



**Board of Directors — Business Meeting
Business Development Center, 420 Memorial Drive
Idaho Falls, ID 83402
23 January 2013**

Minutes:

In Attendance: Board Members Robb Chiles, Terri Gazdik, Kris Meek and Cindy Ozaki. Also present were IFAD Legal Counsel Mark Fuller and IFAD Consultant Rebecca Casper. CRSA Architect Kevin DeKold joined a portion of the meeting by telephone. Board Member Bob Everhart was excused.

I. Call to Order.

Conducted by Chairman Ozaki, the meeting was called to order at 7:38 a.m.

II. Adoption of the Agenda.

Action: Mr. Meek moved to approve the agenda.

Action: Mr. Chiles seconded the motion.

Result: All members present voted in the affirmative.

III. Approval of Minutes from Previous Meeting.

Action: Ms. Gazdik moved to approve the minutes from the 01/09 Business Meeting.

Action: Mr. Meek seconded the motion.

Result: All members present voted in the affirmative.

IV. Approval of IFAD Payables.

A. \$2459.01 to CRSA for misc travel expenses for collaboration with Sink Combs Dethlef

B. \$919.00 to Galusha, Higgins, Galusha for various audit-related meetings.

Action: Mr. Chiles moved to pay IFAD obligations in the amounts listed above.

Action: Ms. Gazdik seconded the motion.

Result: All members present voted in the affirmative.

V. Reports and Updates.

A. Architect's Report. Mr. DeKold had nothing new to report beyond the need. He inquired as to how he could best prepare for the meeting with CMG (Centennial management Group). In response, Ms. Ozaki suggested he be prepared to discuss a schedule for completion of the schematic design phase. Mr. DeKold explained that any schedule for moving forward would be dependent upon whether the Board wants to pursue one or two schematic designs. It is possible that one design could be completed in approximately 4 weeks while two designs might possibly take 7 weeks. Mr. DeKold also explained that using the highly-collaborative CMGC process could allow for a June 1st ground-breaking. However, competitive bid process required by Idaho Statutes will probably take longer—about 8 months because the state statute involves a more linear approach time-wise.

B. Audit/Budget Committee Report. Ms. Ozaki briefly shared District financial

information. Mr. Bond will be circulating letters to all of the hotels/motels in the district asking for verification of amounts paid in FY2012-11. His goal is to complete the audit within the next two weeks.

C. Administrative Updates.

1. **Administrative Personnel.** Board Members discussed an updated administrative assistant job description. They determined the hourly wage and hours desired. Mr. Chiles agreed to advertise the position broadly, collect and screen resumes, and coordinate final interviews with the board.
Action: Mr. Meek moved to approve and authorize the position advertising and hiring process as described above.
Action: Ms. Gazdik seconded the motion.
Result: All members present voted in the affirmative
2. **Website Development.** Ms. Casper reported on the results of her meeting with the Website developer and explained the next steps and schedule to be followed prior to launching the site. She asked the Board to weigh in on the official website address.
Action: Mr. Meek moved to adopt the long version for the official web domain— IDAHOFALLSAUDITORIUMDISTRICT.COM
Action: Mr. Chiles seconded the motion.
Result: All members present voted in the affirmative.
3. **Legislative Updates.** Mr. Dekold, Mr. Fuller, and Ms. Casper each reported on conversations they'd had with those involved or likely to be involved in any potential CMGC-related legislation. None reported learning of any possible legislation in the pipeline. Board members discussed the desirability of drafting legislation similar to S1462 that was passed in 2006 to facilitate the Idaho Capitol's remodeling construction. After discussing the pros and cons of such an approach, Members agreed to make further inquiries and asked Mr. Fuller to prepare draft legislation based on the 22006 bill.
4. **Other Reports.** Ms. Ozaki reported on the status of some high quality ice-facility equipment being sold off from the Broomfield, CO facility (zamboni's, floor covering for the arena ice, etc.). She was informed only yesterday that all available items will be sold at an online auction wherein the bids are due on January 31st. Given that the equipment would likely cost well above the statutory limit of \$25K (which requires a competitive bid), the IFAD Board determined that it would not be able to participate in this opportunity. Board members discussed the possibility of an outside entity such as CMG pursuing the purchase and the Board making a purchase from that outside party at a later date. These purchases would be part of the necessary FF&E purchases required for a fully-functioning event center.

VI. Discussion of Contractor and Financing Options.

Ms. Ozaki does not yet have a final report from Laura Lewis at Lewis Young Robertson and Burningham as she is still examining grant opportunities. Ms. Ozaki reported that some financing decisions may depend on the creation of a 501(c)(3) charitable entity that would be enabled to receive donations to support the event center. This entity could possibly be set up under the IRS Code provision 501(c)(3)-1(d)(2) "to lessen the burden of an existing governmental entity." Legal Counsel, Mr. Fuller explained that the legal expertise for setting this up is not available locally. Ms. Ozaki agreed to seek a recommendation for an attorney with this expertise. Additionally, there is some concern associated with the acquisition of the property—the annexation timeline may be extended due to the necessity of coordinating the needs of the many property owners of the roadways surrounding the proposed site. Mr. Clint Boyle with Horrocks Engineering is coordinating with these owners. An annexation hearing dealing with roadways issue is scheduled for February 5th at 5 p.m. and the expectation is that any difficulties will be resolved by then. Mr. Fuller will also attend that hearing. In addition, the city is now asking for an expanded scope for the traffic study required prior to annexation. (The current study does not extend all the way to Pancheri and Sunnyside and the city now wants that data to be included.)

Mr. Fuller reported on the details associated with this and the Board agreed to prepare this additional study, recognizing that additional costs will be incurred by Horrocks Engineering.

VII. Calendar and Announcements.

A. Upcoming IFAD Meetings/Events.

02-01-13 Special Business Meeting and Executive Session.

02-13-13 Regularly Scheduled Business Meeting.

B. Announcements and Minor Questions. None were posed.

VIII. Public Comment.

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

IX. Adjournment.

Action: Mr. Chiles moved to adjourn.

Action: Ms. Gazdik seconded the motion.

Result: The vote was unanimous in the affirmative. The meeting was adjourned at 9:53 a.m.