

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

Tuesday December 15 2021

A meeting of the Board of Directors (the “Board”) of Fair Park First, a Texas non-profit corporation (the “Corporation”), was held remotely via electronic means and livestreamed to the public at ***Facebook.com/Fairparkfirst*** on December 15, 2020, at 6:12 p.m.

Directors Present: Darren L. James
 Norman Alston
 Margo R. Keyes
 Emily Ledet
 Ovidia E. Amaya
 Jason Brown
 Ann Barbier Mueller
 Cris Zertuche Wong
 Sonya Woods Rose
 Jason Brown
 Veletta Forsythe Lill
 Cristina B. Lynch

Arriving after 6:07:
Rev. Donald Parrish
Mercedes Fulbright

Not Attending:
John Proctor
Sonja McGill

Guests:
Robb P. Stewart, Fair Park Board Liaison
Daniel Wood, Fair Park Board Liaison
Brian Luallen, Executive Director of the Corporation
Peter Sullivan, Spectra
Eric Klein, Spectra
Dee Ann Hirsch, Spectra
Alyssa Arnold, BRV
Dan Biederman, BRV
Terry Kittleson,
ITCFG

Legal Counsel: Robert McCormick, Shackelford
 Esther Lee, Shackelford

Mr. Norman Alston, Secretary of the Corporation, acted as the secretary of the meeting. Mr. Darren L. James, President of the Corporation, served as the chair of the meeting.

1. Call to Order.

Mr. James officially called the meeting to order. Twelve of the Board members were in attendance at the beginning of the meeting, and with there being a quorum present, the meeting proceeded.

2. Approval of Minutes.

The first order of business before the meeting was the approval of the minutes from the meeting originally held on November 14, 2020. There being no discussion or questions, a motion was made and duly seconded, and the minutes were approved as presented.

3. Report from Executive Director.

Mr. Luallen, Executive Director of the Corporation, provided a general update on strategic objectives and fundraising tactic. In addition, he briefed the board on ongoing Real Estate activities.

4. Report from Spectra

Mr. Peter Sullivan provided a verbal update on past and future events at Fair Park, as well as the ongoing impacts of covid-19.

5. Report from BRV

Ms. Alyssa Arnold, representative for Biederman Redevelopment Ventures provided an update on the development of the Community Park. She highlighted the selection of a designer by community and staff input, and ongoing progress relative to geotechnical analysis and survey work. She also established timeline for a RFQ on a designer for the planned adjacent parking garage.

6. Report from Rise 360.

Ms. Heather Stevens provided an update as to development and fundraising tactics, including the development of enhanced donor collateral, and a targeted list of new foundations and individual givers.

7. Finance Report.

Mr. Jason Brown was introduced as the Corporation's new Finance Chair. He and Mr. Eric Clein provided a written update on the finances of the Corporation. A summary of his report is attached hereto as Exhibit A.

8. Executive Session

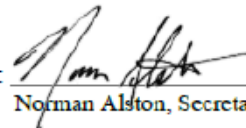
The next order of business was to discuss potential incentives and Spectra's delivery of KPI's for the fiscal year 2019.

9. Board Actions

The next order of business was to vote on supporting staff recommendations regarding the Spectra Qualitative Incentive for FY19. Brief discussion ensued among Board Members. After there were no questions or objections, Mr. James entertained the motion to vote in favor of the incentive. A motion was made and duly seconded, and the FY19 Qualitative Incentive was approved.

There being no other business to consider, upon a motion duly made and seconded, the meeting was adjourned at 7:39 p.m.

Respectfully submitted,

By: _____
Norman Alston, Secretary

EXECUTIVE SESSION NOTICE

A closed executive session may be held if the discussion of any of the above agenda items concerns one of the following:

Seeking the advice of its attorney about pending or contemplated litigation, settlement offers, or any matter in which the duty of the attorney to the City Council under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with the Texas Open Meetings Act. flex. Govt. Code s551.0711

Deliberating the purchase, exchange, lease, or value of real property if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. flex. Govt. Code 5551 .0721

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Deliberating the deployment, or specific occasions for implementation, of security personnel or devices. [ex. Govt. Code s551.0761

Discussing or deliberating commercial or financial information that the city has received from a business prospect that the city seeks to have locate, stay or expand in or near the city and with which the city is conducting economic development negotiations; or deliberating the offer of a financial or other incentive to a business prospect. [ex Govt. Code s551.0871

Deliberating security assessments or deployments relating to information resources technology, network security information, or the deployment or specific occasions for implementations of security personnel, critical infrastructure, or security devices. [Tex. Govt. Code 5551 .089]

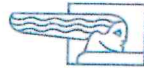
Handgun Prohibition Notice for Meetings of Government Entities

"Pursuant to Section 3Q1QQ, Penal Code (trespass by license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a concealed handgun."

