

**Board of Directors Business Meeting**

**Tuesday, July 26, 2022, 7:00 a.m.**

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

[**https://us06web.zoom.us/j/84501027815**](https://us06web.zoom.us/j/84501027815)

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

**Participants:** Terri Gazdik, Rob Spear, Bob Nitschke, Mike Carpenter, Steve Vucovich, Ron Warnecke, Kevin Bruder, Mike Clements (via Zoom), Erik Hudson, Kelsey Salsbery, Jennifer Bjornlie, Mark Fuller, Ken Wheadon (via Zoom), Bryan Laske, Rebecca Casper (via Zoom), Blake Davis (via Zoom), Kevin Greene (via Zoom).

**Agenda**

1. **Action Item** - Call to Order 7:02 AM
2. **Action Item** – Accept Agenda. Vucovich moved to accept the agenda. Warnecke seconded.
3. **Action Item** - Accept the Consent Agenda
   1. Meeting Minutes – 7-12-22
   2. Review of Payables/Financials – A payables list of $29,337.75 was reviewed and approved. Nitschke asked about the expenditure for business cards and wondered if they are used anymore. Hudson said as a new organization, and as staffing increases, it was important to have business cards.
4. **Discussion Item** –Public Comment (Any member of the public is welcome to take three minutes and share concerns or questions with the Board). There were no public comments.
5. **Discussion Item –**Receive a construction schedule update from Mike Clements of Bateman Hall and Ken Wheadon of CRSA. Clements addressed the Board and explained today’s report would be brief since the Board is touring the facility today. Clements said the ice pour went great and Ice Builders said it was one of the flattest pours they have ever done, and it is National Hockey League (NHL) grade. Clements said a lot of work needs to be done over the next 100 days and reported the north entry is completely framed and sheeted and is ready for the mason this week, and the southside parking lot is being prepared for curbs and sidewalks. The finishings in the back of the house will progress with painting and tiling. Clements said over the next four weeks, there will be a lot of framing and drywall being installed. Ice Builders has now moved to installing all the ice infrastructure in the back of the house that will take six weeks.

Clements reiterated that a lot of work needs to be done and although things are going according to plan, there is always the concern from a material supply chain issue. As an example, Clements indicated that not enough of the product for caulking the gaps in the precast is currently available, and they are looking for an appropriate substitute. Only 400 tubes of the specified product are available, and the need is 1600 tubes. Petroleum based products are currently hard to get.

Gazdik asked if CRSA is involved in the caulking conversations and Clements said they are working more with Perkins Will but will eventually involve CRSA.

Carpenter requested an update on the soffit issue and the fire pump. Clements said there is a plan moving forward and materials have been ordered. Clements said the soffits and metals panels will be the last things to be installed in the entry ways. Clements said the pumps have been ordered and design on the installation (room construction) is still being discussed. For some reason Clements said Bateman Hall has been leading the room design and is working with VBFA. Wheadon said they needed to move some things around for the room space to work. Specifically moving the perforations for electrical and piping away from the tilt panel seams in order to not jeopardize the structural integrity of the panels. Wheadon said they are reviewing substitute caulking products for the precast and have provided the detail for the soffits. Finally Wheadon said they are providing guidance on how the blackout curtains interface with the drop-down ceilings.

Spear asked if the issue of power not available for the control valves for landscaping was resolved. Wheadon said they are working to resolve and because only 120 volts are required for the control valves, they are able to use power that was already stubbed out. The biggest issue was the location of the control valves and those have been established.

1. **Action Item** – Approve StageRight Proposal for staging package. Hudson explained the details in the package met all the requirements that were listed in the RFP package. Hudson noted that a 40 x 60 ft. stage is adequate for Hero Arena at the Mountain America Center. If additional staging is required, it will be available through the Maverik Center or through a local company, Voltstar. Hudson stated there are multiple ADA accessories (multiple access ramps, adjustable height staircases) as part of the staging package and indicated all the skirting and decking is included in the price.

