

Approval: _____
(Chair)

Idaho Falls Auditorium District

Board of Directors — Business Meeting
Idaho Falls Library, Room 2
14 November 2011
12:00 p.m.

Minutes

In Attendance: *IFAD Board Members: Robb Chiles, Bob Everhart, Kris Meek and Cindy Ozaki. Jeff Sayer was excused. Legal Counsel: Mark Fuller. Minutes Taker: Rebecca Casper.*

I. Call to Order. The meeting was called to order at 12:07 p.m.

II. Adoption of the Agenda.

Mr. Chiles Moved to adopt the agenda.
Mr. Everhart seconded the motion.
All members present voted in the affirmative.

III. Approval of the Minutes from Previous Meeting.

Mr. Chiles moved to approve the minutes.
Mr. Everhart seconded the motion.
All members present and voting voted in the affirmative.
Mr. Meek abstained due to having not been in attendance at this meeting.

IV. Discuss IFAD Bank Account.

Discussion: Ms. Ozaki reported that Mr. Sayer had recommended the IFAD establish an account at the Bank of Idaho. Members acknowledged the possibility that banking arrangements may need to change in the future if a conflict of interest were to arise, but determined that no conflicts presently exist.
Action: Mr. Chiles moved that the IFAD open an account at the Bank of Idaho owing to their strong presence in the local community and secure financial footing.
Action: Mr. Everhart seconded the motion.
Action: All members present voted in the affirmative.

V. Discuss Accounts Payable.

- A. Legal Services—Fuller & Beck
- B. Bonneville County—Election Costs
- C. Hartwell Corp—Director’s Indemnity Insurance
- D. Reimbursements—Novayx

Discussion: Members discussed payment of bills once an IFAD checking account is established. Members anticipate that sufficient funds will be collected in the coming days and weeks to cover all outstanding expenses to date.

Action: Mr. Meek moved to pay the bills as listed on the worksheet once the October funds have been collected, but if the amount collected is short, pay the law firm a lesser amount that can be made up in future months.

Action: Mr. Chiles moved to second the motion.

Action: All members present voted in the affirmative.

VI. Discuss Policy Manual and By-Laws.

Discussion: Members wish to examine additional policy and bylaws models for handling money—signatures on accounts, and approvals for expenditures, etc. before setting IFAD policy. For now, Ms. Ozaki will obtain checks with two signature lines to facilitate more accountability.
No formal action.

VII. Update on Facility Finance Information Requests.

Report: Several contractors who offer financing options have contacted the IFAD asking to share information about their services. Some wish to make extensive presentations. In the interest of helping the IFAD board to continue working quickly on several project lines at once, Ms. Ozaki will contact interested parties and invite them to make a presentation of their services at a meeting in January meeting. Members agree to treat these presentations as information gathering sessions and do not intend to make any formal IFAD decisions at that time.

VIII. Discuss Preliminary Selection Criteria for Facility Contractors.

Discussion: Members discussed a list of sample contractor selection criteria. The discussion is preliminary because the final selection of contractor will be heavily influenced by the architect and final renderings. Mr. Everhart will share additional—and more specific sample criteria—as he receives it.

IX. General Discussion.

1. Mr. Chiles informed the board that one of the members of the Boise Auditorium District board—a Mr. Fitzgerald, is temporarily in Idaho Falls for professional reasons. Mr. Fitzgerald has indicated that he would be happy to meet with IFAD Board Members and share insight. Ms Ozaki and Ms Casper will work together to see if he can be invited to a future IFAD Board meeting.
2. The next IFAD Board meeting will be November 28th. It will be a work session.

X. Public Comments.

No public comments.

XI. Adjournment.

Mr. Meek moved to adjourn.

Mr. Everhart seconded the motion.

All Board Members present voted in the affirmative

The Meeting adjourned at 1:25 p.m.