

In The Matter Of:

*Rio Nuevo
Board Meeting*

July 30, 2019

Kathy Fink & Associates

2819 E 22nd St

Tucson, AZ 85713

520/624/8644



Original File 073019 Rio Nuevo.txt

Min-U-Script® with Word Index

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4 RIO NUEVO MULTIPURPOSE)
FACILITIES DISTRICT,)
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12 MEETING OF THE BOARD OF DIRECTORS
13 July 30, 2019
14 Tucson, Arizona
1:00 p.m.
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21 Reported by: ANTHONY C. GARCIA, RDR, CR
Certified Reporter No. 50218
22 KATHY FINK & ASSOCIATES, INC.
23 2819 East 22nd Street
Tucson, Arizona 85713
24 (520) 624-8644 Fax (520) 624-9336
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1 APPEARANCES:
2 BOARD MEMBERS:
3 Fletcher McCusker, Chairman
4 Chris Sheafe
5 Mark Irvin
6 Edmund Marquez
7 Jannie Cox
8 Jeffrey Hill
9 ALSO PRESENT:
10 Mark Collins, Board Counsel
11 Brandi Haga-Blackman, Operations
12 Administrator
13 * * * *
14
15 BE IT REMEMBERED that a Special Meeting of
16 the Board of Directors of the Rio Nuevo Multipurpose
17 Facilities District, A-Mountain Landfill Committee
18 Meeting, was held at the Arizona State Building, 400
19 West Congress Street, Room 222, in the City of Tucson,
20 State of Arizona, before ANTHONY C. GARCIA, RDR, CR,
21 Certified Reporter No. 50218, on the 30th day of July
22 2019, commencing at the hour of 1:00 o'clock p.m.
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24 * * * *
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1 PROCEEDINGS
2
3 CHAIRMAN McCUSKER: We are calling the July
4 meeting of Rio Nuevo to order. It's 1:01 by the
5 official Smart watch.
6 And, Mr. Marquez, since you've been gone, you
7 get to lead the pledge.
8 (Pledge of Allegiance.)
9 CHAIRMAN McCUSKER: Brandi, call the roll.
10 (Roll call taken, and the following members
11 present:
12 Fletcher McCusker, Chairman
13 Jeffrey Hill
14 Mark Irvin
15 Chris Sheafe
16 Jannie Cox
17 Edmund Marquez)
18 CHAIRMAN McCUSKER: We're all present and
19 accounted for.
20 You have the transcribed meeting from the
21 June 21st meeting verbatim. Unless you have a comment
22 or change, I would entertain a motion to approve.
23 MS. COX: So moved.
24 MR. MARQUEZ: Second.
25 CHAIRMAN McCUSKER: All in favor say aye.

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1 (Ayes.)
2 (Motion unanimously passed.)
3 CHAIRMAN McCUSKER: This is the time we set
4 aside for Executive Session. I would need a motion to
5 recess.
6 MR. SHEAFE: So moved.
7 MS. COX: Second.
8 CHAIRMAN McCUSKER: All in favor say aye.
9 (Ayes.)
10 (Motion unanimously passed.)
11 (Recess.)
12 CHAIRMAN McCUSKER: I will entertain a motion
13 to reconvene.
14 MR. IRVIN: So moved.
15 MR. SHEAFE: Second.
16 CHAIRMAN McCUSKER: All in favor say aye.
17 (Ayes.)
18 (Motion unanimously passed.)
19 CHAIRMAN McCUSKER: We're back in business.
20 Thank you for your patience. Couple comments from me.
21 We'll move strictly to the agenda.
22 We do want to reference one of our largest
23 projects that, in fact, is not on the agenda. If you
24 are following us, of course, that's the activity of the
25 Tucson Convention Center.

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1 So, we are well down the road to a
2 65 million-dollar remodel of the TCC and its grounds.
3 We have a commitment to finance that. We've gotten all
4 the feedback that we needed from the stakeholders, kind
5 of approved the scope of that in the last meetings.
6 Under the statute, Rio Nuevo was obliged to inform the
7 legislature and the Governor any time we approach a
8 project of that scale. So, we've now done that. That
9 time period will lapse for them to comment and/or
10 disrupt that project will expire two weeks from today.
11 So, our current thinking is to schedule a special
12 meeting in the middle of August before our regular
13 meeting at the end of August to specifically entertain
14 the TCC renovation. So, it's all going well, and we
15 expect to be able to get that approved, unless there's
16 some reason that our appointers don't particularly like
17 the idea.
18 And with that, Dan, let's go ahead and hear
19 the financial report.
20 **MR. MEYERS:** Dan Meyers, CFO for Rio Nuevo.
21 Okay. As of June 30th we've got about
22 \$8.4 million in the bank. Estimated net revenue for
23 the next fiscal year is about 4.6 million with the
24 current debt service in place. So, that will be a
25 total of \$13 million available to use for projects in

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1 the next fiscal year.
2 You can see the list there of about
3 10.7 million commitments that exist as of now. The TCC
4 ice plant is included in there. And, as you know, if
5 this financing package comes together, that will be
6 financed. So, that will somewhat drop off the list.
7 We're done paying for the Caterpillar building contract
8 with Sundt.
9 This fiscal year, the last time we met, we
10 had a budget of \$1.3 million in TIF collections per
11 month. We got a little over 1.6 in April, so our TIF
12 collections continue at a nice pace.
13 And as far as -- we got \$300,000 plus
14 remaining in a fund that we can use on the TCC hockey
15 renovations if we choose to do so.
16 Have any questions?
17 **CHAIRMAN McCUSKER:** What's the status of the
18 audit, do you know, the performance audit?
19 **MR. MEYERS:** I've been in touch with the
20 auditors, the performance audit. We're starting our
21 annual audit next Wednesday. They are going to do some
22 field work, and the performance auditors are right on
23 their tails. I provided them a little bit of
24 information earlier this week, so they are both getting
25 started.

