



**IDAHO FALLS
AUDITORIUM DISTRICT**

**Board of Directors Business Meeting
Tuesday December 11, 2018, 7:00 a.m.
467 Constitution Way, Idaho Falls, Idaho 83402**

Attendees: Chip Scott, Terri Gazdik, Bob Nitschke, Doug Swanson, Mark Fuller, Chad Hammond, Mike Clements, Blake Davis, James West, Kevin Dekold, Salem Thomas

Minutes

- I.** Call to Order - at 7:05 a.m.
- II. Action Item** - accept the Consent Agenda with the addition of the 11/13/2018 minutes - Moved, seconded. Motion passed.
 - A.** Meeting Minutes -11/27/2018, 11/13/2018, 10/23/2018, 8/31/2018 - Review ensued. All minutes were approved with minor changes.
 - B.** Approve IFAD Payables and financials
- III. Discussion Item** - Public Comment - NONE
- IV. Discussion Item** - Completion of Action Items - The Board discussed the best way to track the action items that need to be completed. LoBuono suggested having a letter code to indicate what has been completed and what needs to be done. Nitschke requested something with a layout that includes who is supposed to do what, when it supposed to be completed, and a way to track when it actually is completed. Swanson suggested using an app to keep everything updated. Fuller suggested that using an app may be considered a "public meeting" if the Board can respond to each other and make decisions. Gazdik suggested just using a whiteboard in the office. Public comment from Clements suggested using an excel document to input what needs to be done, a description of the action needed, and who is responsible. It would stay a living document so it would be updated every week and discussed at every meeting to show what had been completed. Scott said he would put a document together for consideration on January 8, 2019.
- V. Action Item** - Final Review and Approval of FAQ's Insert for Fundraising Marketing Kit - Hammond provided the latest suggestion for FAQs. Gazdik asked if the Economic Benefits section all came from the CSL report. She

thought the direct economic benefit was higher than what is listed. Scott said he would check it. Fuller and Swanson remembered that it was to be a fluid number, changing each year. Gazdik suggested to change the wording to say the "direct benefit" as differentiated from the "indirect benefit" which is different. Fuller had a question about the cost of the building. He suggested the wording be changed to say that the cost listed, \$62 million, indicated it is an estimate for December of 2018. Nitschke said he was uncomfortable with the answer to the question, "Will it be financially stable?" Fuller suggested a change of the wording to include the idea that "the studies that have been done indicate that it will be successful." Gazdik suggested a change of the title to let it not be positive or negative, but to indicate the things that have been done because it shows what has been done to ensure financial success (such as the MOU, the Feasibility study and the business plan). Hammond suggested leaving the item out completely because we can have no ability to ensure an answer. Gazdik pointed out that if we were to take out the question, then the Board loses the opportunity to share what has been done. Motion made to approve the FAQ insert with the modifications discussed and approved.

VI. Discussion Item - Document Control Presentation/Project Management Plan Update - Scott explained that they had a meeting on 12/10/18 to start the project management plan. They got about 75 percent of it completed. It will outline what needs to be done in timely order, and also include many important documents. The document control plan will go with it. All the documents the office is storing electronically will be duplicated in physical form. We are scanning all paper documents into the cloud. Everyone will have the link to the project management plan. Thomas, as the librarian, will make sure that all documents are up-to-date and have current information to share. The project management plan will have everything from responsibilities of the staff, to the responsibilities of the Board, to the responsibilities of the third parties. A draft will be ready by the January 8 meeting. Nitschke asked, "is the email log, the phone log, and the visitor log included in the document control plan?" Nitschke indicated that he isn't necessarily requesting these things in the document control plan, he is just suggesting that they may be needed. Another thing like project history, or editorials, etc. should be considered for the history of the project.

VII. Action Item - Review request to move Administrative Coordinator Position to Full Time - Gazdik suggested there is an increasing administrative workload. Scott suggested that a full time administrative assistant would be used because of all the document control needed in the next few months. Nitschke requested a labor breakdown of what the full time admin would do and how they would spend the time. He wants a break down of how long it would be a full time position and if a contract would be needed. Scott is suggesting it would be a salary position as opposed to hourly pay rate.

VIII. Report and Updates

A. Discussion Item - Executive Director's Report - 2019 Meeting Schedule/Pathway Update - Scott presented a schedule for next year indicating that meetings would be on Tuesdays again. Scott talked about the Business Advisory Committee and that Pathway has been working hard. They have now included Mark Baker who works at Bingham Memorial Hospital. At the meeting on 12/17/18, the committee will be writing down names of all the other people they think would like to participate in the committee. The goal is to add people who are influential in the community. Fuller suggested past board members be included on the Business Advisory Committee, including Mick Ohman and Cindy Ozaki. Mario Hernandez is currently making contacts with Teton Toyota Corporate to see if they would like to take on the naming of the whole event center. There are people and institutions indicating that they are interested in donating, even though there haven't been any donations made yet. As far as the tax exempt status, Scott has had two lengthy phone discussions with a few third party attorneys. Scott is looking for options to address the issues the Board is facing with the tax issue concerning Centennial Management. The next step is to look at the documents and amend them enough that Centennial Management and IFAD will both support the contract.

B. Discussion Item - Legal Report - Shilo Inn & Suites - Fuller received an email from the new Chief director of Shilo Inn asking for a waiver of October late fees. Fuller presented it to the Board because he told the new director that he didn't have the authority to grant that waiver. Public comment from James West acknowledged that Shilo Inn is going "on the auction block." In the past, the Board has waived late fees when it was in the interest of the Board to have good relations with the local hotels. The Board determined to not waive the late fees because the business is being sold.

IX. Calendar and Announcements

A. Upcoming IFAD Meeting/Events - **Next Meeting on January 8, 2019**

B. Discussion Item - Announcements and Minor Questions

C. Action Item - Agenda Items for January meeting

X. Adjournment

Action Items

Create a living assignment/completion document - Scott

Project management plan will be sent out for review before Jan 8 - Scott

Create index/instruction sheet on how to locate the documents - Scott

Administrative coordinator position information - Scott