

*Pursuant to A.R.S. §38-431.02, notice is hereby given that the Board of Directors of the Rio Nuevo Multipurpose Facilities District will hold the following meeting, which will be open to the public. One or more Board Members may participate in the public session by telephone.*

**NOTICE AND AGENDA  
FOR BOARD MEETING OF THE BOARD OF DIRECTORS OF THE  
RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT**

**Tuesday, March 24, 2015  
1:00 p.m. MST Regular Meeting  
Arizona State Building, Room 222  
400 W Congress  
Tucson, AZ 85701**

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**AGENDA**

- 1) **Pledge of Allegiance**
- 2) **Roll Call**
- 3) **Board Meeting Minutes** – Discussion and potential approval of February 24, 2014 transcript minutes.
- 4) **Executive Session** – (Room 152) Upon a public majority vote of members constituting a quorum, the Board of Directors may hold an Executive Session. To comply with A.R.S. §38-431.03(B), all electronic devices, including cell and smart phones, iPads, notebooks, tablets and laptops should be turned off and stored during Executive Session. During Executive Session the following matters will be addressed.
  - a) Pursuant to A.R.S. §38-431.03(A)(3) & (4), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the contract that is the subject of negotiation under Title 34 and the District Procurement Code related to satisfying the District’s obligation to fund downtown streetscape improvements set forth in Paragraph 12 of the “Settlement Agreement” between the District and the City of Tucson (“City”).
  - b) Pursuant to A.R.S. §38-431.03(A)(3), (4) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys with respect pending contract for the sale of the Arena Lot to Nor-Generations, LLC (“Nor-Gen”).
  - c) Pursuant to A.R.S. §38-431.03(A)(3), (4) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys with respect pending modification of the lease and related contracts with the Fox Tucson Theatre Foundation, Inc. (“Fox Foundation”) for the operation of the Fox Theatre.
  - d) Pursuant to A.R.S. §38-431.03(A)(3), (4) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys with respect to the lease of the District owned Tucson Presidio Park related property and the pending agreement between the City and Tucson Presidio Trust for Historic Preservation.

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e) Pursuant to A.R.S. §38-431.03(A)(3), (4) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys with respect to the possible sale of the Rialto Theatre to the Rialto Theatre Foundation (“Rialto Foundation”).

5) **Chairman’s Remarks**

The Chairman will briefly summarize current events that relate to the District, which summary may include remarks about developments on the Westside, how the Pima County Bond package may impact the District and other Rio Nuevo news.

6) **Financial Report – Update & Discussion Only**

The Board will receive an update from the District’s CFO Daniel Meyers on the District’s cash positions. Mr. Meyers will also address any questions that the Board may have.

7) **Phase I of the Tucson Convention Center (“TCC”) Renovation – Possible Action**

The Board will receive an update from the Phase I Project Manager Elaine Becherer regarding the final cost figures and the potential for utilizing any remaining Phase I funds for additional improvements identified during this improvement phase, including the installation of hand or guard rails. The Board will discuss and may vote to take action based upon such update, which action may include directions to staff and/or counsel.

8) **Phase II of TCC Renovation – Possible Action**

The Board will receive an update from Phil Swaim on his team’s progress identifying possible upgrades for the Board’s consideration in a potential Phase II renovation of the TCC. The Board will discuss and may vote to take action based upon such update, which action may include directions to staff and/or counsel.

9) **Symphony Hall and Plaza Renovation – Possible Action**

The Board will discuss the possibility of providing financial support for the City’s renovation of the Symphony Hall and Plaza. The Board may vote to take action based upon such discussion, which action may include directions to staff and/or counsel.

10) **Streetscape Agreement – Possible Action**

The Board will receive an update on the status of the agreement with the City to satisfy the District’s streetscape funding commitment in the Settlement Agreement. The Board may vote to take action based upon such update, which action may include directions to staff and/or counsel.

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**11) Arena Site – Possible Action**

Counsel will update the Board and address any questions regarding the progress on the sale of the Arena Site to Nor-Gen. The Board may vote to take action based upon such update, which action may include directions to staff and/or counsel.

**12) Fox Theatre Ground Lease & Loan Modification Agreement – Possible Action**

The Board will receive an update on the negotiations to complete the modification of lease and loan structure with the Fox Foundation for the operation of the Fox Theatre. The Board will discuss the issues raised by such update and may take action, which action may include directions to staff and/or counsel.

**13) Rialto Theatre – Possible Action**

The Board will receive an update on the negotiations to sell the Rialto Theatre to the Rialto Foundation. The Board will discuss the issues raised by such update and may take action, which action may include directions to staff and/or counsel.

**14) District Owned Tucson Presidio Property – Possible Action**

Counsel will update the Board on the status of the lease of the District owned Tucson Presidio Park related property and the pending agreement between the City and Tucson Presidio Trust for Historic Preservation. The Board will discuss such proposal and may take action, which action may including providing direction to staff and/or counsel.

**15) Call to the Audience**

Presentations are limited to three (3) minutes per speaker for a total of fifteen (15) minutes. All individuals interested in speaking must submit a Speaker's Card that will be made available at the meeting.

**16) Adjourn**