

**Board of Directors Business Meeting**

**Tuesday, April 25, 2023, 7:00 a.m.**

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

[**https://us06web.zoom.us/j/82354642402**](https://us06web.zoom.us/j/82354642402)

**Event Center Drive, Idaho Falls, Idaho 83402**

**Room 2416**

**Participants:** Rob Spear, Bob Nitschke, Steve Vucovich, Mike Carpenter, Ron Warnecke (via Zoom), Mark Fuller, Erik Hudson, Jennifer Bjornlie, Rick Lawrence, Don Potter, Spencer Howell (via Zoom), Mike Clements (via Zoom), Kevin Bruder (via Zoom)

**Agenda**

1. **Action Item** - Call to Order 6:58 AM
2. **Action Item** – Accept Agenda – Nitschke asked if an Executive Session is going to be scheduled. Fuller said once the IFAD Board Chair is back, one will be scheduled. Carpenter moved to accept the agenda. Nitschke seconded. Motion approved.
3. **Action Item** - Accept the Consent Agenda
   1. Meeting Minutes – 4-11-23
   2. Review of Payables/Financials – A payables list totaling $599,980.80 was reviewed and approved. The majority of the payables list was a partial payment of the last Bateman and Hall invoice of $550,000. Spear said the remaining $214,295 will be paid upon completion of all punch list items. Nitschke moved to accept the consent agenda. Carpenter seconded. Motion passed.
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 punch list update from Mike Clements/Rick Lawrence of Bateman Hall, Ken Wheadon of CRSA and Spencer Howell of VBFA. Lawrence presented the following updated punch list.

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* Item 1 – Heat trace is being installed in all the north facing drains. Nitschke asked if all drains were having heat trace installed. Lawrence said only the north facing drains would be heat traced.
* Item 2 – Clear east lot where construction trailers were located is complete.
* Item 3 – Parking lot repair is complete
* Item 4 – Guardian System installation is complete but still awaiting lanyards. Lanyards are not expected until after the Jeff Dunham show but lanyards will be available for riggers for the Dunham setup.
* Item 5 – Condenser Belt Freezing. Spear provided a summary of a meeting held on 4-24-23 with Ice Builders, VBFA, Bateman Hall, Centennial Management, and IFAD. Spear explained the specifications required, based on the manufacturer’s (EVAPCO) recommendation, the operational sequence activate the pump first and then the fan. However Ice Builders installed the system where the fan activates first and then the pump. This sequence is preferred when you have a remote sump. Spear said he did not recall a remote sump ever being discussed and said a remote sump would require more space and more cost to install. Spear said the AMPs in the heater have not been tested and that testing should be completed next week when JRG comes to check on the facility. JRG is supposed to come monthly to check on the ice plant system. Spear said it is not known whether the change in the sequencing will solve the issue of the ice plant freezing. However, Ice Builders has provided a proposal for installing a defrost system. Spear shared the proposal and explained there were two options; a basic defrost system that would need to be manually checked for $2,426 and a more sophisticated defrost system that would include installation and hard wiring of a sump (basin) temperature sensor with wiring back to a control panel. The control panel would allow the operator to remotely monitor the ice plant. This cost would be $9,852. Spear said IFAD has these funds budgeted.

Lawrence said once Ice Builders makes the sequencing adjustment, Ice Builders will be in compliance with the contract. Lawrence recommended installation of the defrost system and cautioned that until there are extreme freezing conditions again, we will not know if these adjustments and additions will solve the freezing problem. Carpenter asked what the manufacturer recommends in extreme temperatures. Lawrence said EVAPCO recommends installation of the defrost system. Lawrence said he had Ice Builders split the proposal and said the $2,426 cost is for a software fix and the other provides a temperature readout of the basin and would alert Hudson and Mihalick if the basin may be freezing. The operator could then activate this remotely. Lawrence was in favor of automating this process and indicated that Bateman Hall will initiate the change order and but will not add its 6% markup to the cost.