Nitschke said he could only find reference to one access ramp. Hudson said there are two access ramps in the staging package. Nitschke asked about the skirt dimension that can be raised between 4’ and 6 ½ ft. Hudson said he has not experienced anyone going above 4’. Bruder explained he has seen this once in his career and explained that when a promoter calls and you are able to indicate the event center uses StageRight for its staging there are no further questions. Bruder said this is similar to when you indicate the facility uses Ticketmaster for its ticketing platform.

Carpenter asked about lead time for receiving the staging package and if there were any responses to the sole source notice that was posted. Hudson said there are no issues with lead time and staging, if procured now. Hudson said neither he nor Spear received any challenges to the sole source declaration.

Nitschke asked about the load capacity of the staging as it was not referenced in the RFP nor in the proposal. Hudson said he never asked that question and Bruder said he did know the answer. Bruder explained the only time he knew of an issue was with older staging and decking and drum kits. Bruder said if a band has a drum kit that has considerable more weight than normal, they usually provide their own stage. Nitschke said he was surprised there was no load capacity identified for this staging package. Nitschke asked about the 100’ barricades and Hudson said that was removed and procured from another vendor for a better price. Blow through barricades were also removed and will be purchased at a later date. Nitschke then asked about the warranty and was told it was for one year and covers any factory defects and any repair and maintenance required within the first year resulting from normal use. Nitschke thought for a structural item a one-year warranty was extremely short.

Carpenter made the motion to approve the proposal for the lease purchase of the StageRight package. Warnecke seconded. Motion passed.

1. **Action Item** – Approve Revel TV Donor Wall proposal. Spear briefed the Board and presented the plan for a donor wall. The proposed donor wall would recognize donors, be interactive with customers, allow IFAD to continue fundraising and create a revenue opportunity for the center.

Spear said the proposal is based on multiple conversations with Matt Dopp of Revel TV. Spear stated that Nitschke asked for the design specifications on Monday afternoon and what he had previously developed was more of a design brief. The overall goals were to recognize donors, be interactive, have the right functionality and be the right size. Spear then provided the Board a rendering with some of the functionality of the proposed wall. Spear said the financial goal was to be under $100K and the current proposal is priced at $68,725. Spear then asked the Board for approval so the hardware can be ordered.

Gazdik asked if this concept replaces a permanently installed bronze plaque donor wall and asked about the location and whether we were eliminating the stand-alone donor wall. Spear showed a floor plan where the donor wall would be located and recommended that a permanent donor wall not be constructed, and the LED wall would be how donors are recognized. Spear said the LED donor wall would give visitors an opportunity to learn more about the donors. Gazdik asked if the LED Board could accommodate 50 or more donors. Spear said a template could be developed to accommodate any number of donors and will be able to recognize donor by donation amount. Spear envisioned the LED wall would list donors the majority of the time.

Nitschke stated that the specifications were missing as to why an electronic donor wall is being recommended. Spear replied by reiterating the electronic donor wall would recognize donors, be interactive with customers, allow IFAD to continue fundraising and create a revenue opportunity for the center. Spear said he would be willing to revisit the design brief or just revert to having a standard plaque type donor wall. Nitschke said the Board never received information on what the donor wall would look like (major donors, etc.). Spear said the electronic donor wall can look like whatever the Board wants it to look like. Nitschke again said the Board never received information on what the donor wall would look like and asked what other entities were contacted about a donor wall. Nitschke said it was the process used to generate the proposal that he is concerned about. Spear said the goal is to get away from static signage and said he has previously communicated this concept to the Board. Spear said this is a unique building and we should want to bring uniqueness to the building. Spear said if the Board wants to table this discussion, he will bring back more information back to the Board for the next meeting.

Gazdik said she thought a stand-alone donor wall and LED wall would both be part of the scope. Hudson stated that when major sponsors have toured the facility, they have inquired about sponsoring the donor wall especially if they can provide something interactive about their company. Hudson said the LED screen will easily accommodate 50+ donors. Hudson said this concept lines up with the IPTV concept that already exists in the building. Finally Hudson said the more people that come into the facility will want to be part of it and this technology provides this capability. Salsbery said this technology allows easy additions and deletions and the ability to change company logos. Warnecke used the example of Teton Toyota being able to showcase a new model vehicle.

