

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, September 22, 2015
1:00 p.m. MST Regular Meeting
Arizona State Building, Room 158
Tucson, AZ 85701

AGENDA

- 1) Pledge of Allegiance**
- 2) Roll Call**
- 3) Board Meeting Minutes** - Discussion and potential approval of August 25, 2015 meeting transcript minutes.
- 4) Executive Session – (Room 157)** - 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) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the “Arena Site” and all continuing issues related to the closing of its sale to Nor-Generations, LLC (“Nor-Gen”) including, without limitation, the possibility of the District accepting an assignment of the Greyhound lease from the City of Tucson (“City”) in connection with such closing.
 - b) Pursuant to A.R.S. §38-431.03(A)(3), (4) & (7) the Board will discuss with, consult with, and obtain legal advice from its attorney’s regarding developments in connection with its agreement with Friends of Tucson Birthplace (“FOTB”) and the City of Tucson in connection with the development of Mission Garden.
 - 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 regarding a request by the Gadsden Company, LLC (“Gadsden”) for financial assistance in a retail development within the District’s TIF boundaries at the western end of the street car terminus and north of property owned by the District and by the City.

5) Chairman’s Remarks

The Chairman will provide a brief update on relevant current events, which may include updates on the progress with the Westside development and the TCC improvements.

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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) 2008 Revenue Bond Refinancing – Possible Action

The District authorized counsel to prepare an appropriate written resolution that would empower the District to refinance the 2008 Revenue bonds provided that such refinancing would be financially beneficial to the District. The Board will receive an update on this process and may vote to take action, which may include directions to staff and counsel and/or passing a resolution to authorize the refinancing.

8) Arena Site – Possible Action

The Board will discuss the status of and the issues related to the closing of its sale of the Arena Site to Nor-Gen including, without limitation, the possibility of accepting an assignment of the Greyhound lease in connection with such closing. The Board may vote to take action based upon such update, which action may include direction to staff and/or counsel.

9) Mercado Annex Retail – Possible Action

The Board will discuss the request by Gadsden for financial assistance financial assistance in connection with its planned construction of retail space within the District’s TIF boundaries. The Board may vote to take action on such discussion, which action may include directions to staff and/or counsel.

10) Mission Garden – Possible Action

The Board will discuss developments in connection with its agreement with FOTB and the City for the development of Mission Garden, including recent input from the Mission Garden landowner Pima County. The Board may take action based upon such presentation, which action may include directions to staff and/or counsel.

11) Fox Foundation Proposed Bylaw Changes – Possible Action

Pursuant to its agreements with the Fox Foundation, the District Board an opportunity to review and approve or reject proposed changes to the Fox Foundation’s bylaws. The Foundation has proposed changes which the District Board will discuss and may vote to take action, which may include directions to staff and/or counsel.

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12) Executive Officer Elections – Possible Action

The Board will discuss and may vote to elect officers to new terms.

13) Bourne Update – Discussion Only

Pursuant to the Settlement Agreement and Amended and Restated Development Agreement for BP Post Developers, LLC the Board will hear a presentation by a representative of the developer on its progress in completing the development of the “Thrifty Block” property.

14) Westside Parcel – Possible Action

Pursuant to Paragraph 7(b) of the District’s 2013 Settlement Agreement with the City, the District received the “Westside Parcel.” In its effort to determine how to best utilize this property, the Board will discuss an estimate from IRG Advisors on the cost of excavating and backfilling this parcel. The Board may vote to take action based upon such discussion which action may include direction to staff and/or counsel.

15) Administrative Rules Change – Potential Action

Currently, the Board’s Administrative Rules require that all checks drawn on the District’s account be signed by the Treasurer and one of the other two executive officers. The Board will consider and may take action to modify the Administrative Rules to authorize any two of the three executive officers to sign District checks, which action may include direction to staff and/or counsel.

16) 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.

17) Adjourn