



**Board of Directors – Regular Business Meeting**  
**425 N. Capital Ave., Idaho Falls, ID 83402**  
**Wednesday, April 13, 2016, 7:00 a.m.**

**Minutes:**

*In Attendance: Board Members Terri Gazdik (via telephone), Mike Lehto, Ryan Meikle (via telephone), Cindy Ozaki, and Allan Woolley, IFAD Legal Counsel Mark Fuller (excused at 8:00 a.m.), Executive Director Dave Lane, Administrative Coordinator Jennie Weitzel, Dana Briggs, City of Idaho Falls, Mayor Rebecca Casper, City of Idaho Falls, Kevin DeKold, CRSA, and Kevin Greene, Idaho Falls Chukars.*

**I. Call to Order:**

Conducted by Chairman Ozaki, the meeting was called to order at 7:02 a.m.

**II. Adoption of the Agenda:**

*Action:* Mr. Woolley moved to adopt the Agenda.

*Action:* Mr. Lehto seconded the motion.

*Result:* All present voted in the affirmative.

**III. Approval of 3/30/16 Business Meeting Minutes:**

*Action:* Mr. Meikle moved to approve the 3/30/16 Minutes as presented.

*Action:* Mr. Woolley seconded the motion.

*Result:* All present voted in the affirmative.

**IV. Approval of IFAD Payables:**

*Action:* Mr. Woolley moved to approve the payables.

*Action:* Mr. Lehto seconded the motion.

*Result:* All present voted in the affirmative.

**V. Reports and Updates:**

**A. Other Reports:** Centennial MOU. Mr. Fuller addressed the DRAFT Memorandum of Understanding (MOU) from Centennial Management Group. He asked for authority to negotiate some of the terms proposed within the document. Chairman Ozaki verified that Centennial is the chosen Operator but no contract has been drafted due to unresolved funding considerations. Mr. Lehto reiterated that for Centennial to be part of the IFAD team, he feels that an MOU needs to be signed then the team will be able to move forward with discussion of the proposed terms. Mr. Lane and Chairman Ozaki clarified that the MOU should be a confirmation of negotiating exclusivity noting that specific contract details would be negotiated separately. Mr. Fuller was directed to return to the Board at the next meeting with a revised MOU for its consideration and that said revision should include the topics to be negotiated at a later date. The topics for future discussion will be referenced individually in the revised MOU in an "included but not limited to" manner.



**B. Executive Director Report:** Mr. Lane forwarded his report prior to the meeting. There were no questions or comments.

**C. Administrative Report:** Ms. Weitzel updated the board indicating that all hotels, with one exception, were up to date with their payments. She requested a waiver of \$11.75 due to an underpayment by Shilo Inn and a refund of \$38.48 due to overpayment by Sleep Inn. Mr. Fuller concurred with the recommendation and the board agreed.

Mr. Woolley asked for an update on the merchant services numbers from Bank of Idaho. Ms. Weitzel responded with the numbers. Chairman Ozaki asked that the numbers be put in writing and presented at the next board meeting. Additionally, Ms. Weitzel asked for those interested in attending the Mayor's Business Day luncheon to so advise her so that she is able to make reservations.

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

**A. Upcoming IFAD Meetings/Events:** The next IFAD meeting is scheduled for April 27, 2016.

**B. Announcements and Questions:** None given.

**VII. Discussion with Laura Lewis, Lewis & Young Financial:** Chairman Ozaki thanked Ms. Lewis for attending. Ms. Lewis introduced herself and distributed her presentation to the board. She discussed various financing topics including interest rates, terms, potential proceeds, lease-back, and taxable versus tax-exempt options. Based on the requirements, Ms. Lewis believes the District's event center project should be tax exempt. She provided numbers for both tax-exempt and taxable bonds.

She suggested discussing financing options and limitations with Operator and Developer and identify additional sources of revenue for the event center and all continue forward on a united path. Mr. Lehto indicated that he feels a formal, professional services contract is needed and Ms. Lewis agreed to forward one to the board for review, if that is the board's desire.

Ms. Lewis indicated that a financial study will likely be needed as the District moves forward with financing options. Such information to include would be the likelihood for new hotels, option of more room nights being booked, hotel rate expectations, financial terms required on any agreements, and the sensitivity surrounding those expectations. Ms. Lewis will forward to the board some organizations that may be able to provide the required information. Mr. Lane noted that Ms. Lewis has already provided the contact information for three such organizations.

Mr. Woolley reiterated that he is looking to obtain information on similar sized event centers in similar sized communities, to include: how many events per year, average attendance, and percentage of population draw. Chairman Ozaki said the original 2008 ERA study included those numbers from which IFAD has worked to this point. Ms. Lewis mentioned the benefit

that type of study would provide and noted that it may benefit Centennial more. She reiterated that the only concern the District has is to continue to collect the hotel room tax.

**VIII. Public Comment:** Mr. DeKold expressed his support of the project and also his concern for the lack of knowledge of the community regarding the project. He asked if Lewis & Young advises or provides services for bond elections. Ms. Lewis replied they do not but that she can refer IFAD to a different entity. Mr. Lehto said that it is the job of the elected officials to go out and explain to the voters what the District is asking.

Mr. Lane spoke to roadwork costs, Dave Elmore's previous offer for educational campaign money, and asked if the board members feel that the District's bond counsel, Stephanie Bonney of Moore, Smith, Buxton, & Turke in Boise, should have a contractual agreement along the lines of the agreement requested by Mr. Lehto.

Mayor Casper spoke to roads and road construction vis-a-vis potential City assistance. Transient room tax study was discussed and Ms. Lewis indicated she will get information to Mr. Lane who will then draft a scope of work for board consideration. Mr. Lehto reiterated his desire to see the full team moving forward together.

**IX. Adjournment:**

*Action:* Mr. Woolley motioned to adjourn the meeting.

*Action:* Mr. Meikle seconded the motion.

*Result:* The vote was unanimous in the affirmative. Meeting was adjourned at 9:18 a.m.