Nitschke said he is not questioning the potential benefit but is questioning the expectations and is not clear whether all these expectations are written down and communicated. Nitschke said the design brief is too vague and is not enough for him to know the Board will receive all the things Spear referred too. Nitschke loves the potential capability but wants assurance that this can be delivered.

Spear said he was not sure there is an existing design specification that would cover what Nitschke is asking because this is a new concept. Spear said he is willing to enhance the design brief and suggested that Nitschke assist in this exercise. Nitschke said he is not asking Spear to find an existing design specification; he is asking that the design requirements clearly detail the functionality. For example, someone clicks on the donor name, and it takes them to the donor website, or specificity that things can be immediately changed. Nitschke wants the detail of what this system can do, and that the functionality is clearly communicated. This will ensure the Board can hold the vendor accountable to that criteria. It is simply writing down what you want so the Board can evaluate it is getting what is described. Spear suggested that he ask Matt Dopp and Revel TV to walk the Board through the functionality of the donor wall and the capabilities of IPTV.

Carpenter said the Board can request more specificity, but it still may not bring clarity until the system is up and running. Gazdik liked the idea of having Revel TV present to the Board so the Board can ask questions. Nitschke said this idea that we don’t know anything and can’t possibly know anything is just wrong. Nitschke said Spear does know the features he would like to see and what the costs are. Nitschke does not want Revel to just spend up to $100K without knowing what capabilities are needed. Giving someone a blank check because we claim we don’t know, is not satisfying to him. Spear said that has never been the case and he pays close attention to where IFAD is spending its funds and said he is happy to have Revel present to the Board. Bruder said there is more discussion to be had and although the Maverik Center does not have this capability, he sees the flexibility it provides to donors. Bruder said he did see value in recognizing just the top donors with a permanent plaque, but the technology being discussed is the future. Gazdik said she sees value of having both. Bruder suggested a bronze plaque listing just the main donors be placed at the entry.

Spear said he would get Matt Dopp scheduled for the next Board meeting. Warnecke said there is a 10-week lead time for the equipment. Nitschke suggested approving the hardware purchase only and then evaluating the software functionality at a later date. Hudson said having the donor wall with the IPTV functionality is a worthwhile revenue opportunity for the center.

Nitschke moved to approve the Revel TV proposal for just the equipment and postpone discussions on the software capabilities until Revel has a chance to present the capabilities and associated costs. Warnecke suggested including the installation labor and Nitschke modified his motion to include hardware installation costs. Carpenter seconded. Motion passed.

Spear called Matt Dopp of Revel TV and had him brief the Board. Spear said it was important for the Board to understand the functionality and the ability to have an interactive Board. Dopp said for the donor wall they did not come up with an exact presentation but said there will be five buttons, called five deep, across the bottom of the kiosk. The buttons would take the user to five different landing pages, (e.g. advertisements, a donor button, a donate now button, QR code, or live feed). Dopp said it is important to figure out what those capabilities will be. For example, a donor name could come up on the LED panel and could contain the company name, logo, and description about the company. Dopp said he still needs input from IFAD and the operator to determine the correct scope. Nitschke said the Board would like to know what the donor wall can and can’t do. Dopp said the $7K software estimate is enough to develop the five different landing pages and make it simple to navigate. Nitschke said the Board is interested in what you can do for less than $7K and more than $7K. Dopp said he would work with Spear to put together a presentation to the Board and emphasized the software can do whatever the Board wants. Carpenter asked about how long a person could occupy the kiosk. Dopp said the software can be programmed to revert back to the home page (list of donors) if no activity has taken place for a defined period of time (30 seconds). Gazdik asked the Board to provide feedback on what type of functionality they would like to see.

