

American Planning Association Idaho Chapter

Board Meeting

Agenda for May 14th, 2020 @ 12:00 pm MST (11:00 am PT)

Toll-Free Dial-In Number: (866) 499-7054
Conference Code: 8479201604
Leader Pin: 5052

- | | |
|---|--|
| <input checked="" type="checkbox"/> Leon Letson, President | <input type="checkbox"/> Carl Anderson, Region 5 |
| <input type="checkbox"/> Vacant, Past President | <input type="checkbox"/> Cindy Donovan, Region 6 |
| <input checked="" type="checkbox"/> Aaron Qualls, President Elect | <input checked="" type="checkbox"/> Jason Boal, L&PA |
| <input checked="" type="checkbox"/> Nicolette Womack, Secretary | <input type="checkbox"/> Kristy Inselman, E&O |
| <input checked="" type="checkbox"/> Jeff Lowe, Treasurer | <input checked="" type="checkbox"/> Diane Kushlan, PDO |
| <input checked="" type="checkbox"/> Hilary Anderson, Region 1 | <input checked="" type="checkbox"/> Cookie Allen, Tribal Planning Rep |
| <input type="checkbox"/> Mauri Knott, Region 2 | <input checked="" type="checkbox"/> Elizabeth Allen, Student Rep – U of I |
| <input checked="" type="checkbox"/> David Moser, Region 3 | <input checked="" type="checkbox"/> Mark Rud, Student Rep – U of I (designate) |
| <input type="checkbox"/> Brock Cherry, Region 4 | <input checked="" type="checkbox"/> Hana Veal, Student Rep – BSU |
| | <input checked="" type="checkbox"/> Jaap Voss, Urban Planning Faculty Rep |
| | <input type="checkbox"/> Brittany Skelton, Western Planner Rep |

1. Leon called the meeting to order.
2. Nicolette called roll.

Action Items:

1. Leon presented the minutes for April 9th, 2020 for approval. *Hilary motioned approved, Jason seconded.*
2. Jeff presented the Treasurer's report for April 2020 for approval of expenditures. *Jason motioned approval, David seconded.*

Discussion Items:

1. Nicolette provided a 2020 Conference update on the Valient AV and Whova quotes and services. Group discussion on large expense for a hybrid in person and online conference, fears about decrease in attendance and sponsorships effect on budget. Favorable feedback on the Whova software and NPC@Home content. Direction given to issue a survey to membership regarding their interest in an virtual only event. Need to confirm how many days conference would last.
2. Jason provided a L&PA update. Working on research for the Development Impact Fee Ordinance. Looking to include schools in equation as a means of mitigating growths impacts. Looking for a sponsor. Let the Committee know if you have things to look into.

Diane provided a PDO update. On a Committee for FAICP updates to improve the nomination process.

Cookie provided a Tribal Planning update and introduction. She is excited to work with us, she is currently working on the tribes update to the Comprehensive Plan.

Elizabeth provided a Student Representative update, recently graduated and excited to work on a PDO Plan.

Mark had no updates for Student Representative.

Hana provided a Student Representative update, recently graduated. Unsure if BSU will be online for the fall or not yet.

3. Hilary provided a Region 1 update. The Priest Lake Conference is postponed potentially to the end of September. Using Zoom Meetings and distributing CDBG funds from CARES COVID-19.

David provided a Region 3 update. City of Boise is also using Zoom for hearings.

4. Jeff provided an update that he accepted a refund for the NPC20 in person conference. He is participating in the Delegate Policy Guide Assembly on Zoom. For the Hazard Mitigation Policy Guide he is proposing direction on communication protocol be included. Suggesting we rely on the experts in the field to guide decisions.

Mark, Elizabeth and Diane were able to attend NPC@Home. Positive feedback on the Rural Assets session. Diane is working on incorporating into the APA ID Conference.

