

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 AND BUDGET HEARING FOR THE
BOARD OF DIRECTORS OF THE RIO NUEVO
MULTIPURPOSE FACILITIES DISTRICT**

Tuesday, May 31, 2016
2:30 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 transcript minutes of the April 26, 2016 and May 4, 2016.
- 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 status of and the Board's rights, obligations and responsibilities under its agreement to purchase the site for the new terminal for the Greyhound Corporation ("Greyhound") and the pending build-to-suit lease between the District and Greyhound.
 - 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 status of and the Board's rights, obligations and responsibilities under its pending agreement with The Gadsden Company, LLC ("Gadsden") for the development of the Mercado Annex.
 - 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 status of and the Board's options in fulfilling its incentives for the location of Caterpillar, Inc.'s Surface Mining and Technology Division ("Caterpillar").
- 5) Chairman's Remarks** - The Chairman will provide a brief update on relevant current events, which may include an update on the TCC/AHL remodel, Caterpillar, downtown housing developments, and the Santa Cruz dredging by the County.

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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) Hearing on 2016-17 Budget – Discussion Only

Pursuant to A.R.S. §48-4232, the Board will hold a public hearing on its proposed “Budget” for fiscal 2017. The Board will discuss, hear testimony, as well as public comment on the proposed Budget. Members of the public wishing to do so may comment by filling out and submitting Speaker Cards that will be available at the meeting. Public speaker presentations are limited to three (3) minutes per speaker for a total of fifteen (15) minutes.

8) 2016-17 Budget – Possible Action

The Board will consider, discuss and may vote to take action in connection with the proposed Budget, which action may include modifying, adopting and/or rejecting such Budget.

9) 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 progress on the design and construction process that is already underway. The Board may vote to take action upon such updates, which actions could include a decision on whether to close on the Board’s acquisition of the property, a decision on continuing the ongoing design and construction of the new terminal, and a decision on entering into a long-term lease with Greyhound.

10) The Mercado Annex & Gadsden – Possible Action

The Board has completed its acquisition of the City of Tucson’s position under its Amended Development and Real Estate Purchase Agreement with Gadsden (“Development Agreement”). The attorneys for the District and Gadsden have drafted an agreement for the completion of the Mercado Annex and the remaining projects identified in the Development Agreement (“Gadsden-District Agreement”). The Board will receive an update on the terms of Gadsden-District Agreement. Based upon such update, the Board may vote to take action on the Gadsden-District Agreement, which actions could include directing staff, counsel and the executive officers to take any and all actions necessary to complete and execute the Gadsden-District Agreement.

11) Caterpillar Land Acquisition – Discussion Only

The Board will receive an update on and discuss the developments on the incentives it has pledged to provide to Caterpillar, Inc. to consolidate its Surface Mining & Technologies department to Tucson.

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12) Friends of Tucson Birthplace – Possible Action

Pursuant to the terms of the February [17], 2013 Settlement Agreement between the District and the City of Tucson (“City”), in or about April of 2015 the District, Friends of Tucson Birthplace (“FOTB”) and the City entered into an agreement to ensure that the District’s obligations to the development of Mission Garden were monitored and satisfied (the “Mission Garden Agreement”). The Mission Garden Agreement contemplated that FOTB would refine its budget and seek approval from the Board for such refinements. FOTB will make a presentation to the Board. Based upon such presentation, the Board may vote to take action which could include directing staff, counsel and the executive officers to take any appropriate actions based upon FOTB’s presentation.

13) Marist College – Possible Action

During its March 29, 2016 meeting, the Board authorized the expenditure of \$319,000 to assist the developer in its efforts to effectuate a major renovation at the cathedral property downtown, across from the Tucson Convention Center. This project also involves saving the Marist College – the oldest and largest adobe structure in the State (the “Marist Project”). The Marist Project involves the Foundation for Senior Living and the developer applying for Low Income Housing Tax Credits (“LIHTC”) for a senior housing project. Even with the District’s \$319,000 and the other \$24 million that the developer has raised, it remains short of obtaining five points – the maximum number available to obtain the LIHTC. The Board will hear an update from the developer. Based upon such update, the Board may vote to take actions which could include authorizing additional funds for this project.

14) 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.

15) Adjourn