

**MINUTES OF THE REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF  
THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF  
GILA, ARIZONA (THE “IDA”)**

DATE: March 12th, 2024

PLACE: Gila County Complex, Board of Supervisors Room, 1400 E. Ash Street, Globe, AZ 85501

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

PRESIDING: Joseph Heatherly, President

1. CALL TO ORDER at 3:00pm, with a Board quorum.
  
2. ROLL CALL; Present: Joseph Heatherly, President; Shelby Barrowdale, Vice-President; Janette Herrera, Secretary; Marvin Mull, Member; James “Mac” Feezor, Member. Lexie Nosie, Executive Director.  
Absent: Mickie Nye  
Guest: None
  
3. Information/Discussion/Action to approve IDA Board of Directors’ February 13, 2024, meeting minutes (Lexie Nosie); Motioned by James Feezor, seconded by Janette Herrera, Motion passed Unanimously.
  
4. Information/Discussion/Action to approve February 2024 Treasurer’s Report. Motion to approve the Treasurer’s Report as submitted by Shelby Barrowdale, seconded by Marvin Mull. Motion passed Unanimously.
  
5. ADMINISTRATIVE REPORTS
  - A. EXECUTIVE DIRECTOR- Lexie Nosie reported that all records along with 3 filing cabinets were picked up from Payson location and are currently at her residence to be sorted/shredded/filed. Continuing to put together policies and procedures for the board to approve and then put into the board member handbook. Issues with establishing “SAMS” account but working on resolution. Purchased stamp for incoming documents. Multiple task list items are on current agenda to be discussed/approved.
  
  - B. PRESIDENT-Joseph Heatherly requests suggestions for 3 potential new board members be sent to Executive Director prior to next month’s meeting. He also mentioned a scheduled meeting with local accountant, Mitzi Lopez, to review old records for Gila County Economic Growth Corporation and review options with IRS status. Attended a meeting with Tri City Regional Sanitary District President and outside engineer to discuss IDA possible involvement with assisting with sewer connections. New accounts have been set up with WaFd and online access completed. Finally, that he will work with Executive Director to have a budget for the remainder of fiscal year 2023-2024 and for the full year 2024-2025 ready for discussion for April’s board meeting.
  
6. OLD BUSINESS
  - A. Information/Discussion regarding questions raised from previous meeting requiring legal opinion. Discussion about the four items raised, first, on the use of Task list- legal opinion is to use it as general project update and not as agenda items as it very broad; second, on the retention time for recorded meetings – legal opinion stated 3 months; third, what is the depth of conversation specific to minutes of an agenda – legal opinion is that the minutes must state the date, time, and place of the meeting, members of the board recorded as present or absent, and general description of the matters considered; and forth was there a potential legal issue with the hiring of the executive director as this person is related by marriage to the now president – legal opinion is still pending as it was requested to review the minutes of the executive meeting pertaining to the hiring. The handwritten notes of the secretary were recently located and given to the IDA legal counsel, thus no opinion on this matter as of the date of this board meeting.

- B. Information/Discussion to review possible issues with the launching a rebranding plan for the IDA. Lexie Nosie reviewed key tasks necessary, including, defining IDA's role within Gila County, highlighting past major accomplishments and what they could be, identify strengths of new board, developing marketing plan and who to utilize for it. Shelby Barrowdale brought up concern about how to fund the campaign.
- C. Information/Discussion/Action regarding IDA laptop. Lexie reported and outside IT individual inspected the old IDA laptop and stated that it is just "old" but will work until Microsoft no longer support the old version of the office suites. Which should be in a year or so. Motion by Mac Feezor to copy all data on machine on disk image, seconded by Shelby Barrowdale. Motion passed Unanimously.
- D. Information/Discussion/Action regarding Roles and Responsibilities of the Board Secretary. (Lexie Nosie) Motion by Shelby Barrowdale to approve current roles and responsibilities of IDA Secretary. Marvin Mull seconded. Motion passed Unanimously.
- E. Information/Discussion/Action to adopt the following new IDA policies (Joseph Heatherly).
  - a) Policy No. 100 – Ethics-. Mac Feezor states concern about Arizona Revised Statutes Title 38 Sections 481 and 504 about ability of Executive Director to work for the IDA with a potential conflict with President being related by marriage. He questioned the passing of executive session meeting notes to IDA legal counsel to obtain legal opinion. Item tabled pending legal opinion.
  - b) Policy No. 201 – Financial- Discussion about preparation of bank reconciliation and check signers. Motion made by Shelby Barrowdale to approve policy as submitted, Seconded by Marvin Mull. Motion passes 4-0 with James Feezor abstaining.

## 7. NEW BUSINESS

- A. Information/Discussion/Action to obtain an IDA credit card from Washington Federal Bank with a \$5000 limit. Discussion about the use of Debt Card or Credit Card and who should be issued a card. Final discussion was to follow past practice and issue card to the President. Motion by Shelby Barrowdale to have a credit card issued to Joseph Heatherly with \$5000 limit, Seconded by Mac Feezor. Motioned passed Unanimously.
- B. Information/Discussion/Action regarding the need to establish a policy and procedure on banking activity relating to the use of multiple accounts involving specific types of revenue and various holding accounts. Motion by Shelby Barrowdale, seconded by Mac Feezor. Motion passed Unanimously.
- C. Information/Discussion/Action to create a budget for the remainder of the 2024 fiscal year (July 1, 2023-June 30, 2024) and for the new fiscal year of 2024-2025. Motion by Shelby Barrowdale to have Joe Heatherly and Lexie Nosie prepare preliminary budget by the next board meeting, seconded by Marvin Mull. Motion passed Unanimously.
- D. Information/Discussion/Action elect new IDA Treasurer. Motion by Janette Herrera to elect Mickie Nye as the new treasurer, seconded by Mac Feezor. Motion passed Unanimously.
- E. Information/Discussion/Action to remove past Treasurer Cliff Potts from Washington Federal and First Interstate bank accounts and replace with newly elected Treasurer Mickie Nye. Motion by Mac Feezor, seconded by Shelby Barrowdale. Motion passed Unanimously.
- F. Information/Discussion/Action to create a scope of work and submit a request for proposal for outside independent accounting service support. Discussion about importance of getting an accounting firm to assist in the establishing a chart of accounts, preparing financial data, and completing required financial statements for the IDA. Motion by Shelby Barrowdale to have the treasurer create of scope of work and return to board for final approval, seconded by Mac Feezor. Motion passed Unanimously.

## 8. CALL TO THE PUBLIC; Discussion. No Action.

9. SUMMARY OF CURRENT EVENTS; None.

Adjournment at 4:54 p.m.