

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

May 4, 2016

3:30 p.m. MST Regular Meeting
Arizona State Building, Room 222
Tucson, Arizona 85701

AGENDA

1) Pledge of Allegiance

2) Roll Call

3) 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 with regard to all aspects of the acquisition and construction of a headquarters facility for Caterpillar, Inc. (“Caterpillar”), including, without limitation, financing such acquisition and construction as well as entering into a long-term lease with Caterpillar for the headquarters facility.

4) Caterpillar Relocation Proposal – Possible Action

After a competitive process involving a number of western cities, Caterpillar has chosen to relocate its Surface Mining Division to Tucson. This choice is a result of the collaborative efforts of the District’s executive officers in conjunction with Governor Ducey, the Arizona Commerce Authority, the City of Tucson, Sun Corridor and Pima County. In conjunction with such efforts, the Board’s executive officers made a proposal that contemplated the District (a) making an upfront payment of \$2 million to help defray Caterpillar’s moving costs; (b) acquiring the “Site” selected by Caterpillar from the City of Tucson (“City”) in exchange for a release of debt; (c) financing, designing and constructing the headquarters building with attached parking garage; and (d) entering into a long-term lease with Caterpillar. The proposed budget for the design and construction of the headquarters is estimated to be just under \$50 million.

The Board’s executive officers will ask the Board for authority to proceed with the actions contemplated by their proposal. Based upon the discussion, the Board may vote to take any and all actions necessary to advance such proposal including, without limitation, the preparation of the appropriate documentation for final presentation to the Board.

5) Adjourn