# In The Matter Of: Rio Nuevo 

May 28, 2019

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| BOARD MEETING $\begin{gathered} \text { Tucson, Arizona } \\ \text { May 28, } 2019 \\ \text { 1:00 p.m. } \end{gathered}$ <br> REPORTED BY: | CHAIRMAN MCCUSKER: All right. It is <br> 1:00 o'clock. We're going to call this meeting to order. <br> Mr. Irvin, the pledge. <br> (Pledge of Allegiance) <br> CHAIRMAN MCCUSKER: Brandi, call the roll. <br> MS. HAGA-BLACKMAN: Jannie Cox. <br> MS. COX: Here. <br> MS. HAGA-BLACKMAN: Chris Sheafe. <br> MR. SHEAFE: Here. <br> MS. HAGA-BLACKMAN: Fletcher McCusker. <br> CHAIRMAN MCCUSKER: Here. <br> MS. HAGA-BLACKMAN: Mark Irvin. <br> MR. IRVIN: I am here. <br> MS. HAGA-BLACKMAN: Jeff Hill. <br> MR. HILL: Here. <br> MS. HAGA-BLACKMAN: Edmund Marquez. <br> MR. MARQUEZ: Here. <br> CHAIRMAN MCCUSKER: All present and accounted <br> for. <br> 20 You have the transcript from the April meeting, <br> 21 April 23rd transcripts. They are verbatim. Unless you <br> 22 have something that was mistaken or need to make a change, <br> 23 I need a motion to approve. <br> 24 MS. COX: Move to accept. <br> 25 MR. SHEAFE: Second. |
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| BOARD MEMBERS PRESENT: <br> Fletcher McCusker, Chair <br> Chris Sheafe, Treasurer <br> Mark Irvin, Secretary <br> Jannie Cox <br> Edmund Marquez <br> Jeffrey Hill <br> ALSO PRESENT: <br> Mark Collins, Board Counsel <br> Brandi Haga-Blackman, Operations Administrator $* \quad * \quad * \quad *$ <br> BE IT REMEMBERED that the meeting of the Board <br> of Directors of the Rio Nuevo Multipurpose Facilities <br> District was held at the Tucson Community Center, in the <br> City of Tucson, State of Arizona, before THOMAS A. <br> WOPPERT, RPR, Certified Reporter No. 50476, on the 28th day of May 2019, commencing at the hour of 1:00 p.m. | CHAIRMAN MCCUSKER: All in favor say aye. <br> (Motion made, seconded and passed unanimously) <br> CHAIRMAN MCCUSKER: This is the time we've set <br> aside for executive session. We need a motion to recess. <br> 5 MS. COX: So moved. <br> 6 MR. MARQUEZ: Second. <br> 7 CHAIRMAN MCCUSKER: All in favor say aye. <br> 8 (Motion made, seconded and passed unanimously) <br> CHAIRMAN MCCUSKER: Somebody make a motion to <br> reconvene. <br> (Motion to reconvene made, seconded and passed unanimously) <br> CHAIRMAN MCCUSKER: Thank you for waiting on <br> us. Jannie's on her way. <br> You could probably tell by our extended <br> executive session we've got a lot going on. It's probably <br> 18 a good time to just do a little perspective check. <br> 19 A large part of why we're so busy, you may or <br> 20 may not remember, is because we have a 10 -year extension <br> 21 to Rio Nuevo's lot. It was originally planned to sunset <br> 22 in 2025. We've been granted the opportunity to extend our <br> 23 work until 2035. And that's really what this is about, <br> 24 what do we do the next 15 years. It's going to matter <br> 25 most to the city of Tucson, to our downtown and to the |

economy that we're charged with helping to enhance.
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5 the people that we work with are equally convinced, that
6 our biggest priority in our remaining tenure of Rio Nuevo
7 is to address this in every corner of this facility from
8 the parking to the parking lots to the plaza to the
9 exhibition hall to these meeting rooms to additional
10 improvements to the arena, the possibility of additional 11 amenities, so we're doing a lot of work on that.

Page 6
today. We had an extraordinary weekend of meetings recently with the Project for Public Spaces in town, met with over 100 neighbors and constituents for downtown. We are going to launch the Sunshine Mile overlay zone. If you're not following Rio Nuevo news, we've been invited to write the zoning ordinances for the overlay zone from Euclid to Country Club. Keri Sylvin was the attorney helping us with that. Swaim is helping us manage that project. And you know we've hired architects and will announce shortly a contractor to relocate the historical bungalows along the north side of Broadway. So that project is moving. It's clearly a priority.

Other things around us that become interesting, of course, Toole Avenue. We're going to talk a little bit about that today. In the last couple of meetings, we've approved a new restaurant going into 7th Avenue and Toole. Those agreements have been finalized. Pima County has agreed to open up the county courthouse garage for after hours and weekend use to help activate Toole basically between Stone and, what is that, 6th --

MR. IRVIN: 6th.
CHAIRMAN MCCUSKER: -- 6th Avenue. So we're going to see some energy into that entire section of the Rio Nuevo District.

And then we try to manage our money. You know,
we -- we -- the economy's up, sales tax is up. We had our best year ever. We're going to talk to Dan in a little while about, you know, how we manage going forward, how we finance our projects and, you know, enjoy the cash flow that our economy's creating for us.

So, Dan, that tees you up to give us your financial report.

MR. SHEAFE: If anybody wants to see this, there are copies on the back table.

MR. MEYERS: Dan Meyers, CFO for Rio Nuevo.
As of April 30th, cash on hand was
approximately $\$ 6.3$ million. We structure our debt service reserves so that it's all paid by April 30th, so May and June we pretty much get to retain all the money we get, so those are usually two really nice months to generate some cash flow for us.

We anticipate net cash for the next 12 months to be about $\$ 3.7$ million, so that means we've got about $\$ 10$ million available to spend within the next year.

Committed projects at this time are approximately 9.5 million. 3.4 million of that is for the TCC ice plant that we hope to be able to finance, so we've got at least a 500,000-dollar spread and that should do it if we do in fact finance that.

Our TIF revenue for the month of February,

Page 8
which we received in May, was just a little over 1.3 million. Our budget is 1.2 million, so we have a little extra there.

And as far as upcoming projects that we've got going on, we've got a performance audit starting any time now. We've already met with them one time. Our annual audit will be underway soon, and then I'm in the process of trying to finalize the budget and present it to the board for approval.

Any questions?
CHAIRMAN MCCUSKER: And our budget, are we going to launch that in the June meeting, the Rio Nuevo annual budget?

MR. MEYERS: We'll go over it when the board wants to look at it and we'll get it finalized and presented in June.

CHAIRMAN MCCUSKER: Thanks.
Any questions for Dan?
(No oral response).
MR. MEYERS: Thank you.
CHAIRMAN MCCUSKER: Okay. Michael, what we talked about doing for our item seven is to kind of hear from you at a very high level kind of generally the scope and nature of projects that we've been discussing. We don't want to get too deep in the weeds. We are going to
have a study session to kind of go through that but to give the full board and the public a sense of the things we've been talking about as they relate to the TCC. So 4 you may not be entirely prepared, but I'm quite confident 5 since you're living with this that you can kind of 6 describe a high level.

7
by geography, how you guys have viewed the recommendation 9 that have been made and what they might cost if we were 10 to, you know, move ahead on those projects.

MR. BECHERER: Sure. So my name's Michael Becherer. I'm a principal with Swaim \& Associates.

CHAIRMAN MCCUSKER: You probably need to be closer to the mic.

MR. BECHERER: Let me just pull up something here.

So from a big picture perspective, we looked at a lot of different properties around the entire campus both with Rio Nuevo and with the city of Tucson and with SMG, so we've all been working together to generate a series of tasks and lists and priorities in terms of how to manage the work that needs to be done over the next -you know, as Fletcher said earlier, initially the next 10, 15 years.

It falls into a couple of different categories.

Page 10
One would be just upgrades to the existing facility. So if we look at, you know, the TCC and the arena itself, we have currently an ongoing project to replace the ice plant and the ice floor. That's happening right now.

In addition to that, we're looking at doing
work to the -- to the arena to sort of extend what we've already started with the previous arena renovations that happened a few years ago. It relates to networking to the south ex. hall and an upgrade to facilities to modern standards that would include these (inaudible) as well, so to really bring in new data, new technology and also update the facilities to modern standards.

That also extends out to potentially the music hall and the Leo Rich, both of those facilities. They're just aged. They're good buildings. They just need things like new seating, new sound systems, new lighting, renovate the lobby, so it's really just all -- you know, when we look at a facility like this that's approaching 50 years old, it's really spending some money to bring it up to date.

We've also been looking at the site itself.
One --
CHAIRMAN MCCUSKER: Can you put a range on that economically?

MR. BECHERER: Sure. So to really upgrade the
existing facilities in the TCC, we're looking at an investment from Rio Nuevo, depending on how it's phased, up to about $\$ 30$ million. The city at the same time would be investing somewhere around $\$ 10$ million in ongoing maintenance work that would be done at the same time.

The second part that we've been looking at is basically enhancements in new facilities, so we look around the campus for what needs to be done to add new amenities to the campus. One project that has started, we're selecting a contractor for, is the -- the lot A garage, so that will be a 350-car garage on Church Street just north of where the new hotel is going to go.

Again, we looked at the overall TCC adding things like new additional meetings rooms. One of the deficiencies that SMG has pointed out to us is the lack of meeting rooms associated with the ballroom and the south ex. hall. And to really draw the convention traffic that will raise revenue, we really need those meeting facilities on that side of the building, so we're looking at where we can master plan a new west entrance along with those meeting facilities. Along with that, there's been discussion about potentially some other parking garages and other site improvements that could happen around the campus.

So those amenities, basically the west entrance

Page 12
and meeting rooms, would be about an 11 million-dollar project. We've scoped out about $\$ 6$ million in additional fan amenities that we could do in the arena itself, so that would be club areas, potentially new scoreboards, other infrastructure within the arena that would elevate that experience even more than it already is today.

MS. COX: Michael, you don't mention the grounds. we're also looking at the historic landscape, both the central plaza, which is where the fountains are --

MS. COX: Right.
MR. BECHERER: -- the upper plaza near the front of the building and then the walkway that goes across to the county facilities, so we've budgeted about 11 million -- about $\$ 10$ million to be able to restore those landscapes.

And there's an additional -- within that 11 million, there's also some budget to improve the rest of the site, because as we add more area to the site, we're eventually going to have to bring the entire site up to current code for accessibility and landscape standards. So I think of that, I think about 7 to 8 million was for the restoration of landscape and there was about 2 to 3 million that would apply to the rest of the site.

1 MR. MARQUEZ: For some clarity also, when we're talking about grounds, for those of you in the audience, a lot of times you hear Eckbo fountain and 11 million bucks.
4 That's not the case. It's actually Eckbo -- it's the expo
5 Eckbo landscape, so it's so much more than fountains about
6 getting this facility back up to the standard that we had
7 back in -- I think, when we built this in --
8 MS. COX: '71.
9 MR. MARQUEZ: '71.
$\square$ Page 14

I know it's a tough question. I can see it in your face. If we actually did activate some convention space, what does that mean economically for the TCC and for the surrounding area? You can thank me later for that question.
TCC.

I can't off the top of my head tell you how
much of a percentage of the total campus the business does. You're correct, we're not doing any convention business. That's a couple fold. I mean, first of all, there's no hotel yet. You know, that's been -- that's been the big stopping point. And once we get that, we're going to start moving forward. Obviously we'd like to keep this plan, like the meetings rooms, and get everything upgraded tech-wise to have something really to sell.

I truly believe that looking at the other businesses of this entire campus, the convention center and especially conventions in the association business is our best growth potential for the whole place. That's where the revenue's that's generated is going to come from in the future.

Does that answer your question?
MR. MARQUEZ: It does.

Even more general, if you benchmarked us versus similar cities, if you looked at, say, Albuquerque as an example, you know, how much business would we be doing if we had a viable convention space and a hotel?

MR. GRABSKI: I have ideas of what type of numbers I think we should be shooting for. Publicly I'm not really prepared to make a declaration on that, but I'll tell you this, that, you know, no fault of anyone, but just the circumstances in here, you basically have had no -- no association with convention business, so anything is going to be 100 percent more improvement.

MR. MARQUEZ: Thank you.
CHAIRMAN MCCUSKER: And the scope that Michael just outlined, the additional meeting room space, parking, you see that as accommodating. Is there something else that we should do or could do or would want to do?

MR. GRABSKI: I think, first of all, we looked at -- the meeting space is something we've talked about for a while, getting closer to the ex. halls, getting the right size. I think we're talking somewhere around 18,000 square feet, give or take a few. That's the right size for the floor space that we have, the 90,000 square feet of floor space. I feel that if we do the right thing tech-wise, we upgrade and add some hotels, we have something to sell.

## Page 16

CHAIRMAN MCCUSKER: So, Michael, I penciled out about 60 million of your brief summary, and I think I'm pretty close, and so it's doable within our 70 million-dollar reach budget with a 10 percent kind of contingency. What that doesn't do is build the new ice rink or another parking garage or anything really extravagant. So that sounds like it could get us competitive to deal with the issues we have with the current facility, improve the music hall, the plaza, Leo Rich and one parking garage, the one on the west side. Anything beyond that is probably a stretch unless we somehow value engineer one of those -- one or more of those projects.

MR. BECHERER: Yeah, try to find value in those projects, and the other option would be to find private partners that could come in.

CHAIRMAN MCCUSKER: The idea of an additional rink you scoped, just ballpark for us.

MR. BECHERER: It's about 15 million for a single sheet of ice and the amenities that go along with that.

CHAIRMAN MCCUSKER: And that wasn't included in the first part of your presentation. That's stuff that actually could scope in --

MR. BECHERER: Yes. budget?
been brought up is actually about 70 million with an
additional 3 million for the -- 3 to 4 for the remainder
of the site.
The other thing we're looking at doing is
trying to understand how to phase these things depending
on funding but also to look at, you know, what are the
main amenities we need to come on line when the other
hotels in downtown start to go on line so that TCC can be
competitive at the same time that we have all these rooms
available at that time. We're working with Glenn and SMG
to understand what's those priorities are.
CHAIRMAN MCCUSKER: And while you're there, the
other item on this agenda is the ice. I understand we're
over budget.
MR. BECHERER: We are.
Page 18

As we got the pricing from the contractor, there were several items. Basically the 1.8 that was originally given to us by CIMCO was only the work on the chiller equipment and floor. There's a great deal of other work that needs to be done in addition to that along with permitting fees, design fees, so that was built up to about a 2.5 million dollar budget. It was originally approved by Rio Nuevo. As we've worked with Lloyd Construction, who's been selected as the contractor, those -- what's come up is that that simply is not enough money to cover all of the costs for the project, so things like, you know, running the alarm panels to the right locations, adding exhaust fans, replacing the lighting. So a lot of things that were outside of just the chiller

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equipment scope that need to be done as part of this project to make this a safe and efficient facility weren't included in that original budget. So as we continue to scope this, we've come up to about 3.1 million, but included in that is almost $\$ 300,000$ in contingencies. So obviously as we get further into the project and we become surer of what we have in the building, then we can start to reduce the contingency. And, you know, my goal would be to have this come in under 3 million, but that's kind of where we sit today.

CHAIRMAN MCCUSKER: The timing is still relatively urgent, right? We're right in the middle of this project and it's supposed to be done by September, late August.

MR. BECHERER: The end of September, we'll have the ice plant running. The contractor is going to start dismantling the old plant on -- they'll mobilize on June 3rd, so probably by August we'll have the old floor out and the new floor in. At that point, we will know -we'll have found any unforeseen conditions at that point, so --

CHAIRMAN MCCUSKER: okay. So we need to take some action here, board.

MR. SHEAFE: Well, I would --
Well, go ahead.

MS. COX: I think you should make a motion.
MR. SHEAFE: My motion is that we change the authorization from 2.5 to 3.4 , not that we're even going to come close to that, but that just stops -- keeps you from having to slow down if we have some other surprise and we know we can get it done. Whatever the number is, we'll hold it to that and whatever in not used in that authorization goes away. So I would propose that we authorize -- change the authorization to 3.4 with all of the same attachments that we had with the original motion. MS. COX: Second.
CHAIRMAN MCCUSKER: The motion is to increase the authorization from 2.5 million to 3.4 million.

Mr. Marquez.
MR. MARQUEZ: I just want to go back a step. So we added $\$ 700,000$ for the fees from the 1.8 , and then -- I kind of looked at this, and you can totally tell me if I'm wrong, but it's like changing out the AC in your house. You're going to a different type of ice plant unit. We don't have the alarms, et cetera. I'm just kind of wrapping my mind around -- we've got a quote of 1.8. Now we're just going up to a contingency of 3.4. I'm blown away here.

MR. BECHERER: Sure. So the 1.8 again was only the actual ice equipment. And this is not like your own

AC. This is an industrial-scale chilling plant that needs to be installed, so the scale and the quality of this equipment is very different. It's also equipment that -you know, this is not 20 -year equipment. This is --
$\square$ Page 22
a higher quality exhaust fan and some interlocks with the TCC air intake system.
MR. MARQUEZ: Making sure it's environmentally friendly?
ts is more environmentally friendly than the R22, but you
have to be very careful with it because it is ammonia, so
we're taking some extra precautions to make sure that
nothing happens to this plant in the future. And that is
adding -- that's about 150 to $\$ 200,000$ in cost because of the additional safety features that we're adding.

MR. IRVIN: Mr. Sheafe, would you consider a friendly amendment to yours? I'm just curious as to why you're at 3.4 when they've asked for 3.1. And I know we're meeting again in the next 30 days, and I've got to think that if we have any issues, they would come up by then. I'm just a little bit nervous about pushing the number up to that. My experience has been that that's the number that everybody focuses on.

MR. SHEAFE: That's fine. You know, if you want to lower it, I don't think there's a problem with that. I'm just trying to keep us from having to hold up Michael with anything.

CHAIRMAN MCCUSKER: Why don't you just redo
25 your motion if you want to do it at 3.1, and if the second
agrees with that, we're back in business.

