

Minutes of the Meeting of the Board of Commissioners Driggs Urban Renewal Agency

February 1, 2012 – 6:30 p.m.
Driggs City Hall – Conference Room

1. **Call to Order** – determination of a quorum (6:42p.m.)

Commissioners Present: Hyrum Johnson, Isabel Waddell, Lyn Christian, Guch Lombardi, Carrie Cleary, Bart Birch, Kathy Rinaldi, Aaron Little

Others Present: Kelly Chircop, Cynthia Rose

2. **Adoption of Agenda & Approval of Minutes from Regular Mtg. 1.11.12**

Changes to Agenda: Two items were added to the Agenda: approval of the Fund Balance Policy Resolution and discussion of the updated Annual Report process.

Moved: Lyn Christian

Second: Isabel Waddell

Passed: Unanimous

Changes to Minutes: No changes were made

Moved: Isabel Waddell

Second: Lyn Christian

Passed: Unanimous

3. **Approval of financial reports as of January 2012**

Changes/Discussion: The details of a few expenses were discussed, but no changes to the reports made.

Moved: Isabel Waddell

Second: Carrie Cleary

Passed: Unanimous

4. **Approval of unbudgeted claims:**

Discussion: no unbudgeted claims were submitted

5. **Treasurer's Report – Bookkeeper Contract Review - Lyn**

Lyn introduced Kelly Chircop of Chircop & Colyer, CPA and told the Board that she and Kelly had worked together for several hours reviewing the Urban Renewal Statute and discussing how Kelly's firm could work with the Driggs Urban Renewal Agency (DURA). Kelly shared that her firm had not done a great deal of "Fund Accounting," because it is not common, but that they have worked with many non-profit boards to provide clear accounting and grant reports, which would work well for the DURA. Kelly has talked with the DURA auditor, Josh Bingham, and was reassured by Josh's confidence in the systems of controls in place at DURA.

Kelly explained that her firm would charge the DURA \$60/hour for all bookkeeping services, and \$105 for their CPA services. She believes that about 50% of the work they would do for DURA in the early months of a new contract would be bookkeeping and 50% CPA services. Once they implement several accounting changes, future work would fall more under bookkeeping activities. She also anticipates that setting up records for future DURA projects will also be billed

at the bookkeeping rate.

Isabel moved to authorize the Executive Committee to enter into a contract with Chircop & Colyer for bookkeeping services. An engagement letter will be drafted by Elam & Burke that will include rates, duties, insurance requirements, dates of service, etc. Bart was concerned with changing providers in “mid-stream” and mentioned that the time and costs of the change could be a problem. Lyn expressed her concern that the board structure its accounting systems to more closely resemble the required Fund Reporting (per the recent GASSB 54 requirements for URAs), both for compliance and because it may streamline the annual audit; to eliminate duplicate payments to vendors, and to have clear and meaningful reports for the board to track project expenditures and grant reimbursements, especially as the construction of the Scenic Byway Center Project begins, and the rest of the Board agreed with this concern.

Moved: Isabel Waddell Second: Kathy Rinaldi Passed: Bart Birch – nay, all others approved

6. Fundraising/Grant Report – Carrie

Carrie had learned that the Federal Scenic Byway Grant had extended the deadline for submitting a letter of intent to apply for a grant to 3.3.12, and that the Idaho Department of Commerce had also extended their deadline for Community Development Block Grants, Rural Development Block Grants and GEM Grants to 3.19.12. Carrie was looking ahead to the possibility of submitting a grant application for the Depot Street revitalization for one of the Department of Commerce grants.

Carrie had also drafted a grant application for the Community Foundation of Teton Valley (CFTV) competitive grant cycle asking for \$20,000 for partnering with the City of Driggs on the Transit Station project design and construction estimate. She asked for input on this draft from the other Commissioners. Isabel asked Carrie if she felt the CFTV grant application required a commitment from one of the DURA commissioners to act as grant liaison, and Carrie did not feel that was necessary at this stage of the process.

7. Review and Acceptance of Bond Counsel Agreement

Hyrum presented a Bond Counsel Engagement letter with Hawley Troxell, attorneys and counselors. Hawley Troxell is the only Idaho firm available to serve as bond counsel for the proposed bond from Wells Fargo Bank. Hyrum detailed that the DURA had budgeted \$20K for this service and that the engagement letter was for \$15K. It was moved to engage Hawley Troxell as Bond Counsel.

Moved: Kathy Rinaldi Second: Bart Birch Passed: Unanimous

8. Fund Balance Policy

A motion was made to approve Resolution 02-01-2012-1, adopting a Fund Balance Policy in response to Government Accounting Standards Board Statement No. 54.

