

**Board of Directors Business Meeting**

**Tuesday, April 28, 2020, 7:00 a.m.**

**Location: Idaho Falls Auditorium District Office/Zoom Videoconference**

**467 Constitution Way, Idaho Falls, Idaho 83402**

**Attendees:** Terri Gazdik, Bob Nitschke, Steve Vucovich, John LoBuono, Rob Spear, Mark Fuller, Salem Thomas, Kevin Greene, Kevin Bruder, Rebecca Casper, Mike Clements, Trenton Saxton, Chad Hammond, Kevin DeKold

**Minutes**

1. **Action Item** - Call to Order – at 7:02 a.m. Vucovich moved to approve the agenda. LoBuono seconded. Motion passes.
2. **Action Item** - Accept the Consent Agenda
   1. Meeting Minutes – 3-13-20, 4-14-20 - All minutes have been reviewed and updated by Spear, Fuller, and Nitschke. The March 13 minutes include a table format explaining the sections of the Centennial Management Contract that were modified.
   2. Review of the Payables/Financials – Gazdik asked the status of the audit. Spear explained that he has not had any recent communication with Scott Bond. Spear said he sent hotelier confirmation letters back to the auditor for mailing. Financials for February have been published and distributed. Hotel receipts through February are up 1.12% and total revenues are up 1.4% over last year. Total assets for the district are $21,357,820.

LoBuono moved to accept the consent agenda. Vucovich seconded. Motion passes.

1. **Discussion Item** –Public Comment (Any member of the public is welcome to take three minutes and share concerns or questions with the Board) - Mark Fuller pointed out that Rob Spear has been employed by the District over a year now. Fuller stated that Spear has done a remarkable job of moving this project forward. He just wanted to thank Mr. Spear for his efforts. Nitschke said he also appreciates his professionalism. All Board members said they, too, appreciate all that Spear has accomplished.

Spear said he appreciates all the sentiments and has enjoyed being part of the team. Gazdik requested that the board include a yearly review item on the next meeting agenda.

1. **Discussion Item** – The Centennial Management (CM) contract and Pro Forma Review.

Spear said that he had asked Kevin Bruder to participate in today’s meeting in order to answer any further questions Board members may have regarding the pro forma. Spear also stated the dates in the contract will also need to be changed since the Board does not expect to sell any certificates of participation by August of 2020.

Nitschke said that he had not had time to formally respond to CM’s response to his questions. Nitschke explained that he was surprised that there were no management documents available that are inferred in the cover letter, and that there was a mention of a CMG pro forma produced in August of 2016. Nitschke has never seen that and wants to know why it wasn’t made available to the Board three years ago when new members joined the Board. Bruder said that he thinks in 2016 that some of the Board had questioned the hockey attendance so CM’s finance team at the time provided that information to the Board. Nitschke pointed out that it wouldn’t be a pro forma with only that information included in the document. Bruder said that was true and shared that the information mentioned, and a study were prepped by Jorgenson. Gazdik asked if it was something that CM was doing for their own benefit as the Board was never given that information. The Board didn’t pay for it according to her knowledge. Bruder said that the Board had paid for it whether up front or as a reimbursement.

Spear asked Fuller if he had any record of a study completed by Jorgenson. Fuller said he didn’t and said that the Board wouldn’t have been so insistent on receiving a pro forma from CM if one had been provided earlier on.

Nitschke continued that CM had simply listed a number of IFAD documents without including supporting information from the Maverik Center or specific information regarding Idaho Falls. There was a surprising lack of supporting information for the claims and reports they did make on the pro forma offered. Bruder said that all the information shared shows a consistency of attendance and other things through the years of managing the Maverik Center. Nitschke said he isn’t worried about the consistency, but the analysis that was completed to support the numbers that are given. Bruder said that the original RFP had 3 reputable management companies which were all competitive. He said that things haven’t changed significantly since the original RFP so those things should show the history and story of the great work CM has done over the years. Nitschke said they lack specificity. Even the CSL study done a few years ago is based on other facilities with a similar circumstance. However, the CSL study doesn’t take into account anything specific to

Idaho Falls. Nitschke was hoping for something more than an echoing of previous results and having CM decide those numbers were close enough to what is likely at the Mountain America Center.