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since he said a little over 3.1. Would you accept --
MS. COX: I would accept that happily.
CHAIRMAN MCCUSKER: Okay. So you've got an
amended motion to increase the authorization from
2.5 million to $\$ 3.2$ million and we have a second for that.
Any other questions?
(No oral response)
CHAIRMAN MCCUSKER: Brandi, call the roll.
MS. HAGA-BLACKMAN: Edmund Marquez.
MR. MARQUEZ: Aye.
MS. HAGA-BLACKMAN: Jannie Cox.
MS. COX: Aye.
MS. HAGA-BLACKMAN: Chris Sheafe.
MR. SHEAFE: Aye.
MS. HAGA-BLACKMAN: Mark Irvin.
MR. IRVIN: Aye.
MS. HAGA-BLACKMAN: Jeff Hill.
MR. HILL: Aye.
MS. HAGA-BLACKMAN: Fletcher McCusker?
CHAIRMAN MCCUSKER: Aye.
(Motion made, seconded and passed unanimously)
CHAIRMAN MCCUSKER: That passes unanimously.
MR. IRVIN: Michael, before you leave, I just
Page 24

1 wanted to say thank you. You know, we taxed you with a 2 lot of stuff with trying to help us figure out this TCC, 3 everything from us identifying the scope of every project to putting them in the bucket. Let's look at those and try to figure what really enhances that experience and what are things that, you know, are going to -- we'll fix when they break kind of an issue.

So I know you've put a lot of time in that. I know we're going to have some tough issues that we're going to have to struggle through. I think we're probably about $\$ 20$ million light with what we'd like to do, so we will have some interesting discussions and study sessions, but we wouldn't get there without your help. And I know you still have a bunch of work to do, but thank you.

MR. BECHERER: Absolutely. My pleasure.
MR. SHEAFE: Do you mind if just add, too, it might be helpful for everybody's perspective to know the question started out by going to SMG and to Michael and his team and saying what do we need to add to this convention center to create a draw so that we have a viable marketing campaign that can bring a lot of conventions in a mid-convention size arena to Tucson. And with that list that we began working with that we're beginning to get our arms around, that's going to be the central question, how do we drive more business with the
assets we have to this convention center so it becomes an economic unit that really produces for the city of Tucson. And I really appreciate the way you've organized that because it was an easy question to ask and I think an enormously difficult question to answer.
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MR. BECHERER: You're welcome. Thank you. CHAIRMAN MCCUSKER: Thank you, Michael. Item eight I'm going to table until the June meeting. Just a quick update. We are interested, probably better said, determined to really get our Main Street-Congress totally activated. We're working on a plan that could include tenant improvement allowances, rent subsidies, validated parking and other items. If you have any ideas about that, please e-mail Brandi. We're going to compile all of that and probably in our June meeting release a plan to help activate all of the storefronts on Congress.

Toole Avenue is not nearly as aggressive. We have approved a restaurant. The county's opening a garage. There's other activity happening along Toole. We have a proposal from Norris Design to how we can better improve the visibility of that section of Rio Nuevo. That item, which has been presented to us and the city, is budgeted at $\$ 14,000$. I suggested we offer to split that with the city if you're so inclined.

Page 26
MR. SHEAFE: I move that we authorize one-half of that amount for the Toole Avenue district, I think is what we're going to call it, isn't it?

CHAIRMAN MCCUSKER: I'm not sure what they're going to call it. There's all kinds of fun things.

MR. IRVIN: I'll second that.
CHAIRMAN MCCUSKER: so the motion and second is
to authorize up to $\$ 7,000$ to cooperate with the city on
the Toole Avenue activation. All in favor say aye.
(Motion made, seconded and passed unanimously)
CHAIRMAN MCCUSKER: Okay. That passes unanimously.

Gentlemen, are you ready?
The next item on the agenda is a background for everyone. I think we were all shocked and concerned last month when we learned that the Connect Co-Working space was going to close. There's approximately 70 tenants in that space, a couple hundred downtown wannabes, and, you know, that's really going to affect, I think, our start-up economy downtown overall.

I'll let you introduce yourself, but we have some young millennial entrepreneurs that have offerer an alternative for that that they're also working with us and the city.

So, Dillon, introduce yourself and your
project.
MR. WALKER: Sure. Dillon Walker with Common Workplace.

So while Brandi's pulling up the presentation, which I think you guys have to some extent already heard a little bit about, my name's Dillon Walker. I've owned a business here in the downtown area for five years now and have been involved in a number of things in the community, Start up Tucson and 10 West being the most representative in the downtown core.

And my partner, Leah Bogen, and I 28 days ago, just like you guys, found out about Connect Co-Working closing and decided to put a plan into action to replace Connect's business model effectively here downtown, retaining those that are affected by the closure and perhaps also bringing in a new market into downtown as we look at other co-working spaces also opening here.

And so what we've done is identified a building at Stone and Alameda, which is owned by the city of Tucson. It's been vacant for three plus years. It was the previous urban planning office for the city of Tucson. And we've toured that building, assessed its feasibility as a co-working space and it fits all of our, you know, intended uses with the exception of an extensive build-out on the fourth floor of that building, so what we're doing

## Page 28

today is asking for support from Rio Nuevo.
CHAIRMAN MCCUSKER: It's coded right now, so --
MR. WALKER: Yeah. If you can decode that, it will save the magic.

An so while that's coming up, I'll also speak
to what we think is a really great opportunity to activate
7 the west side of downtown. So we're very aware that Rio
8 Nuevo is a retail sales, tax-based initiative and we feel
that the ability to keep 70 workers in downtown paying
sales tax for various things -- Rio Nuevo research shows $\$ 30$ a day on average, 70 tenants in downtown, so it's a big contributor there.

We also feel that the project's location helps activate the west side of downtown, therefore, creating an anchor and spurring on more economic activity in a larger footprint downtown.

So when we get this up, we have a little map that showcases, you know, Congress and Broadway really filling in nicely and some of the tertiary streets, Scott, 6th Avenue, filling in nicely but continuing to spread downtown.

Yes.
MR. MARQUEZ: Is it 70 employees or 70 companies?

MR. WALKER: Seventy employees, 70 members,
people working in downtown. Our tenant count would be 2 anywhere between, depending on how we configure the space,
355 to -- to what could be ultimately 70 if every one were single.
5 CHAIRMAN MCCUSKER: What is the status of the 6 Connect tenants? I know you've been working with them. 7 And, you know --
8 MR. WALKER: Yeah. So --
9 CHAIRMAN MCCUSKER: -- part of why this works is your ability to attract some of them over.

MR. WALKER: Yeah. So we've been in communication with 45 of the existing tenants and they're ready to make a decision on this project. Our biggest steps that we've taken in the recent weeks has been to finalize our lease with the city of Tucson, so that's waiting for mayor and council approval at the June 4th meeting. Once we have that, that's the ability to start signing licenses with these tenants.

We also have the -- one of the primary operators of Connect that is on our advisory board is interested as a concept of keeping these tenants happy and in downtown to funnel them to us.

MS. COX: And, Dillon, they are paying -- those tenants are paying what, about $\$ 300$ a month now?

MR. WALKER: 400 a month for their desks and --

Page 30
1 2 previous space, it was $\$ 400$ a month. What would you be charging them?
MR. WALKER: We'll be starting the desks at 250 and our private offices will start at $\$ 750$ a month, which is significantly less on the private side than what Connect was -- was charging. We attribute that largely to their build-out. It's very expensive. Our build-out will
be slightly more controlled. And the city of Tucson space
is actually a great space, but the challenge with finding
a -- we've heard from the broker the challenge finding an
office user for that space is the kind of weird makeup of
the dual floor and just big enough to not fit a small
company and just small enough to not fit a big company, so
they've been having some challenges finding that office
tenant. We think that it's perfectly suited for a
co-working space.
MR. IRVIN: I've got a couple questions for you.

So I had understood that the rents currently were right at 300 bucks. I'm sure that they start off at a buck 99 and they've been increasing like 20 bucks a year. They've really struggled to get those increases and they're at roughly -- let's just call it 300 bucks. I
think you mentioned a higher number than that, so I'm kind
of just curious on that number a little bit. You're going to be, you think, at $\$ 400$ a desk?

MR. WALKER: 350.
MR. IRVIN: \$350 a desk. So basically, as I
understand it, that's a 50-dollar increase over what people are paying currently.

MR. WALKER: So Connect Co-Working lists their public desk price at $\$ 450$. They typically sign people on at the 400 mark. When they first opened, they were at 350 to incentivize people to -- to get involved. We -- we'll also be giving a discount for six and one-year agreements as opposed to just a month to month agreement, which is also an option, so that will be the retail price, $\$ 350$, for that desk.

MR. IRVIN: If I'm not mistaken, you've also got in your budget over $\$ 100,000$ that's just for building offices.

MR. WALKER: Correct.
MR. IRVIN: And my understanding in talking with the people that have those kind of spaces, those are some of the most difficult spaces, is that true, to lease?

MR. WALKER: No, those are the easiest spaces to lease from our research. We'll combine -- we'll combine the trend of the kind of open office floor plan fad, is what I'll call it. I think people are finding

Page 32
that to be much harder to work in than a private space, so that's happening globally. There's a trend to move toward private or semiprivate spaces, but additionally, Connect's offices are completely leased even as of today. They've been the easiest thing to sell.

CHAIRMAN MCCUSKER: Your slides are now up if you want to kind of regroup and go back to --
MR. WALKER: We can start at the beginning. We'll go quickly, very quickly.

MR. IRVIN: A couple other things, though, I want to just touch on.

CHAIRMAN MCCUSKER: Let him go through the thing. It may answer some of your questions.

MR. WALKER: I'll be brief.
So this is the team. We've engaged a number of folks to help us out. Leah Bogen, my partner, is not here today, she's on vacation, but she sends her wishes to this meeting. We have retained MW Morrissey to do some initial contracting work with us. We have Mesh, Clark \&
Rothschild as our legal counsel and In Design is our interior design firm.

So just some information about our -- the next step. There is an urgency to this. Obviously we want to keep these people in downtown. There are other options, of course, outside of downtown. And, you know, co-working
spaces in general are really important to the innovation and entrepreneurship economy in any city, right, what we need here in Tucson. And downtown real estate is going to 4 be continually limited and only become harder to acquire
5 for small companies, innovative companies, and so we want
6 to have a home-grown solution that fulfills those needs.
7 It's vital for entrepreneurship and small business. It's
8 a focal point for innovation and entrepreneurship and
9 it's, of course, a reputation thing, so having a
10 co-working space in downtown is important for the reputation of the city.

There's growing co-working scenes in all mid-size plus markets. There's multiple 6 to 10,000 square foot co-working spaces in all major markets. And the (inaudible) valuation, which just helped out with \$2 million, is an example of how this is something that is perpetuating within the economies of most cities.

So what our plan is, is, again, 149 North
Stone, third and fourth floors of that building. We've activated a city of Tucson space that's been vacant for about four years now bringing activity to the west side of downtown through co-working events, encouraging more retail activity across the entire downtown footprint, and there's ample parking in the area and public amenities that we can activate.

Page 34

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So we have -- you know, we have, of course, our main thoroughfares that have activated. What we're talking about doing is kind of creating an anchor here on the corner of Stone and Alameda to encourage more activity into the west and south -- excuse me, west and north parts of downtown.

You can go to the next slide.
And then the other thing that's interesting
about our model, so we're looking at remote and destination co-working. It's becoming a popular trend.
And so this is travel plus work, so the ability for
freelancers and remote office workers to travel and work,
so we'd love to partner with local institutions and global
thought leaders to make Tucson a destination for that type
of activity. Visit Tucson is a natural partner, the
ability to promote folks to come here, spend a month, you
know, visit our hotels and downtown, work in downtown and,
of course, explore our city while they're doing that.
MR. MARQUEZ: What's the total number of square feet you'd be leasing?

MR. WALKER: 8,400. For reference, Connect is 12,000.

MR. MARQUEZ: Okay.
MR. WALKER: So this is the building. We just put a few pictures in here. We'll be on the third and

1 fourth floor of that building. You'll enter off of the Stone Avenue side.

You can go to the next slide, Brandi.
That's just a side profile of the building.
The interior space is in great shape.
You can go to the next slide.
And, yeah, there's a new mural there actually on that wall there. The space is actually in pretty great shape. Again, what we're really talking about here is offices for the fourth floor. That is the highest demand item for the -- for the co-working, the landscape, and so we're asking for $\$ 200,000$ and the investment -- both the investments to get the space up and running and build that space out to be a space that we can be proud of here in downtown Tucson.

Some Rio Nuevo math, we show that downtown workers will spend $\$ 30$ a day. That's 30 days 12 months a year, approximately $\$ 756,000$ a year return on sales revenue -- sales tax revenue, rough numbers. And, of course, that's, you know, a one-time investment for a yearly return. We'll be engaged in a three-year lease on the space at a minimum with options to extend.

CHAIRMAN MCCUSKER: Mr. Irvin.
MR. IRVIN: So I don't think the $\$ 30$ is a good number. I think that's a number that we looked at what

Page 36
people spent when they came downtown for events, but that being as it may, just a couple questions for you.

So have you had any discussions with the current guys about maybe buying any of that furniture that's in there, Dillon, because you've got $\$ 113,000$ just in the furniture expense?

MR. WALKER: Absolutely. So the furnishings, some of that budget that you folks have is inclusive of some Connect furnishing. And there's a larger FF\&E budget that's not just the tenant furniture. A lot of that furniture is installed. The booths, the offices, it's all installed as a part of the tenancy there, and so it's hard to -- you know, that stuff we can't buy. But we're buying approximately 70 desks from them and we'll be buying some other ancillary furniture to help not only not waste the furniture but create some economies of scale with the space.

MR. IRVIN: Is there a decision to make any capital contribution at all towards the space?

MR. WALKER: They cannot, but they are going to give us a rent abatement period.

MR. IRVIN: Okay. So even notwithstanding that, you're still being required to post this
11,000-dollar security deposit?
MR. WALKER: Correct.

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Page 38
we want to be creative and have the flexibility to offer, you know, different solutions for entrepreneurs that are, you know, say early -- early stage and not really ready to bite that off, so --

MR. IRVIN: I think my comments earlier were more, you know, Rio Nuevo kind of enjoys being that last piece to make something happen, so if this was a quarter million dollar budget and you asked us for 40 or even for 200, it would be a little easier to swallow it.

MR. WALKER: Sure. And what we're -- what we're focusing on is that build-out. You know, the space could open without the build-out, but without the build-out, we don't have as great a space and we're not serving the core need of the -- the venture, but I appreciate that for sure.

MS. COX: And, Dillon, I'm still stuck on that $\$ 30$ a day.

MR. WALKER: Uh-huh.
MS. COX: It looks like that's $\$ 30$ a day 30
days a month times 12 months. Are you saying that every individual who's going to be there is going to spend $\$ 30$ a day seven days week for 12 months? That just seems really high to me.

MR. WALKER: So that's -- that's totally fair. And the -- the rough numbers there are essentially just to

1 show a -- kind of a best case scenario of how people who live in or who work in downtown continue to spend money downtown and visit downtown. I completely --

CHAIRMAN MCCUSKER: I think it's pretty close. They're paying for parking. That's 10 bucks. They're eating lunch every day. That's 15 bucks.

MS. COX: But they're not all eating lunch every day. I mean, some of them are bringing their lunch from home. I mean, it's not every person every day, but maybe you can get to that 30 --

CHAIRMAN MCCUSKER: This is the crowd that right afterward is hitting the bars, you know, so this is --

MR. SHEAFE: There's 30 bucks right there.
CHAIRMAN MCCUSKER: I guarantee you. It would be interesting to study this population, but I'll bet you it's higher than that. We should do that if we do this, is to do the same kind of study of these millennial workers that we did with the people coming down for entertainment.

MR. WALKER: Sure.
MR. MARQUEZ: I have a question.
How do we protect our investment? So right now you're saying you need 55 to 70 employees possibly. Connect's not closed yet. You're hoping that you can ink

Page 40
up all of them so they all move to the new location. You know, what protects our investment if you don't get 50, say you get 20 and now you don't cash flow?

MR. WALKER: Yeah. Well, that's a great point. The reality of the space -- the reality of the business model is that we do have a minimum viable number, and that's about 30 members, in order to, you know, cash flow and stay afloat. You know, we're doing this thing. You know, we've got a three-year lease signed. We're excited and aggressively, you know, eager to get the space up and to capture not only the Connect members but a larger population of folks who may want to locate into downtown for their office needs.

But in terms of protecting the investment, of course, there's no -- I can't give you a guarantee that we will -- that we -- you know, that we have a protection against getting to those numbers, but it is absolutely in our projection to be at 80 percent capacity on -- you know, close to the beginning of the opening and then continuing that capacity all the way through.

MR. MARQUEZ: Have you guys done any cost engineering to -- I mean, worst case scenario, we don't give you that full amount or we don't give you money, what's the minimum that you need to put in TI-wise just to make this happen and attractive to these folks?
up with?
have additional investments to be able to basically cover
the operating expenses to move forward.

CHAIRMAN MCCUSKER: Have you committed to this
lease? That's 160 grand or so a year --
MR. WALKER: Correct. Yeah.
CHAIRMAN MCCUSKER: -- time threes years.
MR. WALKER: Yeah. I mean -- yeah, we're --
CHAIRMAN MCCUSKER: And who's going to be on
site. Are you going to manage this yourself or are you
going to bring in somebody to manage it?
MR. WALKER: We have an operations director and
several front desk community manager types that will
assist on the day to day.

MR. MARQUEZ: What's your annual employee cost?
MR. WALKER: It floats, 60,000 a year. And that's a full-time salaried employee and the part-time front desk folks.

MR. IRVIN: Dillon, I'm struggling because I'd

Page 42
1 love to figure out a way to help. At the same time, you know, I'm used to being the tail and not the dog. I'm also a little concerned with what do we tell the other folks that have similar operations downtown, who I'm afraid are all going to come running to us as we're starting to (inaudible), so I'm struggling a little bit with how to -- you know, how to make a motion and how to support a motion for something I think is really important. But I'm just really struggling with the numbers, you know.

And, again, I think if it was a request where you'd come and say it's a quarter million bucks and we just want 50 out of you, that's a little easier than it's a quarter million bucks and I want 200 from you. So that's the part that I'm struggling with a little bit. I don't want you to take that as me not being interested and excited and realizing the importance of this. I just think it's a little rich at 200,000 for our play -- or for

MR. WALKER: Sure. And to kind of fill in on this, Edmund is correct. We want to do this basically in a way that prevents us from having an issue in, say, seven, eight months, and so part of that is getting the space up to snuff. And you've got folks involved in the project that are, you know, immensely aggressively excited

MR. WALKER: $\$ 110,000$ is going to be the minimum requirement if we're going to get the space operational on day one.

MR. MARQUEZ: And how much are you all coming

MR. WALKER: Between -- between all of our --
so our partner capital contribution is 40,000 , and then we
lease? That's 160 grand or so a year --

CHAIRMAN MCCUSKER: -- time threes years.

CHAIRMAN MCCUSKER: And who's going to be on going to bring in somebody to manage it?

MR. WALKER: We have an operations director and several front desk community manager types that will assist on the day to day.

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the operating expenses to move forward.