Moved: Bart Birch Second: Lyn Christian Passed: Unanimous

9. 2011 Independent Audit Update

Lyn reported that she had not received a final 2011 audit, but that it should be ready by the

regular DURA March meeting.

10. Downtown Driggs Community Association (DDCA) Report

Guch shared the DDCA's satisfaction with the Great Snow Fest and reported that the group is planning a Plein Air Art Festival in late July/early August. The Plein Air Festival will run about one week, have a gala event and a street fair, and will be advertised in Southwest Art Magazine, Plein Air Magazine, and local newspapers.

The DDCA is also creating a map of Downtown Driggs highlighting businesses and with some business advertisements.

11. Annual Report Process

Cynthia reported the recent changes to the Idaho Code required extra reporting requirements for the URA Annual Report process. Below is an outline of the process that will meet the requirements of the Code and comply with the "Best Practices" suggested by DURA attorney Ryan Armbruster.

1. Create the Annual Report - Activities Summary & 2011 Audit – To be completed no later than February 24th, 2012.
2. Send out a special Notice of Public Comment for the Annual Report with the regular meeting notice and also post this Special Notice on the City website. The public will be invited to attend the meeting to comment on the Annual Report, as well as submit written comments to the DURA prior to the meeting. - February 24th
3. Hold the Regular Meeting on March 7 and include a special section for the Annual Report discussions/comments/approval - March 7th
4. File the approved Annual Report with the City by March 14th
5. Publish the Public Notice of the Filing of the Annual Report and its availability for review in the City office. The Annual Report will include the Activities Report, 2011 Audit, and record of all public comments offered – Publish Public Notice in the March 22nd edition of the Teton Valley News.

12. Scenic Byway Center (SBC) Project Update

Kathy gave a brief historical review of the URA and SBC project since she has been on the commission for three years. The SBC pre-dates every member on the current DURA Board of Commissioners (BOC). Kathy has served longest on the current BOC and recalls that the previous BOC did not often meet on the schedule outlined in the bylaws, notice was often untimely and therefore a quorum was often not reached and meetings rescheduled. Documents were not frequently provided ahead of the meetings.

Hyrum and Guch joined the BOC in January 2010. Soon after, the agreement between the Teton Valley Chamber, the City of Driggs and the DURA was rewritten to more clearly define roles and responsibilities, and to change the agencies' representatives so that Reid Rogers did not sign for more than one party to the agreement. Kathy mentioned that it may be time to review the agreement again.

Kathy explained that the Project Advisory Committee (PAC) was also established to oversee the activities of the SBC Project Coordinator for the construction of the building to house the visitor's center. Hyrum is the DURA's representative on the PAC and Kathy does not want the onus for the

project to fall solely on Hyrum. She encouraged all members of the BOC to participate more fully in this project.

Hyrum shared that the PAC approves all of the SBC expenditures and is careful that no monies are authorized for SBC expenses outside of the building. He also stated that the PAC had made some progress, but wishes to achieve more. He said the PAC is contemplating a "Plan B" in case the L8 drawings cannot be completed within the current project budget. Lyn agreed that the construction bids will be the reality check on the project's ability to move forward. Bid-able plans should be ready by early March and construction bids should be obtained within 30 days. Hyrum expressed confidence that the building will be well under way in early 2012.

Aaron was concerned that the SBC project has public image issues. Hyrum shared that the "buffalo building" may be available for some public outreach, with art, project display boards and other information. He added that this was not Reid's area of management.

Hyrum reported that the cost of the SBC project display boards would be \$360 for one 3'X5' print, or \$395 for three 2'X3' prints. Kathy moved to purchase the three prints for \$395 and to use money budgeted for purchasing a scanner for the office.

Moved: Kathy Rinaldi

Second: Bart Birch

Passed: Unanimous

Hyrum gave a quick overview of SBC recent progress. SBC fundraising is divided into four categories: general, targeted, museums, and local businesses. Currently, twelve donors are in active talks to make donations under the general category, one verbal agreement has been made for a targeted donation, and five different museums have expressed interest in becoming potential partners in the SBC. Hyrum also reported that the memorandum of understanding with the National Geographic Society (NGS) is in progress and is currently in the hands of NGS.

13. Public Comment Period

No public comment was submitted.

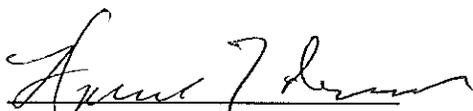
14. Adjourn (8:29pm)

Moved: Bart Birch

Second: Aaron Little

Passed: Unanimous

Attest:


Hyrum Johnson, Chairman


Isabel Waddell, Secretary

Anyone requiring special access consideration must notify the DURA 2 days prior.