Gazdik asked what Nitschke’s expectation was. Did he expect CM to conduct their own study? Nitschke said he would expect them to have a document like any financial document available. They have footnotes that explain how they got the numbers being shown as well as any modifications and justifications for those modifications. The numbers in the CM pro forma don’t have any validation for why they chose the numbers they did. Gazdik said that CM provided several pages of explanations for their numbers. Nitschke acknowledged that there were some explanations, but it is not sufficient. It isn’t enough to say that it is a “conservative document,” there should be evidence as to how and why it can be considered conservative. Nitschke used the electricity situation as an example. CM said that they consulted Idaho Falls Power and got a more accurate and favorable estimated cost. Nitschke pointed out that there is no explanation as to which days they took into consideration such as high or low temperature summer months, or high or low temperature winter months. The explanation is missing so anyone reading the pro forma would not be able to identify how the preparers were able to come to the conclusion listed.

Gazdik asked Bruder if there was support documentation available for how the pro forma was built. Bruder said there is for certain areas. One example is utilities. Bruder said they looked at square footage and compared it to the Maverik Center. They compared the rates and square footage of the Maverik Center and compared it to the Mountain America Center’s square footage and the electricity rates in Idaho Falls. Bruder said he thought that explanation had been included in the documentation, but it may not have been. Nitschke said he understood that but asked if they had chosen to compare during the worst winter or the average winter or the worst summer or the average summer. Nitschke indicated that using the hottest summer of the last 10 years would be a conservative number, but the rest of that information is not included. Nitschke said he would like to see how the listed numbers appeared and not just say that they are conservative. When he has asked for a realistic pro forma he simply received the answer that the given pro forma is realistic, it is just conservative. He said it can’t be both. Nitschke said he would go back and craft a response to each of the responses CM gave him to his questions further specifying exactly what he would like to see in the answers.

Bruder said that over the years IFAD has done a phenomenal job of gathering information as is necessary to build the event center by conducting studies and other ways. Bruder said he thinks the Board has more than sufficient enough information to complete the construction. Nitschke disagreed that the Board had conducted sufficient studies. One was done in 2008 and another in 2018. The Hunden study was limited in scope. Nitschke said the worst thing the Board could do is build a facility that they can’t afford to operate, so he wants to make sure that there is evidence that this event center will be able to run now and as long as the building is planning on running.

Gazdik asked Nitschke and all the Board members to send all his specific comments to Spear to discuss with Bruder by Monday, May 4, 2020. Gazdik asked that the Board go back and review the March 13, 2020 minutes to make sure that all the questions have been answered.

Spear reminded the Board that the dates of the contract need to be modified. Gazdik asked if there was only one date that needed changed. Fuller said there will be a cascade effect on all the listed dates in the contract, but he and Richard Catton, the attorney for CM would be able to determine all of the required changes.

Fuller asked Bruder how the pro forma would be different today if CM had created it based on the COVID-19 issues currently at hand, and if he could explain how the potential changes in the Chukars Baseball season would affect the management situation for the event center. Bruder said he would let Greene answer the question about the baseball team. Bruder said that if they hadn’t have gotten the pro forma to the Board when they did, they would have waited to deliver the pro forma to the Board for a few months. With the whole world literally questioning the stability of all businesses Bruder has spent a number of hours gathering data on the situation. Many large acts are simply postponing their tours for a year while smaller acts need to have their performances. Prior to COVID-19 the performance industry was booming and everyone in the industry says it will be full strength again in 2021.

Greene explained that in 2021 the Pioneer League will exist, but it isn’t certain how many players will be placed by the Major League. The guarantee is the Chukars will still be around in 2021. Once there is a vaccine developed, people will be anxious to get back into large-gathering facilities again.