**Report and Updates**

1. **Discussion Item –** Update from Erik Hudson and Kevin Bruder on Mountain America Center Operations and pre-opening activity. Hudson introduced Jennifer Bjornlie. Bjornlie gave the Board a brief introduction of her background. Hudson also recognized Cody Haggerton who is the new Box Office Manager.

Salsbery then walked the Board through the recently updated mountainamericacenter.com website and the new functionalities that I.E. Productions helped facilitate. The highlights of the updated website:

* More specific drop-down menus
* Events & Tickets will allow gathering of emails
* Call boxes will provide detail on events
* Every event will have a main event title page
* Significant information under Guest Services and Accessibility including directions and parking
* Employment opportunities

Hudson then briefed the Board about the back of the building and the wall space available. He suggested using the wall space for a mural competition would be a good way of getting community involved. Carpenter suggested reviewing art and murals that are in the Museum of Idaho.

The Hockey Schedule was released, and an associate head coach has been hired. Individual hockey game tickets will go on sale August 29, 2022. The jersey unveiling will begin the first week of September with the mascot unveiling during the third week of September.

Hudson said he is now working on hiring an event services manager and operations manager.

Carpenter asked how season ticket holders would receive tickets. Greene said this is still being determined and will encourage a season ticket holder pickup rather than a mailing. Bruder commented that when you drive by the venue, it is the real deal and when you throw in all the amenities it will be one of the top venues in the country for its size. Bruder said Hudson is putting together a great team with a good local mix of local employees. Bruder said the reason Manheim had to be announced was because their theme is “Christmas in July,” and July is when Manheim announces its touring schedule.

1. **Discussion Item** - Executive Director Report
   1. Fundraising/Cash Flow Update – Spear shared a fundraising update and said the number of seats sold is 213 which is higher than the original goal of 200. Spear recommended the new goal should be 500 more seat plaques. Spear also said they are very close to a naming rights partner for the mezzanine level and that the last two suites are sold. Spear said with the successful closing of the mezzanine sale, there are no major assets left to sell. Spear recommended any additional assets be sold by the operator in order to bolster operational revenues.

Spear said the conclusion of the successful fundraising campaign, additional TRT revenues and better than expected contingency savings has positioned IFAD to get through the 2028 fiscal year with a positive cash flow.

Spear expressed confidence that Centennial Management will run the facility with a positive cash flow and commended the Board for not expecting any revenues from operations to fund debt.

Spear briefed the Board about a phone call he received from a hockey season ticket holder who purchased nine seats and was told this gave them right of first refusal for tickets to all other events. Spear asked Greene to comment. Greene said he would discuss this issue to anyone who felt they were misled and issue an apology. Nitschke said he thought it was like Chukars tickets, where you would have right to purchase the same baseball tickets next year, not for any other events. Greene agreed that this was the case. Hudson suggested getting out in front of this issue and contacting all season ticket holders and explaining that a seat plaque must be purchased in order to receive right of first refusal. Hudson asked Salsbery to draft a letter. Bruder said when tickets are available to other events, it may be possible to provide additional ticket benefits to hockey season ticket holders. Fuller said it is important to convey to the hockey season ticket holders exactly what was said when the tickets were purchased. Hudson asked Greene if he had a hockey season ticket holder contract. Greene said he does not and would draft something. Fuller asked if any documentation existed that discussed benefits of being a hockey season ticket holder. Greene said only a receipt was provided. Fuller concluded this is an internal matter for Centennial Management to resolve.

* 1. State Tax Commission Reports – No report
  2. Construction Update/Change Orders – No report
  3. Action Items
     1. Follow up with Matt Dopp on presentation to the Board

1. **Discussion Item** - Legal Report. Fuller said the 2021 audit and budget were filed with State of Idaho Central Registry.
2. Tour the Mountain America Center – Board members toured Hero Arena at the Mountain America Center.

C**alendar and Announcements**

1. Upcoming IFAD Meeting – **Next Meeting on August 9, 2022**
2. **Discussion Item** - Announcements and Minor Questions
3. **Discussion Item** - Agenda Items for August 9, 2022, meeting. No agenda items were presented.

Meeting adjourned at 10:15 AM