"De acuerdo con la sección 30.06 del código penal (ingreso sin autorización de un titular de una licencia con una pistola oculta), una persona con licencia según el subcapítulo h, capítulo 411, código del gobierno (ley sobre licencias para portar pistolas), no puede ingresar a esta propiedad con una pistola oculta."

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FAIR PARK FIRST

CONSOLIDATED FINANCIAL STATEMENTS

	<u>November</u>	<u>Budget</u>	<u>Variance</u>	<u>YTD</u>	<u>YTD Budget</u>	<u>YTD Variance</u>
Number of Events	5	3	2	9	6	3
Number of Event Days	5	23	-18	10	35	-25
Attendance	7,614	6,000	1,614	9,573	11,000	-1,427
<u>Operating Revenue</u>						
Special Events	0	0	0	387,500	387,500	0
Building Use Fee	16,433	50,000	-33,567	43,795	60,000	-16,205
Parking Commissions	0	0	0	0	0	0
Concessions	778	0	778	7,076	0	7,076
Corporate Sponsorships/Branding	0	60,000	-60,000	0	120,000	-120,000
Park Programming-Events	0	0	0	0	0	0
Park Programming-Sponsorships	0	0	0	0	0	0
<u>Sub-Total Operating Revenue</u>	<u>17,212</u>	<u>110,000</u>	<u>-92,788</u>	<u>438,371</u>	<u>567,500</u>	<u>-129,129</u>
<u>Non-Operating Revenue</u>						
Fundraising Income	5,436	250,000	-244,564	10,441	500,000	-489,559
Interest Income	102	0	102	207	0	207
Allocated Appropriation from the City of Dallas	273,194	287,572	-14,378	546,388	575,144	-28,756
<u>Sub-Total Non-Operating Revenue</u>	<u>278,732</u>	<u>537,572</u>	<u>-258,840</u>	<u>557,037</u>	<u>1,075,144</u>	<u>-518,107</u>
Total Revenues	<u>295,944</u>	<u>647,572</u>	<u>-351,628</u>	<u>995,407</u>	<u>1,642,644</u>	<u>-647,237</u>
<u>Operating Expenses</u>						
Salaries, Taxes, Wages & Benefits	227,793	233,662	5,869	424,096	449,781	25,685
General & Administrative	500	4,902	4,403	1,528	8,313	6,785
Supplies & Materials	2,634	13,575	10,941	29,537	47,952	18,415
Sales & Marketing	654	2,300	1,646	1,640	4,600	2,960
Fees for Services	93,595	80,141	-13,454	1,178,186	1,186,340	8,154
Utilities	126,756	139,600	12,844	254,447	279,200	24,753
Maintenance	17,773	29,891	12,118	37,558	58,619	21,061
Management Fee	70,833	70,833	0	141,667	141,667	0
Qualitative Incentive Fee	0	0	0	0	0	0
Insurance	20,167	20,680	513	40,354	41,360	1,006
<u>Sub-Total Operating Expenses</u>	<u>560,704</u>	<u>595,584</u>	<u>34,879</u>	<u>2,109,012</u>	<u>2,217,831</u>	<u>108,819</u>
<u>Net Operating Income/(Loss)</u>	<u>-264,761</u>	<u>51,988</u>	<u>-316,749</u>	<u>-1,113,605</u>	<u>-575,187</u>	<u>-538,418</u>
Depreciation	-4,551	-4,551	0	-9,102	-9,102	0
<u>Net Operating Income/(Loss) after Depreciation</u>	<u>-269,312</u>	<u>47,437</u>	<u>-316,749</u>	<u>-1,122,707</u>	<u>-584,289</u>	<u>-538,418</u>

Board Notes-October 2020

- November is the second month of the fiscal year.

Operating Revenue

Month

- Operating revenue was down for the month compared to budget due to the timing of budgeted corporate sponsorship/branding revenue.
- Building Use Fee revenue was down compared to budget due to a budgeted event that did not occur due to COVID-19.
 - FPF did hold a comedy show (Rickey Smiley) and a drive in concert (Nightmre).