MR. WALKER: Correct. Yeah.

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MR. IRVIN: Dillon, I'm stuggling because I'd

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1 about the project and at the same time are basically starting out in -- in this business with a wealth of knowledge, but, of course, access to capital is one of the, you know, biggest issues in the start up of new businesses here in Tucson. And so what we're coming to you for is assurance that we can nail this project as opposed to, you know, only -- only get it off the ground so far.

But I appreciate the -- the concern. We -- we wanted to come in with a realistic approach to that build-out, but we, of course, are eager to make this project happen. And -- and we are sort of -- this is the teeing up. We're -- you know, we're opening June 30th, Connect is closing June 30th. We're -- you know, we're fairly confident on our mayor and council approval and will be entering the space as of next week to begin our preplanning process. So this project is moving very fast and that's why we wanted to bring you guys an aggressive plan.

MR. SHEAFE: Let me ask a couple of questions.
Have you looked at the option to reduce your capital costs of using modulars rather than building out this space?

MR. WALKER: So we have. We've done that due diligence. And actually the modular furniture is a little

Page 44
bit more expensive. This budget does actually tap out the top end of the modular furniture spectrum so that we -- we have that flexibility to make that decision, but we do have other cost saving mechanisms we can put in play depending on what, you know, sort of capital we end up acquiring, so it's a great --

MR. SHEAFE: You know, we have to be very careful. We have other requirements on us when we put money out. You're asking for just a direct grant. Have you considered the idea -- and we've helped another organization move very quickly, but it was a loan. Why if you have a viable business here can you not come to us and say we need a loan?

MR. WALKER: It wasn't my understanding that that was an option.

MR. SHEAFE: Okay. So if it's an option, would that be of interest?

MR. WALKER: Certainly it could. I think time -- timing is our biggest issue here. The reality of the business model is that there is some -- some build-out support that we don't get back, right? We don't -- we're not -- we don't own the building. We're not investing in that future as you all know.

MR. SHEAFE: Welcome to the landlord business.
MR. WALKER: Of course, yes. And so one of the
added benefits of this arrangement would be that we are investing in a city of Tucson space, so this is a public building.
4 going to need to make sure is that you've got options for 6 extensions on that lease so the city doesn't turn around and say, you're doing well, now our rent doubles.
8 MR. WALKER: We do. We have 12 years of extensions.

MR. SHEAFE: Okay. So you're protected?
MR. WALKER: Yeah.
MR. SHEAFE: So I want to complement you on this whole thing.

MS. COX: Me, too.
MR. SHEAFE: I mean, it's really kind of unique and I do think that you have a lot to sell. You haven't mentioned it, but there are some really nice success stories that came out of the co-working space and that's evolved into one company that's taken up two floors downtown, so there has been some spill over.

So I'm telling you speaking for myself I want to figure out a way to help you, but I don't want to set a precedent so people run in here and say, oh, you're giving money to businesses, we're just going to -- you know, we'll sit here for months and listen to thousands of

Page 46
stories. The reality is that there ought to be a way to help you, but you've got to turn it into something that we can work with. And from my perspective, that means the best we can do is a loan. And I think we'd probably
entertain that at a number that makes sense and realizing that we probably would, again speaking just for me, be willing to take on more risk than we normally would to try and help this happen even though your investment is far less than ours if we're a lender because we're still at risk for getting that money back. And you know your cash flow, so you can turn around and say, all right, this is how the loan can be serviced and repaid.

MR. MARQUEZ: I'd like to make a recommendation, if I can.

So you need at a minimum 30 tenants. That's $\$ 350$ a head. That's like $\$ 10,500$ a month. Your rent is going to be about 11.2. You're in for about $\$ 40,000$ to begin with. I'd recommend that you get your tenants signed up so we know the number instead of a proposed maybe 50. Put your $\$ 40,000$ in to begin with and just obviously start some of the improvements on the property, come back to us, and then we renegotiate -- or negotiate a loan. I'm with Chris and Mark. I don't want every private individual coming to us for cash on TI
25 improvements, so you may want to invest your money first,
then come to us for a loan to see if we can continue TI on that property.

CHAIRMAN MCCUSKER: The timing -- I mean, these people are going to make a decision to relocate from a very extravagant space. We all know that Connect is probably over the top. They're not going to move into a building that's just four walls. If he doesn't make the investment now, he's going to lose those tenants.

The other thing I think that you're not
considering is somebody else coming to us with a vacant city of Tucson building. We're not just giving money away here. This is a building that's been vacant for four years. It belongs to a public entity. You know, I don't know anybody else in town that has this particular set of circumstances. I'm not worried about the precedent at all. Anybody who wants to come with a vacant publicly owned building that they're going to activate, you know, I think you can negotiate. But I think whatever we do or not do, we've got to do it today.

Am I mistaken in that? I mean, you've got to hear something --

MR. WALKER: I really appreciate, you know, the willingness to make it work and the excitement and the energy behind the opportunity here. This is truly unique in the sense that it is a timing issue, so the ability to

Page 48
1 have an anchor in downtown that supports an invasion of entrepreneurship is kind of a -- you know, you nail it and you get these folks in or you have to build back up. So Connect did all that hard work. We're attempting not to loose that hard work and we're bringing an opportunity that's a little unique in the sense that Mr. McCusker talked about, the city of Tucson building, and so we're kind of investing in this public entity at the same time.

And the last thing I'll say is that it's much more than just office space. This becomes a community that, as Mr. Sheafe talked about, is expansive and creates more opportunity for downtown both in the sense of additional leasing opportunities but in the growth potential of the west side of our downtown core, which is a unique proposition that we're bringing up at this particular juncture in time. You know, we -- we do have the ability to get this done, but we really need Rio Nuevo's support in order to -- to nail the timing and the project.

MR. IRVIN: How do you feel about us maybe considering making you a grant of a certain amount of money and then, to follow along with what Edmund and Chris talked about, having you come back after you get things a little bit further for a continued discussion? I think I might be comfortable supporting something in the $\$ 50,000$
range as kind of a start, but I think you get above that number and all of a sudden I start to pucker up a little bit. I don't mind kind of stepping in and kind of matching what you guys are doing to start, but I'm kind of 5 with them. I'd like to see what's going to happen after 6 you've been up for a little while, so put you in a 7 situation of taking a little bit of risk.
8 MR. MARQUEZ: I'm comfortable with a grant of 9 that size.

MR. IRVIN: So I -- you know, I think with that, I'll make a motion that we approve a grant and --

CHAIRMAN MCCUSKER: Let him react to that first.

Can you get open with $\$ 50,000$ and do what you want to do?

MR. WALKER: Again, I think the -- the -- what it boils back to is the ability to have a great space that we're proud of in downtown. We have a lot of things that we're -- that are up against us. We've got to figure out parking for these tenants. We got to, you know, work through some things. There's risk there for sure. I mean, we've got a lot to build on the community side of things and the operation side of things. And we're -we're stepping into this very quickly, and so the ability to build out the pace is only one more layer of this --

Page 50
this situation.
And so, you know, a 50,000 grant is, of course, very generous and we appreciate that. As you saw in our projections in our build-out, that sort of 100,000 -dollar mark is really where we're saddled with the space that we want, but maybe if we take it a little bit more step-wise and we use the cash flow to produce the $\$ 278,000$ build-out cost over time as opposed to taking it all at once with the initial ask.

MR. SHEAFE: One of the quickest ways to make a business fail is to undercapitalize it, so I'd like to try something just a little different.

MR. IRVIN: Go for it.
MR. SHEAFE: All right. I will move that we approve in the capacity of a loan up to $\$ 200,000$ subject to all of the requirements that counsel would put upon it, so it would be worked out with our counsel, and that it would come after you have put 40 of your money in cash in verifiable. And the terms of the loan would be worked out with counsel depending on your cash flow projections so that you know you can meet the burden of it with an end date that would not extend beyond the capacity of your lease time period, and that once approved, the executive officers can be authorized to approve, or the board, and move forward and execute.
get smart quiet zones. They need some space to work while they grow their business. And if you approach it, I think, very differently and maybe a lot more basic, you know, you have a chance to be successful at those middle rates where Connect wasn't. But if we can't get you there today, you know, I don't -- I don't see how you advance the plan.

And I look at this differently. This is a city-owned building. And, you know, we've done other things where we accommodate parking subsidies. We didn't talk about that here. We -- you know, other employers have come to us. We've subsidized parking to enable them to come and stay downtown. We've done TI in other buildings. We've done TI in the building right down the street. You know, I think it's a question of getting to an amount we're comfortable with. But I think it's really risky to try and saddle you with a bunch debt, so the solution is either somewhere between these two gentlemen. It's a smaller request.

MR. WALKER: And if I can make a comment.
CHAIRMAN MCCUSKER: And/or some sort of combination loan-grant --

MR. WALKER: To Mr. Irvin's point, you know, we want to match and have the risk be, you know, suited to that. Even from the perspective of the total build-out
cost of $\$ 278,000$ would put some cost savings in place.
We'll still need to put $\$ 100,000$ in capital in at that point. It will just not be only partner capital. So
there will be additional risk associated there and we're
5 asking Rio Nuevo to offset that risk and do this project
6 right, correctly, from the beginning, which is difficult
7 for --
8
number as a match, say $\$ 100,000,110$, whatever your number
is, and we offered to match that, are you capable of
raising that kind of money?
12
3 ability to raise that.
CHAIRMAN MCCUSKER: That's another option, I think.

MR. IRVIN: You know, I think it's important enough. I don't personally have a big heartburn with us and city property. We definitely invest in that. I don't have heartburn dealing with us, you know, putting -I mean, I think it's a good 50,000-dollar risk for us. I think we get past the 50 , I'm kind of like Chris, I'm kind of more of, you know, let's do a loan situation or something like that. But I wouldn't have a lot of heartburn with advancing something to grant you guys $\$ 50,000$ because I think to keep that enterprise downtown

Page 54
and to keep that group of folks downtown is important to the overall culture we're trying to create downtown, so I think it's to me worth a 50,000 risk. And I don't really see it as much of a risk. I think if we get above that thing, kind of like what Fletcher's talking about, that maybe, you know, we do some sort of matching thing over that.

MR. WALKER: Sure.
MR. SHEAFE: Do you want to make a motion or --
MR. IRVIN: Yeah. So my motion is that we -subject to putting your 40,000 in first, that we advance $\$ 50,000$ towards improvements at the property and that we would grant an additional up to another $\$ 100,000$ if you can do a match.

MR. SHEAFE: What about a loan?
CHAIRMAN MCCUSKER: This is a motion. This is -- you've made a motion, so --

MR. IRVIN: So $\$ 50,000$ is a grant and up to another $\$ 100,000$ in another grant if you could match it. That's 150,000.

MR. MARQUEZ: You mean granting the extra 100 or loaning it?

MR. IRVIN: If they can match it, I think it's worth the investment.

MR. MARQUEZ: If they don't get the full 100,

1 you would still do a match up to whatever they --
2 MR. IRVIN: Correct.
3 MR. MARQUEZ: I'll second that.
CHAIRMAN MCCUSKER: Praise Jesus.
MR. HILL: Mr. Chairman, we were kind of articulating the motion. I heard improvements, you know, brick and motor type thing. I would like to be sure that it ties into improvements to the building because you're point's well taken that it's a city building. If they go bust and those improvements are improvements on that building itself, they would revert to the governmental entity, the city of Tucson. So I would feel a lot better with that type of a proviso or something in there so that we actually in the worse case scenario do get some benefit to the taxpayers for that build-out.

MR. IRVIN: I will consider that a friendly amendment and I will accept it.

MR. MARQUEZ: I'll second that.
CHAIRMAN MCCUSKER: So the idea is that we would invest in your tenant improvements exclusively $\$ 50,000$ and up to an additional $\$ 100,000$ subject to your ability to match.

All right. Is that agreeable to you, I guess, before we vote on it?

MR. WALKER: It is, yeah. The only -- you
Page 56
know, we want to get specific about what we consider to be tenant improvement owned because one of the options is that modular furniture, so --

CHAIRMAN MCCUSKER: I think from our perspective it should be fixed.

MR. WALKER: Right.
CHAIRMAN MCCUSKER: Right.
MR. IRVIN: Mr. Collins, do I need to add a little provision in there that it's subject to the executive officers being authorized to execute?

MR. COLLINS: Finalize and execute, yes.
MR. IRVIN: Finalize and execute.
CHAIRMAN MCCUSKER: To summarize, we have a motion and a second to invest -- I like that word better than grant -- $\$ 50,000$ in your startup project. And we'll match up to another $\$ 100,000$ limited to --

MR. MARQUEZ: After their 40.
CHAIRMAN MCCUSKER: Right.
MR. SHEAFE: After their 100 as well.
MR. WALKER: Sure.
CHAIRMAN MCCUSKER: Brandi, call the roll.
MS. HAGA-BLACKMAN: Edmund Marquez.
MR. MARQUEZ: Aye.
MS. HAGA-BLACKMAN: Jannie Cox.
MS. COX: Aye.

| Page 57 |  |
| :---: | :---: |
| 1 MS. HAGA-BLACKMAN: Chris Sheafe. |  |
| 2 MR. SHEAFE: No. |  |
| 3 MS. HAGA-BLACKMAN: Mark Irvin. |  |
| 4 MR. IRVIN: Aye. |  |
| 5 MS. HAGA-BLACKMAN: Jeffrey Hill. |  |
| 6 MR. HILL: Aye. |  |
| 7 MS. HAGA-BLACKMAN: Fletcher McCusker. |  |
| 8 CHAIRMAN MCCUSKER: I vote an aye, so you're in |  |
| 9 the Connect Co-working business. |  |
| 10 RIGHT1: Thank you very much. |  |
| 11 CHAIRMAN MCCUSKER: Subject to some stuff. |  |
| 12 Thank you and congratulations -- |  |
| 13 MR. WALKER: Thank you. |  |
| 14 CHAIRMAN MCCUSKER: -- for you guys to step up |  |
| 15 quickly and to move this quickly to get something done |  |
| 16 with the City of Tucson in that timeframe. |  |
| 17 MS. COX: I would just like to say that I am |  |
| 18 over the top impressed with your presentation, how |  |
| 19 prepared you are, the kind of work you put into this. It |  |
| 20 was really outstanding, so thank you. |  |
| 21 MR. WALKER: I appreciate that. Thank you all |  |
| 22 so much. |  |
| 23 CHAIRMAN MCCUSKER: U of A at work. |  |
| 24 MR. WALKER: Yes, exactly. Thank you all. |  |
| 25 CHAIRMAN MCCUSKER: we've set some time aside |  |
| Page 58 |  |
| 1 for call to the audience. |  |
| 2 Brandi, anybody? |  |
| 3 MS. HAGA-BLACKMAN: (No oral response). |  |
| 4 CHAIRMAN MCCUSKER: Okay. I'll make a motion |  |
| 5 to adjourn. |  |
| 6 (Motion to adjourn made, seconded and passed unanimously) |  |
| 7 CHAIRMAN MCCUSKER: See you in June. Thank you |  |
| 8 very much. |  |
| 9 (3:22 p.m.) |  |
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| 20 |  |
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| 22 |  |
| 23 |  |
| 24 |  |
| 25 |  |


