

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 MEETING OF THE BOARD OF DIRECTORS OF THE
RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT**

Tuesday, April 26, 2016
1:00 p.m. MST Regular Meeting
Arizona State Building, Room 222
Tucson, Arizona 85701

AGENDA

- 1) Pledge of Allegiance**
- 2) Roll Call**
- 3) Board Meeting Minutes** - Discussion and potential approval of the March 29, 2016 meeting transcript minutes.
- 4) Executive Session (Room 158)** - 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 possibility of jointly developing a corporate center near the west-end of the District's TIF boundary.
 - 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 regarding the "Mercado Annex" and related projects being developed by The Gadsden Company ("Gadsden") pursuant to its development agreement with the City of Tucson ("City").
 - 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 the pending acquisition and improvement of the new Greyhound Terminal.
 - 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 regarding the legal issues and financing options associated with funding additional improvements to Tucson Convention Center Arena ("TCC") in an effort to attract the Arizona Coyotes ("Coyotes") American Hockey League ("AHL") franchise and to further enhance attendance for the newly renovated TCC Arena.

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.

5) Chairman's Remarks - The Chairman will provide a brief update on relevant current events, which may include an update on downtown development activity, the refinancing of the District's bonds, hotel developments, and the Broadway widening.

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) TCC Renovations & Upgrades – Possible Action

The Coyotes have expressed an interest in locating their new AHL franchise in the District's primary component (the TCC) as early as October of this year. To explore this possibility the District and the City of Tucson ("City") are in active negotiations with the Coyotes and the AHL.

AHL representatives have visited and are excited about the TCC Arena as venue and about the proposed renovation. League representatives have provided the District with a list of improvements necessary for an AHL approved venue including: new dashers and glass, new locker rooms, game official quarters, press box, weight and training rooms and stick and equipment rooms, all behind the scenes in existing back of the house space. The TCC Project Manager will present a plan and cost estimate in order to comply with the AHL standards by October 2016 and an enhanced plan to build a state of the art training facility at TCC Arena for October 2017 and beyond.

Team officials and District representatives have also discussed the possibility of building an offsite training facility with permanent ice that would also be a public ice skating rink, restaurant and team store.

Subject to a final lease between the Coyotes and the City, the present concept is for the District's TIF funds to be utilized for the construction of any improvements subject to a ticket surcharge and agreement that if the Coyote's franchise exits early the District will be reimbursed all of its unamortized costs.

The Board will receive an update on the status of these negotiations and hear from the Coyote's President Anthony LeBlanc. Based upon such information that Board may vote to take action that could include taking any and all actions necessary to advance this project.

8) Westside Parcel/Landfill Development – Possible Action

At its last meeting the Board expressed its interest in accepting Pima County's offer to provide the top soil, labor and materials necessary to design a bermed, landscaped development on the District's parcel south of Mission Lane, east of Mission Garden. The Board will receive an update on this project and will consider retaining a golf course architect to help conceptualize this opportunity, given that the earth grading and relocation is very similar to golf course construction, as evidenced by the redevelopment of Randolph South Golf Course. The Board

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.

will also consider re-engaging Hydro-Geo Chemical to work with the architect to confirm that any contemplated top soil design, plantings and the like will not create landfill issues. Based upon such discussions the Board may vote to take action which could include taking the actions necessary to commence the design portion of this project, to decide upon a project and stakeholder involvement timeline.

9) Mercado Annex – Possible Action

The Board has previously approved an investment and sale/leaseback to create 15,000 square feet of retail at Cushing and Avenida del Convento. The Board will receive an update on the agreements with Gadsden and the City that would be required to effectuate this project. Based upon such update, the Board may vote to take action could include directing counsel to finalize and the executive officers to execute some or all of such agreements.

10) Greyhound Terminal – Possible Action

The Board will receive an update on the attorneys' progress on finalizing a Build to Suit lease for Greyhound's new terminal at Broadway and Euclid as well as the impact of that progress on the Board's decision of whether or not to close the purchase of such parcel. The Board may vote to take action upon such update which action could include proceeding to close on the property, begin design and construction of the new terminal, and entering into a long-term lease with The Greyhound Corporation.

11) Arizona Bowl – Possible Action

The inaugural Arizona Bowl was a success. It attracted 22,000 fans to Arizona Stadium the week after Christmas. The downtown party, sponsored by the District, was hugely popular – over 5,000 people attended and packed the TIF restaurants and clubs. Traveling teams and fans booked 3,200 hotel rooms for the game. The estimated economic impact was over \$20,000,000. The organizers expect the NCAA to re-certify the Arizona Bowl, and are hopeful that the attendance will double, creating as much as a \$50,000,000 impact for Tucson in general and the downtown area in particular during what is normally a very slow week.

The Chairman will ask to consider and the Board will discuss the possibility of the District becoming a major sponsor thereby helping the Bowl officials negotiate for elite college football teams; teams with fan bases that are known to travel well. A major sponsorship is \$400,000 of a total Bowl budget of \$2,000,000. The benefit to downtown could easily approach \$3,000,000. Based upon such discussion the Board may vote to take action which could include directing staff and/or counsel to take the actions necessary for the District to become a major sponsor, to secure matching contributions and/or explore other ways to support the Arizona Bowl.

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.

12) Southwest Gas Easement – Possible Action

Southwest Gas desires to replace its pipeline that serves the greater downtown Tucson area. That pipeline is currently located in the Cushing Street right-of-way. Because of extensive utilities within the Cushing Street right-of-way adjacent to Fire Station #1 and the size of the existing storm drain within Cushing Street, Southwest Gas desires to install a portion of the replacement pipeline outside of the Cushing Street right-of-way and place it within the southerly 50 feet of the TCC property. The Board’s attorneys have been working with Southwest Gas, the City and SMG, the manager of the TCC to craft the temporary construction easement and the permanent utilities easement that would require the project to be completed at a time that will not interfere with the programs scheduled at the TCC. The Board will receive an update on this process and may vote to take action which could include direction to staff and/or counsel to finalize and the executive officers to execute the documents necessary to effectuate this improvement project.

13) TIF Merchant Support- Possible Action

The Board will hear about and discuss the offer by the Tucson Chamber of Commerce (“Chamber”) to create a downtown division as well as the TIF merchants’ “Summer in the City” coupon program. Based upon such discussion the Board may vote to take the actions necessary to address the Chamber’s offer and to assist its merchants’ coupon program which actions may include directions to staff, counsel and/or Board members to respond to the Chamber’s offer and to assist the merchants.

14) New Software- Possible Action

The Board’s staff has asked it to upgrade its software for the first time since the governor and the legislature took control of the District. The purpose of the upgrade is to assist the Board and its staff in their efforts to assist the Department of Revenue in tracking and educating the more than 1,100 merchants that fund the all of Board’s efforts. Estimates have indicated that a custom program that would allow the Board and staff to monitor and track these TIF payments will cost approximately \$15,000.00. The Board will discuss this request and may vote to take action which could include direction to staff and/or counsel and the executive officers to take the actions necessary to accomplish this upgrade.

15) Banking Relationships – Possible Action

After stepping-up to underwrite the District’s recent refinancing of its 2008 revenue bonds thereby saving the District millions of dollars, BBVA Compass inquired whether the Board would be interested in utilizing Compass for the Board’s operating accounts. The Board will be briefed on the rules and statutes applicable to the deposits of “public money.” Based upon such briefing and the following discussion, the Board may vote to take action which could include direction to take the actions necessary to move the District’s funds to Compass Bank.

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.

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