5. Meeting Adjourned at 12:56 pm.

American Planning Association Idaho Chapter

Board Meeting

Agenda for April 9th, 2020 @ 12:00 pm MST (11:00 am PT)

Toll-Free Dial-In Number: (866) 499-7054

Conference Code: 8479201604

Leader Pin: 5052

- | | |
|---|---|
| <input checked="" type="checkbox"/> Leon Letson, President | <input checked="" type="checkbox"/> Carl Anderson, Region 5 |
| <input type="checkbox"/> Vacant, Past President | <input checked="" type="checkbox"/> Cindy Donovan, Region 6 |
| <input checked="" type="checkbox"/> Aaron Qualls, President Elect | <input checked="" type="checkbox"/> Jason Boal, L&PA |
| <input checked="" type="checkbox"/> Nicolette Womack, Secretary | <input checked="" type="checkbox"/> Kristy Inselman, E&O |
| <input checked="" type="checkbox"/> Jeff Lowe, Treasurer | <input checked="" type="checkbox"/> Diane Kushlan, PDO |
| <input checked="" type="checkbox"/> Hilary Anderson, Region 1 | <input type="checkbox"/> Vacant, Tribal Planning Rep |
| <input checked="" type="checkbox"/> Mauri Knott, Region 2 | <input checked="" type="checkbox"/> Elizabeth Allen, Student Rep – U of I |
| <input checked="" type="checkbox"/> David Moser, Region 3 | <input checked="" type="checkbox"/> Hana Veal, Student Rep – BSU |
| <input checked="" type="checkbox"/> Brock Cherry, Region 4 | <input checked="" type="checkbox"/> Jaap Voss, Urban Planning Faculty Rep |
| | <input checked="" type="checkbox"/> Brittany Skelton, Wester Planner Rep |

1. Leon called the meeting to order.
2. Nicolette called roll.

Action Items:

1. Leon proposed approval of minutes for March 12th, 2020. Hilary noted the Priest Lake conference month should be June. Hilary motioned approval, Mauri seconded.
2. Jeff presented the Treasurer's report for March 2020 / Proposed approval of expenditures which was mainly AV rental for Planning with Pints. Jason motioned approval, Carl seconded.
3. Leon presented the appointment of Cookie Allan to Tribal Planning Representative which includes a letter of interest. Hilary confirmed she is an experienced planner in tribal planning. Brock motioned approval, Hilary seconded.

Discussion Items:

1. Leon discussed upcoming APA Idaho Board Transition for Vice President, Secretary, and Treasurer. Kristy is interested in serving in other capacities, Elizabeth is interested in serving as Education and Outreach Officer. Mark Rudd from U of I is interested in serving as a student representative once positions shift. Could allow overlap to learn from one another. Will follow up with an email vote on Mark Rudd.
2. Nicolette provided an update on the 2020 Conference which included the most recent draft of the logo and keynote speaker selected. Mark Winne would be traveling from Santa Fe. Treasure Valley Food Coalition is interested in sponsoring. Brock mentioned Blue Cross of Idaho may be interested as well. Discussed the current changes in conferences during COVID-19. Brock mentioned the City of Twin Falls is limiting travel and shrinking budgets for continuing education. Board discussed viable alternatives, if we host it in person still, can we film it or go live for others.
3. Jason presented on L&PA, excited to get going on their goals.
Kristy had no updates for E&O
Diane provided an update for PDO. The exams in May may be postponed while they organize an exam provider. Essays are no longer a qualifier, you can complete after the exam. Remote exam by proctor may become available.
No update on Tribal Planning today.

Jaap provided an update as the Urban Planning Faculty. Everything has moved to online.

Elizabeth provided an update as a Student Representative. Considering hosting a webinar as Planning with Pints cannot be held.

Hana provided an update as Student Representative. BSU is all online which limits the Urban Planning Club from meeting. Looking for students to continue in the fall.

4. Hilary provided a Region 1 update. Also interested in helping with webinar. Priest Lake Conference is still deciding if they will cancel or move the conference to the fall. They are using Zoom for the Planning and Zoning Commission. There are different licensing costs, which Hilary will share. ACHD is using Zoom. Nampa is using an online sign-up sheet as well.

Mauri provided a Region 2 update. Considering hosting a webinar as Planning with Pints cannot be held. They are using GoToMeetings and Teams. City of Hayden is using GoToMeetings.

David provided a Region 3 update. Before COVID-19, they had a great well attended Planning with Pints.

Brock provided a Region 4 update. The spring conference has been postponed.

Carl provided a Region 5 update. They are using GoToMeetings.

Cindy provided a Region 6 update. They are using Zoom Meetings. Leon suggested covering best practices for online meetings in an upcoming newsletter.