Howell commented that turning the pump on first puts the heat into the water first and that is exactly what is needed to protect against freezing. This process has worked well in subfreezing conditions, however in extreme conditions ice buildup is inevitable and that is why the manufacturer recommends the defrost unit. Spear asked what assurances can be provided to IFAD if an investment is made to install the defrost system and asked if the problem will be solved. Spear also referenced a comment Howell made during the 4-24-23 meeting stating that VBFA would ensure the ice plant will function correctly. Howell said VBFA will absolutely commit to making sure the ice plant functions correctly. Lawrence said Ice Builders also agreed they would be there until the end. Fuller asked what “the end” means? Lawrence responded as long as it takes to ensure there is a functioning system. Fuller also asked if the current sequence (fan first) jeopardized any manufacture warranties or damaged the equipment? Lawrence said not in his opinion. Hudson said if any part of the ice pant system fails, it will automatically shut down and is designed to prevent equipment damage. Hudson said JRG inspected the ice plant in March and did not find any damage.

Nitschke asked if the defrost system could be installed in freezing conditions which would allow us to wait and see if it is needed. Spear said Ice Builders is currently willing to install without a markup and recommended that the defrost system be installed now. Spear again said the amount for the installation is currently budgeted. Nitschke stated that it is not very comforting that IFAD is just getting someone’s word that the problem will be taken care of. Fuller suggested getting something in writing. Warnecke suggested that somewhere in the correspondence from VBFA and Ice Builders that the warranties will remain in effect. Fuller said the warranty is only for one year and will not be in effect for the next hockey season. Howell said he would research the warranty matter because several critical pieces of the equipment have more than a one-year warranty. Howell said he would provide information to the Board later today.

Vucovich asked why the system wouldn’t start the defrost system automatically? Hudson responded that the cost for this functionality would be expensive. Spear asked Howell if the system could be programmed to alert the operator when the temperature in the basin falls below 40 degrees. Howell said that is possible, but you still can get ice buildup when the water splashes on the louvers and noted there is no alarm for that issue. However, if the basin water temperature gets lower than 40 degrees this is a good indication that the belts need to be manually checked. Lawrence said it is important to note that the process to start the defrost is manual and a button must be pushed. Fuller said the Board should wait until Howell provides warranty information before moving forward with the defrost system installation. Fuller also questioned if this was still a CRSA issue and didn’t think anything discussed today indicated it was a design issue. Spear said he would ask why Ice Builders was allowed to implement a sequence that was not recommended by the manufacturer. Nitschke responded that this is a design control issue and CRSA is responsible. Howell said he was not informed of this sequence change until after the ice started to form and that was on January 24, 2023.

Spear asked if a functional test was performed and if so, wouldn’t this have identified the sequence issue? Howell said the system wasn’t ready for testing when Reeder was onsite on November 16, 2023, for his final review. Spear asked why didn’t Reeder come back? Nitschke said again this is a design control issue that should have been caught before any functional testing. Howell responded that Ice Builders does its own testing, and this was done without VBFA being present. Howell said they rely on the contractor to reply to field reports that have been submitted. However, the field reports were performed before the system was up and running. Howell said when he was present, the ice was down, and he assumed everything was functioning properly. Warnecke stated that there does not appear that any functional testing was performed, rather just observations that the power was bumped, and the motors were running in the right direction. Spear asked if functional testing had been done and the correct sequence programmed would we be discussing the installation of a defrost system? Lawrence disagreed because the extreme temperatures went beyond the design criteria and is likely the freezing issue would still have happened. Nitschke said this speaks to the beginning of the project and the need to identify what the proper design should have been. Nitschke said it is not uncommon for temperatures to exceed 20 below and this is a CRSA design issue. Howell said CRSA does not provide weather data to VBFA and that VBFA uses data from ASHRAE and other weather sources for data specific to Idaho Falls. Howell said that the data indicated designing to minus 8 degrees, but that VBFA designed to minus 20 degrees because the data indicated that this was the coldest it would get in a five-year period. However there are other extremes. Hudson asked if the installation of the defrost system addressed those other extremes. Lawrence said it is another level of protection. Carpenter asked if it has been decided that the defrost system is needed. Spear said Howell needs to provide warranty information before a final decision is made.

* Item 6 - Yesco signage – still need to install one more sign on the second level.
* Item 7 – Ladder for ice plant is installed.
* Item 8 – Mortar for pilasters on southwest outside balcony needs completion. Lawrence said M&L masonry will be complete the week of May 3, 2023.

