

**Board of Directors – Regular Business Meeting
425 N. Capital Ave., Idaho Falls, ID 83402
Wednesday, September 7, 2016, 7:00 a.m.**

Minutes:

In Attendance: Board Members Terri Gazdik, Mike Lehto, Cindy Ozaki, and Allan Woolley, IFAD Legal Counsel Mark Fuller, Administrative Coordinator Jennie Weitzel, Eric Isom, Kevin DeKold, Mayor Casper, Dana Briggs, Kevin Greene, Kevin Bruder (by phone), Blake Davis, Mike Clements, Doil Clements, Vanessa Josephson, Laura Lewis (by phone), and Jacob Reynolds.

I. Call to Order:

Conducted by Chairman Ozaki, the meeting was called to order at 7:12 a.m.

II. Adoption of the Consent Agenda:

Action: Motion to adopt the Consent Agenda.

Result: All present voted in the affirmative.

III. Reports and Updates:

A. Building Committee Report: Chairman Ozaki updated the board that after meeting with Bateman-Hall, the District was able to get some reductions in the cost estimate numbers. She spoke to new Snake River Landing updated lighting requirements. In addition, after speaking with Centennial, the elimination of some of the optional items, including the painted concrete floors, TV downlink, 1/3 of the rigging, and trying to recapture the heat made from the building to heat the sidewalks. Road and Canal update included that District representatives have been meeting with City officials, Horrocks sent preliminary drawings to the City, and another meeting is scheduled for tomorrow.

B. Feasibility Update: Mr. Woolley updated that the Feasibility study had been completed and the report provided Centennial with attendance numbers and they were able to provide a pro forma statement. Mr. Woolley noted that the pro forma statement indicated that the building is correctly sized and said the feasibility study did not address the comparative projects' financial make up. Eleven of the fourteen comparable operations had to have financial subsidies from a government entity.

C. Financial Report: Ms. Gazdik distributed the financial report and updated the board that District receipts are up 17.5% over July 2015 and Year to Date up 12% over last year.

D. Hunden TRT Final Report: Ms. Gazdik reported that the committee still needs to review the report and schedule a phone call with HSP prior to presenting the final report.

E. Administrative Report: Ms. Weitzel updated the board that only two hotels remain outstanding and she is working with Mr. Fuller to bring them current. She asked the board to consider waiving late penalties and fees for Snake River RV noting documentation that the owner was in a recent motorcycle accident which delayed their July 2016 payment.

Action: Motion made to waive the late fees and penalties for the July 2016 Snake River RV payment.

Result: All present voted in the affirmative.

F. Other Reports: Ms. Lewis reported on her draft Narrative Regarding Plan of Finance. Discussion of senior and subordinate funding, investments/donations, and interest rates. Mr. Woolley spoke to debt structure and capital reserves. He noted his lack of support for the current senior debt structure. The board asked for Ms. Lewis to forward a few different numbers for debt coverage comparison. The board will recess the meeting and reconvene at 4 p.m. to finish discussion, after reviewing the draft plan and the additional numbers.

IV. Consideration of Resolution approving election ballot language and date of the election: Mr. Fuller distributed a final draft election ballot and reported the submission deadline is September 8, 2016 and the election date is November 8, 2016. He read through the resolution and ballot and asked that the board approve the language, noting that revised numbers can be plugged in after receipt and agreement by the board at the reconvening of today's meeting.

Mr. Fuller noted that the ballot is asking the electorate to approve the District's borrowing of funds for the Idaho Falls Event Center project, noting the District currently has no indebtedness and the funds will be used for construction of an event enter.

V. CRSA contract negotiations: Mr. Fuller noted that the working committee submitted a proposed letter to CRSA and its Counsel, dated Aug 31, 2016. Mr. Fuller has not heard back from CRSA's attorney, Robert Anderson, by meeting time. Mr. DeKold clarified that the letter was received the afternoon of September 1, 2016 and with the Labor Day holiday, he is still waiting for a response from Mr. Anderson. Invoices submitted by CRSA to the District are current through July, minus \$280 for Sink Combs Dethlefs for preparing documents to support invoices. Mr. DeKold noted he will submit invoice for August.

VI. Calendar and Announcements.

A. Upcoming IFAD Meetings/Events: The next regularly scheduled board meeting will be September 28th at 7 a.m.

B. Announcements and Questions: None given.

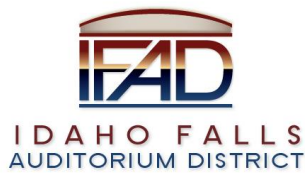
VII. Public Comment: Time was made available for public comment. None offered.

VIII. Recess of Meeting:

Action: Motion to recess and reconvene the meeting at 4 p.m. 9/7/16.

Result: The vote was unanimous in the affirmative. Meeting recessed until 4 p.m.

IX. Reconvened at 4 p.m. – Chairman Ozaki reconvened at 4:05. She reminded the board and attendees that the District is considering the resolution for the election ballot. Chairman Ozaki had spoken with all the teaming partners and, within the constraints of the Idaho election laws, the District is not prepared to address the ballot resolution. She strongly recommends not



taking it to the electorate at this time. Discussion included ballot language, numbers, and deadlines.

Mr. Lehto requested that the board keep momentum going by attending the County Commissioners and Event Center Drive meetings tomorrow. Ms. Lewis noted that the shortfall will always be an issue. Public comment was received from several in attendance. No motion was made regarding the resolution or ballot language.

X. Adjournment:

Action: Motion to adjourn made at 4:34.

Result: All present voted in the affirmative.