

MINUTES OF SPECIAL MEETING IN LIEU  
OF THE ANNUAL MEETING OF  
THE BOARD OF DIRECTORS OF  
THE INDUSTRIAL DEVELOPMENT AUTHORITY  
OF THE CITY OF PRESCOTT

December 9, 2015

A special meeting in lieu of the annual meeting of the Board of Directors of The Industrial Development Authority of the City of Prescott was held at the law firm of Boyle, Pecharich, Cline, Whittington & Stallings, P.L.L.C., 125 North Granite Street, Prescott, Arizona, at 1:30 o'clock p.m. on Wednesday, December 9, 2015.

The following directors were present: Steven R. Burton, Michael S. Danowski, William F. Fuller, Richard A. Jacobs, Lon McAnally, Stephen P. Sischka and Daniel Tokar. Absent was William T. Hepburn. Also present was Donald C. Zavala, of Boyle, Pecharich, Cline, Whittington & Stallings, P.L.L.C., legal counsel for the Authority.

The President, Mr. Burton, called the meeting to order and declared the same open to the public. He also declared that a quorum was present. The Secretary, Mr. Jacobs, assumed the duties of his office.

Upon motion by Mr. Sischka and second by Mr. Fuller, the Minutes of the Special Meeting in Lieu of the Annual Meeting held on December 3, 2014, were then approved as presented.

Mr. Burton then stated that the next order of business was the election of officers for the ensuing year. Upon motion by Mr. McAnally, seconded by Mr. Sischka, and following a discussion, the following persons were elected to the offices set opposite their names, to serve until the next annual meeting or until their successors have been elected and qualified:

Steven R. Burton	-	President
William T. Hepburn	-	Vice President
Richard A. Jacobs	-	Secretary
William F. Fuller	-	Treasurer
William F. Fuller	-	Assistant Secretary

Mr. Burton then stated that the next order of business was the discussion and possible action regarding Open Meeting Law and Public Records Requirements for board members. Mr. Zavala gave a brief discussion regarding open meeting law and public records requirements. Mr. Zavala encouraged the board members to review these requirements, if they hadn't already, on the City's website and to become familiar with them. Mr. Danowski spoke and said that one of the requirements for his appointment as a member of the board of directors of the Authority, was to attend a class given by the City Attorney's Office on open meeting and public record requirements. After discussion, it was confirmed that all of the board members had also attended the City Attorney's Office's open meeting and public record

requirements class, and that their attendance was registered with the City of Prescott. Mr. Tokar asked for clarification on what exactly is public record as it would pertain to the board members of the Authority. Mr. Zavala spoke and said that public record is any communication that is written during a board meeting and a bond issue, such as an agenda, notes, the corporation's record book, etc. Mr. Zavala said that if a public record request was ever made, it would be directed to Mr. Burton, as President of The Industrial Development Authority of the City of Prescott.

Mr. Burton then stated that the next order of business was the discussion of prior board activity and board history and potential future bond matters. Mr. Zavala asked the board members to give a brief history of The Industrial Development Authority of the City of Prescott and its prior bond issues and activity. After discussion, it was concluded that although the Authority had not seen very much activity since its incorporation in 1974, it was a function of the City of Prescott, and as such was beneficial to the City of Prescott. The board members were in agreement that the Authority was beneficial for projects in the city as well as the county, although the county's IDA seemed to be more active. Mr. Zavala spoke about the lack of online presence that the Authority had on the City of Prescott's website. Mr. Zavala suggested that the board members work with the City of Prescott to build up the Authority's website. After discussion, it was concluded that the Authority's presence was known by banks and other financial institutions, but that the state of the economy and the low interest rates may be contributing factors for the lack of activity. The board members were optimistic that future applications for bond financings would be presented to the Authority for consideration.

Mr. Burton then stated that the next order of business was the discussion and possible action regarding board finances and insurance. Mr. Zavala asked the board members if they were aware of whether or not the Authority was on the City's liability insurance policy. After discussion, it was concluded that the matter of insurance should be confirmed.

The board members then discussed the Authority's finances with Mr. Zavala. A discussion ensued and it was confirmed that due to the lack of applications for financings there had been no income generated, and for that reason the treasurer of the Authority did not maintain a checking account or keep a balance sheet. It was also confirmed that for several years, legal counsel for the Authority had not received payment for services rendered.

At 2:15 p.m. Mr. Burton made a Call to the Public.

Consideration and discussion of comments from the public. Those wishing to address the board need not request permission in advance. The board is not permitted to discuss or take action on any item raised in the call to the public. However, individual board members may be permitted to respond to criticism directed to them. Otherwise, the board may direct that staff review the matter or that the matter be placed on a future agenda. The board cannot discuss or take legal action on any issue raised during the Call to the Public due to restrictions of the Open Meeting Law.

Let the minutes of this meeting reflect that no one from the public was present or appeared at this meeting.

There being no further business to come before the meeting, upon motion by Mr. Sischka, seconded by Mr. Tokar, the same was adjourned.

  
Secretary

APPROVED:

  
President