1. **Discussion Item –** Review Community Values Policy/Guidelines from Erik Hudson and determine next steps. Hudson presented the following Community Standards and Mountain America Center standards for event booking:

**Community Standards for Event Booking**

Mountain America Center

Hero Arena

Blue Cross of Idaho Conference Center

Let this document serve as a benchmark for the community standards as it relates to booking events on the Mountain America Center Campus. The goal of this document to clearly establish set standards for events that will be acceptable to book within this space, as well, uphold the values of the Idaho Falls Auditorium District, the Mountain America Center staff, and the surrounding Eastern Idaho Region. It is understood that this document can be revisited and adjusted based off of new information at any time.

* The General Manager of the Mountain America Center oversees all event bookings as it relates to the entire campus of the facility. The General Manager is responsible, based off of the communication guidelines put into place with the Idaho Falls Auditorium District, to effectively inform the board of directors on events that with actualize in the facility.
* The Idaho Falls Auditorium District will procure a Community Standards Committee, which will consist of two IFAD Board Members and the General Manager of the Mountain America Center. IFAD board members will be appointed to this committee by the Executive Director and the IFAD Chairperson.
* Based off of the community standards set forth in this document, the General Manager, at their discretion, will enlist the services of the Community Standards Committee when an event is presented that potentially would go against the Community Standards in this document.
* If an instance of this nature should arise, the Community Standards Committee will meet, discuss said event, and collectively make a decision to move forward with the event, or to inform the event holder that the particular event falls outside of the scope of the Community Standards. A decision for any discussion brought to the Community Standards Committee will be required to be sent out by the Executive Director to the IFAD Board in writing prior to the next board of directors meeting.

**Mountain America Community Standards for Event Booking**All events booked within the campus of the Mountain America Center will have patron safety at the forefront when scheduling specific events. The Mountain America Center staff will evaluate patron safety when booking all event types to ensure that all liability for those in attendance is acceptable.

* Events booked at the Mountain America Center must fall within the quality of event that are being scheduled at other similar venues, as stated in the operating agreement with Centennial Management.
* Events that may not be acceptable for adolescents (17 and under), will be deemed as such and publicly advertised in a manner that is consistent with other venues of similar nature.
* Events that contain material that will break any State of Idaho or Federal law will not be considered for scheduling at the Mountain America Center.
* Events that purposely contain nudity or sexual acts will not be considered for scheduling at the Mountain America Center.
* At the discretion of the General Manger’s professional opinion, events that will bring a negative impact, in a public setting, to the Mountain America Center will not be scheduled. This particular guideline can be maintained in conjunction with the quality of event standard that other similar venues are scheduling.
* Events of political nature will be scheduled by the General Manager of the Mountain America Center, unless they directly contradict another community standard set forth in this document.
* All private, non-ticketed events will be subject to this Community Standards document, and at the discretion of the General Manager the Community Standards Committee can be subject for review.

Nitschke asked about the communication guidelines that were referenced? Hudson indicated these were presented and approved by the Board last April. Nitschke said he wanted to know how the communication guidelines apply to the document. Spear then provided copies of the communication guidelines to the Board.

Nitschke said in his opinion there is not enough Board oversight presented in the event booking process and indicated the Board does not currently have ample time to review before an event is booked. Nitschke recognizes that booking events that may be questionable are isolated instances and the majority of events would not be of concern. Hudson said there has not been an event scheduled that would violate a community standard. Hudson said if there is such an event being considered he would follow the communication guidelines that are approved. For urgent matters, Hudson would immediately communicate with the IFAD Executive Director who would then communicate to the IFAD Board. Hudson stated it is the job of the General Manager to book events and autonomy is important. Nitschke said it is the role of the IFAD Board to establish the types of events and participants suitable for the Mountain America Center. It is the Board’s responsibility to enhance the vision and mission of the Mountain America Center. For example, enhancing the quality of life through engagement and entertainment. Then the Board should define what the characteristics of those events should be: no harm, do some good, violence and hatred should be banned. The Board should establish these and then give them back to the operator to use when booking events. Ultimately the IFAD Board is responsible for any events that create conflict in the community. Hudson said he was hired to represent the Board. Nitschke said he understands that but wants to have procedures in place to help curtail bad actors who may be in the General Manager role.

