

**Board of Directors Business Meeting**

**Tuesday 9, April 2019, 7:00 a.m.**

**Location: Idaho Falls Auditorium District Office**

**467 Constitution Way, Idaho Falls, Idaho 83405**

**Attendees:** Terri Gazdik, Bob Nitschke, John LoBuono, Doug Swanson (phone), Steve Vucovich, Mark Fuller, Salem Thomas, Kevin Greene, Chad Hammond, Blake Davis, Mike Clements, Kevin DeKold, Michael Harvey, Trenton Sexton

**Minutes**

1. Call to Order – 7:03 a.m.
2. **Action Item** - Accept the Consent Agenda
   1. Meeting Minutes – 3/25/19, 4/1/19
   2. Financials and payables - $10.9 million in assets. Hotel revenues increased 11% over March 2018. Motion to approve consent agenda. Seconded. Motion passes.
3. **Discussion Item** - Public Comment – none.
4. **Action Item** – Conference call system – Thomas explained the use of IdeaCOM would entail getting a new landline and paying for additional internet service on top of the ECSI landline. Thomas and Gazdik investigated Zoom as an alternative and recommended the use of the free service instead. There were no objections to the proposal.
5. **Action Item** – Centennial Management Contract – Fuller shared an email he received last night. There was confusion about which document was being used as a template for contract drafting. CM thought they were waiting on the Board for corrections, but the Board hasn’t sent any corrections because the last document shared was created with an incorrect template. Fuller said that work on the management agreement will continue by all parties involved.
6. **Discussion Item** – Action Item Checklist – Thomas explained that there has been insufficient response to the action item for it to be a useful document. She requested response to action items from each member on the Board. Fuller explained that it just takes a quick email response with an update explaining how the action item was completed and when. Nitschke said he will send in a few ideas on how to improve the document such as taking off completed items. The Board desires the list to be a continuing organizational tool.
7. **Discussion Item** – Update on the progress of the naming rights campaign – Vucovich shared that the naming rights are still moving forward in a positive manner. Phyllis Hockett is optimistic about one party in the next three or four weeks will have an offer for the naming rights of the building. There are quite a few other interested parties in different aspects of donation. One of the things they mentioned was completion of the contract with Centennial. It isn’t a requirement, but it makes contract negotiations more feasible. Kevin Greene stated that Phyllis Hockett is very optimistic. Some of the companies she thinks are serious about donating have already had a third meeting with Pathway Associates.
8. **Discussion** **Item** - CRSA presentation regarding completion of design documents - Michael Harvey, who previously worked at Dethlefs, was introduced as a member of the design team. Trenton Sexton was introduced and will be the design project manager. Bateman-Hall hosted a meeting yesterday with the building subcommittee (Nitschke and Vucovich). All participants said the meeting was beneficial with previously supplied questions being addressed by the design team.

Once the building of the event center begins, it is important that there is a point of contact – such as an owner’s representative who can streamline the onsite decision making. Gazdik asked what the guidelines for decision making are, and examples of what decisions they would be making. DeKold said they would put together a proposal for the Board to review. Gazdik said a decision making matrix and /or flow chart would help with making sure the project and cost stays on target. DeKold agreed.

DeKold said they are completing the design schedule. They are weighing different options in terms of schedule, but are looking at things that pertain to seasonal feasibility and when the costs of materials will rise and dip. All the decisions that will have to be made concerning these options will begin with the building subcommittee.

DeKold said that advances in technology are helping improve the current design of the building. He sited the wireless advances as an example.

Centennial Management’s Food Group are doing a review of the drawings to make sure the plans are sufficient for cooking requirements. Kevin Greene said that if other groups need to review the plans, he will get them to whoever needs to see them.

LoBuono asked when the construction could possibly begin. DeKold said that some early work packages could be prepared. Harvey said utilities and site preparation are types of work that could begin early. DeKold said it was possible that work could start in the fall of this year.

LoBuono asked how long they are planning on construction taking. DeKold said it would be about 18 months in total – potentially two months in the fall, and the rest beginning in the next year.

DeKold said that the most common reimbursable costs would be his travels to meetings approximately monthly, and extra travel during important construction times.

1. Report and Updates
2. **Discussion Item** - Legal Report – All hoteliers will be current by tomorrow. Fuller attended the public zoning change hearing last week. Snake River Landing shared a presentation, and Fuller stood and explained the Board’s support of the rezoning, primarily for landscaping reasons. There were some questions from the people that live in the nearby apartments. In the end, the changes were approved unanimously to accept the rezoning of the land upon which the event center will be built and adjacent property to the east.

For the May 21 District election, Steve Vucovich has applied for seat two and is unopposed. Terri Gazdik has applied for seat five and is opposed by Lezhai Gulbransen. All three candidates will appear on the ballot, whether they are opposed or not.

1. Calendar and Announcements
   1. Upcoming IFAD Meeting/Events – **Next Meeting on April 23, 2019**
   2. **Discussion Item** - Announcements and Minor Questions – Gazdik shared pieces of an email from Chip Scott. He is doing well in Chattanooga.
   3. **Discussion Item** - Agenda Items for April 23rd meeting – Centennial Contract and MOU extension. Executive director contract to approve. Mike Clements asked if there could be an offsite update for the next meeting. Gazdik said she would ask Tana Barney for an update at the next meeting.
2. **Executive Session** – Idaho Code Section 74-206(1)(a) To allow the Board to discuss the negotiations to hire the new Executive Director
   1. **Convened** at 7:52 a.m.
   2. **Adjourned** at 7:55 a.m.
3. **Action Item** – Action taken on matters discussed in Executive Session – Motion to offer an employment contract to Rob Spear as the Executive Director for the Idaho Falls Auditorium District. Seconded. Motion passed.
4. **Action Item** - Adjournment from Public Session – at 7:56 a.m.

**Action Items**

Thomas will add call-in lines to the bottom of the agenda.

Off-site update from Tana Barney

Executive director contract to approve

Thomas share quote from IdeaCOM