5. Meeting adjourned at 12:57 pm.

IDAHO CHAPTER AMERICAN PLANNING ASSOCIATION

FINANCE REPORT

April 1 thru 30, 2020

Cash and Investments

April Beginning Balance Checking (ICCU)	\$27,686.41
April Beginning Balance Savings (ICCU)	\$10,786.90
April Beginning Balance Petty Cash	\$0.00

Total Cash and Investment	\$38,473.31
----------------------------------	--------------------

Deposits/Interest - Savings

4/1/2020 interest	\$2.68
-------------------	---------------

Deposits/Interest - Checking

4/24/2020 APA-Memebship dues	\$2,747.47
------------------------------	------------

Total Checking Deposits	\$2,747.47
--------------------------------	-------------------

Charges /Fees

Total Charges	\$0.00
----------------------	---------------

Bills Paid by Check (Other)

Total All Checks	\$0.00
-------------------------	---------------

April Total Expenditures	\$0.00
---------------------------------	---------------

Petty Cash Spent	\$0.00
-------------------------	---------------

April Ending Balance Checking (ICCU)	\$30,433.88
April Ending Balance Savings (ICCU)	\$10,789.58
April Ending Balance Petty Cash	\$0.00

Total Cash and Investment	\$ 41,223.46
----------------------------------	---------------------

Leon Letson

From: Nicolette Womack
Sent: Wednesday, May 13, 2020 4:48 PM
To: Leon Letson
Cc: Karla Nelson; Ethan Mansfield; Kevin Holmes; David Moser; Jeff Lowe
Subject: APA ID 2020 Virtual Conference Quotes
Attachments: Valiant Quote.pdf; Whova Quote.pdf

Hey Everyone!

I wanted to get you all some information I've gathered on bringing the 2020 APA ID Conference virtual, whether it's Scenario 1: Hybrid (online + in person) or Scenario 2: 100% online. Leon, if you could include the information on the agenda of tomorrow's board meeting, it would be great to get some feedback. No rush on reviewing this, I wanted to send this sooner than later! Let's save our reactions, comments, thoughts for our next meeting together, feel free to write those down. Reach out to me individually if you have questions, teams is easiest.

AV Services / Valiant Productions / \$7,261 Quote Attached

I've already gotten it trimmed down from the original estimate at \$11,743. This includes 2 AV Technicians, and a camera and streaming equipment for the keynote in the JUMP Room and every breakout room (Inspire, Loft, Move Studio). In addition, one of the breakout rooms doesn't have a projector or screen, so they've added that. With this price, imagine we set up the Zoom links to each session and post the links on either the APA ID Website or sent out via email, Valiant does the rest to set up cameras and keep all the videos running on time/correctly.

This company is who JUMP works with most often but we are able to shop for other bids. We could trim this down by bringing in personal laptops, but coordinating this many laptops and disabling pop ups, let alone all the unknown broken equipment, could cause hiccups and headaches. I've selected all equipment to be basic grade, they gave us a deal on the nicer camera for the keynote.

My thoughts: This is a pricey new expense item in an already tight budget. If we stay in person with streaming, we need to obtain a new sponsor for this line item. I've seen many banks sponsoring webinars, they may be a good place to start? Our past sponsors should be prioritized for reoccurring expenses if possible, we know we have a hard time covering the standard expenses.

Conference Scheduling App / Whova / \$2,199 Quote Attached

This includes the event management tools, mobile and phone app, live polling, chat, messaging, exhibitor listings, sponsorship placement and banners. With this price, our conference looks professional, you can easily enter and exit different sessions and collaborate with others. We still have to set up the Zoom links to each session, but once we program the link in the app, it's sent to attendees in one place. They watch the conference videos and interact all in the WHOVA app

APA NC and APA OPA/APA WA Joint Conference are using it as well. You can use this whether the conference is in person or 100% virtual. This does not replace the need for the AV equipment listed above. Here are the demos of the app, the price includes group training and customer service availability as well.

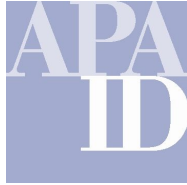
- [Whova Brochure](#)
- [App video](#)
- [Whova virtual conference tutorial video](#)
- [How a full virtual conference differs from an 8 hour webinar](#)

My thoughts: If we go 100% online this is vital to keeping this event professional. I think it's an affordable price that is well worth the investment whichever Scenario we go. There is a \$200 discount on the session feedback feature if we sign by May 29th. We can make delay payments up to 1 month before the conference. If the conference is 100% cancelled we can still use our investment for the 2021 Conference.