Gazdik asked Bruder if there is still plenty of supply of entertainment available, or if people are deciding to not tour. Bruder said that most of the tours have decided to not participate in 2020 but changed their dates to 2021. Some are planning on performing later in the year, but not all. There is still a strong desire to perform. Few refunds have had to be issued which shows that people also want to attend the performances. Gazdik asked if Bruder was honoring the tickets for future concerts and shows. Bruder said if it has been rescheduled then they are honoring the tickets. About 5% of people are asking for refunds while the national average is generally around 20%. Bruder does see refund requests increasing over the next few months.

Fuller asked for clarification for which dates the Board is going to plan for starting construction. His understanding is that construction should begin again in March 2021. Gazdik asked if the Building Committee could put together a timeline for when the later construction would end. Spear said that his understanding is that the event center would be complete by July 2022. Clements agreed that July 2022 was a realistic date. Gazdik said that Spear and Bruder needed to discuss the dates for opening and construction. They would get their negotiated dates to Fuller and Catton to update the contract.

1. **Action Item –** Review and approve Idaho Falls Power Line Extension Fees for the actual building of the Event Center - Spear provided an invoice from Idaho Falls Power.

Spear said that this does not need to be an action item today. Clements said that this wouldn’t need to be decided until June. It is important that the Board make a decision in June to ensure that the generators are ordered on time. Clements agreed that they just wanted the Board to be aware of the coming cost. Bateman Hall will need power to the facility before winter hits.

Clements explained that the Board made a previous payment to Idaho Falls Power was for IFAD’s portion of removing poles along the road and everything exterior. The new charge is for direct power that will power the event center. This will be the transformer and main power for the facility. Gazdik asked if this was covered by the Event Center Phase II budget. Clements confirmed that it is under “Owner’s Items.” Vucovich asked what the construction lead time will be for the installation of the generators. Clements said the longest duration is making sure the materials make it to the site. Once everything is ready to go, it should only take about 2 weeks to install. Vucovich asked what would happen if the power installation was pushed until spring. Clements said they would come in with an alternate power source to provide power through the winter. Clements said it could be an option. Gazdik clarified that she understood that having to bring alternate power to the site would be an unneeded extra cost. Power is a sunk cost anyway, it will have to happen at one time or another, so it would be better to do it this summer, so no alternate power is needed.

Fuller asked if the transformers are something that can be publicly and competitively bid, or if the City of Idaho Falls requires that they supply them. Clements said that it is customary for the City to provide products except the conduit and the transformer pad which went out with the original power bid. The winning bidder already has the responsibility to provide those things with its subcontract.

Gazdik asked when the Board should revisit this issue. Spear said this needs to be completed in June. Clements said it could be rolled to July if needed.

1. **Action Item –** Review and approve CRSA additional work for construction administration.

Spear shared an invoice and an email detailing CRSA’s recent construction administration charges. Spear explained that the issue is that CRSA’s contract states that the construction administration phase cannot begin until the Board has announced a final GMP or issued a notice to proceed. Neither of these have taken place, however CRSA has incurred expenses for the construction phase by working on submittals and having engineers respond to questions. This work was triggered when the Board approved Bateman Hall to start with some early construction activities. CRSA has stopped working on this phase of work but needs compensation and approval to continue. Spear said the Board needs to identify a process that allows CRSA to be paid for construction administration work.

DeKold said that they proceeded with construction related activities because Bateman Hall was approved to move forward with early construction. CRSA assumed they could move forward in supporting them with construction related activities. This includes reviewing submittals and answer questions as needed from the various subcontractors. DeKold suggested amending the language in the contract so that the Board can proceed legally and so CRSA can be approved to do the required work without the GMP.

Gazdik asked Fuller if the contract could be revised the way DeKold suggested. Fuller said it could, but that it likely wouldn’t be necessary. The Board can give CRSA the authority to move forward with the work by approving the presented invoice. That way, when the GMP is authorized it will ratify the work that has already been completed. Fuller brought this issue up in the first place so that if there is a subsequent audit it doesn’t appear that the Board has authorized work that isn’t in agreement with the signed contract. With the additional information that has been provided by CRSA, approving this invoice should resolve any issues.

