

# Idaho Falls Auditorium District

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Board of Directors — Business Meeting and Executive Session  
Shared Conference Room, 901 Pier View Drive, Idaho Falls, ID 83402  
1 August 2012  
1:30 p.m.

## Minutes

**In Attendance:** Board Members: Robb Chiles, Bob Everhart, Kris Meek and Cindy Ozaki. Board Member Jeff Sayer was excused. Also present were: IFAD Legal Counsel Mark Fuller; Board Consultant Rebecca Casper; CRSA Representative Kevin DeKold; and Terri Gazdik.

### I. Call to Order.

Conducted by Chairman Ozaki, the meeting was called to order at 1:36 p.m.

### II. Adoption of the Agenda.

*Action:* Mr. Meek moved to adopt the agenda

*Action:* Mr. Everhart seconded the motion.

*Result:* All members present voted in the affirmative.

### III. Approval of Minutes from Previous Meeting.

*Action:* Mr. Chiles moved to approve the minutes from the July 11<sup>th</sup> Business Meeting as corrected.

*Action:* Mr. Everhart seconded the motion.

*Action:* All members present voted in the affirmative.

### IV. Approval of IFAD Payables.

**A. Entrepreneurial Center.** Inquiry and Resolution: The invoice received was for \$3000 and the original agreement was for \$2500. A corrected invoice was sent. Authorization to make the payment was already granted, so no further action was required.

**B. Materials Testing & Inspection.** (MTI) conducted soil sampling on the proposed site. SRL asked for IFAD concurrence with respect to the payment. The IFAD contract with CRSA requires that the landowner cover these costs. Though the soil sampling contract was technically between the current land owner (SRL) and MTI, there is the possibility or expectation that the eventual land-owner (IFAD) may agree to assume such site preparation costs upon transfer of the real property. The final billing for MTI was for \$1376.50 above the originally agreed-upon amount due to the complex physical characteristics of the site that were only discovered during the sample tests. Because the appropriate amount of work was conducted and the extra charges reflect actual costs incurred (i.e. no profit for contractor), the Board members agreed this additional was reasonable. No action was warranted.

**C. CRSA Contract.** Board members discussed an amendment to the professional services agreement with CRSA with respect to the Horrocks Engineers preparation of subsurface models of the site. According to Mr. DeKold, the additional charge by Horrocks reasonably reflects the more complex modeling that had to be done because of the discovery of rock layers nearer to the soil surface.

*Action:* Mr. Meek moved to adopt the amendment to the original agreement between the IFAD and CRSA to include the additional underground rock analysis

and consequent expenditures incurred by Horrocks Engineers in the amount of \$6900.

*Action:* Mr. Everhart seconded the motion.

*Result:* All members present voted in the affirmative.

- D.** Consideration of the Omnia Strategies invoice was postponed to the next business meeting as all had not had the opportunity to review it.

## **V. Updates and Reports.**

**A. Architect's Report.** Mr. DeKold reviewed what the architect team expected to accomplish in the Workshop on August 2<sup>nd</sup>. They were to include both additive and deductive elements to the base \$24M design. He also reported on a meeting with city officials wherein he learned that the formula required for parking stalls is .3 times the number of hockey seats. This is positive as it allows for the efficient use of parking. Mr. DeKold has also begun to prepare for the discussions related to the transfer of the real property from SRL to the IFAD. He indicated that the property transfer should occur soon to ensure a May 2013 groundbreaking.

**B. Presentation of Logo/Website.**

Ms. Casper shared the preliminary logo designs prepared by I.E. Productions. Board members narrowed the range of options and sought refinements of two designs #5 and #7—particularly with respect to font choices.

## **VI. Calendar and Announcements.**

**A. Upcoming Committee and Board Meetings.**

1. August 15 for next Business Meeting.
2. August 15 for next Building Committee Update Meeting. (*Note: the date for this meeting subsequently changed.*)
3. September 5<sup>th</sup>—Architecture Workshop #5. This work session will require an 8:30 am start time.
4. Future Business Meetings were also tentatively set for September 12<sup>th</sup> and 26<sup>th</sup> at 7:30 am.

**B. Other Announcements.**

1. Future IFAD Board meetings will feature Accounting Reports/Updates.
2. Open Meetings/Records Laws training will be offered on August 9<sup>th</sup>—sponsored by the Post Register.

## **VII. Public Comment.**

Meeting time was made available for public commentary, but no members of the public provided comment.

## **VIII. Executive Session. (Executive Sessions are closed to the Public)**

*Action.* At 2:35 p.m. Ms. Ozaki made a motion to move into an Executive Session in accord with Idaho Code §67-2345 (1)(a) to consider hiring individuals/firms wherein the qualities of the individual/firms are to be evaluated to fill a particular need of the governing body. No second is required.

*Result:* All members present voted in the Affirmative. (A roll call vote was taken and is recorded in the official documentation of the Executive Session.)

## **IX. Motion to Reconsider the Adoption of the Agenda.**

*Action:* Mr. Everhart moved to reconsider the motion to adopt the agenda and to amend the agenda to include discussion of the selection of an operator for the event center.

*Action:* Mr. Chiles moved to second the motion.

*Result:* All members present voted in the affirmative.

**X. Discussion of the Selection of an Event Center Operator.**

Members of the board discussed and considered the merits of the proposals and potential operator concerns. Ms. Ozaki agreed to contact the RFP recipients with the outcome of Board deliberations about RFP.

*Action:* Mr. Chiles moved that the IFAD enter into negotiations with Centennial Management Group with regard to putting together an acceptable operating agreement.

*Action:* Mr. Everhart seconded the motion.

*Result:* All members present voted in the affirmative.

**XI. Adjournment.**

*Action:* Mr. moved to adjourn.

*Action:* Mr. Everhart seconded the motion.

*Result:* The vote was unanimous in the affirmative. The meeting was adjourned at **3:44 p.m.**