**Board of Directors — Regular Business Meeting Minutes**

**425 N. Capital Ave., Idaho Falls, ID 83402**

**Tuesday, 23 January 2018, 7:00-8:58 a.m.**

**Location: The large conference room at the Offices of Fuller & Beck**

**410 Memorial Drive, Suite 201, Idaho Falls, Idaho 83402**

*In attendance: Board Members: Chair Terri Gazdik, John LoBuono, Bob Nitschke, Doug Swanson, Jill Kirkham via conference call, Legal Counsel Mark Fuller, Administrative Coordinator Brandace Novack, Kassy Shepherd, James West, Darwin Mecham, Caden Forhriman, Leith Sheets, Clint Boyle, Isabella Alves, Eric Isom, Tana Barney, Blake Davis, Lisa Leonard, Kevin Greeene, Mike Clements, Kevin DeKold and Kevin Bruder via conference call.*

**Agenda**

1. Call to Order - 7 a.m by Chair Gazdik.
2. Adoption of the Agenda – Chair Gazdik makes a request to amend the agenda by way of adding a line item after the Executive Session. Legal Counsel explained that the reason for the amendment is to give the Board the opportunity to discuss and vote in public session on any matters considered in Executive Session. Chair Gazdik invited a motion to amend the agenda to allow the Public Session to resume after the Executive Session. Motion was made and seconded. All in favor. Yays – 5. Motion passes.
3. **A.** Meeting Minutes – 11/18/2018 Minutes. Board member Nitschke moves to approve the minutes. Motion is seconded. All in favor. Yays – 5. Motion passes to adopt the 11/18/2018 minutes.  
   **B.** Payables – none.
4. Public Comment - anyone wishing to provide public comment will be given 3 minutes

Darwin Mecham of TEG Global – Did the board receive the email he sent? Members of the board confirm that they received his email.

1. Presentation on Road and Bridge design project – Horrocks Engineers – There was a presentation by Horrocks Engineers and Ball Ventures, including questions and answers by the presenters, board of directors, public and legal counsel.
2. Update from Pathways on fundraising readiness project.

Chair Gazdik notes that most of Pathways’ work is to be completed once a new Executive Director is hired.

1. Public Relations - review draft RFP for PR firm and list of companies.

Mr. LoBuono prepared a proposed RFP and body of work for board review. A general commission structure of PR firms of 15% is discussed. Mr. LoBuono researched a list of companies to be considered. Any commentary by the board needs to be submitted to Mr. LoBuono by January 31,2018. Chair Gazdik suggests that Mr. LoBuono confer with Kevin Bruder of CM Group.

1. Business Advisory Committee update – Mr. Swanson met with Mr. Hernandez and discussed the BAC, and the possibility of being chairperson on the committee. Scheduling was discussed. Mr. Swanson believes that the amount of contact the BAC candidates have in the community could serve all parties involved very well. Mr. Sayer suggested co-chairing the committee with Mr. Hernandez since they both have demanding schedules.
2. Report and Updates
3. Administrative – A locked bulletin board case is proposed by the Administrative Coordinator to be installed outside of the building to post the meeting and agenda notices. In addition, a cost comparison for an intranet outlet for the conference room and the service offered by Zoom is proposed for the next meeting. An Adobe tool is requested to edit any Apple documents at the cost of $25.00.
4. Legal – Current collections satisfied. An agreement was made with one hotelier to pay the monthly tax and one fourth of the past due every month. By paying the existing bill, there will be no additional penalties attached. The hotel in question should be caught up within three months. No news from the legislature on amendment of IFAD’s enabling statute.
5. Calendar and Announcements

Upcoming IFAD Meeting/Events – Holiday dinner on January 29, 2018 at 6:30 PM at Stockman’s.

1. Next Board Meeting on 6 February 2018 (Tuesday)
2. Announcements and Minor Questions – Mr. Nitschke may need help with the questions for the RFP, which are due the close of business on January 25th. Mr. LoBuono observed discrepancies in the annual calendar, and meeting dates. It is determined that the meetings fall on the second and fourth Tuesdays of the month versus the meeting day of the week during the second and fourth weeks of the month.

Action: The AC will update the calendar, and post on the website and Facebook page for public reference.

There is a motion to adjourn public session and enter into executive session at 8:16 a.m. All in favor. Yays – 5. Motion passes.

Note: The public was invited to leave the conference room by legal counsel, and he requested that any members of the public or media that wish to stay for the public session, following the executive session, are welcome to sit in the waiting area of the Offices of Fuller & Beck. The public will be informed upon conclusion of the executive session, and welcomed back into the conference room to rejoin the public session.

1. Executive Session: § 74-206(1) (a) to consider hiring a public officer, employee, staff member or individual agent, wherein the respective qualities of individuals are to be evaluated to fill a particular vacancy or need. There is a motion to call the executive session to order by Chair Gazdik at 8:18 a.m. A roll call vote to enter into Executive Session is conducted: Terri Gazdik – Yes. John LoBuono – Yes. Jill Kirkham – Yes. Bob Nitschke – Yes. Doug Swanson – Yes. Session is entered.

*In attendance:* Chair Gazdik, John LoBuono, Jill Kirkham via conference call, Bob Nitschke, Doug Swanson, Legal Counsel Mark Fuller and Administrative Coordinator Brandace Novack.

1. Adjournment of Executive Session: 8:50 a.m.

*In attendance: Board Members: Chair Terri Gazdik, John LoBuono, Bob Nitschke, Doug Swanson, Jill Kirkham via conference call, Legal Counsel Mark Fuller and Administrative Coordinator Brandace Novack. No member of the public or media were present in the waiting room.*

1. Call to Order of Public Session by Chair Gazdik at 8:52 a.m. –

There is a motion to authorize Chair Gazdik to sign the contract to employ Brian “Chip” Scott as the new Idaho Falls Event Center Executive Director, and non-disclosure agreement, and to send to Mr. Scott today for

acceptance. Legal Counsel will send the signed contract for acceptance. If the contract is accepted, Mr. Scott will begin work on February 7, 2018, and would like to attend the next board meeting on February 6, 2018. A discussion occurred regarding proposed contract terms. Motion to approve contract offer. Motion is seconded. All in favor. Yays – 5. Motion passes.

Action: Legal Counsel will send contract to Mr. Scott for acceptance.

There is a motion to adjourn by Chair Gazdik. Motion is seconded. Motion passes.

Adjournment: 8:58 a.m.