

Board of Directors – Regular Business Meeting
425 N. Capital Ave., Idaho Falls, ID 83402
Wednesday, 24 May 2017, 7:00 a.m.

Minutes:

In Attendance: Board Members Terri Gazdik, Mike Lehto, Mick Ohman, and Allan Woolley, IFAD Legal Counsel Mark Fuller, Executive Director Cindy Ozaki, Administrative Coordinator Jennie Weitzel, John LoBuono, Jill Kirkham, Bob Nitschke, Doug Swanson, Kevin Greene, Mike Clements, Chip Schwarze, Dana Briggs, and Kevin DeKold.

I. Call to Order

Conducted by Acting Chairman Woolley, the meeting was called to order at 7:04 a.m.

II. Adoption of the Consent Agenda.

Action: Motion made and seconded to adopt the Consent Agenda.

Result: All present voted in the affirmative.

III. Old Business:

A. Election: Mr. Fuller reported that the election is completed but canvassing of the results had yet to be certified by the County Commission. Once the canvassing results have been completed and submitted, then the newly elected board members can be sworn in. Mr. Fuller will administer an oath of office at the next regularly scheduled meeting. The Oath of Office then needs to be presented to the County Clerk for official election verification. He invited officers-elect to attend the next meeting to be issued the oath of office but informed them that the paper work from that meeting will need to go over to the Clerk's office where it will be immediately confirmed and official. Mr. Fuller has asked that Ms. Weitzel have business cards and IFAD email addresses prepared and ready for incoming board members. Mr. Fuller encourages members to conduct District business with the IFAD email account. In addition he referenced training for incoming board members.

IV.

Election of New Board Chairman: Mr. Fuller explained that after the oath is administered and confirmed, the newly elected officers, will be active and release the former board members. State statute says that current board members continue to serve until their successor is elected, qualified, and takes the oath. Article II, Section 4 of the District By-laws states that 'the directors shall, at the first meeting after each biennial election, elect from among their number a Chairman and President of the District.' Noting that the timing of the election is not tied to the election of new board members. He noted that Board member election is set up with the intention that no more than two board members would be elected at any election and this election was unique as there were four (4) open seats. The assumption is the existing board would

select a Chairman whose responsibility then is to train the new members. Mr. Fuller's recommendation is that, at today's meeting, the current board elect a new Chairman to go forward with the training and assume the responsibility of future meetings.

Action: Motion made and seconded to accept, by acclamation, Ms. Gazdik as the District's new Chairman of the board.

Result: All present voted in the affirmative.

Discussion: Mr. Lehto asked if the board would be willing to consider a special meeting prior to the regularly scheduled meeting to issue the oath of office. Ms. Ozaki informed those in attendance that she and Mr. Fuller have not completed the necessary training for incoming board members and will not be ready prior to the next meeting. Mr. Fuller will inform the Chairman when he hears from the County Commissioners and the Chairman can then make the determination as to whether she would like to add a meeting prior to the regularly scheduled on June 14.

V. Reports and Updates

A. Building Committee Update: No Report given.

B. Executive Director Report: Executive Director Ozaki spoke to STR letters being provided to accountants, realtors, financial advisors, and attorneys. She also noted that there will be an article in tomorrow's Post Register Commentary section. In addition, Ms. Ozaki is working with legislators regarding STR legislation.

Ms. Ozaki reminded the board that the Chamber of Commerce will be moving out of the Business Development Center in June and will abide by their contract through September 30, 2017 to be IFAD's lease holder. She received confirmation that current, existing businesses will be allowed to remain, however, IFAD will need to relocate to the South side of the building. Those remaining still need to determine logistics of shared services that the Chamber will take with them. Discussion on the need for two offices ensued.

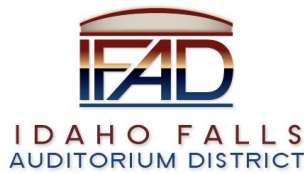
Action: Motion made and seconded to agree to stay as tenants, increasing to two offices, in the Business Development Center on a month to month basis.

Result: All present voted in the affirmative.

Ms. Ozaki spoke at a professional women's meeting regarding the opportunities that will be provided with an event center and attended the City Club meeting. Discussion on location and rumors ensued.

Ms. Ozaki updated the board that the contract with Pathways Associates had been signed for a philanthropic market study. The results are proposed to be available at the end of August and possibly July.

C. Administrative Report: Ms. Weitzel reported that two (2) hotels remain outstanding from March and collections are still coming in for April. She asked the newly elected



board members to provide preferred phone numbers, after the meeting, for their IFAD business cards.

VI. Calendar and Announcements.

- A. Upcoming IFAD Meetings/Events:** The next IFAD meeting is scheduled for June 14, 2017.
- B. Announcements and Questions:** Mr. LoBuono addressed rumors and spoke to City of Idaho Falls Parks and Recreation needs. Ms. Ozaki spoke to rumors and IFAD legal requirements. Mr. Lehto also spoke to rumors and communication of plans, suggesting that if a variety of entity plans overlap then the groups should work together so the message to the community is uniform. Mr. Fuller addressed the District name and the misunderstanding that Idaho Falls Auditorium District is part of the City of Idaho Falls. Much effort has been made by the District Board to maintain the autonomy from the City.

VII. Public Comment: Time was given for public comment. None offered.

VIII. Motion made by Chairman Gazdik to enter into Executive Session at 7:36 a.m. pursuant to Idaho Code Section 74-206(1)(a)&(b).

Roll call included: board members Terri Gazdik, Mick Ohman, Mike Lehto, Allan Woolley, Legal Counsel Mark Fuller, and Executive Director Cindy Ozaki.

Executive session adjourned at 8:15 a.m.

Action: Motion made that authority to hire and terminate administrative assistant would be delegated to the Executive Director, in her sole discretion.

Result: All present voted in the affirmative.

IX. Adjournment:

Action: Motion made and seconded to adjourn the meeting.

Result: The vote was unanimous in the affirmative. Meeting was adjourned at 8:28 a.m.