DeKold asked about a future authorization and payment because the current invoice is for 10% of the construction administration activity and CRSA expects to devote another 5% toward construction administration. DeKold doesn’t want to be placed in the same situation again when it is time for that payment to be made. Gazdik said she had a similar question. Should the Board pre-approve any movement forward for CRSA on their contract as it’s being requested? Fuller said his suggestion is to have CRSA do their work and submit a descriptive invoice so that each progression can be approved like all other entities. That would allow them to go forward and complete their work.

DeKold pointed out that CRSA’s contract is different than any other contractors. It is a lump-sum contract. DeKold requested information on what the Board would need for justification for the work they complete in the future. Spear said that identifying the work of CRSA’s subcontractors would be sufficient. DeKold said that they can provide the same kind of breakout describing what the subcontractor has done and what CRSA has done and if that is all the Board needs then that makes sense to him. Spear said he would like to not hold up Bateman Hall or any of the subcontractors on their work.

Spear requested the board approve the presented invoice and any future invoices up to 15% of construction administration costs. DeKold clarified that 15% is an estimate so it should be approximately 15%. Nitschke said he would like to have CRSA tell the Board in advance of what they do so at least Spear is aware of what the plan is. DeKold said he is not opposed to doing that. DeKold said he could meet with Spear on a weekly basis if the Board would like.

Gazdik requested a motion to approve the presented invoice by CRSA along with an approximate cap on services at 15% of the overall construction administration contract. LoBuono made the motion. Gazdik seconded. Nitschke said he would like to be assured that CRSA will provide prior knowledge of their actions to Spear. LoBuono amended his motion to include that CRSA will talk with Spear before they move forward with their plans. Nitschke seconded the amended motion. Motion passes.

1. **Action Item –** Approve MSBT Law as Bond Counsel, Gilmore Bell Disclosure Counsel, and Skinner Faucet as Underwriter Counsel and discuss information received from Raymond James and Laura Lewis regarding the financing of the Event Center.

Laura Lewis told Spear and Gazdik that the Skinner Faucet fee had been miscalculated. It was originally $15k and it actually should be $27,500 so total legal expenses will be $100k. Spear reached out to Lewis for information on how these various counsels would be compensated but has received no further information. Gazdik asked if Spear was seeking to know if the expense would be paid out of certificates of participation proceeds or if it would come directly from IFAD. Spear said yes with the exception of the Skinner Faucet who will be paid through the sale of the certificates of participation. Spear said he also want to be sure that the Board is formally approving payments to these counsels as necessary.

Spear asked Fuller if the board would need to take action on this or if they would rely on the underwriters for their information. Fuller said that his last interaction with Gilmore Bell, they were surprised when the Board wanted to pay them before their work was complete. They are expecting to be paid out of the certificates of participation fees at the end. Fuller suggested verifying the need to pay these now.

Gazdik said that this discussion would be tabled until Spear can get in contact with Lewis.

1. **Discussion Item –** CRSA rendering review of revised exterior.

Saxton shared his screen. DeKold explained the most recently displayed rendering of the exterior. Some of the band lighting and the louvers have been rearranged. The new rendering shows the same color palette as was used before, and they have another rendering with a darker red variation. He reminded the Board that each screen will be showing a different color, so the Board needs to not be too worried about the color right now. DeKold utilized another designer on his team who suggested wrapping the band lighting further around the front of the building.

LoBuono said he likes the new band lighting suggestion and prefers the red color. Gazdik said that the tan color seems to have enhanced the checkerboard affect and she prefers the more seamless option. DeKold agreed. DeKold asked for opinions about the positioning of the louvers affecting the visibility of the Mountain America Center sign. LoBuono said he is fine with it if Mountain America is fine with it. Spear asked if CRSA was aware that Mountain America wants their eagle logo to be part of the sign. Hammond said that the eagle should be at the beginning of the wording.