|  | abatement (2) | 5:9,10;11:14;12:2, | alarm (1) | 8:9;29:16;43:15 |
| :---: | :---: | :---: | :---: | :---: |
| \$ | 36:21;37:17 | 18;15:14;16:17;17:12; | 18:23 | approve (4) |
|  | ability (11) | 21:24,25;22:11;41:8; | alarms (1) | 3:23;49:11;50:15,24 |
| \$10 (3) | 28:9;29:10,17;34:11, | 48:13;53:4;54:13; | 20:20 | approved (4) |
| 7:19;11:4;12:16 | 16;47:25;48:17;49:17, | 55:21 | Albuquerque (1) | $6: 16 ; 18: 19 ; 25: 19$ |
| \$10,500 (1) | 24;53:13;55:22 | additionally (1) | 15:2 | 50:23 |
| 46:16 | able (6) | 32:3 | Allegiance (1) | approximately (5) |
| \$100,000 (7) | 5:12;7:22;12:16; | address (1) | $3: 4$ | $7: 12,21 ; 26: 17 ; 35: 18$ |
| 31:16;53:2,9;54:13, | 21:20;37:22;41:8 <br> above (2) | $\begin{aligned} & \text { 5:7 } \\ & \text { adjourn (2) } \end{aligned}$ | $\begin{array}{\|c\|} \hline \text { allowances (1) } \\ 25: 12 \end{array}$ | $\begin{gathered} 36: 14 \\ \text { April (4) } \end{gathered}$ |
| $\begin{aligned} & \text { 19;55:21;56:16 } \\ & \mathbf{\$ 1 1 0 , 0 0 0 ( 1 )} \end{aligned}$ | $49: 1 ; 54: 4$ | 58:5,6 | $\stackrel{\text { almost (1) }}{ }$ | April (4) <br> $3: 20,21 ; 7: 11,13$ |
| $41: 1$ | Absolutely (3) | Administrator (1) | 19:5 | architects (1) |
| \$113,000 (1) | 24:15;36:7;40:17 | 2:11 | alone (1) | 6:9 |
| 36:5 | AC (2) | advance (2) | 13:17 | area (4) |
| \$14,000 (1) | 20:18;21:1 | 52:6;54:11 | along (7) | 12:20;14:4;27:7; |
| 25:24 | accept (4) | advancing (1) | 6:11;11:20,21;16:20; | 33:24 |
| \$2 (2) | 3:24;23:3,4;55:17 | 53:24 | 18:16;25:20;48:22 | areas (1) |
| 33:15;51:20 | access (1) | advisory (1) | alternative (1) | 12:4 |
| \$20 (1) | 43:3 | 29:20 | 26:23 | arena (8) |
| 24:11 | accessibility (1) | affect (1) | amazing (1) | 5:10;10:2,6,7;12:3,5; |
| \$200,000 (3) | 12:22 | 26:19 | 13:21 | 21:7;24:22 |
| 22:10;35:12;50:15 | accommodate (1) | affected (1) | amended (1) | arenas (1) |
| \$278,000 (2) | 52:10 | 27:15 | 23:6 | 21:16 |
| 50:7;53:1 | accommodating (1) | afloat (1) | amendment (2) | Arizona (2) |
| \$3.2 (1) | 15:15 | 40:8 | 22:13;55:17 | 2:18;51:20 |
| 23:7 | accounted (1) | afraid (1) | amenities (7) | arms (1) |
| \$3.7 (1) | 3:18 | $42: 5$ | $5: 11 ; 11: 9,25 ; 12: 3$ | $24: 24$ |
| 7:18 | acquire (1) | $\underset{5.18}{\operatorname{afternoon}(1)}$ | 16:20;17:17;33:24 | around (10) |
| \$30 (7) | $\begin{gathered} 33: 4 \\ \text { acauiring (1) } \end{gathered}$ | $\begin{gathered} 5: 18 \\ \text { afterward (1) } \end{gathered}$ | $\underset{22: 7}{\operatorname{ammonia}}(\mathbf{1})$ | $\begin{aligned} & 6: 13 ; 9: 18 ; 11: 4,8,23 ; \\ & 15: 20 ; 20: 21: 24: 24 \end{aligned}$ |
| $\begin{aligned} & 11: 3 ; 28: 11 ; 35: 17,24 \\ & 38: 17,19,21 \end{aligned}$ | $\begin{aligned} & \text { acquiring (1) } \\ & 44: 6 \end{aligned}$ | $\begin{array}{\|c} \text { afterward (1) } \\ 39: 12 \end{array}$ | ammonia-based (2) | 15:20;20:21;24:24; $45: 6 ; 46: 11$ |
| \$300 (1) | across (3) | Again (9) | 21:21;22:5 | arrangement (1) |
| 29:24 | 12:15;33:23;51:19 | 11:13;13:11;20:24; | amount (5) | 45:1 |
| \$300,000 (1) | action (2) | 22:15;33:18;35:9; | 26:2;37:2;40:23; | articulating (1) |
| 19:5 | 19:23;27:13 | 42:11;46:6;49:16 | 48:21;52:16 | 55:6 |
| \$350 (3) | activate (8) | against (2) | ample (1) | aside (2) |
| 31:4,13;46:16 | 6:19;13:25;14:2; | 40:17;49:19 | 33:24 | 4:4;57:25 |
| \$40,000 (2) | 25:16;28:6,14;33:25; | aged (1) | anchor (3) | assessed (1) |
| 46:17,20 | 47:17 (3) | 10:15 | 28:15;34:3;48:1 | 27:22 assets (1) |
| \$400 (2) | activated (3) | agenda (2) | ancillary (1) | assets (1) |
| 30:2;31:2 | 25:11;33:20;34:2 | 17:23;26:14 | 36:15 | 25:1 |
| \$450 (1) | activation (1) | aggressive (2) | And/or (1) | assist (1) |
| 31:8 | 26:9 | 25:18;43:18 | 52:21 | 41:20 |
| \$50,000 (7) | activity (6) | aggressively (2) | announce (1) | associated (2) |
| 48:25;49:14;53:25; | $\begin{aligned} & 25: 20 ; 28: 15 ; 33: 21, \\ & 23: 34: 4.15 \end{aligned}$ | $40: 10 ; 42: 25$ | $6: 10$ | 11:16;53:4 |
| 54:12,18;55:21;56:15 | $23 ; 34: 4,15$ | ago (2) <br> $10 \cdot 8 \cdot 27 \cdot 11$ | annual (3) | $\begin{array}{\|l} \text { Associates (1) } \\ 9: 12 \end{array}$ |
| \$6 (1) | actual (1) | $10: 8 ; 27: 11$ agreeable (1) | anticipate (1) | association (2) |
| $12: 2$ $\mathbf{\$ 6 . 3}(\mathbf{1})$ | actually (11) | agreeable 55:23 | $7: 17$ | $14: 20 ; 15: 10$ |
| 7:12 | 13:4,25;14:2;16:24; | agreed (1) | anticipated (1) | assurance (1) |
| \$7,000 (1) | 17:11;30:10;35:7,8; | 6:18 | 21:8 | 43:6 |
| 26:8 | 43:25;44:1;55:14 | agreement (1) | appear (1) | attachments (1) |
| \$70 (1) | add (6) | 31:12 | 51:6 | 20:10 |
| 5:13 | 11:8;12:20;15:24; | agreements (2) | apply (1) | attempting (1) |
| \$700,000 (1) | 24:16,19;56:8 added (3) | $6: 17 ; 31: 11$ | $12: 25$ | $48: 4$ |
| $20: 16$ $\mathbf{7 5 0}$ | added (3) 20:16;21:22;45:1 | $\begin{gathered} \text { agrees (1) } \\ 23: 1 \end{gathered}$ | appreciate (6) $25: 3: 38: 15: 43: 9$ | attorney (1) |
| $\$ 750$ (1) $30 \cdot 5$ | adding (5) | ahead (2) | 25:3;38:15;43:9; 47:22;50:3;57:21 | $\begin{gathered} \text { 6:7 } \\ \text { attract (1) } \end{gathered}$ |
| $\begin{gathered} 30: 5 \\ \mathbf{\$ 7 5 6 , 0 0 0}(\mathbf{1}) \end{gathered}$ | $\begin{aligned} & \text { adding }(\mathbf{5}) \\ & 11: 13 ; 18: 24 ; 21: 24 ; \end{aligned}$ | $9: 10 ; 19: 25$ | approach (2) | $29: 10$ |
| $35: 18$ | 22:10,11 | air (1) | 43:10;52:2 | attractive (1) |
|  | addition (2) | 22:2 | approaching (1) | 40:25 |
| A | 10:5;18:16 | Alameda (2) | 10:18 | attribute (1) |
|  | additional (16) | 27:19;34:4 | approval (3) | 30:7 |


| audience (3) | beer (1) | 27:4 | 50:11;52:2;57:9 | 48:21 |
| :---: | :---: | :---: | :---: | :---: |
| 13:2,12;58:1 | 51:25 | break (1) | businesses (3) | Certainly (1) |
| audit (2) | began (1) | 24:7 | 14:19;43:5;45:24 | 44:18 |
| 8:5,7 | 24:23 | brick (1) | bust (1) | Certified (1) |
| August (2) | $\underset{\text { begin (3) }}{\text { a }}$ | $55: 7$brief (3) | 55:10 | 2:19 |
|  |  |  | busy (1) | cetera (1) |
| authorization (5) | beginning (4) | $5: 25 ; 16: 2 ; 32: 14$bring (8) | 4:19 | 20:20 |
| 20:3,8,9,13;23:6 |  |  | buy (2) | CFO (1) |
| authorize (3) | $\begin{gathered} 53: 6 \\ \text { behind (1) } \end{gathered}$ | $\begin{aligned} & 10: 11,19 ; 12: 21 ; 21: 5 \\ & 24: 21 ; 41: 17 ; 43: 18 \end{aligned}$ | 21:20;36:1 | 7:10 |
| 20:9;26:1,8 |  |  | buying (4) | Chair (1) |
| authorized (2) | $\begin{gathered} 47: 24 \\ \text { belongs (1) } \end{gathered}$ | 51:20bringing (5) | 36:4,13,14;37:8 | 2:2 |
| 50:24;56:10 |  |  |  | CHAIRMAN (69) |
| available (2) | 47:13 | 27:16;33:21;39:8 | C | 3:1,5,11,18;4:1,3,7, |
|  | benchmarked (1) | 48:5,15 |  | 10,14;6:22;8:11,17,21; |
| Avenue (8) | $15: 1$ | Broadway (2) | call (9) | 9:13;10:23;15:13;16:1, |
| 6:14,16,22;25:18; | benefit (1) | 6:11;28:18 | 3:2,5;23:10;26:3,5; | 17,22;17:1,22;18:1; |
| 26:2,9;28:20;35:2 | 55:14 | broker (1) | 30:24;31:25;56:21; | 19:11,22;20:12;22:24; |
| average (1) | benefits (1) | 30:11 | 58:1 | 23:5,10,22,24;25:7; |
| 28:11 | 45:1 | brought (1) | came (2) | 26:4,7,11;28:2;29:5,9; |
| aware (1) | best (4) | 17:11 | 36:1;45:1 | 32:6,12;35:23;39:4,11, |
| 28:7 | 7:2;14:21;39:1;46:4 | buck (1) | campaign (1) | 15;41:10,13,15;47:3; |
| away (3) | bet (1) | 30:22 | 24:21 | 49:12;51:5,14;52:21; |
| 20:8,23;47:11 | 39:16 | bucket (1) | campus (6) | 53:8,14;54:16;55:4,5, |
| aye (14) | better (4) | 24:4 | 9:18;11:8,9,24;14:9, | 19;56:4,7,13,18,21; |
| 4:1,7;23:12,14,16,18, | 25:10,21;55:12 | bucks (9) | 19 | 57:8,11,14,23,25;58:4, |
| 20,22;26:9;56:23,25; | 56:14 | 13:3;30:21,22,24; | can (42) | 7 |
| 57:4,6,8 | beyond (2) <br> 16:11;50:2 | $\begin{array}{r} 39: 5,6,14 ; \\ \text { budget (18) } \end{array}$ | $\begin{aligned} & 5: 20 ; 9: 5 ; 10: 23 \\ & 11: 20 ; 13: 15,15,16 \end{aligned}$ | challenge (3) |
| B |  |  |  | 30:10,11;51:7 |
|  | big (7) | 8:2,8,11,13;12:9,19; | 20:6,17;24:21;25:21; | $\begin{array}{\|c} \text { challenges (1) } \\ 30: 15 \end{array}$ |
| back (16) | 30:13,14;37:1;53:17 | $\begin{aligned} & 13: 23 ; 16: 4 ; 17: 2,24 ; \\ & 18: 6,18 ; 19: 3 ; 31: 16 ; \end{aligned}$ | 28:3;32:8;33:25;34:7; | chance (1) |
| 7:9;13:6,7,12;20:15; | biggest (4) | 36:8,9;38:8;44:1 | 35:3,6,14;37:17;39:10, | 52:4 |
| 23:1;32:7;37:9;44:21; | 5:6;29:13;43:4 | budgeted (2) | 25;43:6;44:4,12;46:3, | change (3) |
| 46:10,22;48:3,23; | 44:19 | 12:15;25:24 | 4,11,12,14;47:1,18; | 3:22;20:2,9 |
| 49:17;51:10,15 | bit (13) | build (5)$16: 5: 35: 13: 48: 3:$ | 49:14;50:21,24;51:11; | changing (1) |
| background (1) | 6:14;22:17;27:6; |  | 52:20;54:14,23 | 20:18 |
| 26:14 | 31:1;37:4,7;42:6,15; | $\begin{aligned} & 16: 5 ; 35: 13 ; 48: 3 ; \\ & 49: 22,25 \end{aligned}$ | capable (1) | charged (1) |
| ballpark (1) | 44:1;48:24;49:3,7;50:6 | building (25) | 53:10 | 5:1 |
| 16:18 | bite (1) | 5:3;11:19;12:14 | capacity (4) | charging (2) |
| ballroom (1) | 38:4 | 19:7;27:18,22,25; | 40:18,20;50:15,22 | 30:3,7 |
| 11:16 | blown (1) | 31:16;33:19;34:24; | capital (7) | check (1) |
| bars (1) | 20:23 | 35:1,4;43:22;44:22; | 36:19;41:7;43:3,22; | 4:18 |
| 39:12 | BOARD (10) | 45:3;47:7,11,12,17; | 44:5;53:2,3 | chiller (2) |
| Based (1) | 2:1,10,15;8:9,14;9:2; | 48:7;52:9,14;55:8,9,11 | capture (1) | $18: 15,25$ |
| 18:8 | $18: 10 ; 19: 23 ; 29: 20$ | buildings (2) | $40: 11$ | chilling (1) |
| basic (1) | 50:24 | 10:15;52:14 | careful (2) | 21:1 |
| 52:3 | Bogen (2) | build-out (12) | 22:7;44:8 | Chris (7) |
| basically (10) | 27:11;32:16 | 27:24;30:8,8;38:11, | carrying (1) | 2:3;3:8;23:15;46:23; |
| 6:19;9:7;11:7,25; | boils (1) | 12,13;43:11;44:20; | 17:5 | 48:22;53:21;57:1 |
| 15:9;18:13;31:4;41:8; | 49:17 | 50:4,7;52:25;55:15 | case (4) | Church (1) |
| 42:21;43:1 | booths (1) | built (2) | 13:4;39:1;40:22; | 11:11 |
| BECHERER (19) | 36:11 | 13:7;18:17 | 55:14 | CIMCO (4) |
| 9:11,12,15;10:25; | borrow (1) | bunch (4) | cash (11) | 18:4,14;21:10,13 |
| 12:9,13;16:14,19,25; | 51:9 | 24:14;51:8,10;52:17 | 7:4,11,16,17;40:3,7; | circumstances (2) |
| 17:3,25;18:3;19:15; | both (5) | bungalows (1) | 46:10,24;50:7,18,20 | 15:9;47:15 |
| 20:24;21:12,15;22:5; | 9:19:10:14;12:10 $35 \cdot 12 \cdot 48 \cdot 12$ | burden | categories (1) | cities (2) |
| 24:15;25:6 | 35:12;48:12 | burden (1) | 9:25 | 15:2;33:17 |
| become (3) | bouts (1) | 50:21 | Center (5) | City (28) |
| 6:13;19:6;33:4 | 37:12 | business (19) | 2:17;5:4;14:19; | 2:18;4:25;5:15;9:19; |
| becomes (2) | Brandi (7) | 13:25;14:9,11,20; | 24:20;25:1 | 11:3;21:23;25:2,23,25; |
| 25:1;48:10 | 2:11;3:5;23:10; | 15:3,10;23:1;24:25; | central (2) | 26:8,24;27:19,21; |
| $\begin{gathered} \text { becoming (1) } \\ 34: 10 \end{gathered}$ | $\begin{aligned} & \text { 25:14;35:3;56:21;58:2 } \\ & \text { Brandi's (1) } \end{aligned}$ | 27:7,14;33:7;40:5; 43:2;44:12,20,24; | 12:11;24:25 certain (1) | $\begin{aligned} & \text { 29:15;30:9;33:2,11,20; } \\ & 34: 18 ; 37: 9 ; 45: 2,6 \end{aligned}$ |
| 34.10 | Brandis (1) |  | certain (1) | 34.18,37.9,45.2,6, |

Rio Nuevo

| $47: 11 ; 48: 7 ; 53: 18 ; 55: 9$ | $16: 8 ; 17: 19 ; 37: 21$ | $36: 19 ; 41: 7$ | $38: 16,19 ; 39: 7 ; 45: 14$ | depending (5) |
| :---: | :---: | :---: | :---: | :---: |
| city-owned (1) | compile (1) $25: 15$ | contributor (1) | create (3) | $44: 5 ; 50: 20$ |
| 52:9 | complement (1) | controlled (1) | 24:20;36:16;54:2 | deposit (3) |
| clarification (1) | 45:12 | 30:9 | creates (1) | 36:24;37:10,14 |
| 17:10 | completely (2) | Convention (15) | 48:11 | describe (1) |
| clarity (1) | 32:4;39:3 | 5:4;11:17;13:17,18, | creating (3) | 9:6 |
| 13:1 | component (1) | 19,20,24,25;14:2,10, | 7:5;28:14;34:3 | design (4) |
| Clark (1) | 37:15 | 19;15:4,10;24:20;25:1 | creative (1) | 18:17;25:21;32:20, |
| 32:19 | concept (1) | conventions (2) | 38:1 | 21 |
| clearly (1) | 29:21 | 14:20;24:22 | crowd (1) | desk (6) |
| 6:12 | concern (4) | convinced (2) | 39:11 | 31:2,4,8,14;41:19,24 |
| close (5) | 21:23;37:1,7;43:9 | 5:4,5 | culture (1) | desks (3) |
| 16:3;20:4;26:17; | concerned (2) | cooperate (1) | 54:2 | 29:25;30:4;36:14 |
| 39:4;40:19 | 26:15;42:3 | 26:8 | curious (4) | destination (2) |
| closed (1) | concerts (1) | copies (1) | 13:22,23;22:13;31:1 | 34:10,14 |
| 39:25 | 13:15 | 7:9 | current (3) | determined (1) |
| closer (2) | conditions (1) | core (3) | 12:22;16:9;36:4 | 25:10 |
| 9:14;15:19 | 19:20 | 27:10;38:14;48:14 | currently (3) | different (6) |
| closing (2) | confident (2) | corner (2) | 10:3;30:20;31:6 | 9:18,25;20:19;21:3; |
| $27: 13 ; 43: 14$ | 9:4;43:15 configure (1) | 5:7;34:4 corretly (1) | D | $38: 2 ; 50: 12$ differently (2) |
| $\begin{gathered} \text { closure (1) } \\ 27: 15 \end{gathered}$ | $\begin{array}{\|l} \text { configure (1) } \\ 29: 2 \end{array}$ | $\begin{gathered} \text { correctly (1) } \\ 53: 6 \end{gathered}$ | D | $\begin{array}{\|c} \text { differently (2) } \\ 52: 3,8 \end{array}$ |
| Club (2) | congratulations (1) | cost (10) | Dan (4) | difficult (3) |
| 6:7;12:4 | 57:12 | 9:9;21:22,25;22:10; | 7:2,6,10;8:18 | 25:5;31:21;53:6 |
| code (1) | Congress (2) | 40:21;41:21;44:4;50:8; | data (1) | dig (1) |
| 12:22 | 25:17;28:18 | 53:1,1 | 10:11 | 21:7 |
| coded (1) | Connect (17) | costs (2) | date (2) | digging (1) |
| 28:2 | 26:16;27:12;29:6,20; | 18:22;43:22 | 10:20;50:22 | 17:8 |
| Collins (3) | 30:7;31:7;34:21;36:9; | council (2) | day (13) | diligence (1) |
| 2:10;56:8,11 | 37:22,25;40:11;43:14; | 29:16;43:15 | 2:20;28:11;35:17; | 43:25 |
| combination (2) | 47:5;48:4;51:24;52:5; | Counsel (5) | 37:18;38:17,19,22; | Dillon (7) |
| $51: 11 ; 52: 22$ | 57:9 | 2:10;32:20;50:16,17, | 39:6,8,9;41:3,20,20 | 26:25;27:2,6;29:23; |
| combine (2) | Connect's (3) | 20 | days (5) | 36:5;38:16;41:25 |
| 31:23,24 | 27:14;32:3;39:25 | count (1) | 22:15;27:11;35:17; | direct (1) |
| comfortable (3) | consider (3) | 29:1 | 38:20,22 | 44:9 |
| 48:25;49:8;52:16 | 22:12;55:16;56:1 | Country (1) | deal (2) | director (1) |
| coming (6) | considered (1) | 6:7 | $16: 8 ; 18: 15$ | $41: 18$ |
| 28:5;39:19;41:4; | $44: 10$ | County (3) | dealing (1) | Directors (1) |
| 43:5;46:24;47:10 | considering (2) | 6:17,18;12:15 | 53:19 | 2:16 |
| commencing (1) | 47:10;48:21 | county's (1) | debt (3) | discount (1) |
| 2:20 | constituents (1) | 25:19 | 7:12;51:9;52:17 | 31:11 |
| comment (1) | 6:3 | couple (9) | decided (2) | discuss (1) |
| 52:20 | construction (3) | 5:23;6:15;9:25; | 5:19;27:13 | 51:12 |
| comments (1) | 17:6;18:9,20 | 14:11;26:18;30:18; | decision (4) | discussing (1) |
| 38:5 | contingencies (1) | 32:10;36:2;43:20 | 29:13;36:18;44:3; | 8:24 |
| commit (1) | 19:5 | course (11) | 47:4 | discussion (2) |
| 51:9 | contingency (3) | 6:14;32:25;33:9; | decisions (1) | 11:22;48:24 |
| Committed (2) | 16:5;19:8;20:22 | 34:1,18;35:20;40:15; | 5:22 | discussions (2) |
| 7:20;41:10 | continually (2) | 43:3,11;44:25;50:2 | declaration (1) | 24:12;36:3 |
| Common (1) | 33:4;37:16 | courthouse (1) | 15:7 | dismantling (1) |
| 27:2 | continue (3) | 6:18 | decode (1) | 19:17 |
| communication (1) | 19:3;39:2;47:1 | cover (2) | 28:3 | District (3) |
| $29: 12$ | continued (1) | 18:22;41:8 | deep (1) | 2:17;6:24;26:2 |
| Community (5) | 48:24 | Co-Working (15) | 8:25 | doable (1) |
| 2:17;27:8;41:19; | continuing (2) | 26:16;27:12,17,23; | deficiencies (1) | 16:3 |
| 48:10;49:22 | 28:20;40:20 | 30:17;31:7;32:25; | 11:15 | $\boldsymbol{\operatorname { d o g }}$ (1) |
| companies (4) | contracting (1) | 33:10,12,14,22;34:10; | definitely (1) | 42:2 |
| 28:24;33:5,5;51:22 | 32:19 | 35:11;45:18;57:9 | 53:18 | dollar (2) |
| company (6) | contractor (7) | Cox (22) | deliberate (1) | 18:18;38:8 |
| 18:4;21:14;30:14,14; | 6:10;11:10;18:8,10, | 2:5;3:6,7,24;4:5; | 51:14 | done (17) |
| 45:19;51:9 | 12,20;19:16 | 12:7,12;13:8;20:1,11; | demand (1) | 9:22;11:5,8;18:16; |
| competitive (3) | contribution (2) | 23:4,13,14;29:23;30:1; | 35:10 | 19:1,13;20:6;21:15; |