Fuller stated that Hudson was not hired to represent the Board and he is not an employee of IFAD. Hudson said in a way he does represent the Board because if he brings in an event that is not suitable for this community, this does impact the Board. Fuller said Hudson was not hired by IFAD and that Hudson was hired by Centennial Management. Hudson countered by stating IFAD hired Centennial Management to operate the facility, so whether it is directly or indirectly, it is his job to run the facility, so it sheds a positive light on the IFAD Board, on this facility and the community. So Hudson believes he does represent the Board. Nitschke said this is not personal and said it is important to have a system in place to prevent bad behavior.

Vucovich commented that Hudson communicates in the Executive Director weekly report about events. Nitschke agreed but said that communication must be timely in order to give the Board time to respond before a contract is issued. Vucovich said Hudson’s weekly report does include upcoming events. Nitschke said that does not do the Board any good if the contract has already been signed. Hudson said the booking process does not allow for a contract to be issued immediately and that the Board is made aware of events before contracts are signed. Nitschke said as long as the Board has time to object to a proposed event and provide meaningful comments, and not be put in a decide, inform, and then defend situation this would be satisfactory. Hudson referred to items 1 and 3 in the communication guidelines and stated those items should address Nitschke’s concerns.

Nitschke wanted to know if the criteria for adolescents is the same as the movie theatres. Hudson said that criteria is based off a national standard, so an artist that has vulgarity in their songs would fall under a category. Nitschke said he does not agree with the “similar venues” statement. Just because others host an event doesn’t mean the event should be hosted at the Mountain America Center.

Nitschke expressed caution that political events should definitely be scheduled. Carpenter said he does not want to mandate what a private party can and can’t do once they rent the facility. The Board has the right to prescreen what events go into the facility and prefilter. Carpenter does not want to go down the road of saying we don’t want political groups and MMA, etc. Hudson said we must be careful not to violate someone’s First Amendment rights. Nitschke said all events should be tied back to the mission of the facility.

Bruder said there has been a lot of good discussion and the most important and critical aspect of the document Hudson presented is that it is creating awareness and ongoing discussion. Bruder referenced old court cases regarding pornography, in which the judges will say, “I know it when I see it,” and I think that's some of the premise here with community standards and the conduct going on. It is a very tricky slope and all you can do is continue to talk about the nature of events on a regular basis. Ultimately, the goal of Centennial Management is to provide a safe and secure environment. That will limit some of the shows that were mentioned, or some of those gatherings that were mentioned, because it's too tall of a task to ensure a safe and secure environment. As for the reference to like venues or other venues, we do that because we have a communication mechanism to talk to those other venues, and to advance the show and know what they're doing. And if we know a show is playing in 40 markets, we have 40 people that we can call about what's happening and what's going on with those shows. It will continue to be a constant communication. The MAC is a public venue and people will challenge their First Amendment rights in a public venue. So after scrutinizing we are then able to move forward with an event and it is for the right reasons. Bruder said whether a document exists or not, the ongoing awareness that Hudson has fostered and regular discussions with the IFAD Executive Director and the IFAD Board is most important. This will continue to evolve over time and the documentation is going to be very tough, but you will know it when you see it or hear it.

Nitschke asked Fuller to comment on the First Amendment issues. Fuller said he wants to pull the discussion back to what started this conversation and that is paragraph 4.14 of the Centennial Management Agreement. The point of this discussion is whether or not the Board wishes to adopt a contemporary community values policy. The communications document is merely a guideline and words are important. If a judge needs to address an issue where someone claims their rights were violated, it will be important to separate the standard (Hudson’s document) from the guidelines (communication guidelines). Fuller further explained 4.14 of the management agreement and stated, “The Manager agrees that events booked at the Arena shall be of a quality that comparable managers would be willing to book at other arenas meeting the Applicable Standard and shall reflect the community values. (If Centennial Management finds 40 other arenas who booked an event, this gives them the right to book an event at the Mountain America Center). IFAD shall provide the Manager with a policy regarding the contemporary community standards of the Idaho Falls region. If the Applicable Standard and the contemporary community values conflict with each other, the contemporary community values shall prevail.”

