

Minutes
of the
Regular Meeting of Board of Directors of
The Industrial Development Authority of the County of Gila, Arizona
(the "IDA")

Date: September 13, 2023

Place: Gila County Courthouse, 1400 E. Ash Street, Globe, AZ 85501

Medium Conference Room, Tommie Martin Bldg., 707 S. Colcord Rd., Payson, AZ. 85541

Presiding: Mac Feezor, President

1. Call to Order at 12:17 pm., with a Board quorum.

2. Roll Call: Present: Lexie Nosie, Executive Director; Mac Feezor, President; Joseph Heatherly, Vice-President; Robert Pastor, Secretary-Treasurer (arrive at 12:45 pm); Cliff Potts, Member; Janette Herrera, Member (arrive at 12:40pm & departed at 3:00 pm); Jill Wilson, Member; Timothy Grier, Member (in Payson, departed at 2:45 pm).

Absent: Shelby Barrowdale, Member; Udon McSpadden, Member.

3. Old Business; (Discussion Only)

A. Bonding process: (Bob Pastor) Cliff Potts comments that getting trained and implementing bonds funds is vital to the success of the IDA and that the IDA should contact a few potential Bond Attorney firms to have them give a presentation to IDA. Cliff mentioned IDA has worked with Kutak Rock in past. Tim Grier stated that Mr. Mark Reader with Stifel worked with the Town of Star Valley and was very good. Joe Heatherly mentioned he had worked with Michael Cafiso with Greenberg Traurig during his time as Town of Miami Manager. **TASK: Bob Pastor to contact Bonding Attorneys to schedule presentation.**

B. Reapplication for 501(C)(3) non-profit status: (Mac Feezor) reports that Debra Daniels, CPA, has completed the filing of information with IRS and we are awaiting their review and approval. This is expected completed by end of year. Ms. Daniels states she does not believe there will be any fines to the IDA since it has cooperated with the completing all of the necessary filings.

C. IDA loan application: (Bob Pastor) Discussion; there is no IDA template at this time. Cliff Potts references a Fannie Mae application for references. Will search scanned documents for past applications. **TASK: Bob Pastor and Lexie Noise to work on this.**

D. Open Meeting Law training. (Bob Pastor). **TASK: Will contact Ombudsman Office to schedule training.**

4. NEW BUSINESS

A. Information/Discussion/Action regarding an Independent Contractor's Agreement with Tori Martinez to scan IDA documents. (Mac Feezor) Discussion; Review of current scanning of documents status, have contractor continue work until Lexie is familiar with current IDA business. Estimate cost at this time is \$440 +/- . Tim Grier mentions this should be a priority task, going through all storage boxes, getting paperwork scanned, if there is ever a public records request, these documents can be easy access. Board needs to be aware of redacting of records. Cliff Potts reminds Board we will need a policy for these records. Jill Wilson can review her policies at her current workplace. Suggested to see how County Recorder handles their archived documents. Mac explains the process for storage and how a Board Member can search based on subject or title. Cliff Potts mentions there is still a lot of work to be done, hopefully completed by November. He will follow-up with Tori, putting a priority of this project. The goal is to have accurate public records with awareness of security of these documents. **Motion by Jill Wilson to continue having Ms. Martinez scan IDA records. Second by Joe Heatherly. Motion passed unanimously.**

B. Information/Discussion/Action regarding the purchase of office equipment and supplies for the Executive Director; (Lexie Nosie);

Discussion; Lexie Nosie provides information/cost for a printer, ink and accessories. Cliff Potts mentions that an independent contractor should be required to have some working tools when taking on a working position. A policy should be put in place to outline clearly what tools is required and what may be supplied by Board. An office equipment inventory should be maintained. **Motion by Cliff Potts to authorize the purchase of IDA office equipment, not to exceed \$2000.00. Second by Joe Heatherly. Motion passed unanimously.**

