



**NEVADA COMMISSION FOR THE RECONSTRUCTION OF THE V&T RAILWAY
("V&T Railway Commission")
Agenda Report**

Date Submitted: 01/20/23

Meeting Date Requested: 01/26/23

Time Requested: 5 Minutes

To: NEVADA COMMISSION for the RECONSTRUCTION of the V&T RAILWAY Commissioners

From: David Peterson

Subject Title: Discussion and possible action regarding termination of the Independent Rail Bike Rides Service Agreement and its two amendments with Freedom Rail, LLC, with the amended contract term ending December 31, 2023 ("Contract").

Staff Summary: *Following a 7-month delinquency in payment of utilities and rail inspections, in addition to a bounced revenue check not yet reconciled, Chair Peterson, with the assistance of legal counsel, notified Freedom Rail, LLC on January 19, 2023, in writing, of its failure to perform and demanded the same to be cured within ten (10) days, in accordance with the terms of the Contract. If Freedom Rail, LLC does not clear the dues in the account within the 10 days, the Commission may immediately terminate the Contract and pursue other means of collecting on this debt.*

Type of Action Requested:

Resolution

Ordinance

Formal Action/Motion

Other (Specify) Presentation Only

Recommended Board Action:

I move to terminate Independent Rail Bike Rides Service Agreement and its two amendments with Freedom Rail, LLC,

Applicable Statute, Code, Policy, Rule or Regulation: n/a

Fiscal Impact:

Explanation of Impact:

Funding Source:

Supporting Material/Attachments: 20230126_VT_Item 11_Freedom Rail

Prepared By: Allyson Bolton, Atypical Consulting and Events



Joe Lombardo
Governor

State of Nevada
**COMMISSION FOR THE RECONSTRUCTION
OF THE V&T RAILWAY**
P.O. Box 1711
Carson City, Nevada 89702



David Peterson
Chairman

January 19, 2023

NOTICE OF DEFAULT AND NOTICE TO CURE

**SENT VIA US CERTIFIED MAIL, RETURN RECEIPT REQUESTED
AND E-MAIL TO TODD@FREEDOMRAILBIKE.COM, VINNIE@FREEDOMRAILBIKE.COM,
CHRISTINE@FREEDOMRAILBIKE.COM**

Freedom Rail, LLC
Vincent Ficchi
Todd Lozo, Sr.
100 Matthews Ave
Unica, NY 13502

RE: Independent Rail Bike Rides Service Agreement

Dear Messrs. Ficchi and Lozo:

This letter serves as Nevada Commission for the Reconstruction of the V&T Railway (Commission)'s written notice of non-compliance with the covenants, conditions, provisions and agreements contained in the Independent Rail Bike Rides Service Agreement, dated August 1, 2020 (Agreement), its First Amendment, dated April 16, 2021, and Second Amendment, dated June 25, 2021, which are enclosed.

Page 2 - First Amendment. "Further, and as an addition to the Agreement, the Commission and the Contractor agree that the Commission be responsible for regular track and facilities repairs, half the cost of weekly rail inspections, and monthly utilities including electric, propane, septic service, pest control, and trash service costs."

You have immediate payments due and payable to the Commission for:

Half of Utilities & Rail Bike Track Inspection – \$13,862.14 (see referenced attached invoices)

Paragraph 19 – Agreement. "Should Freedom rail fail to perform or keep any of the covenants, conditions, provisions and agreements herein provided to be performed or kept by Freedom Tail, within ten (10) days following delivery of the Commission's written notice specifying in detail such failure on the part of Freedom Rail and demand the same to be cured within said ten (10) day period, then Freedom Rail shall be deemed to be in default hereunder and the Commission may immediately terminate this Agreement."

You are requested to please immediately clear the dues in your account. If you fail to cure the specified non-compliances by making a payment in the amount of **\$13,862.14** within next 10 days from the date of this notice, the Commission will consider all of its rights and remedies under the Agreement and under Nevada law, including termination of the Agreement and pursue other means of collecting on this debt, including lawsuit, in which event the Commission will ask to recover its litigation costs, including attorney's fees. Nothing in this

letter waives the Commission's right to assert any other default or breach of contract that may exist, or to terminate the Agreement without cause.

Please do not hesitate to contact me if you have questions.

Sincerely,



David Peterson

Chair

Nevada Commission for the Reconstruction of the V&T Railway

Phone: 775-283-7681

Email: DPeterson@visitcarsoncity.com

(enclosures)

Cc: Allyson Bolton, Operations Coordinator
Mihaela Neagos, Deputy District Attorney, Carson City District Attorney's Office

V&T Railway Commission
P.O. Box 1711
Carson City, Nevada 89702



INVOICE NO. 07-2022

SEPT 2, 2022

BILL TO		
Freedom Rail Bike 100 Mathews Avenue Utica, New York 13502		

DESCRIPTION	TOTAL
Half of utilities 07/01/2022 – 07/31/2022 (refer to Utilities Account Detail Report)	\$1,091.88
Railbike Track Inspection for June 2022	\$600.00

SUBTOTAL \$1,691.88

TOTAL DUE \$1,691.88

V&T Railway Commission
P.O. Box 1711
Carson City, Nevada 89702



INVOICE NO. 08-2022

OCTOBER 5, 2022

BILL TO		
Freedom Rail Bike 100 Mathews Avenue Utica, New York 13502		

DESCRIPTION	TOTAL
Half of utilities 08/01/2022 - 08/31/2022 (refer to Utilities Account Detail Report)	\$5,300.00
Railbike Track Inspection for July 2022	\$1,800.00
Fee for bounced check	\$100.00

SUBTOTAL	\$7,200.00
PREVIOUS BALANCE DUE	\$1,691.88
TOTAL DUE	\$8,891.88

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INVOICE NO. 09-2022

OCTOBER 18, 2022

BILL TO		
Freedom Rail Bike 100 Mathews Avenue Utica, New York 13502		

DESCRIPTION	TOTAL
Half of utilities 08/01/2022 - 08/31/2022 (refer to Utilities Account Detail Report)	\$924.00
Railbike Track Inspection for August 2022	\$1,800.00

SUBTOTAL	\$2,724.00
PREVIOUS BALANCE DUE	\$8,891.88
TOTAL DUE	\$11,615.88

V&T Railway Commission
P.O. Box 1711
Carson City, Nevada 89702



INVOICE NO. 10-2022 **DECEMBER 15, 2022**

BILL TO		
Freedom Rail Bike 100 Mathews Avenue Utica, New York 13502		

DESCRIPTION	TOTAL
Half of utilities 10/01/2022 - 10/31/2022 (refer to Utilities Account Detail Report)	\$1,046.26
Railbike Track Inspection for October 2022	\$1,200.00

SUBTOTAL	\$2,246.26
PREVIOUS BALANCE DUE	\$11,615.88
TOTAL DUE	\$13,862.14