was duly passed. The board entered executive session at 5:29 PM.

6) 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,

By: Robert Luxen, Secretary