

**Minutes for Meeting
of the Board of Directors of the
Rio Nuevo Multipurpose Facilities District**

Wednesday, December 1, 2010

**Tucson Convention Center, Greenlee Room
260 South Church Avenue
Tucson, Arizona**

A meeting of the Board of Directors of the Rio Nuevo Multipurpose Facilities District was held on Wednesday, December 1, 2010 in the Tucson Convention Center, Greenlee Room, 260 South Church Avenue, Tucson, Arizona commencing at 3:00 pm.

1. Roll Call

The meeting was called to order at 3:19 pm.

	Appointee	Present	Absent/ Excused
Jodi A. Bain, Chair	Senate	x	
Dan Cavanagh, Member	Governor	x	
Jeff DiGregorio, Member	Tucson		x
Carlotta Flores, Member	Governor	x	
Rick Grinnell, Member	Senate	x	
Mark Irvin, Vice Chair	House		x
David N. Jones, Member	Governor		x
Alberto Moore, Secretary	Governor	x	
Anne-Marie Russell, Member	Tucson		x
Victor Soltero, Member	South Tucson	x	

2. Presentations regarding the request for the use of the Origins Film and/or of the Duplex, 133 W. Washington and Presidio components.

i. Presidio Trust (Origins Film) (Duplex, etc.)

Mr. Richard Collins from the Tucson Presidio Trust for Historic Preservation spoke regarding their goals for the use of the Duplex and the Origins Film

ii. Friends of Tucson's Birthplace (Origins Film)

Bill DuPont from the Friends of Tucson's Birthplace introduced Bill O'Malley, Project Manager. Mr. O'Malley indicated that they are requesting permission to use the film and other interpreted materials for fundraising purposes.

iii. Los Descendientes del Presidio de Tucson (Duplex, etc.)

Mike Webb, Vice-President Los Descendientes del Presidio de Tucson, indicated that they desire to occupy the duplex for their headquarters and for educational purposes.

Items 3 and 4 were discussed as one item.

3. Discussion and possible direction regarding use of Origins Film.

4. Discussion and possible action regarding the use and/or lease of the Duplex, 133 W. Washington, the Presidio Museum and the Presidio Public Restrooms.

It was decided that any entity that requesting the use of the Origins Film and/or the use of the Duplex are to prepare and submit a short proposal to the Board for their review by December 12, 2010. Discussion and possible decisions on use will be made at the Board meeting to be held on December 15, 2010.

5. Report from City Staff

i. Report and potential action/direction related to invoices.

Stacie Bird indicated that there are two outstanding invoices for Ballard Spahr in the amounts of \$549.00 and \$9,117.43. Chair Jodi Bain indicated that these invoices were tasked to be addressed by a board member and will be readdressed at a later date.

Stacie Bird indicated that she spoke to Chair Jodi Bain concerning two invoices from Wells Fargo. Chair Bain indicated she would approve these outside of the meeting.

Stacie Bird indicated that there are outstanding invoices for Beech Fleischman for the preparation of the Financial Audit. Half of the fee was previously addressed approved for payment and \$12,500 remains due. Chair Bain indicated half of the sum was paid in November 2010 and this is the second half of the invoice prior to an approved amendment of additional services. The additional service shall cost up to an additional \$5000 and is due to the requirement for stand alone financial statements which the Financial Auditors are preparing for submission as part of and as a requirement of the Financial Audit.

6. Discussion and possible direction regarding mission statement. Rick Grinnell and Jodi Bain

Not Discussed.

7. Discussion regarding implementation of a possible procedure for selection of Fox Theater Board and Rialto Theater Board appointments by the District. Jodi Bain and Keri Silvyn

Not Discussed.

8. Report from Counsel with potential direction/action from the District:

i. Rialto

Not Discussed.

ii. IGAs

Not Discussed.

iii. Audit

A motion was made by Board Member Dan Cavanagh, seconded by Board Member Carlotta Flores to give direction to allow former Special Construction Counsel, Mr. John Sundt, to discuss, liaison and interact with the Auditor General Office and/or the Attorney General's Office.

iv. Executive Session: Upon a public majority vote of members constituting a quorum, the Board of Directors may hold an executive session in accordance with A.R.S. §38-431.03 (A), (3) and (7) for legal advice concerning the following matters:

Discussion and possible direction as to:

- 1. Status of IGA negotiations**
- 2. Rialto**
- 3. Hotel Project: MDA and East Entrance punch list/Pay Applications**
- 4. Potential conflict of interest issues**
- 5. Performance Audit Response Protocol**
- 6. Legal representation and requirements for the District**

No Executive Session was held.

9. Call to the Audience:

No Response.

10. Future Meeting Dates and Agenda Items.

A motion was made by Board Member Dan Cavanagh, seconded by Board Member Carlotta Flores to hold a meeting on December 8, 2010 at 2:00 pm for the purpose of response to the Audit Conclusions, Recommendations, and bullet points and possible items that were to be discussed on December 15, 2010.

11. Adjournment.

The Rio Nuevo Board adjourned the meeting at 4:25 pm.