Thank you,



Nicolette Womack
Secretary & 2020 Annual Conference Chair
American Planning Association | Idaho Chapter
(e) nwomack@cityofboise.org
(p) 208-608-7090



Official Quote

Whova, Inc
7310 Miramar Rd, Suite 200
San Diego, CA 92126
(855) 978-6578

Quote Date:
May 13th, 2020

Quotation for

Nicolette Womack
APA Idaho Chapter
Post Office Box 9691
Boise, ID 83707

APA Idaho 2020 Annual Conference			
Product/Feature	Book Price	Discount/Savings	Actual Price
Standard Package (0-500 attendees)	\$1399 USD		\$1399 USD
Event management tools (Event web page generation and hosting; Name badge design and generation; Check-in; Live polling; Speaker center)	\$300 USD	-\$300 USD	Waived
Name badge premium templates	\$100 USD	-\$100 USD	Waived
Session Feedback	\$200 USD	-\$200 USD	Waived**
Exhibitor Listing	\$300 USD		\$300 USD
Unlimited Sponsors	\$500 USD		\$500 USD
10 Shared Documents	\$200 USD	-\$200 USD	Waived
TOTAL	\$2999 USD	-\$800 USD	<u>\$2199 USD</u>

****May Promotion - Expires May 29th, 2020**



APA Idaho Chapter
 Post Office Box 9691
 Boise, Idaho 83707

Valiant Productions
 12554 W. Bridger St.
 Suite 100
 Boise ID 83713
 (208) 488-6404
 www.ValiantProd.com

APA Annual Conference @ JUMP

Order Date	04-14-2020	Delivery Address
Our Reference		JUMP
Your Reference		1000 W Myrtle St
Rental Period	10-07-2020 8:00 AM to 10-09-2020 11:00 PM	Boise ID 83702

Item	Type	Quantity	Days	Retail	Price	Total
------	------	----------	------	--------	-------	-------

Labor

JUMP AV Tech	Service	2	20 Hours	55.00	55.00	2200.00
--------------	---------	---	-------------	-------	-------	---------

2 Techs for the 3 days of events. These techs would handle the breakouts, keynote and party portions of the Event at JUMP.

Total for Labor:					\$2,200.00
-------------------------	--	--	--	--	-------------------

JUMP Room AV

Video

Blackmagic Design ATEM 4 M/E Broadcast Studio 4K	Rental	1	1	250.00	150.00	150.00
Blackmagic Design ATEM 1 M/E Advanced Panel (accessory)	Rental	1	1	50.00	30.00	30.00
Blackmagic Design Video Assist 4K 7" HDMI/6G-SDI Recording Monitor	Rental	1	1	50.00	30.00	30.00
HP Pavilion Notebook 14	Rental	1	1	100.00	60.00	60.00
Macbook Pro 15"	Rental	1	1	100.00	60.00	60.00
Panasonic AW-HN130	Rental	1	1	100.00	60.00	60.00



APA Idaho Chapter
Post Office Box 9691
Boise, Idaho 83707

Valiant Productions
12554 W. Bridger St.
Suite 100
Boise ID 83713
(208) 488-6404
www.ValiantProd.com

APA Annual Conference @ JUMP

Item	Type	Quantity	Days	Retail	Price	Total
Blackmagic Design Teranex Mini IP Video 12G <i>(accessory)</i>	Rental	1	1	0.00	0.00	0.00
Panasonic Touchscreen Remote Camera Controller <i>(accessory)</i>	Rental	1	1	100.00	60.00	60.00

Audio

Mackie CFX12 Mkii 12 ch analog mixing console	Rental	1	1	25.00	15.00	15.00
Shure ULXD Dual Wireless Combo	Rental	1	1	140.00	84.00	84.00
QSC K12.2 12" 2 way powered speaker	Rental	2	1	50.00	30.00	60.00
Tripod Speaker Stand	Rental	2	1	15.00	9.00	18.00