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1 **MR. SHEAFE:** You might comment about the
2 known commitments that we have already established for
3 next year in the future, because it's on the bottom of
4 your schedule, just in case anybody's looking at that.
5 **MR. MEYERS:** Do you want me to go down the
6 list quickly?
7 **MR. SHEAFE:** No. Just what the impact of
8 that is.
9 **MR. MEYERS:** We've got a total of known
10 commitments of \$10.7 million, including the ice plant.
11 Like I said earlier, if we get this big TCC renovation
12 in place and we get the financing in place, that will
13 drop off. So, as of now, we show \$2.3 million in
14 excess, but we'd add 3.4 to that if, in fact, the TCC
15 ice plant gets --
16 **MR. SHEAFE:** The other comment is that if we
17 get the new financing in place, it doesn't have an
18 overly impactful effect on all of this. I mean, there
19 is some, but it isn't, you know, as big as it would
20 seem just off the top of your head.
21 **MR. MEYERS:** Right. Our debt service would
22 stay pretty close. I think we have \$8 million in debt
23 service a year now. It's proposed to go up to 9.2 or
24 so.
25 **MR. SHEAFE:** 9.2 to 3, right. It's not

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1 something that we can't absorb is the whole point.
2 **MR. MEYERS:** We're in really good shape that
3 way.
4 **CHAIRMAN McCUSKER:** 2.1 million of that is
5 still earmarked for the Volvo site. So, that's still a
6 long way off, it's highly unlikely that money will be
7 used in 2019, given, I think, they are not due to
8 submit their zoning until sometime later this fall.
9 So, we did commit it, it's appropriate to put it on
10 there. It's probably not going to be even spent this
11 year.
12 Any questions for, Dan?
13 Dan thank you very much.
14 **MR. MEYERS:** Yeah.
15 **CHAIRMAN McCUSKER:** Item number seven, 75
16 East Broadway. I think this is all good news for
17 anybody that's following that project. JE Dunn, who is
18 the awardee of that multi-story mixed-use project on
19 the corner of Scott and Broadway, has indicated to us
20 they are prepared to break ground.
21 The project has been scaled back, if you are
22 following that, from 20 stories at one point to now 12.
23 Still a huge retail complex for downtown.
24 Chris, do you know the exact amount,
25 somewhere around 350 parking spaces?

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1 **MR. SHEAFE:** It's 350.
 2 **CHAIRMAN McCUSKER:** And new Class A office.
 3 So, there's been a series of challenges with
 4 this project, the last of which we hope is on the
 5 agenda for today. And that is, when we originally did
 6 the development agreement with JE Dunn, we contemplated
 7 one project, one GPLET lease. As the project has
 8 evolved, there's really three components to it now; the
 9 retail section on the ground floor, mid-level parking
 10 section, and Class A office. So, that actually
 11 contemplates three separate leases. So, we've been
 12 asked to amend the development agreement to reflect
 13 that.
 14 Mr. Collins, did you want to walk through
 15 what we're doing here legally?
 16 **MR. COLLINS:** Mr. Chairman, members of the
 17 Board. Mr. Chairman, you've outlined it quite well.
 18 When the RFP went out when Dunn did its
 19 response, it was all envisioned as one project,
 20 parking, retail and office. That's what was discussed
 21 when we were talking about it as a development
 22 agreement. It evolved then into a condominium. The
 23 ground two floors of the first and second floor will be
 24 retail, next five floors are going to be parking, and
 25 above that office space. Each of those will be a

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1 condominium unit. But if each one of those is taken
 2 alone, it doesn't really reflect the whole project.
 3 This is a single project. It's a little
 4 complicated. So, what we're doing is merely amending
 5 the development agreement so it specifically sets forth
 6 the parameters that must be complied with by JE Dunn.
 7 Those parameters, as you may recall, came from Pima
 8 County. Pima County is the one that owns the property
 9 now. The District is contractually obligated to buy it
 10 once its improved.
 11 But what I'm asking you to consider today is
 12 to amend the development agreement so that it
 13 specifically references the requirements that were
 14 placed upon the District by Pima County.
 15 **MR. SHEAFE:** Just a comment. Because there's
 16 a lot of people here, let's put this into perspective.
 17 You've got a four-story building. It's right
 18 across from the current TEP building, that empty lot.
 19 There's 28,000 feet, two floors of retail; above that,
 20 350 parking spaces; above that, 150,000 of office,
 21 square feet of office. So, that's just for the
 22 perspective of what we need to do now in order to make
 23 this happen, is simply change the legal structure, and
 24 then, hopefully, Dunn will step up and move forward.
 25 **CHAIRMAN McCUSKER:** Well said.

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1 Any questions for counsel?
 2 You've seen the development agreement. It's
 3 exactly what it contemplates. It's an amendment to
 4 provide for three separate leases.
 5 **MR. SHEAFE:** Can we make a motion?
 6 **MR. COLLINS:** Certainly.
 7 **MR. SHEAFE:** Mr. Chairman, I'd like to make a
 8 motion that we authorize counsel to complete the
 9 paperwork to amend the development agreement as needed
 10 in order to conform to the new requirements on the
 11 development, and authorize the Executive Officers to
 12 approve the amended development agreement once -- and
 13 sign once it's been agreed to by both sides. Three
 14 sides. County, Dunn and ourselves.
 15 **MS. COX:** Second.
 16 **CHAIRMAN McCUSKER:** Okay. You've heard the
 17 motion and the second. Any discussion?
 18 Brandi, call the role?
 19 **MS. HAGA-BLACKMAN:** Role taken.
 20 (Ayes.)
 21 (Motion unanimously passed.)
 22 **CHAIRMAN McCUSKER:** So that passes
 23 unanimously.
 24 Mr. Collins, thank you very much.
 25 Item number eight, the Sunshine Mile. This

