Approved

**Board of Directors – Regular Business Meeting**

**425 N. Capital Ave., Idaho Falls, ID 83402**

**Wednesday, 25 October 2017, 7:00 a.m.**

**Minutes:**

*In Attendance: Chariman Terri Gazdik, Board Members Jill Kirkham and Bob Nitschke, IFAD Legal Counsel Mark Fuller, Mike Clements, Blake Davis, Kevin Dekold, Kassy Shepherd, Kevin Trevellyan, Chip Schwarze and James West.*

1. **Call to Order**

Conducted by Chairman Gazdik, the meeting was called to order at 7:04 a.m..

1. **Adoption of the Consent Agenda**
   1. September 13, September 18, September 27 and October 4, 2017 Minutes -
   2. Payables - Motion to pay the payables. John seconds. Passed.
   3. Financials **-**

*Action:* Motion made and seconded to adopt the Consent Agenda/

*Result:* All present voted in the affirmative.

1. Public Comment –

Kevin DeKold: Is IFAD going to write a response to the opinion piece in the Post?

1. Trip to Maverick Center in Utah **–** Scheduling and logistics – An overnight trip proposed. Many advantages to observing live logistics in motion. Legal Counsel acknowledges that being its own operator may have its disadvantages. Not effective. Ms. Kirkham asks about gift limits on attending the Maverick Center. Terri intends to pay her own expenses. Legal Counsel stated there will not be any donation by Centennial, however, a presentation will be made. Mr. Bruder may be able to get government rate at the Home Suite 2 in Murray. Mr. Nitschke is available. Ms. Kirkham may be available. Mr. Nitschke expressed that he would like a brief on the feasibility study and fee schedule from Centennial at the visit. Chairwoman Gazdik suggests adding it to the agenda for the presentation on Saturday, 18 November 2017.
2. Development of Board Advisory Committee – Chairwoman Gazdik announces that Jeff Sayer has agreed to serve on the Advisory Committee. Other names were suggested in Pathways report. Chairwoman Gazdik has a list of ten possible candidates. Ms. Kirkham sent her suggestions to Mr. LoBuono.
3. Executive Director job description and search for candidate – Previous HR firm reported that they will not be able to complete the search for an ED at this time. Three companies were recommended. Chairwoman Gazdik asks the Board’s suggestion on how to proceed. Ms. Kirkham suggests forming a hiring committee. Chairwoman Gazdik suggests utilizing the expertise of the Advisory Committee. Ms. Kirkham volunteers to call executive search companies. Ms. Gazdik suggests asking if they have experience with municipality searches.

Ms. Kirkham can get back to the board by Wednesday of the following week. Chairwoman Gazdik suggests the board responds to Mr. Nitschke’s posting by next Wednesday as well. Expectations to filling the position of Executive Director. Timeline? Legal Counsel remarks that after the search, the interview selection will take place. The board would like to have a new ED in place by the first of the year. Mr. Nitschke agrees to write the new job description.

1. Report from Public Relations Committee – Chip Schwarze reported that the Public Relations Committee had not met since the last meeting. Mr. Swanson has joined the PR Committee. Ms. Kirkham gave up her seat for Mr. Swanson.
2. Update on Business Plan – Ms. Kirkham reported to the board that she made contact with Centennial Management. Centennial is under the impression that Pathways recommended that the naming rights of the ice rink and lobby would be used for fundraising purposes. A discussion ensued about whether or not CM is expecting to have the naming rights on the center or just the advertising rights of the marquee. Ms. Kirkham said she would follow up. Ms. Kirkham reported that she was worried that the financial costs of IFAD’s responsibilities toward the maintenance of the Event Center will exceed the amount of money left over after the bond payment. IFAD expenses are roughly $200,000 a year, and CM requests IFAD to place an additional $250,000 a year in a capital improvement fund annually by the first of every year. Also, utilities would be approximately $500,000 a year. IFAD would be responsible for snow removal. CM clarified that the naming rights would be individual sections or parts of the building. CM expects the naming rights of the building. CM wants the ability to have the sign on the outside, the reader board on the highway. IFAD still needs to determine cost of marquee sign.
3. Board Proclamation discussion – Mr. Nitschke has written a board proclamation reinstating the board’s purpose to build a multi-use Event Center. Legal Counsel has taken Nitschke’s proclamation and rewritten it to look more official. Chairwoman Gazdik would like the board to consider the proclamation for the next board meeting.
4. Reports and Updates
5. Administrative – The move was completed. A conference table has been donated to IFAD by the Idaho Innovation Center and many thanks to Bryan Magelvy. Swanson and LoBuono need to write bio’s for the website. Current office hours for IFAD are MWF, 11 a.m. to 2 p.m. or by appointment.
6. Legal – A few hotels are unpaid. One vendor will be sent a demand letter for failure to pay. Dot of WIPFLI will continue to collect tax checks.
7. **Calendar and Announcements**

**Upcoming IFAD Meeting/Events**

1. **Next Board Meeting on 8 November 2017 –** There was a discussion on future meeting spaces.
2. **Announcements and Minor Questions**
3. **Adjournment**

*Action:* Motion made and seconded to adjourn the meeting.

*Result:* The vote was unanimous in the affirmative. Meeting was adjourned at

8: 21 a.m.