Total for JUMP Room AV: \$627.00

Breakout - Inspire Room AV

GoPro Hero 4 Action Camera	Rental	1	3	35.00	21.00	63.00
Blackmagic Design Video Assist 4K 7" HDMI/6G-SDI Recording Monitor	Rental	1	3	50.00	30.00	90.00
Blackmagic Design ATEM Television Studio HD	Rental	1	3	225.00	135.00	405.00
Macbook Pro 13"	Rental	1	3	100.00	60.00	180.00
HP Pavilion Notebook 14	Rental	1	3	100.00	60.00	180.00
Yamaha MG10 10ch mixing console	Rental	1	3	15.00	9.00	27.00
Shure ULXD Single Wireless Combo	Rental	1	3	70.00	42.00	126.00

Total for Breakout - Inspire Room AV: \$1,071.00

APA Idaho Chapter
 Post Office Box 9691
 Boise, Idaho 83707



Valiant Productions
 12554 W. Bridger St.
 Suite 100
 Boise ID 83713
 (208) 488-6404
 www.ValiantProd.com

APA Annual Conference @ JUMP

Item	Type	Quantity	Days	Retail	Price	Total
GoPro Hero 4 Action Camera	Rental	1	3	35.00	21.00	63.00
Blackmagic Design Video Assist 4K 7" HDMI/6G-SDI Recording Monitor	Rental	1	3	50.00	30.00	90.00
Blackmagic Design ATEM Television Studio HD	Rental	1	3	225.00	135.00	405.00
Macbook Pro 13"	Rental	1	3	100.00	60.00	180.00
HP Pavilion Notebook 14	Rental	1	3	100.00	60.00	180.00
Yamaha MG10 10ch mixing console	Rental	1	3	15.00	9.00	27.00
Shure ULXD Single Wireless Combo	Rental	1	3	70.00	42.00	126.00
Total for Breakout - Loft Room AV:					\$1,071.00	

Breakout - Move Studio AV

GoPro Hero 4 Action Camera	Rental	1	3	35.00	21.00	63.00
Blackmagic Design Video Assist 4K 7" HDMI/6G-SDI Recording Monitor	Rental	1	3	50.00	30.00	90.00
Blackmagic Design ATEM Television Studio HD	Rental	1	3	225.00	135.00	405.00
Macbook Pro 13"	Rental	1	3	100.00	60.00	180.00
HP Pavilion Notebook 14	Rental	1	3	100.00	60.00	180.00
Yamaha MG10 10ch mixing console	Rental	1	3	15.00	9.00	27.00
Shure ULXD Single Wireless Combo	Rental	1	3	70.00	42.00	126.00
Samsung 82" Monitor	Rental	1	3	400.00	240.00	720.00



APA Idaho Chapter
 Post Office Box 9691
 Boise, Idaho 83707

Valiant Productions
 12554 W. Bridger St.
 Suite 100
 Boise ID 83713
 (208) 488-6404
 www.ValiantProd.com

APA Annual Conference @ JUMP

Item	Type	Quantity	Days	Retail	Price	Total
Rolling Monitor Stand With Swivel Mount	Rental	1	3	50.00	30.00	90.00
Total for Breakout - Move Studio AV:					\$1,881.00	

Rental charges	\$4,650.00	Charge total	\$6,850.00
Sale charges	\$0.00	Total Discount	\$3,100.00
Service charges	\$2,200.00	Tax total	\$411.00
		Charge and tax total	\$7,261.00