Gazdik asked if the Board had to choose red as a brick color based on the guidelines from Snake River Landing. DeKold said that the options they provided are pretty generous. Spear agreed that there were a number of reds, tans and browns that could be used, as well as black for an accent. Gazdik asked if gray was an option. LoBuono said there were 24 color options to his recollection and a couple of them were gray. DeKold asked Spear to bring up the color board. Gazdik asked if gray would give the building a more contemporary look. Vucovich agreed that some darker options may give the building a “richer” feel. LoBuono said he would be okay with the gray as long as they don’t do the sandstone color.

Gazdik remembered that she liked some of the brick options in the IFAD office. Spear presented those. DeKold suggested verifying with Tana Barney of Ball Ventures that the one they choose is allowed within the scope of Snake River Landing guidelines before CRSA decides to create a rendering based on the preferred option. He also explained that gray is a popular color now, but it has not withstood the test of time the way regular red brick has. It is up for the Board to decide, but they should keep in mind that gray has not always been popular, and it may go out of style. DeKold took note of the colors the Board liked and said they would get in touch with Barney. DeKold asked the Board their thoughts on the roof options. All members said they liked the newest design.

DeKold asked the Board what they thought about adding more glass to the main entrance. He said it would add some cost. Gazdik said that removing anything that adds more color makes it look less choppy. She likes the idea. DeKold explained that the glass and supporting structure would be more expensive than the brick that is currently depicted.

The Board decided they would like a gray color and the glass entrance on the next rendering. DeKold said they would have it in a couple weeks.

1. **Discussion Item** - $1.25 billion in COVID funds to be distributed by the state.

Fuller first explained that the federal government funding is changing day by day. The most recent proposal said that the federal government needed to give stimulus funds to local governments with a minimum of $1.25 billion to every state. Idaho has received that amount; however, they are afraid to spend it because there have been no guidelines as to how they are supposed to distribute it. The state does not wish to pay the money back if it is distributed incorrectly. The only guideline so far says they are to cover eligible units of local government for three purposes. Fuller believes IFAD would count as a local government unit. All three purposes must be met. These are necessary expenditures incurred by during the COVID emergency, they were not accounted for in the most recently approved budget (as of the end of March), and they were incurred during the period that begins the first of March through the end of December.

There is potential to recover some of the expenditures that have been incurred or will be incurred by the Board during the remainder of the year. Some options are the reduced tax revenue, but more importantly the cost that will be incurred because of the delay of constructing the facility by a year. The Board would have obtained funding if they had been able to sell the certificates of participation. They will not be able to do that this year because they lack the funding due to the decrease in hotel tax revenue. Fuller said there will be some cost for winter maintenance. The last would be about a million dollars’ worth of extra cost because the framing and precast subcontractors refused to hold their cost. There is a genuine possibility that those costs may be recouped by the federal funding. Fuller asked for permission from the Board to continue to follow the availability of the funds after the guidelines have been issued.

The second issue is a little different. The federal government has also recently signed of the Payroll Protection Plan (PPP) which doesn’t have much benefit to IFAD. Because this has been approved, it seems that the federal government will now move forward with an infrastructure program which will continue to stimulate the economy. It may be similar to the stimulus program implemented in 2008. Fuller thinks that IFAD is positioned to request funds for IFAD because the event center is “shovel ready”. This has not been submitted to congress yet, but it is coming in the future. Spear has also been investigating these aspects. He feels like the projects the government seem to be referring to are roads and bridges but hopes that there would be money available for other projects as well.

LoBuono asked how much time he is expecting to spend on this. Fuller said he is really unsure.

**Discussion Item** – Discuss the alternatives if there is delayed construction of the Event Center – Gazdik said this is in regard to the CM contract as well. Spear said the Building Committee has this as a standing agenda item at their meetings. They discussed that if the Board moves forward with creating a new design, they will need some community input. Spear still feels confident that this project can be completed, but the building committee has started the discussion.