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1 is a project that will clearly try all of our patience.
 2 But what's the saying? If it was easy, anybody could
 3 do it.
 4 By way of update, Mr. Collins, you may have
 5 to refresh the exact status. This is a project that
 6 involves Rio Nuevo, the City of Tucson and the Regional
 7 Transportation Authority. So, it's a three-way
 8 intergovernmental agreement that is using RTA money to
 9 acquire title to properties that are in the
 10 right-of-way. And, ultimately, those properties will
 11 be titled to Rio Nuevo.
 12 So, it's taken three government jurisdictions
 13 to approve this document. And I believe now, finally,
 14 that has been approved by all three jurisdictions.
 15 Is that a safe statement?
 16 **MR. COLLINS:** It's totally accurate. What I
 17 call the tri-party IGA, the one among the City, the
 18 RTA, and the District, has been fully executed. That
 19 IGA contemplates separate development agreements for
 20 each of the three clusters of property. First one
 21 being Bungalow Block, second one being Donut Hole, and
 22 the third one being Solot.
 23 The development agreement for Bungalow Block
 24 is fully executed. You're in a position to start
 25 taking title on that property. However, those

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1 buildings were built at a time when asbestos was used
2 with some regularity in construction, and before they
3 can be moved, we have to have them evaluated by
4 licensed providers so we can remediate any asbestos
5 that's there.
6 This Board has authorized the Executive
7 Officers to move forward with the actions necessary to
8 acquire title and do what the tri-party IGA
9 contemplates, and that is for you folks to then
10 redevelop or repurpose that property. You've got to do
11 the asbestos analysis and remediation. So, I'm asking
12 you to consider advancing -- authorizing the retention
13 of EEC, who we have used in the past to do that
14 analysis.
15 **MR. SHEAFE:** Let's move that we authorize EEC
16 and the contract they presented to us, which is
17 14,300 -- we mention this because it's public meeting,
18 we're spending money -- to complete the necessary --
19 grumble, grumble, grumble -- work as part of the
20 asbestos process. Because, just to make a point, this
21 is people writing stuff on paper. This is not removing
22 the asbestos. That's going to be another bill after we
23 get these buildings moved.
24 **MR. COLLINS:** Correct.
25 **CHAIRMAN McCUSKER:** You went from a motion to

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1 an editorial, so --
2 **MR. SHEAFE:** It was an editorial motion.
3 **CHAIRMAN McCUSKER:** Probably wordy. So, if
4 you would maybe restate your motion.
5 **MR. SHEAFE:** Authorize the Executive Officers
6 to approve the revised contract for the asbestos
7 removal for fourteen three, asbestos study at fourteen
8 three.
9 **MR. IRVIN:** Second.
10 **CHAIRMAN McCUSKER:** Motion is to approve EEC
11 to do the asbestos study. We're not doing any
12 abatement at this time. We now own those properties.
13 We can start to work on these properties. That's where
14 we're headed next.
15 **MR. COLLINS:** Title will pass shortly.
16 **CHAIRMAN McCUSKER:** And we have a motion and
17 a second.
18 Brandi, call the roll.
19 (Roll taken.)
20 (Ayes.)
21 (Motion unanimously passed.)
22 **CHAIRMAN McCUSKER:** So, that passes
23 unanimously as well.
24 We might add, those people that are following
25 this project, the project for public spaces has been in

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1 town all week. We've had several additional public
2 hearings. We're moving rapidly ahead on creating a
3 zoning overlay zone for the entire section of Broadway
4 from Country Club to Euclid. It might just be the
5 fastest overlay that the City's ever processed. So,
6 we've committed to do that in less than a year, so that
7 the entire area can be rezoned, and then we'll begin to
8 solicit, as we do with every project, solicit partners
9 who might be interested in helping us renovate
10 Broadway.
11 Caliber Hotel. I think this is a specific
12 request, Mr. Collins, as it relates to the adjacent
13 wall, not necessarily the hotel itself. You're just
14 full of good news.
15 **MR. COLLINS:** Yes. Mr. Chairman, members
16 Board, as you know, Caliber Hotel has commenced the
17 construction of the hotel at the TCC. In so doing,
18 they have come across a retaining wall on the west side
19 of the hotel site, which is on the east side, if you
20 will, of the southern portion of the TCC. It appears
21 that when that wall was built back in about 1973 rebar
22 was left out, there was some courses of concrete that
23 were not installed according to plan. And so, that
24 structure needs to be reinforced so the construction
25 can continue on.

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1 Caliber and its contractor and the folks at
2 the City are looking at trying to determine what it's
3 going to take to fix that problem. There's also the
4 issue of who's going to pay the freight. I'm going to
5 suggest to you that you consider advancing the payment
6 subject to working out any kind arrangement that can be
7 worked out for sharing the costs, if that makes any
8 sense.
9 **CHAIRMAN McCUSKER:** Is Mr. Swaim going to
10 update us? Bill, do you have anything new, or does
11 anybody, as to the wall and the cost of the wall
12 process?
13 **MR. SWAIM:** Phil Swaim, Swaim Associates,
14 Architects.
15 We have done some pretty significant
16 investigation, excavation next to the wall, and
17 actually x-ray the wall to be able to look for rebar.
18 We, unfortunately, we got another 30 feet that was not
19 meeting the standards as well.
20 Ryan Company is the contractor, has put
21 together cost estimates. Right now the latest that
22 we've seen, and I think shared with Mr. Collins this
23 afternoon, was about \$170,000 to be able to reinforce.
24 There's an option to be able to enclose some steel
25 bracing with masonry. We don't know if that's

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1 necessary or not, but, otherwise --
2 **CHAIRMAN McCUSKER:** Are you still evaluating
3 the wall? Is it possible that number could go up, or
4 if we approve that as a cap are we going to have to
5 revisit it? What's your thinking about the final
6 estimate.
7 **MR. SWAIM:** We do not have the final numbers
8 in. That's just the latest estimate that we had this
9 afternoon from engineers and contractors.
10 **CHAIRMAN McCUSKER:** Tell us about engineering
11 alternatives.
12 **MR. SWAIM:** Right now, the solution is to be
13 able to actually place vertical steel beams on the west
14 side of that wall to be able to reinforce that, and
15 then tie that back into the earth underneath the site.
16 There were options to be able to excavate on the hotel
17 side, to be able to go down, reinforce from that side,
18 but that would delay construction significantly. And I
19 don't think that would be any less expensive by any
20 means.
21 There's a concrete wall that's doing the
22 majority of the work, then there's a masonry wall on
23 top of that. It's the masonry wall that's in the worst
24 condition that we actually have a cost-saving solution
25 that's incorporated to remove that and replace it with