Fuller said what this is designed to say is we want you to be successful, but there are limits. It is not about the dollar or whether other arenas have held a similar event, that is not enough if the Board establishes a Contemporary Community Values policy. Fuller stated if the Board does not set a Community Values policy and adopts the standard set by Centennial Management, the Board is abdicating its ability to influence the decision-making process. Fuller states what Centennial Management has presented is a complete shift of responsibility from the Board to Centennial Management. Fuller said the IFAD proposal states there would be three committee members (the IFAD Executive Director and two IFAD Board members). However, the Centennial Management proposal suggests the committee makeup be two IFAD Board members and the Centennial Management General Manager. Any community value developed by IFAD is intended to govern the operation of the facility. If the Board adopts the document prepared by Hudson, it will transfer its Community Values process to Centennial Management. Fuller recommends against that because the IFAD Board should not allow Centennial Management to define Community Values.

Fuller expressed several other concerns contained in Hudson’s document noting the IFAD Executive Director cannot appoint Board members to a committee. Also, the statement that the committee meets and “collectively” makes a decision, a judge could easily interpret “collectively” to mean “unanimity.” If this was the interpretation, Fuller said with the Centennial General Manager as part of the committee, the Board could not enforce anything without the General Manager’s approval. Fuller states the document contains repeated attempts to transfer the Board’s community value authority to the Centennial Management General Manager. Fuller recommends the Board go back to the original purpose and determine whether or not it wants to develop Community Values. The Board has the option to not set values and rely on the Centennial General Manager. Fuller emphasized that what the Board is attempting to do is to prevent a problem from occurring, but did state there has not been a problem up to this point.

Nitschke said this is the Board’s responsibility and the Board may consider and adopt many of statements in Hudson’s document, but the Board must do that and pass it back to Centennial Management.

Spear said during the April 11, 2023, meeting, the IFAD Board Chair specifically asked Hudson to write down the things that he would object to bringing to the event center and present that to the Board. Spear asked Hudson to bring this to the next Board meeting. Spear stated that if the Board chooses not to adopt a Contemporary Community Values policy at this time, this does not preclude the Board from adopting something at a later date. Fuller agreed but said the Board would have nothing to counteract the Applicable Standard referenced in the management agreement because the GM could state a proposed event was held in 40 other arenas and is suitable for the Mountain America Center.

Spear referenced the Communication Guidelines and said that the GM must report events under consideration to the Board and if the Board objects to any contemplated events it should communicate that back to the GM. Fuller said he disagrees because by the time the Board is made aware of an event the contract has already been signed. Both Spear and Hudson said that is not the case. Nitschke said the Board still does not have any legal remedy and the Board could tell Hudson to not book an event but contractually he could. Spear said he did not think Hudson would do that. Nitschke agreed that when you have the right people in place these are not problems, but if that is not the case, as elected officials, the Board has a responsibility to look out for the community and have a policy/procedure in place to prevent inappropriate events.

Vucovich said he would like Hudson to bring back to the Board events that he would not consider booking and suggested Fuller come up with changes to Hudson’s document and review for next meeting. Fuller said he did draft a proposed community values policy but would review and comment on Hudson’s proposal. Nitschke suggested one or two Board members review the changes before next meeting.

Spear commented that if new house bills are drafted, that could force the Board into taking action. Fuller said he has had several discussions with Idaho State Senator Ben Toews who drafted the original house bills. Toews said he will have co-sponsors for a similar bill for the next session. Fuller said he wants to ensure whatever the Board adopts it will be in compliance if the legislature adopts a bill next session.

Nitschke suggested working with Carpenter, Fuller and Spear on this document.

**Report and Updates**

* 1. **Discussion Item –** Update from Erik Hudson on Hero Arena at Mountain America Center operations and March financials. Hudson presented the March financials and said this is the first month without any tenant activities. Hudson discussed the following details:
     1. Overall $275K of revenue was generated from the following:
        1. One hockey state tournament held
        2. Conference space hosted a number of large events
        3. Concessions and catering revenue exceeded budget projections due to large banquets
        4. Reimbursed expenses – The goal is to have reimbursed expenses on the revenue side be 40% higher than reimbursable expenses on the expense side
        5. Hosted youth state wrestling – first of three-year agreement
     2. Expenses:
        1. Labor – higher than budgeted because of Hudson’s bonus
        2. G&A higher because of tool chest purchase
        3. Utilities – two gas bills in March; one was due to the therm rate increase. Gas bill seems to be stabilizing. Carpenter commented that the bulk rate for natural gas appears to be dropping. Hudson thought the building had a set rate at 72 cents per therm.
        4. Supplies – stocked up on office supplies in preparation for upcoming events
        5. Maintenance Contracts – first month of maintenance contract expense. This is accrued quarterly.
        6. March last month of snow removal
     3. Overall the month of March generated a profit of $8K with year-to-date income at $407K. Hudson said at the end of May he will have projections through the end of the year. There are 16 events currently on sale and moving into Q3 and Q4 the forecast will only improve.