Nitschke said that one of his proposals was to say the Board was planning on building a $50 to $55 million project and not exceed the number. He suggested it would be like going from first class to economy seating. Some expensive things that could be removed to lower cost prices include the suites or loges, or even hard water capabilities etc. Something will have to change if the cost is going to lower. It is even less likely at this point that the hotel revenues are going to be able to cover the general increase in living costs. He said there really needs to be the convention center and the arena should be able to accommodate state tournaments. The Board should consult the public to see which kinds of things they think are necessary and then present the lower cost option as plan B to the community. It would let them know that the Board is sensitive to the situation and thinking about alternate possibilities.

Vucovich said that the building committee discussed that the general idea behind the event center what to stimulate the economy and create some kind of return of investment for the hoteliers in town. This center is not meant to be for handling a lot of small products which don’t create revenue streams for the Idaho Falls area. This building needs to stay true to the purpose for which it was conceived.

Gazdik said that one of the models the Board has tried to follow from the beginning is that there be an anchor tenant of some sort. They would be committed to providing a number of events throughout the year. It would build the community support for that team. That way there is a constant associated with the facility. Spear agreed that this is very important for obtaining sponsorships and other things.

Nitschke agreed that those kinds of inputs are what the Board needs. Something still needs to be cut so costs can be reduced, but Nitschke said the Board should be reaching out to the community to gather input like what has been said.

Gazdik reminded the Board that this is not a new conversation. The Board has asked DeKold several times what can be cut from the design to drop $4-5 million. There aren’t any major portions of the construction that can be cut without also cutting out future revenues. Nitschke said that this is the reason he is proposing a new design. The Board should keep the basics of their design but hire a construction company and tell them that Idaho Falls needs a building constructed for less than $50 million that meet these needs as listed by the Idaho Falls community. The Board is continually trying to reach the building that is just out of reach financially, so they need a cheaper design. LoBuono said he doesn’t think the Board is ready to create a plan B. Nitschke said he thinks it should have been done three years ago so it would be better to do it now instead of later.

Gazdik said that this would require a sizeable expense to hire a firm to create a new building design. Nitschke suggested just creating a plan and then asking what the costs would be to create the plan if that is what the Board wants later on. The point of the Board is to build an event center for the community and not building anything at all is not satisfying that need. He is trying to find a design that the Board can afford and that will satisfy the community. LoBuono said that having a second plan would not do anything but create questions and bad PR at this point.

Spear said that he feels having a plan B is never a bad idea. He shared an email from Raymond James showing a graph explaining the projected hotel revenues. It showed significant reductions in revenues from March through February of 2021. Spear said plan B’s are good, but the projections that tourism will rebound within a year are positive. LoBuono said preliminary plans for a plan B would be fine, but that the Board should not put any money into the project yet.

Gazdik said that she assumes the Board will continue to have this discussion, as well as the Building Committee and invited anyone with ideas to share them with the Board.

Fuller pointed out a concern from the presentation from Bruder. Bruder stated that this February would not have been submitted by CM if the COVID shutdown had already been in effect. That says that CM can no longer rely upon the information projected in this pro forma. Fuller plans to asked CM if they can no longer rely on this pro forma then how can IFAD be expected to rely upon it and expect to create a contract based upon it. Fuller thinks there need to be an update to the pro forma.

Nitschke echoed what Fuller said and is still concerned about the Chukars having any permanence. Nitschke would like the pro forma to explicitly address the potential of the lack of a Minor League team. Gazdik asked Nitschke and Fuller to include those comments in the summary Spear will send to CM.

1. **Action Item** – Contract amendment proposal for the Nations Group

Spear said this is to resolve the Nation’s agreement contractually and also ensure the that the Board receives the documents from Nations that have been promised to them. Clements is expecting some arena schedules and Spear is expecting some other things. The proposal suggests Nations wants a one-time payment for $25k. They said they would amend the contract with the suggested payment and eliminate the termination notice. Fuller said that the current contract says there must be a 30-day cancellation period, during which the Board would continue to pay $35k per month. What is laid out in the proposal is that Nations would not make the Board pay for the month of May 2020, but would complete Phase I and close the contract before May for the suggested $25k. Fuller sees this as a reasonable proposal and recommends approval from the Board. Fuller explained that this would save the Board $10k and they still get all the work they need from Nations Group. Spear agreed.

