

**Idaho Falls Auditorium District
Board of Directors Meeting
Public Library Room 2
June 13, 2011**

Attendance: Robb Chiles, Kris Meek, Cindy Ozaki, Jeff Sayer, Bob Everhart. Special Guests included Rebecca Casper (citizen), Lisa Chase (minute taker) and Emma Breysse (Post Register).

Meeting called to order at 12:00 p.m.

SUBJECT: Approval of June 6, 2011 Minutes
DISCUSSION: Cindy Ozaki motioned to approve minutes as written. Kris Meek seconded. Cindy Ozaki In favor Jeff Sayer In favor Bob Everhart In favor Robb Chiles In favor Kris Meek In favor
CONCLUSION / DECISION: For Information Only

SUBJECT : Financial Report
DISCUSSION: No financial report at this time.
CONCLUSION / DECISION: For Information Only

SUBJECT: Operational Report
DISCUSSION: Kris Meek and Jeff Sayer discussed with the group information gathered from the Pocatello Auditorium District, Boise Auditorium District and the State Tax Commission. Discussion ensued.
CONCLUSION/DECISION: For Information Only.

SUBJECT: Sales and Marketing
No official report this meeting.
CONCLUSION / DECISION: For Information Only.

SUBJECT: Action Items
DISCUSSION: Discussion of the officer positions. Extensive discussion was held to determine what initial roles would be appropriate for the board at this time and what each board member's strengths would be best suited for the respective roles. It was determined the initial officers would be a Chairman, Vice Chairman, and a combined role of Secretary/Treasurer. Jeff Sayer moved to make Cindy Ozaki Chairman of the Board. Bob Everhart seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Robb Chiles motioned to make Kris Meek Vice Chair. Jeff Sayer Seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek moved to make a term limit for Secretary/Treasurer position to a one year term limit with option to separate duties at a later date. Jeff Sayer seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Bob Everhart motioned to elect Jeff Sayer as Secretary/Treasurer position for one year. Robb Chiles seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Discussion ensued regarding the selection of legal counsel. It was determined that a "short list" of local firms would be agreed upon and each firm would be given the opportunity to offer proposals to the board. Final selection would be made from those firms. Discussion ensued regarding the final candidates for selection and three were identified: Beard St. Clair Gaffney, Holden Kidwell Hahn & Crapo, PLLC, and Fuller & Carr.

Jeff Sayer motioned to dedicate part of the next meeting to clarifying a scope of work for the general counsel and Robb Chiles to contact each firm and make arrangements for them to present their proposals on June 20, 2011 meeting. Robb Chiles Seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to amend previous motion to include Racine Olsen for bid. Bob Everhart seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Additional Matters:

Kris Meek motions that Jeff Sayer contact Hartwell Group to secure and finalize the required fidelity bond for \$5,000. Bob Everhart seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to assign Jeff Sayer to propose a seal at the next Board Meeting, June 15, 2011. Bob Everhart seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to wave the Board Compensation funds. Jeff Sayer seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to donate all Board Compensation Funds to the Idaho Falls Auditorium District if the disbursement is required by the State. Jeff Sayer seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Cindy Ozaki motioned for Jeff Sayer to bring proposals back to the Board for other insurance coverage's needed. Robb Chiles seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Jeff Sayer motioned that the Secretary / Treasurer be authorized to establish necessary bank accounts for the Auditorium District. Kris Meek seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to allow Jeff Sayer or his assistant to purchase a voice recorder to bring to Board Meeting to aid in discussion review. Jeff Sayer seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Kris Meek motioned to adopt the Modified Roberts Rules for procedure for the Idaho Falls Auditorium District Board. Jeff Sayer seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Jeff Sayer motioned to adjourn. Robb Chiles seconded.

Cindy Ozaki In favor
Jeff Sayer In favor
Bob Everhart In favor
Robb Chiles In favor
Kris Meek In favor

Additional Action Items: Jeff Sayer: Prepare and secure an official seal, request formal proposal from State Tax Commission for the collection of the taxes

Meeting adjourned at 1:28 p.m.