| 27:18;37:21;40:21; | efficient (1) | entirely (1) | execute (4) | 31:25 |
| :---: | :---: | :---: | :---: | :---: |
| 43:24;48:17;52:9,13, | 19:2 | 9:4 | 50:25;56:10,11,12 | fail (1) |
| 14;57:15 | eight (2) | entity (4) | executive (5) | 50:11 |
| doubles (1) | 25:8;42:23 | 18:7;47:13;48:8; | 4:4,17;5:20;50:23; | fair (1) |
| 45:7 | Either (2) | 55:12 | 56:10 | 38:24 |
| down (3) | 51:17;52:18 | entrance (2) | exhaust (2) | fairly (2) |
| 20:5;39:19;52:14 | elevate (1) | 11:20,25 | 18:24;22:1 | 17:6;43:15 |
| downtown (43) | 12:5 | entrepreneurs (2) | exhibition (1) | fall (2) |
| 4:25;6:3;17:18; | else (3) | 26:22;38:2 | 5:9 | 18:4;37:23 |
| 26:18,20;27:7,10,14, | 15:15;47:10,14 | entrepreneurship (4) | existing (4) | falls (1) |
| 16;28:7,9,11,14,16,21; | e-mail (1) | 33:2,7,8;48:2 | 10:1;11:1;21:18; | 9:25 |
| 29:1,22;32:24,25;33:3, | 25:14 | environmentally (2) | 29:12 | familiar (1) |
| 10,22,23;34:6,17,17; | employee (2) | 22:3,6 | expansive (1) | 37:3 |
| 35:15,16;36:1;39:2,3, | 41:21,23 | equally (1) | 48:11 | fan (2) |
| 3;40:12;42:4;45:20; | employees (3) | 5:5 | expense (2) | 12:3;22:1 |
| 48:1,12,14;49:18; | 28:23,25;39:24 | equipment (9) | 36:6;37:19 | fans (1) |
| 52:13;53:25;54:1,2 | employers (1) | 18:15;19:1;20:25; | expenses (1) | 18:24 |
| draw (3) | 52:11 | 21:3,3,4,6,9,16 | 41:9 | far (3) |
| 11:17;24:20;51:3 | enable (1) | especially (1) | expensive (2) | 8:4;43:8;46:8 |
| drive (1) | 52:12 | 14:20 | 30:8;44:1 | fast (1) |
| 24:25 | encourage (1) | essentially (1) | experience (3) | 43:17 |
| dual (1) | 34:4 | 38:25 | 12:6;22:18;24:5 | fault (1) |
| 30:13 | encouraging (1) | estate (1) | explore (1) | 15:8 |
| due (1) | 33:22 | 33:3 | 34:18 | favor (3) |
| 43:24 | end (5) | et (1) | expo (1) | 4:1,7;26:9 |
| E | 19:15;21:20;44:2,5; | 20:20 | 13:4 | feasibility (1) |
| E | $50: 21$ energy (2) | etc (1) $13: 16$ | extend (4) $4: 22 ; 10: 6 ; 35: 22$ | features (2) |
| eager (2) | 6:23;47:24 | Euclid (1) | 50:22 | 21:24;22:11 |
| 40:10;43:11 | engaged (2) | 6:7 | extended (1) | February (1) |
| earlier (2) | 32:15;35:21 | even (8) | 4:16 | 7:25 |
| 9:23;38:5 | engineer (1) | 12:6;15:1;20:3;32:4; | extends (1) | feel (5) |
| early (3) | 16:12 | 36:22;38:8;46:8;52:25 | 10:13 | 15:23;28:8,13;48:20; |
| 18:3;38:3,3 | engineering (1) | events (2) | extension (1) | 55:12 |
| easier (2) | 40:22 | 33:22;36:1 | 4:20 | fees (3) |
| 38:9;42:13 | enhance (1) | eventually (1) | extensions (2) | 18:17,17;20:16 |
| easiest (2) | 5:1 | 12:21 | 45:6,9 | feet (3) |
| 31:22;32:5 | enhancements (4) | everybody (1) | extensive (1) | 15:21,22;34:20 |
| easy (1) | 11:7;13:10,11,13 | 22:19 | 27:24 | few (3) |
| 25:4 | enhances (1) | everybody's (1) | extent (1) | 10:8;15:21;34:25 |
| eating (2) | 24:5 | 24:17 | 27:5 | FF\&E (1) |
| 39:6,7 | enjoy (1) | everyone (1) | extra (3) | 36:9 |
| Eckbo (3) | 7:4 | 26:15 | 8:3;22:8;54:21 | figure (5) |
| 13:3,4,5 | enjoys (1) | evolved (1) | extraordinary (1) | 24:2,5;42:1;45:22; |
| economic (2) | 38:6 | 45:19 | 6:1 | 49:19 |
| 25:2;28:15 | enormously (1) | ex (3) | extravagant (2) | fill (1) |
| economically (2) | 25:5 | 10:9;11:17;15:19 | 16:7;47:5 | 42:20 |
| 10:24;14:3 | enough (4) | exactly (1) |  | filling (2) |
| economics (1) | 18:21;30:13,14; | 57:24 | F | 28:19,20 |
| 37:4 | 53:17 | example (2) |  | final (1) |
| economies (2) | enter (1) | 15:3;33:16 | face (1) | 5:22 |
| 33:17;36:16 | 35:1 | exception (1) | 14:1 | finalize (4) |
| economy (3) | entering (1) | 27:24 | facilitate (1) | 8:8;29:15;56:11,12 |
| 5:1;26:20;33:2 | 43:16 | excited (3) | 18:8 | finalized (2) |
| economy's (2) | enterprise (1) | 40:9;42:17,25 | Facilities (9) | 6:17;8:15 |
| 7:1,5 | 53:25 | excitement (1) | 2:16;10:9,12,14; | finance (3) |
| Edmund (6) | entertain (1) | 47:23 | 11:1,7,19,21;12:15 | 7:4,22,24 |
| 2:6;3:16;23:11; | 46:5 | exciting (1) | facility (8) | financial (1) |
| 42:21;48:22;56:22 | entertainment (1) | 37:13 | 5:7,17;10:1,18;13:6, | 7:7 |
| effectively (1) | 39:20 | exclusively (1) | 14;16:9;19:2 | financing (1) |
| 27:14 | entire (5) | 55:20 | fact (1) | 5:12 |
| efficiency (1) | 6:23;9:18;12:21; | excuse (1) | 7:24 | find (2) |
| 21:17 | 14:19;33:23 | 34:5 | fad (1) | 16:14,15 |


| $\begin{aligned} & \text { finding (4) } \\ & 30: 10,11,15 ; 31: 25 \end{aligned}$ | $28: 16 ; 33: 23$ | $\begin{aligned} & 50: 3 \\ & \text { Gentlemen (2) } \end{aligned}$ | H | $\begin{aligned} & \text { 21:17;22:1;30:25; } \\ & \text { 37:6;39:17 } \\ & \text { highest }(\mathbf{1}) \end{aligned}$ |
| :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  |
| fine (1) | $\begin{aligned} & 5: 16 ; 7: 3 ; 14: 14 ; 41: 9 \\ & 50: 25 \end{aligned}$ | $\begin{array}{r} 26: 13 ; 52: 18 \\ \text { geography (1) } \end{array}$ |  |  |
| 22:20 |  |  | Haga-Blackman (20) | $35: 10$ |
| finish (1) | found (2) | 9:8 | $2: 11 ; 3: 6,8,10,12,14,$ | Hill (8) |
| 18:10 | 19:20;27:12 | given (2) | $16 ; 23: 11,13,15,17,19$ | 2:7;3:14,15;23:19 |
| firm (1) | fountain (1) | 18:6,14 | 21;56:22,24;57:1,3,5,7; | 20;55:5;57:5,6 |
| 32:21 | 13:3 | giving (3) | $58: 3$ | hired (1) |
| first (7) | fountains (2) | $\begin{aligned} & 31: 11 ; 45: 23 ; 47: 11 \\ & \text { glad (1) } \end{aligned}$ | hall (5) | 6:9 |
| 14:11;15:17;16:23; | 12:11;13:5 |  | $5: 9 ; 10: 9,14 ; 11: 17$ | historic (1) |
| 31:9;46:25;49:13; 54.11 | four (3) | $37: 7$ GIenn (3) | $16: 9$ | $12: 10$ |
| 54:11 | 33:21;47:7,12 | Glenn (3) | halls (1) | historical (1) |
| fit (2) | fourth (4) | $13: 22 ; 14: 6 ; 17: 20$ | $15: 19$ | 6:10 |
| 30:13,14 | 27:25;33:19;35:1,10 |  | hand (1)$7: 11$ | hitting (1) |
| fits (1) | frank (1) | $34: 13$ <br> globally (1) |  | $39: 12$ |
| 27:23 | 37:3 | globally (1) | $\begin{array}{\|c} \hline \text { handle (1) } \\ 17: 7 \end{array}$ | hockey (1) |
| five (1) | freelancers (1) | $32: 2$ |  | $13: 15$ old (2) |
| fix (1) | 34:12 <br> friendly (4) | $19: 8$ | happen (7) <br> 11:23;38:7;40:25; | $20: 7 ; 22: 22$ <br> home (1) |
| 24:6 | 22:4,6,13;55:16 | $\begin{aligned} & \text { goes (2) } \\ & 12: 14 ; 20: 8 \end{aligned}$ | 43:12;46:8;49:5;51:18 |  |
| fixed (1) | front (3) |  | happened (1) | 39:9 home-grown (1) |
| 56:5 | 12:14;41:19,24 | good (5) | $10: 8$ | home-grown (1) |
| $\begin{aligned} & \text { Fletcher (5) } \\ & 2: 2 ; 3: 10 ; 9: 23 ; 23: 21 ; \\ & 57: 7 \end{aligned}$ | fulfills (1) | $\begin{aligned} & 4: 18 ; 10: 15 ; 17: 7 \\ & 35: 24 ; 53: 20 \end{aligned}$ | happening (4) | $33: 6$ |
|  | $\begin{array}{r} 33: 6 \\ \text { full (4) } \end{array}$ | $\begin{gathered} \text { 35:24;53:20 } \\ \text { governmental (1) } \end{gathered}$ | $\begin{aligned} & 10: 4 ; 25: 20 ; 32: 2 ; \\ & 51: 7 \end{aligned}$ | hope (1) |
| $\begin{aligned} & \text { Fletcher's (1) } \\ & 54: 5 \end{aligned}$ | $\begin{aligned} & 9: 2 ; 40: 23 ; 51: 25 ; \\ & 54: 25 \end{aligned}$ | $\begin{aligned} & 55: 11 \\ & \text { GRABSKI (4) } \end{aligned}$ | happens (1) | hoping (1) |
|  |  |  |  | 39:25 |
| flexibility (2) | full-time (1) | 14:6,6;15:5,17 grand (3) | happily (1) | hotel (3) |
| 38:1;44:3 | 41:23 | grand (3) | 23:4 | 11:12;14:12;15:4 |
| floats (1) | fun (1) | $41: 11 ; 51: 16,17$ | happy (1) | hotels (3) |
| floor (11) | funding (1) | grant (10) <br> $44 \cdot 9 \cdot 48 \cdot 21 \cdot 49 \cdot 8,11$ | 29:21 | 15:24;17:18;34: |
|  |  | $\begin{aligned} & 44: 9 ; 48: 21 ; 49: 8,11 ; \\ & 50: 2 ; 53: 24 ; 54: 13,18, \\ & 19 ; 56: 15 \end{aligned}$ | hard (4) | hour (1) 2.20 |
| 19:18,19;27:25;30:13; | funnel (1) |  | harder (2) | hours (1) |
| 31:24;35:1,10 | 29:22 | granted (1) | $32: 1 ; 33: 4$ | 6:19 |
| floors (2) | furnishing (1) | 4:22 | head (2) | house (1) |
| 33:19;45:19 | 36:9 | granting (1) | 14:8;46:16 | 20:19 |
| $\begin{aligned} & \text { low (7) } \\ & 7: 4,16 ; 40: 3,7 ; 46: 11 \text {; } \\ & 50: 7,20 \end{aligned}$ | $\begin{aligned} & \text { furnishings (1) } \\ & 36: 7 \end{aligned}$ | $\begin{gathered} 54: 21 \\ \text { great (10) } \end{gathered}$ | hear (4) | hundred (1) |
|  |  |  | $\begin{aligned} & 8: 22 ; 13: 3 ; 37: 8 ; \\ & 47: 21 \end{aligned}$ |  |
| fly (1) | $36: 4,6,10,11,15,16$ | $\begin{aligned} & 13: 19 ; 18: 15 ; 28: 6 ; \\ & 30: 10 ; 35: 5,8 ; 38: 13 \\ & 40: 4 ; 44: 6 ; 49: 17 \end{aligned}$ |  | I |
| 51:12 |  |  | $\begin{aligned} & \text { heard (4) } \\ & 17: 6 ; 27: 5 ; 30: 11 ; \end{aligned}$ | ice (12) |
| focal (1) | further (3) | ground (1) | $\begin{aligned} & \text { 17:6;27:5;30:11; } \\ & 55: 6 \end{aligned}$ |  |
| 33:8 | $5: 20 ; 19: 6$future (3) |  | heartburn (3) | 7:22;10:3,4;16:5,20; |
| focuses (1) |  | grounds (2) | 53:17,19,24 | 17:23;18:5;19:16; |
| 22:19 | 14:23;22:9;44:23 | 12:8;13:2 | held (1) | 20:19,25;21:6,14 |
| $\begin{gathered} \text { focusing (1) } \\ 38: 11 \end{gathered}$ | G | $\underset{54: 1}{\operatorname{group}} \mathbf{( 1 )}$ | $2: 17$ help (12) | $\begin{aligned} & \text { idea (3) } \\ & 16: 17 ; 44: 10 ; 55: 19 \end{aligned}$ |
| fold (1) |  | grow (2)$37: 22 ; 52: 2$ | $5: 16 ; 6: 19 ; 18: 10$ | ideas (2) |
| 14:11 | garage (6) |  | 24:2,13;25:16;32:16; | 15:5;25:14 |
| folks (10) | $\begin{aligned} & 6: 18 ; 11: 11,11 ; 16: 6, \\ & 10 ; 25: 20 \end{aligned}$ | $\begin{aligned} & 37: 22 ; 52: 2 \\ & \text { growing (1) } \end{aligned}$ |  | identified (1)27:18 |
| 32:16;34:16;36:8; |  | $\begin{gathered} 33: 12 \\ \text { growth (2) } \end{gathered}$ | $\begin{aligned} & 36: 15 ; 42: 1 ; 45: 22 ; 46: 2, \\ & 8 \end{aligned}$ |  |
| 40:12,25;41:24;42:4, | garages (1) |  | helped (2) | $\begin{array}{\|l} \text { identifying (1) } \\ 24: 3 \end{array}$ |
| 24;48:3;54:1 | $11: 22$ | $14: 21 ; 48: 13$ | 33:15;44:10 |  |
| follow (1) | general (3) | $\begin{array}{\|r} \hline \text { guarantee (2) } \\ 39: 15 ; 40: 15 \end{array}$ | $\begin{gathered} \text { helpful (1) } \\ 24: 17 \end{gathered}$ | Immediately (1) |
| 48:22 following (1) | generally (1) |  |  |  |
| following (1) |  | guess (2) | helping (3) | immensely (1) |
| foot (1) | $8: 23$ | 13:18;55:23 guys (9) | 5:1;6:8,8 helps (1) | $42: 25$ |
| $33: 14$ football (1) | $\begin{gathered} 7: 15 ; 9: 20 \\ \text { generated (1) } \end{gathered}$ | $\begin{aligned} & 9: 8 ; 27: 5,12 ; 36: 4 \\ & 40: 21 ; 43: 18 ; 49: 4 \\ & 53: 24 ; 57: 14 \end{aligned}$ | $28: 13$ | 42:17 |
| $\begin{gathered} \text { football (1) } \\ 13: 16 \end{gathered}$ |  |  | high (3) | important (5) |
|  | $\begin{aligned} & \text { generated (1) } \\ & 14: 22 \\ & \text { generous (1) } \end{aligned}$ |  | 8:23;9:6;38:23 | 33:1,10;42:9;53:16; |
| footprint (2) |  |  | higher (5) | 54:1 |


