

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

September 15, 2020

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 September 15, 2020, at 6:04 p.m.

Directors Present: Darren L. James
Norman Alston
Margo R. Keyes
Reverend Donald Parrish
Emily Ledet
Ovidia E. Amaya
Jason Brown
Ann Barbier Mueller
Cris Zertuche Wong
Sonya Woods
John Proctor
Jason Brown

Not Attending: Sonja McGill

Arrived after 6:04: Veletta
Forsythe-Lill

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

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 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 August 18, 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 his activities. A summary of Mr. Luallen's report is attached hereto as Exhibit A.

4. Report from Spectra

Mr. Peter Sullivan provided a general update on past and future events at Fair Park, as well as the ongoing impacts of covid-19. A summary of Mr. Sullivan's report is attached hereto as Exhibit A.

5. Report from Biederman Redevelopment Ventures

Ms. Alyssa Arnold, representatives of Biederman Redevelopment Ventures, provided a general update the preparation of the Fair Park Master Plan, and the launch of RFQs for a landscape designer for the Fair Park Community Park, and a survey and geotechnical study of the proposed Community Park and Parking Structure locations.

6. Report from In The City For Good

Board Member Rev. Donald Parish Sr., also a representative of In the City For Good provided a general update on a variety of community care initiatives to provide essential goods and services to community youth.

7. Report from Donor Relations/Fundraising Advisory Recruitment Committee.

Ms. Margo R. Keyes provided an update as to the development of a fundraising advisory committee and shared her excitement for the selection of Rise 360 as the corporation's fundraising consultant.

8. Finance Report.

Mr. Eric Clein provided a written update on the finances of the Corporation. A summary of his report is attached hereto as Exhibit B. The board discussed establishing a new Finance Committee Chair, with a target date of November.

9. New Board Member Nomination, Christina Lynch.

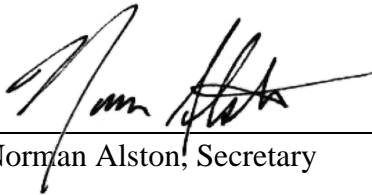
The next order of business was to discuss the nomination of Christina Lynch to join the Board of Directors, with a concurrent motion to delay the nomination vote to the October 20, 2020 Board Meeting.

There were no questions or objections, Mr. James entertained the motion to delay the action

item, a motion was made and duly seconded, and the postponement was approved.

There being no other business to consider, upon a motion duly made and seconded, the meeting was adjourned at 7:49 p.m.

Respectfully submitted,

By: 
Norman Alston, Secretary

[Signature Page to Minutes of Board Meeting of Fair Park First – Sept 15, 2020]

EXHIBIT A
EXECUTIVE DIRECTOR'S
REPORT

EXECUTIVE DIRECTOR REPORT

**REGULAR MEETING OF
THE BOARD OF DIRECTORS OF**

FAIR PARK FIRST

Tuesday, Sept 15, 2019 (6:00 P.M.)

Meeting Held Electronically

1. Strategic Focus
 - A. Competitive Grants
 - (i) LSP
 - (ii) CCBG
 - (iii) FPOF
 - (iv) Texas State Parks
 - (v) Corporate
 - (vi) Community focused foundations
 - B. Largely Capital, Seeking Greater Programmatic Dollars
2. RFI For Unoccupied Buildings
 - A. Staff Recommendation
 - (i) Draft lease documents in process with counsel, planning to submit to City Attorney for courtesy review
 - (ii) Spark and Best Texas/RRMF project proceeding, with meetings being scheduled with counsel soon
 - (iii) Coliseum
 1. Private Equity and State Funding
 2. Significant revenue potential and year-round programming
3. Opportunities
 - A. Fundraising Consultants

- (i) Presentations to selection committee went well
 - 1. Leading candidate in contracting
 - 2. Supported by unanimous vote from selection committee

4. Donor Strategy

- A. The environment remains challenging, due to covid 19
- B. New meetings and relationship cultivation have been affected
- C. Promising conversations with a campaign opener for the Phase One Capital Campaign
- D. Most presentations postponed until early 2021, at earliest, and could be impacted by further delays subject to health regulations and mandates
- E. Targeting solidifying our “opening gift” to capital in November
- F. Resident Institutions
 - (i) Aquarium Update, and impacts
 - (ii) Texas Discovery Gardens – ongoing fundraising conversations

EXHIBIT B
FINANCE REPORT



FAIR PARK FIRST

	Consolidated May Financials				Consolidated June Financials		
	ACTUAL	BUDGET	FAV(UNFAV) VARIANCE		ACTUAL	BUDGET	FAV(UNFAV) VARIANCE
TOTAL EVENT INCOME	3,440	259,245	(255,805)		-7,040	155,915	(162,955)
OTHER INCOME	390,269	733,992	(343,723)		1,506,155	756,992	749,163
INDIRECT EXPENSES	667,745	1,071,977	404,232		926,638	1,037,250	110,612
NET INCOME (LOSS) BEFORE DEPRECIATION	<u>(274,036)</u>	<u>(78,740)</u>	<u>(195,297)</u>		<u>572,477</u>	<u>(124,343)</u>	<u>696,820</u>
DEPRECIATION	(4,551)	(4,551)	0		(4,551)	(4,551)	0
NET INCOME (LOSS) AFTER DEPRECIATION	<u>(278,587)</u>	<u>(83,291)</u>	<u>(195,297)</u>		<u>567,926</u>	<u>(128,894)</u>	<u>(195,297)</u>