I, the undersigned accept the terms and conditions	
Signed	Printed

GENERAL TERMS and CONDITIONS

- 1. ACCEPTANCE.** This Proposal will be valid for a period of thirty (30) days from the Proposal Date ("Acceptance Period"). In the event this proposal is not accepted, signed and returned to Valiant Productions within the Acceptance Period, it will be void. All prices are subject to change without notice following the Acceptance Period.
- 2. ESTIMATE.** This proposal was developed based upon information provided by the undersigned customer ("Customer"). This proposal is only an estimate of equipment and services to be provided in connection with the applicable event ("Event"). In the case where the actual amount of equipment, services and labor provided in connection with the Event is greater than the amount specified in this proposal, Customer shall be charged for such additional equipment, services and/or labor (including rental fees and freight) at prevailing standard rates. All shipping costs are additional and will be invoiced based on actual costs.
- 3. LABOR RATES.** Hourly labor rates, minimum calls, overtime labor rates, daily labor rates and per diems apply and are based upon prevailing rates and practices recognized by Valiant Productions. Labor estimates were developed based on information provided by the Customer.
- 4. EQUIPMENT RENTAL RATES.** Unless otherwise noted, all rates are based upon per-item, per-day calculations with the minimum rental period being one calendar day. A day rental period consists of all or any portion of each 24-hour period starting at 12:00am and continuing through 11:59pm. Customer agrees to pay the rental fees described in this proposal for the stipulated period. Any equipment that is used and/or retained by Customer for a longer period shall be subject to Valiant Productions prevailing rates until the equipment is returned. Valiant Productions recognizes (1) week to equal (3) rental days.
- 5. DAMAGE & SECURITY.** Customer shall be responsible for all equipment that is damaged, lost or stolen (whether by use, misuse, accident or neglect), unless caused by Valiant Productions negligence. In addition to amounts due to Valiant Productions in connection with this proposal, Customer agrees to pay Valiant Productions upon demand for all amounts incurred by Valiant Productions on account of lost, damaged and stolen equipment, based upon repair costs for reparable equipment or full replacement cost for lost or irreparable equipment. In addition, Customer shall be responsible for rental fees while equipment is being repaired and/or replaced, as the case may be. If security is required by Customer or deemed necessary by Valiant Productions to protect the equipment during the Event, Customer shall be responsible for all costs in connection with the provision of security.
- 6. EQUIPMENT FAILURE.** Valiant Productions maintains and services its equipment in accordance with the manufacturer's specifications and industry practice. Valiant Productions does not, however, warrant or guarantee that the equipment or services being provided will be free of defect, malfunction or operator error. Customer agrees and acknowledges that Valiant Productions assumes no responsibility or liability for any loss, cost, damages or injury to persons or property, with the exception of any negligent or tortious acts or omissions by Valiant Productions, in connection with the Event as a result of inoperable equipment or otherwise. Under no circumstances will Valiant Productions be responsible for any indirect, special or consequential damages (including, but not limited to, loss of profits, interest, earnings or use) whether arising in contract, tort or otherwise in connection with the Event. Should an equipment failure occur, Valiant Productions will reimburse the rental fee for the specific item that has failed.
- 7. PAYMENT.** All productions, rentals and sales must have the following completed in order to confirm our client's order. Without confirmation Valiant Productions is unable to guarantee availability:
 1. Valiant Productions must have our choice of either a cash/credit card security deposit or insurance documentation.



APA Idaho Chapter
Post Office Box 9691
Boise, Idaho 83707

Valiant Productions
12554 W. Bridger St.
Suite 100
Boise ID 83713
(208) 488-6404
www.ValiantProd.com

APA Annual Conference @ JUMP

2. Valiant Productions must have a 50% deposit of the total quoted amount.
3. Valiant Productions must have, without exception, a signed copy of the order contract.
4. Late Payments will result in a forfeiture of discount.

8. CANCELLATION. Once an order has been confirmed the following guidelines for cancellation are in effect and are related to the number of business days from the production or rental, based on the total quoted amount:

1. More than 10 days, the client will be charged only for any expenses incurred on their behalf.
2. 10 - 2 days, 25% will be charged.
3. 48 - 24 hrs, 50% will be charged.
4. 24 hrs, 100% will be charged.
5. In the event of a weather cancellation, 100% will be charged.

9. INDEMNIFICATION. Customer and Valiant Productions each hereby forever agree to indemnify as permitted by law, defend and hold harmless the other for any and all claims, losses, costs (including reasonable attorneys fees and costs), damages and/or injury to property and persons (including death) as a result of the negligent acts, errors or omissions of each party and their respective employees, agents, representatives and contractors.

10. LIMITATION OF LIABILITY. Notwithstanding any other provision, Valiant Productions' aggregate liability to Customer under any circumstances shall be strictly limited to an amount equal to the actual fees paid to Valiant Productions in connection with the Event. Under no circumstances shall Valiant Productions's liability exceed such fees paid by Customer to Valiant Productions in connection with the Event.

11. FORCE MAJEURE. Performance under this Agreement may be delayed due to unforeseeable and unavoidable delays caused by federal, state or municipal actions, statutes, ordinances or regulations; acts of god, hurricanes, earthquakes, war or terrorism; other adverse weather conditions; strikes or other labor disputes; or other unforeseeable incidents outside of any responsible party's control which shall make such performance impossible and/or impractical. The party whose performance is so delayed shall give notice of the delay and its cause to the other party to whom performance is owed within five (5) days of the commencement of such delay.

Signed Acceptance must be received prior to delivery of equipment to Customer/show site.