| impressed (1) | 22:2 |  | 30:7 | 4:18;6:14;7:2;8:1,3; |
| :---: | :---: | :---: | :---: | :---: |
| 57:18 | intended (1) | J | larger (3) | 13:18;22:17;23:3;27:6; |
| 12:19;16:9;25:22 | interest (1) | Jannie (4) | last (5) | 38:9;42:3,6,13,15,18; |
| improvement (3) | 44:17 | Jan:5;3:6;23:13;56:24 | 6:15;18:3;26:15; | 43:25;48:6,24;49:2,6, |
| 15:11;25:12;56:2 | interested (3) | Jannie's (1) | 38:6;48:9 | 7;50:6,12;56:9 |
| improvements (10) | 25:9;29:21;42:16 | $4: 15$ | late (1) | live (1) |
| 5:10;11:23;46:21,25; | interesting (4) | Jeff (2) | 19:14 | 39:2 |
| 54:12;55:6,8,10,10,20 | 6:13;24:12;34:8; | $3: 14 ; 23: 1$ | later (1) | living (1) |
| inaudible (5) | 39:16 | Jeffrey (2) | 14:4 | $9: 5$ |
| 10:10;33:15;37:9; | interior (2) | $2: 7 ; 57: 5$ | launch (2) | Lloyd (1) |
| 42:6;51:21 | 32:21;35:5 | Jesus (1) | 6:4;8:12 | 18:19 |
| incentivize (1) | interlocks (1) | $55: 4$ | launched (1) | loading (1) |
| 31:10 | 22:1 | juncture (1) | 5:25 | 51:8 |
| inclined (1) | into (14) | $48: 16$ | layer (1) | loan (11) |
| 25:25 | $6: 16,23 ; 9: 25 ; 19: 6$ | June (10) | 49:25 | 44:11,13;46:4,12,23; |
| include (2) | 27:13,16;34:5;40:12; | 70:14;8:12,16;19:18; | leaders (1) | 47:1;50:15,19;51:3; |
| 10:10;25:12 | 45:19;46:2;47:6;49:24, | $25: 8,15 ; 29: 16 ; 43: 13$ | $34: 14$ | $53: 22 ; 54: 15$ |
| $\begin{aligned} & \text { included (3) } \\ & 16: 22 ; 19: 3,5 \end{aligned}$ | $\begin{array}{r} 55: 8 ; 57: 19 \\ \text { introduce }(2) \end{array}$ | $14 ; 58: 7$ | $\begin{aligned} & \text { Leah (2) } \\ & \text { 27:11;32 } \end{aligned}$ | loan-grant (1) |
| inclusive (1) | 26:21,25 | K | learned (1) | loaning (1) |
| . 36:8 | invasion (1) |  | 26:16 | 54:22 |
| increase (3) | $48: 1$ |  | lease (10) | lobby (1) |
| $20: 12 ; 23: 6 ; 31: 5$ | invest (4) | 14:15;21:18;22:22; | $29: 15 ; 31: 21,23$ | $10: 17$ |
| increases (1) | 46:25;53:18;55:20; | $28: 9 ; 32: 24 ; 53: 25 ; 54: 1$ | $35: 21 ; 37: 13,14 ; 40: 9$ | local (1) |
| 30:23 increasing (1) | 56:14 | keeping (1) | 41:11;45:6;50:23 | 34:13 |
| increasing (1) | investing (5) | 29:21 | leased (1) | locate (1) $40: 12$ |
| incubating (1) | 48:8;51:20 | $\begin{array}{\|c} \text { keeps }(1 \\ 20: 4 \end{array}$ | leasing (2) | location (2) |
| 51:22 | investment (9) | $\operatorname{keg}(1)$ | 34:20;48:13 | $28: 13 ; 40: 1$ |
| incubator (2) | 11:2;35:12,20;39:23; | $\begin{array}{r} \text { Reg } \\ 51: 25 \end{array}$ | least (1) | locations (1) |
| 51:21,21 | 40:2,14;46:8;47:8; | kept (1) | 7:23 | 18:24 |
| individual (2) | 54:24 | $13: 21$ | leave (1) | long-winded (1) |
| 38:21;46:24 | investments (2) | Keri (1) | 23:25 | 51:5 |
| indoor (1) | 35:13;41:8 | 6:7 | legal (1) | look (9) |
| 13:16 | invited (1) | kind (33) | $32: 20$ | $5: 15 ; 8: 15 ; 10: 2,18$ |
| $\begin{aligned} & \text { industrial-scale (1) } \\ & 21: 1 \end{aligned}$ | 6:5 | $8: 22,23 ; 9: 1,5 ; 16: 4$ | lender (1) | $\begin{aligned} & 11: 7 ; 17: 16 ; 24: 4 ; 27: 17 ; \\ & 52: 8 \end{aligned}$ |
| information (1) | 27:8;31:10;42:24 | 19:9;20:17,20;24:7 | Leo (2) | 52:8 (7) looked (7) |
| 32:22 | Irvin (35) | $32: 7 ; 34: 3 ; 37: 18 ; 38: 6$ | $10: 14 ; 16: 9$ | $9: 17 ; 11: 13 ; 15: 2,17$ |
| infrastructure (1) | $2: 4 ; 3: 3,12,13 ; 6: 21$ | $39: 1,18 ; 42: 20 ; 45: 15$ | less (2) | $20: 17 ; 35: 25 ; 43: 21$ |
| 12:5 | $22: 12 ; 23: 17,18,25$ | $48: 2,8 ; 49: 1,3,3,4$ | $30: 6 ; 46: 9$ | looking (9) |
| $\begin{aligned} & \text { initial (2) } \\ & \text { 32:18:50:9 } \end{aligned}$ | $\begin{aligned} & 26: 6 ; 30: 18 ; 31: 4,15,19 \\ & 32: 10: 35: 23.24: 36: 18 \end{aligned}$ | $53: 11,21,21 ; 54: 5 ; 55: 5$ | level (2) 8:23:9:6 | $\begin{aligned} & 10: 5,21 ; 11: 1,6,19 \\ & 10 \cdot 10 \cdot 14 \cdot 18 \cdot 17 \cdot 14 \end{aligned}$ |
| $\begin{aligned} & 32: 18 ; 50: 9 \\ & \text { initially (1) } \end{aligned}$ | $\begin{aligned} & 32: 10 ; 35: 23,24 ; 36: 18 \\ & \text { 22;37:1;38:5;41:25; } \end{aligned}$ | $57: 19$ | 8:23;9:6 <br> licenses (1) | $\begin{aligned} & 12: 10 ; 14: 18 ; 17: 14 \\ & 34: 9 \end{aligned}$ |
| 9:23 | 48:20;49:10;50:13; | 26:5 | 29:18 | looks (1) |
| initiative (1) | $53: 16 ; 54: 10,18,23$ | knowledge (1) | light (1) | 38:19 |
| $28: 8$ | 55:2,16;56:8,12;57:3,4 | $43: 3$ | 24:11 | loose (1) |
| ink (1) | Irvin's (1) |  | lighting (2) | 48:5 |
| 39:25 | 52:23 | L | 10:16;18:24 | lose (1) |
| innovation (2) | issue (4) |  | limited (2) | 47:8 |
| 33:1,8 | 24:7;42:22;44:19; | lack | 33:4;56:16 | lost (1) |
| innovative (1) | 47:25 | $11: 15$ | line (3) | 51:19 |
| 33:5 | issues (4) | landlord (1) | 17:17,18;37:23 | lot (21) |
| input (1) | 16:8;22:16;24:9; | $44: 24$ | lines (1) | 4:17,21;5:2,11;9:18; |
| $5: 20$ installed (3) | 43:4 item (6) | landscape (5) | 21:7 | 11:10;13:3;17:4;18:25; |
| installed (3) 21:2;36:11, | $\begin{aligned} & \text { item (6) } \\ & 8: 22 ; 17: 23 ; 25: 8,23 ; \end{aligned}$ | $12: 10,22,24 ; 13: 5$ | list (1) $24: 23$ | $\begin{aligned} & 24: 2,8,21 ; 36: 10 ; 37: 21, \\ & 24 ; 45: 16 ; 49: 18,22 ; \end{aligned}$ |
| instead (1) | 26:14;35:11 | landscapes (1) | listen (1) | 52:3;53:23;55:12 |
| 46:19 | items (2) | $12: 17$ | $45: 25$ | lots (1) |
| institutions (1) | 18:13;25:13 | large (1) | lists (2) | 5:8 |
| $34: 13$ |  | $4: 19$ | $9: 21 ; 31: 7$ | love (2) |
| intake (1) |  |  | little (28) | 34:13;42:1 |


| lower (1) | 52:3;54:6 | 5:15;9:9;13:22;21:5; | 33:17 | 37:12 |
| :---: | :---: | :---: | :---: | :---: |
| 22:21 | mayor (2) | 24:17;48:25 | motion (28) | neighborhood (1) |
| lunch (3) | 29:16;43:15 | Mile (2) | 3:23;4:2,4,8,10,12; | 5:13 |
| 39:6,7,8 | McCusker (73) | 5:24;6: | 20:1,2,10,12;22:25; | neighbors (1) |
|  | 2:2;3:1,5,10,11,18 | millennial (2) | :2,6,23;26:7,10;42:7, | $6 \cdot 3$ |
| M | ,14;6:22 | 26:22;39:18 | ;51:5;54:9,10, | nervous (1) |
|  | 8:11,17,21;9:13;10:23; | million (34) | 16,17;55:6;56:14;58:4, | 22:17 |
| magic (1) | 15:13;16:1,17,22;17:1, | 5:13;7:12,18,19,21, | 6 | net (1) |
| 28:4 | 22;18:1;19:11,22; | 21;8:2,2;11:3,4;12:2, | motor (1) | 7:17 |
| main (3) | 20:12;22:24;23:5,10, | 16,16,19,23,25;13:3; | 55:7 | networking (1) |
| 17:17;25:10;34:2 | 21,22,24;25:7;26:4,7, | 16:2,19;17:11,12; | Move (11) | 10:8 |
| maintenance (1) | 11;28:2;29:5,9;32:6, | 18:18;19:4,9;20:13,13; | 3:24;9:10;26:1;32:2; | new (20) |
| 11:5 | 12;35:23;39:4,11,15; | 23:7,7;24:11;33:16; | 40:1;41:9;44:11;47:6; | 5:13;6:16;10:11,11, |
| major (2) | 41:10,13,15;47:3;48:6; | 38:8;42:12,14;51:20 | 50:14,25;57:15 | 16,16,16;11:7,8,12,14, |
| 33:14;37:19 | 49:12;51:5,14;52:21; | million-dollar (3) | moved (1) | $20 ; 12: 4 ; 16: 5 ; 19: 19$ |
| makes (1) | 53:8,14;54:16;55:4,19; | 12:1;16:4;18:6 | 4:5 | 21:16;27:16;35:7;40:1; |
| 46:5 | 56:4,7,13,18,21;57:7,8, | mind (4) | moving (3) | 43:4 |
| makeup (1) | 11,14,23,25;58:4,7 | 20:21;21:18;24:16; | 6:12;14:14;43:17 | news (1) |
| 30:12 | mean (12) | 49:3 | much (12) | 6:5 |
| Making (2) | 14:3,11;39:8,9; | minimum (6) | 7:14;13:5;14:9;15:3; | next (12) |
| 22:3;48:21 | 40:22;41:14;45:15; | 35:22;40:6,24;41:2; | 32:1;37:23;41:4;48:9; | 4:24;7:17,19;9:22, |
| manage (6) | 47:3,20;49:22;53:20; | 46:15;51:16 | 54:4;57:10,22;58:8 | 23;22:15;26:14;32:22; |
| 6:8,25;7:3;9:22; | 54:21 | mistaken (3) | multiple (1) | $34: 7 ; 35: 3,6 ; 43: 16$ |
| 41:16,17 | means (2) | 3:22;31:15;47:20 | 33:13 | NHL (1) |
| manager (3) | 7:18;46:3 | misunderstood (1) | Multipurpose (1) | 21:13 |
| 14:6;18:9;41:19 | mechanisms (1) | 51:24 | 2:16 | nice (2) |
| $\boldsymbol{m a p}(1)$ | 44:4 | mobilize (1) | mural (1) | 7:15;45:17 |
| 28:17 | meet (1) | 19:17 | 35:7 | nicely (2) |
| Mark (8) | 50:21 | model (5) | music (2) | 28:19,20 |
| 2:4,10;3:12;23:17; | meeting (16) | 27:14;34:9;37:3; | 10:13;16:9 | None (1) |
| 31:9;46:23;50:5;57:3 | 2:15;3:2,20;5:9; | 40:6;44:20 | MW (1) | 21:8 |
| market (2) | 8:12;11:16,18,21;12:1; | modern (2) | 32:18 | normally (2) |
| 27:16;51:24 | 15:14,18;22:15;25:9, | 10:9,12 | myself (1) | 46:7;51:12 |
| marketing (1) | 16;29:17;32:18 | modernize (1) | 45:21 | Norris (1) |
| 24:21 | meetings (4) | 13:14 |  | 25:2 |
| markets (2) | 6:1,15;11:14;14:15 | modular (3) | N | north (4) |
| 33:13,14 | MEMBERS (4) | 43:25;44:2;56:3 |  | 6:11;11:12;33:18; |
| Marquez (32) | 2:1;28:25;40:7,11 | modulars (1) | nail (3) | 34:5 |
| $2: 6 ; 3: 16,17 ; 4: 6 ; 13: 1$ | membership (1) | $43: 22$ | 43:6;48:2,18 | notwithstanding (1) |
| $9 ; 14: 25 ; 15: 12 ; 20: 14$ | $37: 22$ | money (16) | name's (2) | 36:22 |
| 15;21:9,13;22:3;23:11, | mention (1) | 6:25;7:14;10:19; | 9:11;27:6 | Nuevo (17) |
| 12;28:23;34:19,23; | 12:7 | 18:22;37:2;39:2;40:23; | natural (1) | 2:16;5:6;6:5,24; |
| 39:22;40:21;41:4,21; | mentioned (3) | 44:9;45:24;46:10,25; | 34:15 | 7:10;8:12;9:19;11:2; |
| 46:13;49:8;51:1;54:21, | 13:11;30:25;45:17 | 47:11;48:22;50:18; | nature (2) | 18:7,19;25:22;28:1,8, |
| 25;55:3,18;56:17,22,23 | Mesh (1) | 51:10;53:11 | 5:15;8:24 | 10;35:16;38:6;53:5 |
| master (1) | 32:19 | month (11) | near (1) | Nuevo's (2) |
| 11:20 | met (2) | 7:25;26:16;29:24,25; | 12:13 | 4:21;48:18 |
| match (9) | 6:2;8:6 | 30:2,5;31:12,12;34:16; | nearly (1) | number (16) |
| $52: 24 ; 53: 9,10 ; 54: 14$ | Meyers (4) | 38:20;46:16 | 25:18 | $20: 6 ; 22: 18,19 ; 27: 8$ |
| $19,23 ; 55: 1,22 ; 56: 16$ | 7:10,10;8:14,20 | months (7) | need (23) | $30: 25 ; 31: 1 ; 32: 15$ |
| matching (2) | mic (1) | 7:15,17;35:17;38:20, | 3:22,23;4:4;9:13; | 34:19;35:25,25;40:6; |
| 49:4;54:6 | 9:14 | 22;42:23;45:25 | 10:15;11:18;17:17; | 46:5,19;49:2;53:9,9 |
| math (1) | Michael (10) | more (22) | 19:1,22;24:19;33:3; | numbers (7) |
| 35:16 | 8:21;9:11;12:7; | 12:6,20;13:5;15:1, | 38:14;39:24;40:24; | 15:6;17:5;35:19; |
| matter (1) | 15:13;16:1;21:5;22:23; | 11;16:12;17:8;22:6; | 44:13;45:5;46:15; | 37:5;38:25;40:17; |
| 4:24 | 23:25;24:18;25:7 | 24:25;28:15;30:9; | 48:17;51:23,25;52:1; | 42:10 |
| May (11) | $\begin{gathered} \text { mid-convention (1) } \\ 24 \cdot 2 \end{gathered}$ | $\begin{aligned} & 33: 22 ; 34: 4 ; 38: 6 ; 44: 1 ; \\ & 46 \cdot 7 \cdot 48 \cdot 10 \quad 11 \cdot 49 \cdot 25 \end{aligned}$ | 53:2;56:8 needs (6) | 0 |
| $\begin{aligned} & 2: 20 ; 4: 19,20 ; 7: 13 \\ & \text { 8:1:9:4:32:13:36:2 } \end{aligned}$ |  | $50: 6 ; 52: 3 ; 53: 22$ | $9: 22: 11: 8: 18: 1$ | O |
| 40:12;46:25;51:18 | 19:12;52:4 | Morrissey (1) | 21:1;33:6;40:13 | obviously (5) |
| maybe (9) | mid-size (1) | 32:18 | negotiate (3) | 5:24;14:14;19:6; |
| 36:4;39:10;46:20 | $33: 13$ | most (5) | $37: 16 ; 46: 22 ; 47: 18$ | 32:23;46:21 |
| $48: 20 ; 50: 6 ; 51: 10,18$ | might (6) | 4:25;5:4;27:9;31:21; | negotiating (1) | o'clock (1) |