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1 handrails or guardrails that match some of the other
2 existing condition. So, we think we're on the right
3 track for the most cost-effective and expedient
4 solution here.
5 And they have confirmed that there's not a
6 risk to anybody at the TCC at this point from the site.
7 **CHAIRMAN McCUSKER:** It's a 50-year-old
8 building, so there's nobody really we can go after for
9 the construction issues.
10 **MR. SWAIM:** I would let that gentleman behind
11 me go ahead and answer that question.
12 **MR. IRVIN:** So, you know, you probably heard
13 that we're going to be meeting again in a couple weeks
14 relative to the TCC, what have you. I think a couple
15 of us on the Board -- I don't want to speak for
16 others -- have a concern on this wall and don't really
17 understand it enough, and would like to see some other
18 alternatives other than just the single-source
19 alternative.
20 And my question is, we don't want to delay
21 that project in any shape, form or fashion, but I'm a
22 little bit hesitant to approve something that's
23 open-ended. I'm thinking in two weeks you would be
24 better prepared to have another discussion on other
25 alternative uses. Is any of that going to slow down

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1 anything if we take two weeks to do that?
2 **MR. SWAIM:** No, that should not. It's been
3 sufficiently braced at this point, and we've actually
4 redesigned our utilities to stay away from that wall at
5 this point. So, the construction can proceed, as long
6 as we're not going to excavate down further on that
7 east side of that wall. But we'd be happy to explore
8 things further to provide more detail.
9 **MR. IRVIN:** I know Board Member Sheafe, who
10 does a great job of speaking for himself, has some
11 great thoughts on some other things to consider. I
12 think, relative to his background in construction, we'd
13 be foolish not to listen to the thought processes.
14 So, I would like to, Mr. Chairman, ask
15 that we --
16 **CHAIRMAN McCUSKER:** Let's do that --
17 **MR. IRVIN:** -- for two weeks.
18 **CHAIRMAN McCUSKER:** We'll table this until
19 the special meeting two weeks from today.
20 Mr. Marquez.
21 **MR. MARQUEZ:** Mr. Collins has mentioned cost
22 sharing. Is that being discussed or is this bill just
23 being handed to us?
24 **MR. SWAIM:** At this point, as you guys are
25 the owners of the property, we're communicating

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1 directly with Rio Nuevo. It's my understanding that
2 Mark Collins and Rio Nuevo is having conversations with
3 the City of Tucson. But we figured that our
4 responsibility is to be able to find the most cost
5 effective and the safest solution here, and then let
6 Mark and you guys figure out exactly who is responsible
7 there.
8 **CHAIRMAN McCUSKER:** I'm afraid it's pretty
9 black and white. It's not on their property.
10 **MR. SHEAFE:** I think he had in mind six.
11 **MR. MARQUEZ:** It's a long way of saying it's
12 on us.
13 **CHAIRMAN McCUSKER:** We'll put this back on
14 the agenda.
15 Phil, thank you very much.
16 **MR. SWAIM:** Thank you.
17 **CHAIRMAN McCUSKER:** Anything else on Caliber.
18 Mark, was that the only agenda item?
19 **MR. COLLINS:** That was the only agenda item.
20 **CHAIRMAN McCUSKER:** Okay. Item number 10
21 Congress Street activation plan. You heard us talk
22 about this for the last couple of meetings.
23 We're very interested in the vacant spaces,
24 both the cost and effect of those, along our main
25 street, Congress. There's eight or 10 storefronts that

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1 still remain vacant. We've had a couple of public
 2 meetings, we've had a number of meetings with
 3 stakeholders. I've really pushed this as part of our
 4 primary responsibility to really activate our main
 5 street.
 6 My recommendation to the Board is to create
 7 an activation plan that basically works like a grant
 8 application. I would suggest that we allow a budget up
 9 to \$150,000 per project. The applicants for that would
 10 have to apply to us, state their intent, also their
 11 background and wherewithal, and, moreover, their
 12 intended use. We would get to evaluate those and
 13 determine if we wanted to participate in that
 14 activation or not.
 15 So, it's a pretty straightforward budget
 16 conversation at this point. The plan itself, I think,
 17 would determine what is presented to us, what kind of
 18 ideas come to us in terms of how we might activate
 19 Congress Street. So, certainly, open to suggestions.
 20 **MR. IRVIN:** Mr. Chairman, you know, as you
 21 know, we've been working on this for a really long
 22 time. And, you know, it'd obviously be a lot easier if
 23 we had somebody and these properties were owned by
 24 somebody we can go approach them and to do something.
 25 I know we've had those discussions. I think it's a

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1 good conversation for us to have. It's not like we
 2 have to -- you know, we're going to have to evaluate
 3 every one of these that comes before us. I don't think
 4 there's any harm in us putting this out there. If
 5 nothing else, it creates a really great conversation in
 6 our community about what's going on downtown.
 7 I'd love for people to be able to bring us
 8 ideas on things they think would work down there.
 9 There's obviously some things that we've talked about
 10 that we know don't work and that we don't want. But I
 11 definitely like the idea of us moving forward with a
 12 proposal to allow us to evaluate proposals for people
 13 that are going to help us activate Congress Street.
 14 I'm very much in favor of it.
 15 **MS. COX:** Mr. Chairman.
 16 **CHAIRMAN McCUSKER:** Ms. Cox.
 17 **MS. COX:** I also think it's a great plan, but
 18 I think it's important, and we discussed this in
 19 Executive Session, that those who come forth for those
 20 funds are going to need to have some skin in the game.
 21 That they are -- this is not a gift. This is a
 22 partnership that we're looking to establish with these
 23 potential tenants.
 24 **MR. SHEAFE:** There's a couple of key points,
 25 too, here.