FAIR PARK FIRST

	Consolidated Year to Date				June 2020 Comments
	ACTUAL	BUDGET	FAV(UNFAV) VARIANCE		
TOTAL EVENT INCOME	2,111,136	2,120,476	(9,340)		-Event income was down compared to budget by \$162,955
OTHER INCOME	6,493,914	8,317,830	(1,823,916)		-Other income was better than budget by \$749,163
INDIRECT EXPENSES	8,352,064	10,045,109	1,693,045		-We continue to save in spending, Indirect expenses came in better than budget by \$110,612 for the month
NET INCOME (LOSS) BEFORE DEPRECIATION	<u>252,986</u>	<u>393,197</u>	<u>(140,211)</u>		Fiscal Year 2020 YTD Comments
DEPRECIATION	(40,958)	(40,958)	0		-YTD, event income is down compared to budget by \$9340
NET INCOME (LOSS) AFTER DEPRECIATION	<u>212,028</u>	<u>352,239</u>	<u>(140,211)</u>		-YTD, other income is down compared to budget by \$1,823,916
					-YTD, indirect expenses are better than budget by \$1,693,045

EXHIBIT C

GM

REPORT

[Attached]



Spectra GM Report

REGULAR MEETING OF THE BOARD OF DIRECTORS

Tuesday September 15 2020 (6:00 P.M.)

Events:

Shared again that a number of events had either cancelled or postponed until the next fiscal year for us; the approximate total from mid-March until the end of July 2020 was over 50.

Despite this we continued to hold numerous discussions with event producers in regard to events for next year, as well as hosted a few events over the last month, and will do so as well for the remainder of the fiscal year.

Events included a film shoot, yoga on the lawn, North Texas Food Bank Give Away, Capricorn Drive movie and DJ events, as well as the Mayors Back to School Fair. The resident institutions also hosted a few events including receptions, as well as the State Fair hosting church service; with their Drive through food experience starting on Sept 9/19/2020.

Finance:

Renewed the D&O insurance for the Board.

Operations:

Discussed numerous operational matters including emergency repairs (Cotton Bowl restrooms/Auto Blding roof fix); bond related project updates (HOS/Coliseum/African American Museum); State Fair Net Revenue Projects (access controls, roof projects, security camera's, warehouse, coliseum concessions); State Fair Make Ready initiatives, etc.

Sales:

Discussed various sales initiatives including contacting various event producers; hosted 8 drive in concerts/movies in lot 8; attempted to book large high school football games for the Cotton Bowl; possibility of partnering with the Dallas Office of Arts and Culture for some events, etc.

Marketing:

Discussed various marketing issues/initiatives including: providing support for all drive in/through events; participated in the #RedAlertRestart campaign designated to raise awareness in support to f the struggling live entertainment and events industry; started a digital campaign for the North Texas Giving Day; applied for and received Google Ad Grants; help produce volume 5 of the Fair Park First Newsletter

Ticketing:

Continue to support the efforts of the SFT in regarding to ticketing operations associated with the upcoming TX vs OU game; managed the ticketing operations for the drive in movies and concerts; continue to monitor ticketing strategies and protocols at other venues for social distancing/timed entries/and contactless ticketing/touch to pay options.



AGENDA

REGULAR MEETING OF THE BOARD OF DIRECTORS

Tuesday, September 15, 2019 (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 Sept 14, 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 held on Aug 18, 2020.
4. Fair Park First Officer and Executive Reports:
 - A. President
 - B. Secretary
 - C. Executive Director
5. Advisory Committee Reports:
 - A. Donor Relations/Fundraising
 - (i) Advisory Committee Update
 - (ii) Consultant Selection
 - (iii) Board Recruitment

- B. Finance
 - (i) Monthly Finance Update – Eric Clein
 - (ii) Nominations for Finance Committee Chair
- 6. Spectra Update
 - A. GM Update
- 7. Partner Updates
 - (i) Master Plan Update
 - 1. BRV – Alyssa Arnold, Masterplan and Community Park RFQ Design Update
 - 2. In The City For Good – Community Actions
- 8. Items for Action
 - A. Master Plan Recommendations
- 9. 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: Counsel
 - B. Speakers
- 10. Adjourn

Important Reminder

The October Fair Park First Board Meeting will be held virtually October 20 , 2020 at 6:00pm:

*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)*

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

Deliberating a negotiated contract for a prospective gift or donation to the city if deliberation in an open meeting would have a detrimental effect on the position of the city in negotiations with a third person. [ex. Govt. Code S551.073]

Deliberating the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee unless the officer or employee who is the subject of the deliberation or hearing requests a public hearing. [ex. Govt. Code s551.0741

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."

"Pursuant to Section @.9.2, Penal Code (trespass by license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a handgun that is carried openly."

"De acuerdo con la sección 30.07 del código penal (ingreso sin autorización de un titular de una licencia con una pistola a la vista), 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 a la vista."