Rio Nuevo

| 3:2 | opportunity (5) | panels (1) | 17:15 | precautions (1) |
| :---: | :---: | :---: | :---: | :---: |
| off (5) | 4:22;28:6;47:24; | 18:23 | phased (2) | 22:8 |
| 14:8;30:21;35:1; | 48:5,12 | parking (12) | 11:2;21:19 | precedent (2) |
| 38:4;43:7 | opposed (3) | 5:8,8;11:22;15:14; | picture (1) | 45:23;47:15 |
| offer (3) | 31:12;43:7;50:8 | 16:6,10;25:13;33:24; | 9:17 | prepared (3) |
| 25:24;38:1;53:8 | option (6) | 39:5;49:20;52:10,12 | pictures (1) | 9:4;15:7;57:19 |
| offered (2) | 16:15;31:13;43:21; | part (10) | 34:25 | preplanning (1) |
| 5:16;53:10 | 44:15,16;53:14 | 4:19;11:6;16:23; | piece (2) | 43:17 |
| offerer (1) | options (5) | 19:1;21:25;29:9;36:12; | 37:15;38:7 | PRESENT (4) |
| 26:22 | 17:4;32:24;35:22; | 37:13;42:15,23 | Pima (1) | 2:1,9;3:18;8:8 |
| office (7) | 45:5;56:2 | particular (2) | 6:17 | presentation (3) |
| 27:21;30:12,15; | oral (3) | 47:14;48:16 | place (2) | 16:23;27:4;57:18 |
| 31:24;34:12;40:13; | 8:19;23:9;58:3 | partner (6) | 14:21;53:1 | presented (2) |
| 48:10 | order (3) | 27:11;32:16;34:13, | plan (9) | 8:16;25:23 |
| officers (2) | 3:2;40:7;48:18 | 15;41:7;53:3 | 11:20;14:15;25:12, | pretty (5) |
| 50:24;56:10 | ordinances (1) | partners (1) | 16;27:13;31:24;33:18; | 7:14;16:3;35:8; |
| offices (5) | 6:6 | 16:16 | 43:19;52:7 | 37:23;39:4 |
| 30:5;31:17;32:4; | organization (1) | parts (1) | planned (1) | prevents (1) |
| 35:10;36:11 | 44:11 | 34:5 | 4:21 | 42:22 |
| offset (1) | organized (1) | part-time (1) | planning (1) | previous (3) |
| 53:5 | 25:3 | 41:23 | 27:21 | 10:7;27:21;30:2 |
| old (3) | original (2) | passed (6) | plant (9) | price (3) |
| 10:19;19:17,18 | 19:3;20:10 | 4:2,8,12;23:23; | 7:22;10:3;18:5; | 18:5;31:8,13 |
| once (4) | originally (3) | 26:10;58:6 | 19:16,17;20:19;21:1, | prices (2) |
| 14:13;29:17;50:8,23 | 4:21;18:14,18 | passes (2) | 14;22:9 | 17:6;37:23 |
| one (22) | ought (1) | 23:24;26:11 | play (3) | pricing (2) |
| 8:6;10:1,22;11:9,14; | 46:1 | past (1) | 42:18,19;44:4 | 18:12;37:20 |
| 16:10,10,12,12;17:10; | ours (1) | 53:21 | plaza (4) | primary (1) |
| 21:18;29:3,19;37:18; | 46:9 | pay (1) | 5:8;12:11,13;16:9 | 29:19 |
| 41:3;43:3;44:25;45:4, | out (28) | 51:10 | please (1) | principal (1) |
| 19;49:25;50:10;56:2 | 10:13;11:15;12:2; | paying (6) | $25: 14$ | $9: 12$ |
| one-half (1) | 16:1;18:4,7;19:19; | 28:9;29:23,24;30:1; | pleasure (1) | priorities (3) |
| 26:1 | 20:18;21:19;24:2,18; | 31:6;39:5 | 24:15 | 5:24;9:21;17:21 |
| one-time (1) | 27:12;32:16;33:15; | penciled (1) | pledge (2) | priority (3) |
| 35:20 | 35:14;37:19;42:1,13; | 16:1 | 3:3,4 | 5:6;6:12;9:7 |
| one-year (1) | 43:2,22;44:1,9;45:18, | people (15) | plus (3) | private (6) |
| 31:11 | 22;49:19,25;50:17,19 | 5:5;29:1;31:6,8,10, | 27:20;33:13;34:11 | 16:15;30:5,6;32:1,3; |
| ongoing (2) | outlined (1) | 20,25;32:24;36:1;37:6, | pm (2) | $46: 24$ |
| 10:3;11:4 | 15:14 | 24;39:1,19;45:23;47:4 | 2:20;58:9 | probably (12) |
| only (10) | outside (2) | percent (3) | point (9) | 4:16,17;5:19;9:13; |
| 18:14;20:24;33:4; | 18:25;32:25 | 15:11;16:4;40:18 | 14:13;19:19,20;33:8; | 16:11;19:18;24:10; |
| 36:15;40:11;43:7,7; | outstanding (1) | percentage (3) | 37:16,24;40:4;52:23; | 25:10,15;46:4,6;47:6 |
| 49:25;53:3;55:25 | 57:20 | 13:23,24;14:9 | $53: 3$ | problem (1) |
| open (4) | over (14) | perfectly (1) | pointed (1) | $22: 21$ |
| 6:18;31:24;38:12; | $6: 3 ; 8: 1,14 ; 9: 22$ | 30:16 | 11:15 | problems (1) |
| 49:14 | 17:24;23:3;29:10;31:5, | performance (1) | point's (1) | 51:23 |
| opened (1) | 16;45:20;47:6;50:8; | 8:5 | 55:9 | process (4) |
| 31:9 | 54:6;57:18 | perhaps (1) | popular (1) | 8:7;18:8,10;43:17 |
| opening (4) | overall (3) | 27:16 | 34:10 | produce (1) |
| 25:19;27:17;40:19; | 11:13;26:20;54:2 | period (2) | population (2) | $50: 7$ |
| 43:13 | overlay (2) | 36:21;50:23 | 39:16;40:12 | produces (1) |
| operating (2) | 6:4,6 | permitting (1) | possibility (1) | 25:2 |
| 41:9;51:12 | own (3) | 18:17 | 5:10 | profile (1) |
| operation (1) | $13: 21 ; 20: 25 ; 44: 22$ | perpetuating (1) | possibly (1) | 35:4 |
| 49:23 | owned (4) | 33:17 | 39:24 | Project (24) |
| operational (1) | 27:6,19;47:17;56:2 | person (1) | post (1) | 6:2,9,12;10:3,11:9; |
| $41: 3$ Operations (3) | P | $\begin{gathered} 39: 9 \\ \text { personally (1) } \end{gathered}$ | 36:23 <br> potential | $\begin{aligned} & 12: 2 ; 18: 22 ; 19: 2,6,13 \\ & 21: 21 ; 24: 3 ; 27: 1 ; 29: 13 \end{aligned}$ |
| $2: 11 ; 41: 18 ; 42: 4$ | P | $53: 17$ | 14:21;48:14 | 37:14;42:25;43:1,6,12, |
| operators (1) | pace (1) | perspective (7) | potentially (3) | 17;48:19;51:18;53:5; |
| 29:20 | 49:25 | 4:18;5:2;9:17;24:17; | 10:13;11:22;12:4 | 56:15 |
| opportunities (1) | paid (1) | 46:3;52:25;56:5 | Praise (1) | projection (1) |
| 48:13 | 7:13 | phase (1) | 55:4 | 40:18 |


| projections (2) 50:4,20 | Q |  | replacing (1) | $\begin{gathered} 57: 10 \\ \operatorname{rink}(2) \\ 16: 6,18 \end{gathered}$ |
| :---: | :---: | :---: | :---: | :---: |
|  |  | $\begin{gathered} \text { ecent } 1 \\ 29: 14 \end{gathered}$ | $\begin{aligned} & \text { replacing (1) } \\ & \text { 18:24 } \\ & \text { report (1) } \\ & 7 \cdot 7 \end{aligned}$ |  |
| projects (8) |  | recently (2) |  |  |
| 5:14;7:4,20;8:4,24; | quality (2) | $\begin{aligned} & 5: 25 ; 6: 2 \\ & \text { recess }(2) \end{aligned}$ | Reporter (1) | Rio (19)$2: 16 ; 4: 21 ; 5: 6 ; 6: 5$, |
| $9: 10 ; 16: 13,15$ | 21:2;22:1 |  |  |  |
| project's (1)$28: 13$ | quarter (3) | $\begin{aligned} & 4: 4,9 \\ & \text { recommend (1) } \end{aligned}$ | $\begin{aligned} & \text { 2:19 } \\ & \text { representative (1) } \end{aligned}$ | $\begin{aligned} & 24 ; 7: 10 ; 8: 12 ; 9: 19 \\ & 11: 2 ; 18: 6,19 ; 25: 22 \end{aligned}$ |
|  | $38: 7 ; 42: 12,14$ |  |  |  |
| promote (1) | quick (1) | $\begin{aligned} & \text { 46:18 } \\ & \text { recommendation (1) } \end{aligned}$ | 27:9 | $\begin{aligned} & 28: 1,7,10 ; 35: 16 ; 38: 6 ; \\ & 48: 17 ; 53: 5 \end{aligned}$ |
| $34: 16$ properly (2) | $25: 9$ |  | reputation (2) | 48:17;53:5 |
| properly (2) 13:15;17:9 | quickest (1) | 46:14 <br> recommendations (1) | $33: 9,11$ request (2) | 18:9;46:7,10;49:7, |
| properties (1)$9: 18$ | quickly (6) | $\begin{aligned} & 9: 8 \\ & \text { reconvene (2) } \end{aligned}$ | $\begin{aligned} & \text { 42:11;52:19 } \\ & \text { require (1) } \end{aligned}$ | $\begin{aligned} & 21 ; 52: 24 ; 53: 4,5,20 \\ & 54: 3,4 \end{aligned}$ |
|  | 32:9,9;44:11;49:24; |  |  |  |
| property (4) | $57: 15,15$ | 4:11,12 redo (3) | 51:6 | risky (1) |
|  | quiet (1) | redo (3) | required (1) | $52: 17$ |
| $\begin{gathered} 54: 12 \\ \text { proposal (1) } \\ 25: 21 \end{gathered}$ | $\begin{gathered} 52: 1 \\ \text { quite (1) } \end{gathered}$ | $21: 7 ; 22: 24 ; 23: 2$ | 36:23 | roll (3) 3 5;23:10;56:21 |
|  | $9: 4$ | 19:8;43:2 | 41:2 | room (1) |
| $\begin{gathered} \text { 25:21 } \\ \text { propose }(\mathbf{1}) \end{gathered}$ | $\begin{array}{\|c} \hline \text { quote (1) } \\ 20: 21 \end{array}$ | $\begin{array}{\|c} \text { reference (1) } \\ 34: 21 \end{array}$ | requirements (2) 44:8;50:16 | 15:14 |
| 20:8 |  |  |  | rooms (6) |
| proposed (1) $46: 19$ | R | $\begin{gathered} \text { refrigerant (2) } \\ 21: 19,23 \end{gathered}$ | $\begin{aligned} & \text { research (3) } \\ & 28: 10 ; 31: 23 ; 37: 21 \end{aligned}$ | 5:9;11:14,16;12:1; |
| proposition (1)48:15 |  |  | $\begin{gathered} \text { reserves (1) } \\ 7: 13 \end{gathered}$ | Rothschild (1) |
|  | R22 (3) | $\underset{32: 7}{\operatorname{regroup}}$ (1) |  | 32:20 |
| protect (1) | 21:18,19;22:6 | relate (1) | response (3) | rough (2) |
| 39:23 |  | 9:3 | 8:19;23:9;58:3 | 35:19;38:25 |
| protected (1) | 11:18;53:13 | relates (1) | rest (2) | roughly (1) |
| 45:10 | $\underset{53: 11}{\text { raising (1) }}$ | 10:8 | 12:19,25 | 30:24 RPR |
| protecting (1) |  | relatively (1) | restaurant (2) | RPR (1) |
| protection (1) | $10: 23 ; 49: 1$ | release (1) | restoration (2) | run (2) |
| 40:16 |  | 25:16 | 12:24;17:10 | 5:3;45:23 |
| protects (1) | $52: 5$ <br> rather (1) | relocate (2) | restore (1) | running (4) |
| 40:2 |  | 6:10;47:4 | 12:16 |  |
| proud (2) | $43: 22$ <br> reach (1) | remain (1) | retail (3) | $42: 5$ |
| 35:14;49:18 provision (1) |  | $\begin{gathered} 5: 17 \\ \text { remainder } \end{gathered}$ | retain | S |
| provision (1) 56:9 | $16: 4$ <br> reached (1) | remainder (1) |  | saddle (1) |
| proviso (1) | reached (1) 18:4 | remaining (1) | $7: 14$ retained (1) |  |
| 55:13 | react (1) | $\begin{array}{\|c\|} \hline 5: 6 \\ \text { remember (1) } \end{array}$ | 32:18 | 52:17 |
| ```public (9) 5:21;6:2;9:2;18:7; 31:8;33:24;45:2;47:13; 48:8``` | 49:12 |  | 27:15 | saddled (1)50:5 |
|  | ready (3) | $\begin{aligned} & \text { 4:20 } \\ & \text { REMEMBERED (1) } \end{aligned}$ |  |  |
|  | 26:13;29:13;38:3real (1) |  | return (2) | safe (1)$19: 2$ |
|  |  | $\begin{aligned} & \text { REMEMBERED (1) } \\ & 2: 15 \end{aligned}$ | 35:18,21 |  |
| Publicly (2) | $33: 3$realistic (1) | remote (2) | revenue (4) | safety (2) |
| 15:6;47:16 |  | $34: 9,12$ renegotiate (1) | 7:25;11:18;35:19,19 | 21:24;22:11 salaried (1) |
| pucker (1) $49: 2$ | realistic (1) $43: 10$ | 46:22 | 14:22 | 41:23 |
| pull (1) | $\begin{aligned} & \text { reality (4) } \\ & 40: 5,5 ; 44: 19 ; 46: 1 \end{aligned}$ | renovate (1) |  |  |
| 9:15 |  | 10:17 | $55: 11$ RFQ (1) | $7: 1 ; 28: 8,10 ; 35: 18,19$ |
| pulling (1) |  | renovations (1) | RFQ18:7Rich (3) | same (8) |
| 27:4 pushing (1) | really (36) | $10: 7$rent (5) |  | $\begin{aligned} & 11: 3,5 ; 17: 19 ; 20: 10 \\ & 39: 18 ; 42: 1 ; 43: 1 ; 48: 8 \end{aligned}$ |
| pushing (1) | $\begin{aligned} & 4: 23 ; 7: 15 ; 10: 11,17, \\ & 19,25 ; 11: 17,18 ; 13: 19 \end{aligned}$ |  | Rich (3)10:14;16:10;42:18 |  |
| $22: 17$ put (14) |  | $25: 13 ; 36: 21 ; 37: 17$ |  | save (1) |
| put (14) | $14: 16 ; 15: 7 ; 16: 6 ; 17: 7$ <br> $24 \cdot 5 \cdot 25 \cdot 2,3,10 \cdot 26 \cdot 19$. | $\begin{aligned} & \text { 45:7;46:16 } \\ & \text { rental (1) } \end{aligned}$ | right (26) | 28:4 |
| 34:25;40:24;44:4,8; | $\begin{aligned} & 24: 5 ; 25: 2,3,10 ; 26: 19 \\ & 28: 6,18 ; 30: 23 ; 33: 1 \end{aligned}$ | 37:5 | 15:20,21,23;17:5,6; | Saving $44: 4$ |
| 46:20;49:6;50:16,18; | $\begin{aligned} & 35: 9 ; 38: 3,22 ; 42: 8,9 \\ & 45: 15,17 ; 47: 22 ; 48: 17 \end{aligned}$ | rents (2)$30 \cdot 20 \cdot 37 \cdot 25$ | $18: 23 ; 19: 12,12 ; 28: 2 ;$$30: 21 \cdot 33 \cdot 2 \cdot 39 \cdot 12,14$ | savings (1) |
| 53:1,2;57:19 |  |  |  | 53:1 |
| putting (3) | $\begin{aligned} & 45: 15,17 ; 47: 22 ; 48: 17 \\ & 50: 5 ; 51: 24 ; 52: 16 ; 54: 3 \end{aligned}$ | 30:20;37:25 | $23 ; 44: 21 ; 46: 11 ; 50: 14$ | saw (1) |
| 24:4;53:19;54:11 | $\begin{aligned} & 57: 20 \\ & \text { received (1) } \\ & 8: 1 \end{aligned}$ | ```46:12 replace (3) 10:3;18:5;27:13``` | $\begin{aligned} & \text { 52:14;53:6;55:23;56:6, } \\ & \text { 7,18 } \\ & \text { RIGHT1 (1) } \end{aligned}$ | $\begin{aligned} & 50: 3 \\ & \text { saying (3) } \\ & \text { 24:19;38:20;39:24 } \end{aligned}$ |
|  |  |  |  |  |
|  |  |  |  |  |


