

Approval: _____
(Chair)

Idaho Falls Auditorium District

Board of Directors — Business Meeting
Idaho Falls Library, Room 2
20 December 2011
9:00 a.m.

Minutes

In Attendance: *IFAD Board Members: Robb Chiles, Bob Everhart, Kris Meek and Cindy Ozaki. Jeff Sayer was excused. Also: IFAD Legal Counsel Mark Fuller and IFAD Consultant Rebecca Casper. Also in attendance were Clark Corbin, member of the media, and Gary Horton, member of the public.*

I. Call to Order. The meeting was conducted by Chairwoman Ozaki and called to order at 9:04 a.m.

II. Adoption of the Agenda.

Action: Mr. Chiles moved to adopt the agenda.

Action: Mr. Meek seconded the motion.

Result: All members present voted in the affirmative.

III. Approval of the Minutes from Previous Meeting.

Action: Mr. Everhart moved to approve the minutes.

Action: Mr. Chiles seconded the motion.

Result: All members present voted in the affirmative.

IV. Guest Discussion.

Report: Mr. Mike Fitzgerald, a Director on the Greater Boise Auditorium District Board, introduced himself and addressed the board briefly. Mr. Fitzgerald, a 12-year member of the GBAD board, summarized the current status and goals of the GBAD as it tries to expand to become a viable location for additional conventions, shows and events. He discussed the challenges associated with obtaining financing for expansion. There was a general group discussion of past and pending legislation surrounding Urban Renewal Districts and the use of state Tourism (ITC) dollars and how those funds are disbursed. Mr. Fitzgerald indicated that he remains anxious to be helpful as the IFAD moves forward.

V. Discussion/Approval of IFAD Payables and Funds.

A. Omnia Strategies. The October/November invoice (from consultant) was presented and discussed. Mr. Meek questioned one item and Ms

Ozaki noted that an item was already included in the contract.

Action: Mr. Chiles moved to pay the invoice as adjusted.

Action: Mr. Everhart seconded the motion.

Result: All members present voted in the affirmative.

B. Update on IFAD Funds.

\$96,716.62 in receipts for October (all hotels except Comfort Inn).

\$60,208.30 in receipts for November—to date. (All hotels except Comfort Inn, Destinations Inn and Cotton Tree Inn. Compliance is based on post-mark date). Mr. Fuller will follow-up with the Cotton-Tree.

C. Collection of IFAD Funds by Idaho State Tax Commission.

Ms. Casper informed the board that The Tax Commission –which has stronger enforcement power than the IFAD—would like to know by early-to-mid February if the IFAD is interested in having the Tax Commission collect IFAD funds in 2012. There are both one-time costs and then annual costs associated with having the tax collected by the state. The board determined to ask the state to seek an authorization to work with the IFAD.

VI. Discussion of CRSA Proposal/Contract.

Report: The original contract was amended to reflect changes in subcontractors and sent to Ms. Ozaki and not to the entire Board. Mr. Meek desired to wait to approve the contract until the next meeting. Mr. Everhart suggested that it was acceptable to name CRSA as the architect for the project even before finalizing contract details. All board members agreed and the ensuing discussion centered on the best way to do this.

Action: Mr. Everhart moved to formally identify CRSA as the IFAD Architectural partner with the details of the scope of work for the initial phases of the project to be worked out in the next 30 days.

Action: Mr. Meek seconded the motion.

Result: All members present voted in the affirmative.

VII. Consideration of Director’s Liability Policy Quotes.

Discussion: The Board considered various quotes for D&O insurance provided by two agents who had each submitted generalized policy quotes . The ICRIMP (Idaho Counties Risk Management Program) proposal/quote was found to be superior both in terms of coverage and overall cost. Mr. Meek also indicated that, in his experience, ICRIMP was both professional and easy to work with.

Action: The Board directed Mr. Fuller to obtain and review a specific policy quote from ICRIMP. The issue will be carried forward until the next meeting.

VIII. Additional Discussion Items.

A. Mr. Chiles informed the board that the IFAD Board members had been invited by the Maverick Center to tour the facility and watch the set-up for two events (a concert and a hockey game) on January 20 and 21st.

The Board expressed interest in the idea of an educational visit and directed Ms. Casper to obtain more information. Mr. Fuller was asked to examine the propriety of using district funds to pay for various aspects of this educational trip so the board could make a decision at the next meeting

- B.** Mr. Chiles inquired as to whether or not board members had seen the email about the ABA (American Basketball Association). Board members then had a brief discussion about the possibility of a basketball expansion team in Idaho Falls and how this might relate to possible sports options for the Event Center. the consensus is that the Board will remain open to all possibilities at this time.
- C.** Mr. Everhart informed the Board that he had been contacted by a Dallas-based firm that employs a financial model to operate at least 20 or so Event Centers throughout the country . This firm feels the model may also apply here and would like to come and present their model to the Board. The Board was receptive and so Mr. Everhart agreed to look into scheduling a presentation sometime in January if possible.
- D.** Mr. Meek indicated that would like for the board to approach CRSA about holding meetings for public input as soon as possible. The Board was receptive to this proposal and Ms. Ozaki agreed to make some initial inquiries about setting this up.

IX. Public Comment.

Mr. Horton inquired whether or not the selection of the architect followed the procedures set forth in statute with respect to RFPs and whether or not documentation exists for this process. Board Members and legal counsel indicated that all action and paperwork were in order and available to the public.

X. Adjournment.

Action: Mr. Everhart moved to adjourn.

Action: Mr. Meek seconded the motion.

Result: All Board Members present voted in the affirmative

The Meeting adjourned at 10:45 a.m.