Year

- Operating revenue is down for the year compared to budget due to the timing of budgeted corporate sponsorship/branding revenue.
- Building use fee revenue is also down compared to budget due to the budgeted event (World Food Championship) that did not occur in November.

Non-Operating Revenue

Month

- Non-operating revenue is down compared to budget due to the timing of fundraising income.
- The impact of COVID-19 also reduced our budgeted appropriation from the City of Dallas and our payment has been reduced by 5%.

Year

- Non-operating revenue is down compared to budget for the year due to timing in budgeted fundraising dollars.
- The 5% reduction in the appropriation due to FPF has also and will continue to affect budgeted non-operating revenue.

Operating Expenses

Month

- FPF was better than budget by \$34,879 for the month in operating expenses; due to savings in utilities and other services for the month.

Year

- FPF is better than budget by \$108,819 in operating expenses for the year. This is due to the savings in a couple of operational areas including utilities and supplies.



AGENDA

REGULAR MEETING OF THE BOARD OF DIRECTORS

Tuesday, December 15, 2020 (6:00 P.M.)

To Be Held Remotely, Via Electronic Means

Meeting to be live streamed, and available via the following weblink:

[Facebook.com/Fairparkfirst](https://www.facebook.com/Fairparkfirst)

(Please note, no account or password is required)

*Members of the public wishing to address the Fair Park First Board should sign up in advance
By emailing info@fairparkfirst.org NO LATER than 12pm December 15, 2020 (Central Time)*

Preregistered public speakers will be emailed a link and instructions for admittance.

1. Call to Order
2. Welcome, Presentation of Agenda and Introductions
3. Approval of the minutes from the Board meeting on November 17, 2020.
4. Fair Park First Officer and Executive Reports:
 - A. President
 - B. Secretary
 - C. Executive Director
5. Committee Reports:
 - A. Finance
 - (i) Finance Update – Jason Brown/Eric Clein

- B. Fundraising and Development Update – Margo R. Keyes/Veletta Forsythe-Lill
- 6. Spectra Update
 - A. GM Update
- 7. Partner Updates
 - (i) Community Park Update
 - 1. BRV – Alyssa Arnold
 - (a) Designer
 - (b) Survey
 - (c) Geotech
 - (d) Parking garage design RFQ
 - (ii) Fundraising Campaign
 - 1. Rise 360 - Heather Stevens
 - (a) Actions to Date
 - (b) Donor Collateral Development
- 8. Spectra Qualitative Incentive Review – **EXECUTIVE SESSION**
- 9. Items for Action
 - A. **BOARD ACTION: SPECTRA QUALITATIVE INCENTIVE**
- 10. Public Comments: Attendees are welcome to address the Board of Directors.
Speakers must sign in and will have 3 minutes each to speak.
 - A. Presentation of Rules: Shackleford
 - B. Speakers
- 11. Adjourn

Important Reminder

The November Fair Park First Board Meeting will be held at:

To Be Held Remotely, Via Electronic Means

*Meeting to be live streamed, and available via the following weblink: [Facebook.com/Fairparkfirst](https://www.facebook.com/Fairparkfirst)
(Please note, no account or password is required)*

January 19, 2020 at 6:00pm

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Kimberly Shaw, MBA
President & CEO
Regional Black Contractors Association
kshaw@blackcontractors.org
(214)686-9992

Kimberly Shaw is President/CEO of the Regional Black Contractors Association. She focuses on supporting Real Estate, Pre-Construction, Construction, Transportation businesses and allied industries. Currently, she serves on several committees across the DFW Metroplex that address equity and inclusion, offering a fresh perspective that results in collaborative policy and/or procedural changes. As an assertive, self-motivated Executive with solid political and civic relationships, she manages and drives community programs and is successful in cross-team initiatives.

Her loyalty to God, Country, Family and Career is paramount to her being. Kimberly lived abroad during her formative years which helped shape her unique perspective on today's issues. Her diverse and multi-cultural background has inspired her to offer her talents for a greater influence on those around her.

She created numerous programs in the Southern Dallas Community in association with RBCA executive leadership, such as: "Second Chance" Workforce Development Program, Senior Citizen Home Repair Program, Scholarship Program, and support to local Drug & Alcohol Rehabilitation facilities.

Kimberly's passion for life-long learning along with her MBA informs her approach to advocacy for Black businesses and individuals involved with the criminal justice system.

Her precious free time is spent with her children, family and close friends. Kimberly's hobbies consist of reading, traveling, and personal fitness both physical and spiritual. She is a proud alumnus of Oklahoma State University and holds a Texas Real Estate License.