| scale (2) | 38:14 | 20,21,25;17:13;41:16 | 43:16,23;45:2,18;47:5; | steps (1) |
| :---: | :---: | :---: | :---: | :---: |
| 21:2;36:16 | session (5) | sitting (1) | 48:10;49:17;50:5;52:1 | 29:14 |
| scenario (3) | 4:4,17;5:20,21;9:1 | 5:3 | Spaces (8) | step-wise (1) |
| 39:1;40:22;55:14 | sessions (1) | situation (3) | 6:2;27:17;31:20,21, | 50:6 |
| scenes (1) | 24:12 | 49:7;50:1;53:22 | 22;32:3;33:1,14 | still (9) |
| 33:12 | set (4) | six (1) | speak (1) | 17:3;19:11;21:10; |
| schedule (1) | 4:3;45:22;47:14; | 31:11 | 28:5 | 24:14;36:23;38:16; |
| 5:19 | 57:25 | size (4) | speaking (2) | 46:9;53:2;55:1 |
| scope (7) | seven (3) | 15:20,21;24:22;49:9 | 45:21;46:6 | Stone (5) |
| 5:14;8:23;15:13; | 8:22;38:22;42:23 | slide (3) | specific (1) | 6:20;27:19;33:19; |
| 16:24;19:1,4;24:3 | Seventy (1) | 34:7;35:3,6 | 56:1 | 34:4;35:2 |
| scoped (3) | 28:25 | slides (1) | spectrum (1) | stopping (1) |
| 12:2;16:18;17:9 | several (4) | 32:6 | 44:2 | 14:13 |
| scoping (1) | 18:13;21:15;37:12; | slightly (1) | spend (5) | stops (1) |
| 18:11 | 41:19 | 30:9 | 7:19;34:16;35:17; | 20:4 |
| scoreboards (1) | shape (2) | slow (1) | 38:21;39:2 | storefronts (1) |
| 12:4 | 35:5,9 | 20:5 | spending (1) | 25:17 |
| Scott (1) | Sheafe (33) | small (4) | 10:19 | stories (2) |
| 28:19 | 2:3;3:8,9,25;7:8; | 30:13,14;33:5,7 | spent (1) | 45:18;46:1 |
| seating (1) | 19:24;20:2;21:5;22:12, | smaller (1) | 36:1 | Street (3) |
| 10:16 | 20;23:2,15,16;24:16; | 52:19 | spill (1) | 11:11;51:19;52:15 |
| Second (13) | 26:1;39:14;43:20;44:7, | smart (1) | 45:20 | Street-Congress (1) |
| 3:25;4:6;11:6;20:11; | 16,24;45:4,10,12,15; | 52:1 | split (1) | $25: 11$ |
| 22:25;23:7;26:6,7; | 48:11;50:10,14;51:4; | SMG (5) | 25:24 | streets (1) |
| 51:2,6;55:3,18;56:14 | 54:9,15;56:19;57:1,2 | 9:20;11:15;17:20; | spread (2) | 28:19 |
| seconded (6) | sheet (1) | 18:4;24:18 | 7:23;28:20 | stretch (1) |
| 4:2,8,12;23:23; | 16:20 | snuff (1) | spurring (1) | 16:11 |
| 26:10;58:6 | shell (1) | 42:24 | 28:15 | structure (2) |
| Secretary (1) | 37:19 | solution (2) | square (4) | 7:12;37:17 |
| 2:4 | shocked (1) | 33:6;52:18 | 15:21,22;33:14; | struggle (1) |
| section (2) | 26:15 | solutions (1) | 34:20 | 24:10 |
| 6:23;25:22 | shooting (1) | 38:2 | stage (2) | struggled (1) |
| secure (2) | 15:6 | Somebody (3) | 37:13;38:3 | $30: 23$ |
| 5:12;37:14 | shortly (1) | 4:10;41:17;47:10 | standard (1) | struggling (4) |
| security (3) | 6:10 | somehow (1) | 13:6 | 41:25;42:6,9,15 |
| 36:24;37:10,14 | show (2) | 16:12 | standards (3) | stuck (1) |
| seems (2) | $35: 16 ; 39: 1$ | someplace (1) | $10: 10,12 ; 12: 22$ | $38: 16$ |
| $37: 5 ; 38: 22$ | showcases (1) | $51: 23$ | stands (1) | study (5) |
| select (1) | 28:18 | sometime (1) | 13:20 | 5:21;9:1;24:12; |
| 18:7 | shows (1) | 18:3 | start (14) | 39:16,18 |
| selected (1) | 28:10 | somewhere (3) | 14:14;17:18;19:7,16; | stuff (5) |
| $18: 20$ | side (12) | 11:4;15:20;52:18 | 27:9;29:17;30:5,21; | 16:23;24:2;36:13; |
| selecting (1) | 6:11;11:19;16:10; | soon (1) | $32: 8 ; 43: 4 ; 46: 21 ; 49: 1$ | $37: 8 ; 57: 11$ |
| 11:10 | 28:7,14;30:6;33:21; | 8:7 | 2,4 | subject (5) |
| sell (4) | 35:2,4;48:14;49:22,23 | sorry (1) | started (3) | 50:15;54:11;55:21; |
| 14:17;15:25;32:5; | sign (1) | 5:21 | 10:7;11:9;24:18 | $56: 9 ; 57: 11$ |
| 45:16 | 31:8 | sort (6) | starting (4) | subsidies (2) |
| semiprivate (1) | signed (2) | 10:6;43:12;44:5; | 8:5;30:4;42:6;43:2 | 25:13;52:10 |
| 32:3 | 40:9;46:19 | 50:4;52:21;54:6 | startup (1) | subsidized (1) |
| sends (1) | significantly (1) | sound (1) | 56:15 | 52:12 |
| 32:17 | 30:6 | 10:16 | start-up (2) | success (1) |
| sense (5) | signing (1) | sounds (1) | 26:19;51:22 | 45:17 |
| 9:2;46:5;47:25;48:6, | 29:18 | 16:7 | State (1) | successful (1) |
| 12 | similar (2) | south (3) | 2:18 | 52:4 |
| September (2) | 15:2;42:4 | 10:9;11:16;34:5 | status (1) | sudden (1) |
| 19:13,15 | simply (1) | space (46) | 29:5 | 49:2 |
| series (1) | 18:21 | $13: 17,18,19,21,24$ | stay (4) | suggested (1) |
| 9:21 | single (2) | $14: 2 ; 15: 4,14,18,22,23$ | 17:1;37:21;40:8; | 25:24 |
| service (1) | 16:20;29:4 | 26:16,18;27:23;29:2; | 52:13 | suicide (1) |
| 7:12 | sit (2) | 30:2,9,10,12,17;32:1; | step (3) | 51:9 |
| serviced (1) | 19:10;45:25 | 33:10,20;35:5,8,13,14, | 20:15;32:23;57:14 | suited (2) |
| 46:12 | site (8) | 14,22;36:17,19;38:11, | stepping (2) | 30:16;52:24 |
| serving (1) | 10:21;11:23;12:20, | 13;40:5,10;41:2;42:24; | 49:3,24 | summarize (1) |

Rio Nuevo
May 28, 2019

| 56:13 | $\boldsymbol{t a x}(3)$ | 35:21;40:9 | 6:25;16:14;24:5; | 56:16;57:14 |
| :---: | :---: | :---: | :---: | :---: |
| summary (1) | 7:1;28:10;35:19 | TI (4) | 46:7;50:11;51:16; | upcoming (1) |
| 16:2 | tax-based (1) | 46:24;47:1;52:13,14 | 52:17 | 8:4 |
| sunset (1) | 28:8 | ties (1) | trying (5) | update (3) |
| 4:21 | taxed (1) | 55:8 | 8:8;17:15;22:22; | 5:25;10:12;25:9 |
| Sunshine (2) | 24:1 | TIF (1) | 24:2;54:2 | upgrade (3) |
| 5:24;6:4 | taxpayers (1) | 7:25 | Tucson (24) | 10:9,25;15:24 |
| support (4) | 55:15 | timeframe (2) | 2:17,18;4:25;5:3,15; | upgraded (1) |
| 28:1;42:8;44:21; | TCC (11) | 18:9;57:16 | 9:19;24:22;25:2;27:9, | 14:16 |
| 48:18 | 7:22;9:3;10:2;11:1, | times (2) | 20,21;29:15;30:9;33:3, | upgrades (2) |
| supporting (1) | 13;13:21;14:3,7;17:18; | 13:3;38:20 | 20;34:14,15;35:15; | 10:1;13:14 |
| 48:25 | 22:2;24:2 | timing (5) | 43:5;45:2;47:11;48:7; | upon (1) |
| supports (1) | team (2) | 19:11;44:19;47:3,25; | 55:12;57:16 | 50:16 |
| 48:1 | 24:19;32:15 | 48:18 | turn (3) | upper (1) |
| supposed (1) | technology (1) | TI-wise (1) | 45:6;46:2,11 | 12:13 |
| 19:13 | 10:11 | 40:24 | two (4) | urban (1) |
| Sure (21) | tech-wise (2) | today (11) | 7:15;45:19;51:11; | 27:21 |
| 9:11;10:25;17:5,8; | 14:16;15:24 | 5:14,19;6:1,15;12:6; | 52:18 | urgency (1) |
| 18:3;20:24;22:3,8; | teeing (1) | 19:10;28:1;32:4,17; | type (5) | 32:23 |
| 26:4;27:2;30:21;38:10, | 43:13 | 47:19;52:6 | 15:5;20:19;34:14; | urgent (1) |
| 15;39:21;42:20;45:5; | tees (1) | together (1) | 55:7,13 | 19:12 |
| 49:21;51:13;54:8;55:7; | 7:6 | 9:20 | types (1) | use (2) |
| 56:20 | telling (1) | Toole (7) | 41:19 | 6:19;50:7 |
| surer (1) | 45:21 | 6:14,16,19;25:18,20; | typically (1) | used (2) |
| 19:7 | tenancy (1) | 26:2,9 | 31:8 | 20:7;42:2 |
| surprise (1) | 36:12 | top (4) |  | user (1) |
| 20:5 | tenant (7) | 14:8;44:2;47:6; | $\mathbf{U}$ | 30:12 |
| surrounding (1) | 5:17;25:12;29:1; | 57:18 |  | uses (1) |
| 14:4 | 30:16;36:10;55:20; | Toronto (1) | ultimately (1) | 27:24 |
| suspect (1) | 56:2 | 13:20 | 29:3 | using (1) |
| 37:4 | tenants (11) | total (3) | unanimously (8) | 43:22 |
| sustain (1) | 26:17;28:11;29:6,12, | 14:9;34:19;52:25 | 4:2,8,13;23:23,24; | usually (1) |
| 37:22 | 18,21,24;46:15,18; | totally (3) | 26:10,12;58:6 | 7:15 |
| Swaim (2) | 47:8;49:20 | 20:17;25:11;38:24 touch (1) | $\begin{gathered} \text { under (1) } \\ 19: 9 \end{gathered}$ | V |
| 6:8;9:12 | tenure (1) | touch (1) | 19:9 | V |
| $\begin{aligned} & \text { swallow }(\mathbf{1}) \\ & 38: 9 \end{aligned}$ | $\begin{gathered} 5: 6 \\ \text { terms (3) } \end{gathered}$ | $32: 11$ tough (2) | undercapitalize (1) $50: 11$ | vacant (5) |
| Sylvin (1) | 9:21;40:14;50:19 | 14:1;24:9 | understood (1) | 27:20;33:20;47:10, |
| 6:7 | tertiary (1) | toured (1) | 30:20 | 12,16 |
| system (5) | 28:19 | 27:22 | underway (1) | vacation (1) |
| 21:19,22,24;22:2,5 | Thanks (1) | toward (1) | 8:7 | 32:17 |
| systems (1) | 8:17 | 32:2 | unforeseen (1) | validated (1) |
| 10:16 | therefore (1) | towards (2) | 19:20 | 25:13 |
|  | 28:14 | 36:19;54:12 | unique (4) | valuation (1) |
| T | thinking (1) | town (2) | 45:15;47:24;48:6,15 | 33:15 |
|  | 13:21 | 6:2;47:14 | unit (2) | value (2) |
| table (3) | third (2) | traffic (1) | 20:20;25:2 | 16:12,14 |
| 7:9;25:8;51:25 | 33:19;34:25 | 11:17 | University (1) | various (1) |
| tail (1) | THOMAS (1) | transcript (1) | 51:20 | 28:10 |
| 42:2 | 2:18 | 3:20 | Unless (2) | venture (1) |
| talk (6) | thoroughfares (1) | transcripts (1) | 3:21;16:11 | 38:14 |
| 5:14,18;6:14;7:2; | 34:2 | 3:21 | up (53) | verbatim (1) |
| 13:10;52:11 | though (2) | travel (2) | 6:18;7:1,1,6;9:15; | 3:21 |
| talked (5) | 32:10;46:8 | 34:11,12 | 10:19;11:3;12:21;13:6, | verifiable (1) |
| 8:22;15:18;48:7,11, | thought (1) | Treasurer (1) | 12;17:11;18:17,21; | 50:19 |
| 23 | 34:14 | 2:3 | 19:4;20:22;21:5,7; | versus (1) |
| talking (7) | thousands (1) | trend (3) | 22:16,18,22;26:8;27:4, | 15:1 |
| 9:3;13:2;15:20; | 45:25 | 31:24;32:2;34:10 | 9;28:5,17;32:6;35:13; | vet (1) |
| 31:19;34:3;35:9;54:5 | three (1) | true (1) | 37:17;40:1,10;41:5; | 17:4 |
| $\boldsymbol{t a p}(1)$ | 27:20 | 31:21 | 42:24;43:4,13;44:5; | viable (4) |
| 44:1 | threes (1) | truly (2) | 45:19;46:19;48:3,15; | 15:4;24:21;40:6; |
| tasks (1) | $41: 13$ | 14:18;47:24 | $49: 2,6,19 ; 50: 15 ; 51: 3,4,$ | $44: 12$ |
| 9:21 | three-year (2) | $\operatorname{try}(7)$ | $8,21 ; 54: 13,18 ; 55: 1,21$ | viewed (1) |

Rio Nuevo
May 28, 2019

| 9:8 | 19:2 |  | 39:6 | 350 (2) |
| :---: | :---: | :---: | :---: | :---: |
| visibility (1) | west (10) | Y | 150 (1) | 31:3,9 |
| 25:22 | 11:20,25;16:10;27:9; |  | 22:10 | 350-car (1) |
| Visit (3) | 28:7,14;33:21;34:5,5; | year (8) | 150,000 (1) | 11:11 |
| 34:15,17;39:3 | 48:14 | $7: 2,19 ; 21: 20 ; 30: 23$ | 54:20 | 3rd (1) |
| vital (1) | what's (6) | $35: 18,18 ; 41: 11,22$ | 160 (1) | 19:18 |
| 33:7 | $17: 21 ; 18: 21 ; 34: 19$ $40 \cdot 24 \cdot 41: 21 ; 49 \cdot 5$ | yearly (1) | 41:11 <br> 18,000 (1) | 4 |
| volatile (1) |  | 35:21 | 18,000 (1) | 4 |
| vote (2) | 14:21;45:13 | $4: 24 ; 9: 24 ; 10: 8,19$ | 1971 (1) | 4 (1) |
| 55:24;57:8 | who's (3) | $27: 7,20 ; 33: 21 ; 41: 13$ | 13:13 | 17:12 |
| W | 18:20;38:21;41:15 <br> willing (1) | $\begin{aligned} & \text { 45:8;47:13 } \\ & \text { young (1) } \end{aligned}$ | 2 | $\begin{aligned} & 40(3) \\ & 38: 8 ; 50: 18 ; 56: 17 \end{aligned}$ |
| waiting (2) |  | 26:22 | (1) | $\begin{aligned} & \text { 40,000 (2) } \\ & 41 \cdot 7 \cdot 54 \cdot 11 \end{aligned}$ |
| 4:14;29:16 | 47:23 | $\mathbf{Z}$ | 12:24 | 400 (3) |
| walk (1) | wishes (1) |  | 2.5 (4) | 29:25;30:1;31:9 |
| 18:1 | 32:17 | zone (2) | 18:18;20:3,13;23:7 | 45 (1) |
| Walker (52) | within (7) | $6: 4,6$ | 20 (2) | 29:12 |
| 27:2,2,6;28:3,25; | 7:19;12:5,9,18;16:3; | zones (1) | 30:22;40:3 | 4th (1) |
| 29:8,11,25;30:4;31:3,7, | 17:1;33:17 | 52:1 | 200 (2) | 29:16 |
| 18,22;32:8,14;34:21, 24;36:7,20,25;37:11; | without (3) 24:13;38:12,12 | zoning (1) | $\begin{gathered} \text { 38:9;42:14 } \\ \mathbf{2 0 0 , 0 0 0}(\mathbf{1}) \end{gathered}$ | 5 |
| $38: 10,18,24 ; 39: 21$ | WOPPERT <br> (1) | 6:6 | $\begin{gathered} 200,000(1) \\ 42: 18 \end{gathered}$ | 5 |
| 40:4;41:1,6,12,14,18, | 2:19 | 1 | 200,000-dollar (1) | 50 (5) |
| 22;42:20;43:24;44:14, | word (1) |  | 51:3 | 10:18;40:2;42:13; |
| 18,25;45:8,11;47:22; | 56:14 | 1.2 (1) | 2019 (1) | 46:20;53:21 |
| 49:16;51:13;52:20,23; | work (25) | 8:2 | 2:20 | 50,000 (2) |
| 53:12;54:8;55:25;56:6, | 4:23;5:5,11;9:22; | 1.3 (1) | 2025 (1) | 50:2;54:3 |
| 20;57:13,21,24 | 10:6;11:5;17:4;18:14, | 8:2 | 4:22 | 50,000-dollar (1) |
| walkway (1) | 16;24:14;32:1,19; | 1.8 (6) | 2035 (1) | 53:20 |
| 12:14 | 34:11,12,17;37:4;39:2; | 18:6,13;20:16,21,24; | 4:23 | 500,000-dollar (1) |
| wall (1) | 46:3;47:23;48:4,5; | 21:9 | 20-year (1) | 7:23 |
| 35:8 | 49:20;52:1;57:19,23 | 1:00 (2) | 21:4 | 50476 (1) |
| walls (1) | worked (3) | 10:20;3:2 | 23rd (1) | $2: 19$ |
| 47:7 | 18:19;50:17,19 | $10 \text { (4) }$ | 3:21 | 50-dollar (1) |
| wannabes (1) | workers (4) | 9:23;16:4;27:9;39:5 | 250 (1) | 31:5 |
| 26:18 | 28:9;34:12;35:17; | 10,000 (1) | 30:4 | $55(2)$ |
| wants (3) | 39:19 | 33:13 | 28 (1) | 29:3;39:24 |
| 7:8;8:15;47:16 | working (7) | 100 (7) | $27: 11$ |  |
| waste (1) 36:15 | 9:20;17:20;24:23; 25:11;26:23;29:1,6 | 6:3;15:11;51:16,17; | $\begin{gathered} \text { 28th (1) } \\ 2: 19 \end{gathered}$ | 6 |
| way (8) | Workplace (1) | 54:21,25;56:19 |  |  |
| 4:15;25:3;40:20; | 27:3 | 100,000-dollar (1) $50 \cdot 4$ | 3 | 6(1) $33: 13$ |
| 42:1,22;45:22;46:1; | works (1) | 10-year (1) |  | 60 (1) |
| 51:9 | 29:9 | 4:20 | 3 (4) | 16:2 |
| ways (1) | worried (1) | 11 (4) | 12:25;17:12,12;19:9 | 60,000 (1) |
| 50:10 | 47:15 | $12: 1,16,19 ; 13: 3$ | $3.1 \text { (4) }$ | 41:22 |
| wealth (1) | worse (1) | 11,000-dollar (1) | 19:4;22:14,25;23:3 | 6th (4) |
| 43:2 | 55:14 | 36:24 | 3.2 (1) | 6:20,21,22;28:20 |
| weeds (1) | worst (1) | 11.2 (1) | 23:2 |  |
| 8:25 | 40:22 | 46:17 | 3.4 (7) | 7 |
| week (2) | worth (2) | $110 \text { (1) }$ | $7: 21 ; 20: 3,9,13,22$ |  |
| 38:22;43:16 | 54:3,24 | $53: 9$ | 21:11;22:14 | 7 (1) |
| weekend (2) | wrap (1) | 12 (5) | 3:22 (1) | 12:23 |
| 6:1,19 | 37:17 | 7:17;35:17;38:20,22; | 58:9 | 70 (11) |
| weeks (1) | wrapping (1) | $45: 8$ | 30 (7) | 16:4;17:11;26:17; |
| 29:14 | $20: 21$ | $12,000(1)$ | $22: 15 ; 35: 17 ; 38: 19$ | $28: 9,11,23,23,25 ; 29: 3 ;$ |
| weird (1) | write (1) | $34: 22$ | $39: 10,14 ; 40: 7 ; 46: 15$ | $36: 14 ; 39: 24$ |
| 30:12 | 6:6 | $149 \text { (1) }$ | $300(2)$ | $71 \text { (2) }$ |
| welcome (2) | wrong (1) | $33: 18$ | 30:21,24 | $13: 8,9$ |
| 25:6;44:24 | 20:18 | 15 (4) | 30th (4) | 7th (1) |
| weren't (1) |  | 4:24;9:24;16:19; | 7:11,13;43:13,14 | 6:16 |