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1 First is, typically, we have to own what we
 2 invest in, or the City or another government has to
 3 own. In this case, we may have circumstances where we
 4 don't own. So, number one, we are allowed to put money
 5 into ventures where we don't actually own the property.
 6 We have a separate income that doesn't come to us from
 7 the TIF or the tax rebate money. That's just number
 8 one.
 9 Number two, our whole purpose is to try to
 10 incentivize economic activity and create more tax
 11 revenue for the overall Tucson economy, but also make a
 12 more vibrant heartbeat for our downtown. We have a big
 13 chunk here that's just dead space. So, the concept is
 14 really a good one. It's just we're on a narrow edge
 15 here, because it looks like we're picking winners and
 16 losers.
 17 I think, at the end of the day, we'll look
 18 back and say, were really glad we had something out
 19 there. And what this is is a major signal to the
 20 community and to other interested economic groups,
 21 whatever they are, and businesses, to let them know
 22 that we're in business to do business, and we're going
 23 to try and get something done with something that's
 24 sitting and not being fully utilized. We all benefit
 25 when that happens. And downtown Tucson has more and

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1 more choices, and more and more reasons to get more
 2 people to come down and enjoy what already is going on
 3 down here. So, from that standpoint, the concept is
 4 really something that is our role and should be
 5 supported, in my personal view.
 6 **CHAIRMAN McCUSKER:** Mr. Hill, Mr. Marquez.
 7 I would let the incentive argument occur
 8 elsewhere. It's not really debatable here. We have a
 9 mandate to incentivize, to use dollars to create
 10 dollars. And we've done an unbelievable job of that.
 11 So, I don't see this as anything out of the ordinary,
 12 other than it's targeting, you know, projects that we
 13 don't necessarily know.
 14 Historically, we have reacted. Somebody has
 15 an idea, they present it to us, we find a way to
 16 endorse it. Here, we're soliciting ideas. I think
 17 that's the primary difference.
 18 But I think it's incumbent on us to try to do
 19 everything within our geography. At some point we're
 20 going to run out of land and at some point we are going
 21 run out of time. As long as we've got money available,
 22 I think we should try and put it to use.
 23 So, that would be my recommendation.
 24 \$150,000 max per project, subject to the submission of
 25 a plan, with a very detailed plan. And, as usual, we

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1 have a third party help us analyze the economics of
2 anything that we look at. So, it wouldn't be anything
3 out of the ordinary, other than we're inviting people
4 to propose specifically along Congress, basically from
5 the Snake Bridge through to the freeway.
6 **MR. IRVIN:** Probably the only thing I would
7 think, Fletcher, we would want to add to that is, in
8 addition to things we talked about, is maybe the types
9 of uses we either want or the types of uses that we
10 don't want. I mean, we obviously know there's a lot of
11 things that generate TIF revenues that we may or may
12 not want. Strip clubs, marijuana stores, and we can go
13 on a whole litany of things we can think about.
14 So, maybe an idea might be, if everybody
15 likes it, and since we're going to meet in two weeks,
16 maybe we sit down, kind of just flesh out maybe a
17 proposal amongst ourself, then come back to the Board
18 with, here's kind of what we're thinking, and just lay
19 out what that might look like. Maybe the Executive
20 Officers take a first stab at that with counsel.
21 Do you think we need to go to that detail?
22 **CHAIRMAN McCUSKER:** Mr. Collins, it's
23 slippery legal slope.
24 **MR. COLLINS:** Yes, it is.
25 **CHAIRMAN McCUSKER:** You know, things that we

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1 want and things we don't necessarily want. I'm
2 assuming, if it's appropriately zoned and it's an
3 allowable business use, you know, our discretion is
4 limited to, you know, is it an operator that we know,
5 is it an operator that's financed. To Jannie's point,
6 is there skin in the game. But I'm not sure we really
7 get to decide what the end user's intent is.
8 Can you kind of tell us legally where we can
9 go with that?
10 **MR. COLLINS:** Well, it is a slippery slope
11 when you are not going to own -- when the property is
12 not owned by a governmental entity. So, there are a
13 lot of questions here.
14 I would think that what you want to do is
15 cast as broad a net as you can and invite people to
16 make submittals, then address them as they come in. I
17 don't think you're going to want to -- I don't see a
18 problem with deciding that that's not a use we'd like
19 to have. I don't see that as a problem. This is a
20 bold move that you are making here. I think you ought
21 to keep it open for now.
22 **CHAIRMAN McCUSKER:** These submittals will be
23 public documents, right?
24 **MR. COLLINS:** Correct.
25 **CHAIRMAN McCUSKER:** So, we get to see who

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1 submitted and for what. We could put them up on the
2 website, for example.
3 **MR. COLLINS:** You can and probably should.
4 But, at the outset, it's going to be
5 communication between the proposer and the Board or my
6 office. But if it moves forward, then, absolutely,
7 posting on a web page makes a lot of sense.
8 **MR. SHEAFE:** If there are specific uses that
9 we already know we would not want, and anything to
10 do with the sex trade is probably one.
11 **MR. COLLINS:** Sure.
12 **MR. SHEAFE:** Would we benefit at all in our
13 initial outreach that we do that these must be -- you
14 know, I don't know how you would say it.
15 **MR. COLLINS:** Sure.
16 **MR. SHEAFE:** But whatever you would say, you
17 know, this invitation is limited to those businesses
18 that fall outside that category.
19 **MR. COLLINS:** Mr. Sheafe, as you know, in
20 leases and those kinds of development agreements, there
21 are a litany of uses that are precluded by most
22 landlords. We could use one of those as a jumping off
23 point.
24 **MR. SHEAFE:** Part of our motivation is to
25 generate sales tax. We also, I suppose, can put in our

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1 motivation in making this offer is to say it must be a
2 business that generates sales tax.
3 **MR. COLLINS:** Correct.
4 **MR. SHEAFE:** Unfortunately, that trade does
5 too.
6 **MR. COLLINS:** Yes.
7 **MR. SHEAFE:** I assume.
8 **MR. COLLINS:** I'll hold my mouth.
9 **CHAIRMAN McCUSKER:** What you might want to
10 do, since this sounds like it's going to become some
11 sort of invitation to submit, is we draft that and look
12 at it in the meeting two weeks from now.
13 **MR. COLLINS:** The invitation?
14 **CHAIRMAN McCUSKER:** Yes.
15 **MR. COLLINS:** Yes.
16 **CHAIRMAN McCUSKER:** This is what we're
17 inviting people to submit and here are the rules.
18 **MR. COLLINS:** Okay.
19 **MR. IRVIN:** Does that need a motion or is
20 that just, in your mind --
21 **CHAIRMAN McCUSKER:** I can reset the --
22 **MR. IRVIN:** Just reset the agenda with that
23 might?
24 **CHAIRMAN McCUSKER:** Yeah. I think you teed
25 it up enough to know, generally, what we're talking

