

**ARIZONA THEME PARK DISTRICT NO. 1**

**ANNOTATED MINUTES**

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**August 28, 2015**

***I. PROCEDURES:***

- A. Call to Order           The meeting was called to order at 3:05 p.m.
- B. Roll Call                Ken Edes, Craig Fritsinger, Michael Nowakowski, and David Phelps were present and constituted a quorum.

Guests in attendance included John Moore, Mayor of Williams, Brandon Buchanan, City Manager of Williams, Al Richmond, and Rich Richmond, Arizona State Railroad Museum, Andrew Meshel, and Andy Tobin.

- C. Approval of Minutes   Michael Nowakowski motioned and David Phelps seconded. Motion passed.
- D. Adopt Agenda         Michael Nowakowski motioned and David Phelps seconded. Motion passed.

***II. PUBLIC PARTICIPATION - NONE***

***III. AGENDA ITEMS***

- A. The Board heard a presentation from Andy Tobin in regards to the need to move forward and take the next steps for the Theme Park District. Mr. Tobin offered his services as an executive director. Board member Ken Edes excused himself from the discussion as Mr. Tobin appointed Mr. Edes to the Board while in the House of Representatives. Michael Nowakowski discussed the need to move forward and that Mr. Tobin has been a vital part of this from the beginning. Michael Nowakowski motioned that the Board convene to Executive Session to discuss this option. David Phelps seconded. Motion carried. Board reconvened and discussion was held regarding Mr. Tobin's offer. David Phelps motioned that the Board accept the offer from Andy Tobin and appoint Mr. Tobin as Executive Director on a volunteer basis. Michael Nowakowski seconded. Motion passed with Ken Edes abstaining.
- B. The Board heard from legal counsel in regards to the need for financial consultation. The need for consultation on all Proposals was discussed and the information from Ironwood Advisors LLC. was handed out. Ken Edes made the motion to authorize Mr. Tobin to look into Ironwood Advisors LLC and come back to the Board with a recommendation. Craig Fritsinger seconded. Motion carried.
- C. Board was advised by Board Counsel Mr. Lopez on the procedures for bringing Proposals to the Board. Mr. Lopez advised the Board to authorize Executive Director and Counsel to pursue Proposal guidelines for this procedure. Mr. Lopez advised the Board that due to the Arizona State Railroad Museum advanced

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relations with the Theme Park Board that this may allow the Board to pursue general proposals and the Arizona State Railroad Museum separately. Board member Phelps discussed the need to get the Board's procedural policy's done first before pursuing proposals. David Phelps motioned that this item be tabled until the Administrative Rules are in place. Michael Nowakowski seconded. Motion carried.

- D.* Mr. Lopez discussed the Administrative Rules. Mr. Lopez discussed the need to look closely at Non Profits in regards to financial obligations. The Board will not want to require anything that would jeopardize the non-profit status. Direction was given to Counsel to focus on allowing the Theme Park District to utilize any future Non-Profit relationship so that this would not happen. Motion was made by Ken Edes to table this for the next meeting to give Counsel more time. Craig Fritsinger seconded, motion carried.
- E.* Board President Fritsinger discussed the need for office and meeting space. He also discussed the need for a phone number. Office space was discussed. Mr. Tobin stated he may have some options to explore in regards to this need. David Phelps made the motion that the Executive Director and the Board President explore these options and come back to the Board with recommendations. Michael Nowakowski seconded and the motion passed.
- F.* Discussion was held in regards to the next meeting. Friday the 4<sup>th</sup> of September was agreed upon at 3:00p.m.

*IV.* **ADJOURN:** Chairman Fritsinger adjourned the meeting at 4:17 pm.

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Chairman Craig Fritsinger

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Secretary Ken Edes