

Idaho Falls Auditorium District

Board of Directors — Business Meeting
Fairfield Inn & Suites, Eagle Rock Room
14 February 2012
8:00 a.m.

Minutes

In Attendance: IFAD Board Members: Robb Chiles, Kris Meek, and Cindy Ozaki. Also: Mark Fuller (legal counsel) Rebecca Casper (consultant), Zach Kyle (media), and Gary Horton (public).

- I. Call to Order.** The meeting was conducted by Chairwoman Ozaki and called to order shortly after 8:00 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 Meetings.**
Without objection, the chair directed that approval of minutes from all prior meetings that have not yet been formally adopted be deferred to the next meeting so members will have had the opportunity to have all copies before them.
Action: Mr. Chiles sought an edit in the 2/10 meeting minutes and moved to adopt them conditioned upon the edit being made.
Action: Mr. Meek seconded the motion.
Result: All members present voted in the affirmative.

- IV. Discussion/Approval of IFAD Payables.**
 - A. Legal Counsel**
Action: Mr. Chiles moved to approve payment of the invoice from Fuller & Beck in the amount of \$4,069.17. This billing also reflects costs associated with printing, copying, and collecting the auditorium tax.
Action: Mr. Meek seconded the motion.
Result: All members present voted in the affirmative.
 - B. Travel Expenses.**
Action: Mr. Chiles moved to approve payment of Board Member hotel and mileage costs associated with the tour the Maverik Center facility.
Action: Mr. Meek seconded the motion.

Result: All members present voted in the affirmative.

V. Consideration of Board Policy.

A. Money Policy.

Discussion: Board Members reviewed a copy of a board policy drafted pursuant to discussion from a previous meeting. Mr. Meek inquired as to whether the policy should include a schedule for regular audits. Mr. Fuller informed the board that annual audits are required by statute. Board members discussed whether or not to require one or two signatures and decided that it would be wise for all board members to file signature cards on the IFAD bank account. Board members agreed that petty cash could include the use of both actual cash and debit cards. Ms. Ozaki reminded the board that policy can be easily modified as needs change. Finally, the board reviewed the earlier decision that Ms. Ozaki was to obtain both debit and credit cards for the IFAD.

Action: Mr. Chiles moved to adopt the policy as written.

Action: Mr. Meek seconded the motion.

Result: All members present voted in the affirmative.

B. Travel Policy.

Discussion. Board Members reviewed a draft copy of a board travel policy pursuant to discussion from a previous meeting. Mr. Meek questioned use of the phrase; "full board." Mr. Fuller noted that this would require a unanimous approval and asked that the word "full" be removed from section 1.

Action: Mr. Meek moved to adopt the policy with the word change.

Action: Mr. Chiles seconded the motion.

Result: All members present voted in the affirmative.

VI. Consideration of Website Proposals.

Background: Ms. Casper provided background on the existing event center website which was donated by Web Impakt as a contribution to the events center campaign last year. They have continued to service the website at no charge ever since. A December discussion with Web Impakt about the changing needs of the IFAD resulted in a bid of \$1,099 to design a similar new site and logo. To ensure that the IFAD pays a competitive rate, the chair advised Ms. Casper to seek additional bids from local other website designers who are members of the Chamber of Commerce. This resulted in informal, ballpark bids from Red Inc. (\$2800) and I.E. productions (\$1000).

Discussion: The board members discussed how to make Web Impakt whole for their costs without unnecessarily taking on financial obligations that it had never authorized. Mr. Fuller cautioned the Board not to assume responsibility for any contractual arrangements that were made prior to May 17th and instead start afresh with every contractual relationship. Mr. Meek indicated that if the Board opts to keep the existing website, they should offer to pay for its operation. The Board also considered whether or not to host two websites or just incorporate both into one. All of the board members agreed that most of the information on the Event Center site is useful and should be preserved in some online form or another. Finally, Mr. Fuller urged the

members to send a formal request for a proposal to the two, more affordable designers requesting bids that would include costs for logo design, page design, management of email addresses, and charges for ongoing maintenance and support.

Action: Mr. Meek moved to send the formal proposals to Web Impakt and I.E. Productions.

Action: Mr. Chiles seconded the motion.

Result: All members voted in the affirmative.

VII. Discussion of Research Travel to Other Venues/Operators.

Discussion: Ms. Casper reviewed the logistics of travel associated with Board's upcoming tour of Event Centers in Prescott Valley AZ (Tim's Toyota Center) and Rio Rancho, NM (Santa Ana Star) on February 28th and 29th. Because travel to both sites involves plane changes, van, rentals as well as hotel stays, it was determined that the Board should seek the services of a travel agent who can obtain group rates and discounts.

VIII. Architect's Update. This item was not addressed as Mr. DeKold did not have anything new to add since the previous meeting. MS Ozaki announced that work on the Architect's contract was ongoing. Mr. Fuller indicated that a significant coordination meeting with the property's canal company was scheduled for March 13th.

IX. Public Comment.

Mr. Horton inquired as to whether or not the Board had determined if it was going to be holding any bond elections in 2012. Mr. Fuller indicated that the Board would not be seeking to hold an election in March and that no decision yet had been made as to what might be done in November.

X. Adjournment. Prior to adjournment, the meeting ended with a few announcements:

- A. The board established the next meeting date of Feb 27th at the Fairfield Inn. Possible Changes to future meeting dates would be discussed at that time.
- B. Ms. Casper inquired about the need for conference calling services and Mr. Chiles offered to provide information about free services.
- C. Ms. Casper requested that any Meeting Notes from the Maverik Center tour be submitted for compilation into one document..

Action. Mr. Chiles made the motion to adjourn.

Action. Mr. Meek seconded the motion.

Result: All Board Members present voted in the affirmative
The Meeting adjourned shortly after 9 am.