Vucovich asked Hudson how Centennial Management gets paid from ticket sales. Hudson said the event center collects all the revenue and holds it in a pseudo escrow account. Hudson said after the last meeting all revenues were moved to a money market bearing 3.2%. This will generate $7-8K of interest. This interest is accounted for in the miscellaneous category. Vucovich asked how Ticketmaster gets compensated. Hudson said Ticketmaster is compensated from ticketing fees. Hudson said the event center hit its online ticket sales goal of 50,000 tickets sold and now the center will earn a volume bonus that will be deposited into marketing funds. Tickets are available without fees when the box office is open.

Fuller questioned the display of the figures because everything that is positive is actually displayed with () and could be misleading. Hudson said he will have Bjornlie look into formatting it differently.

Hudson provided the additional updates:

* Hudson said five shows were announced in 11 days. Coming up in the next two weeks, Jeff Dunham has over 4100 tickets sold, ZZ Top 3100 tickets sold, Aaron Lewis is sold out. Then graduation season starts with District 91 and 93, College of Eastern Idaho and Shelley High School.
* Hudson is submitting his proposal to ISHAA for state tournaments. He will invite them to an intercollegiate basketball game that will be held in December.
* Hockey scheduling is underway for 23-24 season and a draft is being held on 4-25-23. The prospect camp in Detroit is almost sold out.
* Hudson said he offered the facility to Highland High School in case they need space.
* Hudson said the facility was used for a Catholic Confirmation ceremony on 4-23-23.
* Hudson said they are close to entering into an agreement with INL for parking.
* Career Fair is this Thursday.
* Vucovich asked about second Zamboni contract. Hudson said that has been finalized.
* Professional Bull Riding (PBR) is scheduled for April 2024. Hudson said they are scheduling for April so it will not interfere with Sandy Downs.
* Ice will be installed around 9-7-23.

1. **Discussion Item** - Executive Director Report
   1. Cash Flow Update – Spear presented the Board with three statements:
      1. Construction contingency- this amount was reduced because $56K of the $74K budgeted for the donor wall was already paid. There is a $17K addition to the contingency amount to cover FF&E overage due to the extra kitchen equipment. Installation of gates on all parking lot entry ways is being considered and we are looking at partnering with Iron Horse and Rexburg RV to share cost.
      2. 2023 operating budget – Spear explained the donation amounts are updated and include all seat plaque sales that were not part of the initial 2023 budget. In addition to the contingency line, the insurance amount was updated by $810 to cover Director and Officer insurance. Zion’s debt service line was updated to reflect the additional TRT revenues for the first five months of the fiscal year. Spear said that amount could be lower because of the interest earned from the Zions debt service fund.
      3. 2023-2029 Summary – As long as TRT revenues stay strong, IFAD will remain in a solid financial position.
   2. State Tax Commission Reports – Spear said he is concerned that hotels.com has cancelled its permit. Spear is having the State Tax Commission Compliance Bureau research.
   3. Action Items
      1. Follow up on ice plant warranty
      2. Fuller to provide comments on Hudson’s Community Standards for Event booking.
      3. Follow up with State Tax Commission on hotels.com
      4. Review Community Standards with Board members
2. **Discussion Item** - Legal Report – Fuller had nothing further to discuss and suggested scheduling an Executive Session for the 5-9-23 IFAD Board meeting.

**Calendar and Announcements**

1. **Upcoming IFAD Meeting** – **Next Meeting on May 9, 2023**
2. **Discussion Item** - Announcements and Minor Questions
3. **Discussion Item** - Agenda Items for May 9, 2023, meeting
   1. Community Standards
   2. Executive Session

Meeting adjourned 9:01 AM