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1 about. The scope is, you know, million five-ish. You
2 know, there's a cap on items. We're going to develop
3 some sort of process and publication to encourage
4 people to submit proposals. And we can see that in the
5 next meeting.
6 **MR. COLLINS:** I will proceed accordingly.
7 **CHAIRMAN McCUSKER:** All right. Let's move on
8 item number 11.
9 Someone from the City here? Oh, great. Come
10 on up.
11 So, this was on the agenda last month. It
12 got, quite confused, frankly, to us, because we heard
13 simultaneously that the Roadrunners/SMG might be
14 working on an alternative proposal.
15 So, update us now. This is a great idea. We
16 all loved it. We just got really confused.
17 **MS. MANDLE:** Lane Mandle, Chief of Staff for
18 the Tucson Manager, Michael Ortega. I'm going to ask
19 Glenn Grabski, from the TCC, to join me if I may.
20 We have since talked with the Roadrunners.
21 Bob Hoffman has declined. They have looked into such
22 an operation, but are not prepared to move forward at
23 this time. So, we're prepared with our original offer
24 of partnership to run an -- operate an outdoor ice
25 rink. And, of course, the request to this Board was

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1 the purchasing of the rink itself. We're now on a
2 pretty tight timeframe in terms of purchasing that
3 equipment and getting it all set up and ready to go for
4 Thanksgiving. That's the big concern at this point.
5 **CHAIRMAN McCUSKER:** Will you refresh our
6 memory on the process, the budget, the operating dates?
7 **MS. MANDLE:** Absolutely.
8 What we propose is an outdoor ice rink to go
9 on -- above the underground MLK depot parking lot. It
10 would operate from Thanksgiving to New Year's Day. It
11 would be open to the public for outdoor ice skating, a
12 60 by 80-foot rink. The proposal was to have the Board
13 purchase the rink equipment itself, the City would do
14 operations through the TCC, and we could cover our
15 operations cost through sponsorship and fees. And
16 we've been in contact with Bob Hoffman as well.
17 **CHAIRMAN McCUSKER:** And the budget for the
18 equipment again, Lane, was how much?
19 **MS. MANDLE:** \$350,000.
20 **CHAIRMAN McCUSKER:** Okay.
21 **MS. MANDLE:** That's a purchase. We've been
22 in touch with the ice rink group. I think, initially,
23 I said 10 years. That's what we found other cities
24 have used, the length of the rink. But our suppliers
25 are saying that that rink could last 20 years.

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1 **MR. IRVIN:** When the rink is not up and
2 operating, where are we envisioning we're going to
3 store the equipment and maintain it?
4 **MS. MANDLE:** The City of Tucson will find a
5 place to store that. We think we have warehouse
6 capacity over at our Parks and Rec facility.
7 **MR. IRVIN:** All the day-to-day operational
8 costs and expenses will be borne by the City after Rio
9 Nuevo backstops the rink?
10 **MS. MANDLE:** That is correct.
11 **MR. MARQUEZ:** What sort of sponsorship or
12 support do we get for purchasing that.
13 **MS. MANDLE:** We can certainly create a
14 sponsorship package. You would be the lead with that
15 sort of investment. I think there's the opportunities
16 to talk about your involvement in our partnership.
17 **MR. IRVIN:** I think it would be neat to have
18 Rio Nuevo on it somewhere, yeah.
19 **MS. MANDLE:** Absolutely.
20 **MS. COX:** I have a question, too.
21 I presume, when you, at the outset of this,
22 you talked to other cities our size who are -- not that
23 Phoenix is our size, but I know they've had for several
24 years, and I'm familiar with it, a downtown skating
25 rink. How has that turned out for them economically?

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1 **MS. MANDLE:** So, I don't have any results in
2 terms of economic drivers for other cities, but we did
3 talk to other cities just to get an idea of popularity,
4 the number and attendance in other cities. We think,
5 comparably, we can see 15 to 20,000 people come
6 downtown to use an amenity like this, which is a big
7 boost for downtown, especially during the holidays.
8 It's great for Sun Link ridership, which is a little
9 lull that time of year as well.
10 Tucson's in a little bit of a unique
11 position. We don't have any public ice. I think
12 people would be pretty excited and we'd see great
13 usage.
14 **MR. MARQUEZ:** We're spending \$3.4 million at
15 the ice plant at the TCC, and you're asking us for
16 350,000. So, just a couple pieces of clarity.
17 Number one, that's going to be ice, it's not
18 going to be glice? Is that the other one?
19 **MR. GRABSKI:** Yeah.
20 **MR. MARQUEZ:** It's actually ice, it's an ice
21 maker?
22 **MR. GRABSKI:** Glenn Grabski, General Manager
23 of TCC.
24 Edmund, it is -- what you're buying is
25 basically dashers and the floor with the piping and

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1 everything in there, some other miscellaneous equipment
2 that we need. But the chiller itself we rent. The
3 glycol is part of the thing, the package as well. So,
4 the 350,000 is the basic equipment.
5 Yes, it's ice. It's going to be an inch,
6 inch-and-a-half of ice.
7 **CHAIRMAN McCUSKER:** You have a little John
8 Deere? You don't use the --
9 **MR. GRABSKI:** Yeah. We're going to have to
10 use probably a golf cart-type thing instead of a
11 Zamboni.
12 **CHAIRMAN McCUSKER:** Can Edmund drive that?
13 **MR. GRABSKI:** Yeah. We'll have him checked
14 out, have him get certified.
15 **MR. IRVIN:** So, can I also make the
16 assumption that this is an ice rink that we're going to
17 keep downtown? We're not going to be shipping it all
18 over the Tucson? This is going to be a downtown sheet
19 of ice that we're going to use every holiday season?
20 **MR. GRABSKI:** We're committing to keeping it
21 in the TIF. So, downtown or anywhere else in the TIF.
22 If you guys say hey, east side, west side, whatever,
23 because we may have to change location.
24 **CHAIRMAN McCUSKER:** There were some issues
25 with the permission to use this. Have we clarified