Nitschke moved to modify the contract to pay Nations Group $25k instead of $35k. LoBuono seconded. Motion passed. Spear said he would talk with Nations.

1. **Discussion Item** – Discuss the IE Productions Contract

Spear presented the current retainer agreement before the Board. Fuller said that there have been no amendments to the original document. Spear said that Hammond has been an exceptional community member in continuing to reach out to the public and helping in all sorts of situations. Spear has talked with Hammond about the situation and Hammond is willing to charge the Board only on actual expenses. It will likely be $85/hour based on a project basis.

LoBuono said that if Hammond is willing to do this, he doesn’t see why the Board would not want to move forward in that direction of stopping the retainer fee payment. Gazdik asked if IE Productions would be available as the Board needs his assistance. Spear said he would. Fuller asked if Hammond is willing to waive the three-month termination notice. According to the contract, if the Board cancels the contract today the Board would still owe IE Productions for the months of May, June, and July. Spear said that he thought the agreement had already expired so those three months were not required as the 12-month period explained in the document had already been completed as explained in term 4. Fuller read at a different spot in the document where it explained that this document would be in effect “until terminated by either party upon 90 days written notice.” Gazdik said the comments in the contract are conflicting.

Spear said he would talk with Hammond and asked Fuller for guidance. Gazdik asked if the Board needed to wait to make a decision. Vucovich suggested that the Board could authorize Spear to eliminate the IE Production retainer fee whether that is in three months, or if Hammond is willing to waive some of those fees. LoBuono said he would rather not make a motion until Spear has talked with Hammond so there aren’t any bridges burned. Nitschke said he would support Vucovich’s motion if he would make it. Vucovich moved to no longer move forward with IE Production’s $3,500/month retainer fee subject to discussion with Hammond and willingness to negotiate the amount of time left on the payments. LoBuono said he really doesn’t think there should be a motion until the Board has talked with Hammond. Gazdik reminded LoBuono that Spear had already talked with Hammond. LoBuono reminded the Board that if they were to cut ties with IE Productions then their PR costs will increase dramatically if they have to find an alternate option. Spear said he would have further conversations with Hammond.

Gazdik said she would like to see a proposal from Hammond on an hourly basis. If the Board was to terminate this contract without a different proposal, then there is not agreement with him on any level of service. LoBuono suggested to wait two weeks to talk about it at the next meeting. Vucovich pulled his motion and said he agrees that there should be an hourly rate available to the Board before they agree to cancel the current contract.

**Report and Updates**

1. **Discussion Item** - Executive Director Report
   1. Press Conference for 4-29-2020 - This is not going to happen. Spear was going to participate in a weekly video that Hammond has been producing but the Mayor requested to be on Wednesday so it will be pushed back a week.
   2. Fundraising Campaign and status of prospects - Some entities are still interested in participating in supporting the event center.
   3. Pioneer Road Construction progress report - Knife River has pulled off the property until an unsuitable soil area dries up.
   4. Event Center Phase I progress report - Jim Buie of Raymond James sent an email yesterday asking for information in regard to the project that Spear will respond to. He is willing to sign a nondisclosure agreement in order to receive the operator’s pro forma.
2. **Discussion Item** - Legal Report
   1. Transient Room Tax Update - Fuller shared nothing further.

C**alendar and Announcements**

1. Upcoming IFAD Meeting – **Next Meeting on May 12, 2020**
2. **Discussion Item** - Announcements and Minor Questions – Spear asked Gazdik to sign checks to be sent out.
3. **Discussion Item** - Agenda Items for May 12, 2020 meeting – Discussion of IE Productions contract. Gazdik requested that the Board send any requests to Spear.
4. **Action Item** - Adjournment from Public Session - LoBuono moved to adjourn. Vucovich seconded. Meeting adjourned at 9:21 a.m.