C. Information/Discussion/Action

to review and possibly revise current administrative procedures regarding banking, credit card, expense reimbursement, posting of agendas and minutes and insurance requirements; **(Lexie Nosie)**; Discussion; **Banking**; Director will work with CPA, Mac Feezor texted Mrs. Daniels, asking for information on services and accounting software she can provide for Director. Jill Wilson reviews what services the Board should expect from an accountant; regular accounts reports, quarterly and end of year and monthly treasurer's reports. As for internal controls, Jill is experience in this area and will be an asset to the Board. Bob Pastor informs the Board that he has met with Lexie and they will be attempting to create new sign-in and password for on-line access to Board bank accounts. Authorized check signatures; Director should not be authorized to sign checks. Need to determine if IDA has a policy on check signatures. Checks should be a two signature requirement. Bob Pastor to get with bank to order new checks. **TASK; Lexie Nosie to contact Mrs. Daniels to get information on QuickBooks application. Motion to add Joe Heatherly, Jill Wilson and Mac Feezor to the check signature authorizations by Cliff Potts. Second by Tim Grier. Motion passed unanimously. Credit Card**; Discussion; Mac Feezor will maintain only access to current IDA credit card. **No Action at this time. Expense reimbursement**; Discussion; Jill Wilson suggests Executive Director should be allowed to have funds to cover cost for lunch with other agencies heads while discussing IDA related business. Tim Grier disagrees, stating any IDA business needs to be done at an office and a not lunch environment. **TASK; Jill Wilson and Mac Feezor to research reimbursement procedures. No action taken. Posting of agendas and minutes and insurance requirements**; Mac and Lexie to work together on preparing agendas. Reminder; be sure to include Board of Supervisors on meeting notice and agendas. **Insurance requirements**; Bob Pastor reported that he recently paid insurance premiums due. Jill Wilson requested to review our current policies, as she has experience in finding the appropriate coverage for IDA. Bob provides insurance policy file for Jill. **TASK; Jill Wilson will review policies and make recommendations to Board.**

D. Information/Discussion/Action

to review and possibly revise the IDA's Bylaws regarding Regular Meetings and Annual Meeting, roles and responsibilities of officers. **(Lexie Nosie)**; Discussion; Board agrees that the Bylaws need to be reviewed, discussed and possible changes made, since the Bylaws were created in 1972. **TASK; Board to review and update Bylaws. No assignment. Regular meetings; Motion to schedule IDA meetings for the last Thursday of every month at 10am by Bob Pastor. Second by Cliff Potts. Motion passed unanimously.**

E. Information/Discussion/Action

to establish the IDA's Budget for FY 2024(7/01/23-6/30/24) **(Lexie Nosie)** Discussion; Board needs to get Quickbooks app to get a better reporting tool in place. When we get on board with our CPA, that firm will provide QuickBooks. Sidebar discussion on the "re-branding" of IDA to Gila County. Joe Heatherly states Public Relations takes a significant investment. Suggestions were; fliers to get the word out; shout-out our successes to other agencies within Gila County; see how City of Globe/Linda Oddonetto created their department; discuss with other Public Relation businesses; use social media. Jill has experience in this area. Cliff Potts suggests a sub-team be formed to work on this project. **No action to form a sub-team at this time.**

5. ADMINISTRATIVE REPORTS

A. Approval of the minutes of the Regular Meeting of August 16, 2023;

Motion to approve minutes by Cliff Potts. Second by Joe Heatherly. Motion passed unanimously.

B. Approval of the Treasurer's Report;

No report provided to Board. **Motion to table Treasurer's Report by Cliff Potts. Second by Joe Heatherly. Motion passed unanimously.**

C. Information/Discussion

regarding the Executive Director Report. No Discussion/ No action.

6. CALL TO THE PUBLIC; None

7. SUMMARY OF CURRENT EVENTS; Gila County Fair next week.

- Adjournment: Adjournment at 3:17 pm.