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1 that with the City?
2 **MR. GRABSKI:** Yeah, that's all done.
3 **MR. MARQUEZ:** Are we the owners of the rink
4 and have access to its use?
5 **MR. GRABSKI:** That's going to be between you
6 and the City, but I don't see why that wouldn't be set
7 up that way.
8 **CHAIRMAN McCUSKER:** All we own is the
9 equipment. So, it's the City property, City managed,
10 SMG operated, you own the gear.
11 **MR. SHEAFE:** Do you charge the people to come
12 and use it or do you just have people there?
13 **MR. GRABSKI:** No. We're looking at --
14 basically, what I did, when I did the pro forma on it,
15 I based it off \$10 a session. One of the City's we
16 talked to was Greensboro, kind of close to our size and
17 everything. And we talked about the concessions, can
18 you do different rates, you know, based on age? We're
19 looking at that. We're also looking at potentially
20 maybe some slower days when school is still in session.
21 You know, we're going to play and around get that --
22 one of the problems --
23 **CHAIRMAN McCUSKER:** It's taxable too, right?
24 **MR. GRABSKI:** Oh, yeah, absolutely.
25 **MR. SHEAFE:** That's what I'm asking. Each

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1 person that uses it, you think you generate about \$10
2 of revenue, one way or the another?
3 **MR. GRABSKI:** Yeah. It would be, like, a \$10
4 charge.
5 **CHAIRMAN McCUSKER:** They've got to rent
6 skates, unless they got their own skates.
7 **MR. GRABSKI:** Initially, I was looking to
8 charge for skates, but I think we're going to do it all
9 inclusive.
10 **MR. SHEAFE:** If you use that \$10 number, and
11 then, say, you got 20,000 people, is that 20,000 over
12 the entire period or is that --
13 **MR. GRABSKI:** Correct.
14 **MR. MARQUEZ:** Are you collaborating with
15 Downtown Tucson Partnership and/or the restaurants in
16 the area?
17 **MR. GRABSKI:** I haven't talked to any of the
18 restaurants yet. We had talked to Downtown Partnership
19 initially to see how they wanted to get involved with
20 it. They are willing to help us market. So, we're
21 definitely going use their expertise to get that word
22 out.
23 **MR. MARQUEZ:** Are purple shirts doing the
24 security?
25 **MR. GRABSKI:** No.

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1 **CHAIRMAN McCUSKER:** Well, it's downtown, so
2 TPD and DTP are obligated to provide security. We
3 haven't moved the location. We just put ice on top of
4 it.
5 **MR. GRABSKI:** We have not an agreement with
6 them. My thoughts, when I was running the numbers and
7 everything, is probably using A Team for any security
8 needs we need, because they have guard carts and stuff
9 like that.
10 **CHAIRMAN McCUSKER:** And liability insurance,
11 it's all on --
12 **MR. GRABSKI:** Yeah. We'd be looking at
13 separate insurance on this coverage.
14 **CHAIRMAN McCUSKER:** Okay. Pretty
15 straightforward proposal. We get to buy some ice
16 stuff, standup ice rink downtown, 350,000 grand. It
17 could last as long as 20 years. The economic impact of
18 that is huge, even over a 10-year period.
19 So, would entertain a motion.
20 **MR. IRVIN:** I'd like to make a motion that we
21 authorize the expenditure of \$350,000, subject to
22 Mr. Collins working out the legalese required, and that
23 the -- that would approve the Executive Officers
24 signing that once its ready for signature.
25 **MR. MARQUEZ:** Second.

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1 **CHAIRMAN McCUSKER:** We have a motion and
2 second to approve \$350,000 for the Edmund Marquez
3 Memorial Ice Rink.
4 Brandi, call the roll.
5 (Roll taken.)
6 (Ayes.)
7 (Motion unanimously passed.)
8 **CHAIRMAN McCUSKER:** That's another unanimous
9 vote. Thank you very much.
10 Jump ahead to item 13, then come back to the
11 sponsor presentations.
12 We've got a little twist, Mr. Collins, with
13 the Wig-O-Rama property as it relates to just timing of
14 our approvals. So, go through that, please.
15 **MR. COLLINS:** Mr. Chairman, members of the
16 Board, approximately two months ago you approved the
17 project Wig-O-Rama. The statutes require that notice
18 go out to the taxing authorities and that there be a
19 final approval 60 days after that notice has gone out.
20 The notice went out five of eight, five eight, and here
21 we are end of July. All you need to do is reapprove
22 that project.
23 So, I'd like to ask for a motion to reapprove
24 the Wig-O-Rama project.
25 **CHAIRMAN McCUSKER:** Since it's a public

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1 timing issues. The project's the same one we
2 previously approved.
3 **MR. SHEAFE:** I move we reapprove the projects
4 and authorize counsel to extend the dates sufficient to
5 meet any statute requirement.
6 **MS. COX:** Second.
7 **MR. SHEAFE:** And authorize Executive Officers
8 to sign the resulting document.
9 **MR. COLLINS:** Thank you.
10 **CHAIRMAN McCUSKER:** All right.
11 We have a motion and a second to reapprove
12 the Wig-O-Rama project.
13 Brandi call the role.
14 (Roll taken.)
15 (Ayes.)
16 (Motion unanimously passed.)
17 **CHAIRMAN McCUSKER:** All right. We're on a
18 unanimous roll.
19 Okay. At the last meeting, when we approved
20 the budget, we acknowledged that we have a number of
21 major events that we're now sponsors toward. And I
22 think Jannie suggested that they all should come have a
23 little chat with us, and we're in the process of
24 scheduling them. That includes the El Tour de Tucson,
25 Second Saturday, the Jazz Festival, the Nova Arizona

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1 meeting, like to keep transparency at a high level,
2 walk through the project.
3 **MR. COLLINS:** The project is at 98 to 110
4 East Congress. It is being developed by Marcel Dabdoub
5 and Ron Schwabe and their companies. They are taking
6 the property up to three floors and renovating the
7 ground floor. They are in the process of determining
8 the details of the higher floors, whether it's going to
9 be apartments or long-term hotel rooms. That's still
10 in flux last I knew. And you're not providing any
11 money.
12 **MR. SHEAFE:** This is a total rebate?
13 **MR. COLLINS:** It's a total rebate, yeah.
14 **CHAIRMAN McCUSKER:** And the rebate is capped?
15 **MR. COLLINS:** The rebate is capped.
16 **CHAIRMAN McCUSKER:** Do you remember what the
17 cap is?
18 **MR. COLLINS:** I do not.
19 **MR. SHEAFE:** It was two-and-a-half million,
20 wasn't it?
21 **MR. COLLINS:** It's not much more than that,
22 if it's that much.
23 **MR. SHEAFE:** I think it's 2.2 or 2.4 million.
24 **CHAIRMAN McCUSKER:** All right.
25 We're being asked to reapprove it just for

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1 Bowl and the Dusk Festival.
2 So, today, we've graciously heard from and
3 slotted the Bowl Game and Dusk to make a presentation
4 to us.
5 We'll remind you we have approved the budget
6 for these particular events. It's identified as
7 possible action, in the event you wanted to change your
8 mind. There's nothing that would preclude us from
9 revisiting the complication.
10 And with that, Kim, do you want to go first?
11 **MS. ADAIR:** Thank you very much.
12 Kim Adair, Executive Director of the Nova
13 Home Loans Arizona Bowl.
14 I have the presentation. Do you want me to
15 hand it for you?
16 Mr. Chairman and members of the Board, thank
17 you so much for this opportunity to present today.
18 On behalf of the Nova Home Loans Arizona Bowl
19 and our Board of Directors, a few of which are here
20 today, Rocky LaRose and Stephen Moore, let me start by
21 thanking you for your support and acknowledge the
22 vision that this Board has had in helping us create and
23 build this terrific community event, which also is
24 specifically focused on helping to build downtown.
25 We do not take your support for granted.

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1 We're creating a tradition that could last decades, and
2 piggybacks on your efforts to revitalize the downtown
3 District and cement it as the entertainment and
4 business capital of Southern Arizona. While our game
5 is played in Arizona Stadium, nearly everything else we
6 do is downtown and meant to drive thousands of
7 visitors, foot traffic and sales revenue to this area.
8 We consider ourselves a marketing engine for Rio Nuevo
9 by boosting the visibility of this area to locals and
10 tourists. We're so excited about continuing to sell
11 out the hotels that are existing today, but also the
12 hotels that will be in existence by early -- by late
13 2019, potentially, and early 2020 and beyond.
14 I'd like to start our presentation by showing
15 you just a quick review of the highlights from last
16 year. We had over 32,000 fans in Arizona Stadium. We
17 had a nail-biting victory by the University of Nevada
18 over Arkansas State in overtime. We were named the
19 third best bowl of the season by College Football News
20 and the 12th best bowl by CBS Sports.
21 It's small here, but I wanted to share it
22 with you, the impact summary. We gave over 7000 heroes
23 tickets to members of this community that are first
24 responders, active military, veterans and teachers. We
25 helped increase Southern Arizona lodging by six percent

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1 over 2017 and nearly 12 percent in 2016. And hotel
2 revenue grew by four percent in 2018.
3 We've given over \$633,000 this past year to
4 local charities and to tickets to our heroes and
5 teachers and school districts, in addition to including
6 over 50 charities to participate in our charity
7 village. We've given a substantial amount of money
8 back to those teams that come and visit us for that
9 week. And in four years, the bowl has generated over
10 \$100 million in economic impact for Southern Arizona.
11 I've provided a recap of some of the
12 sponsorship details on game day that we provided to Rio
13 Nuevo. You're welcome to look at those at your
14 convenience. But you may recall it included a national
15 commercial on CBS Sports, many commercials throughout
16 the event on game day, throughout the game promoting
17 downtown Tucson, excellent signage throughout the
18 stadium promoting downtown Tucson, just to name a few.
19 Then I want to remind you of a few things
20 that we did to help Rio Nuevo's economic impact,
21 specifically in downtown.
22 Rio Nuevo was a presenting sponsor of our
23 kickoff luncheon, which had over 700 people in
24 attendance.
25 We held our Battle For The Bowl here in

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1 downtown Tucson, which was three events that were
2 actually located here. We had our official box office
3 at the TCC to drive more visitors downtown to buy their
4 tickets.
5 We had a kickoff card, which featured
6 restaurants from downtown where people could go to
7 these to restaurants, use the card and get a discount.
8 We hosted a seven-on-seven tournament not far
9 off of the District's corridor, at Rincon Vista in
10 order to drive local folks down to this area and eat at
11 the restaurants on the District on Broadway.
12 The AC Marriott was our VIP and media hotel
13 and continues to be. And per data from STR, which is
14 provided to us by Visit Tucson, the hotels within the
15 Rio Nuevo District collected approximately \$420,000 in
16 room revenue during Bowl Week, and created \$60,000 in
17 lodging and related taxes. And that doesn't account
18 for all of the additional sales tax that occurs when
19 these folks come into downtown and go into these
20 restaurants, visit these stores and participate in the
21 revenue generation downtown.
22 We also hosted our downtown block party at
23 Armory Park, which drives thousands of fans downtown
24 the day before the game. And one of our teams,
25 Arkansas State, actually bought out the playground and

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1 held one of their fan parties there as well.
2 There's a couple of photos here to show you
3 all the different ways that we've promoted Rio Nuevo in
4 the stadium with the various signage. They are all
5 high-profile signs.
6 In addition, there was some added value that
7 we gave to Rio Nuevo. We showcased downtown on our
8 ticket, which was distributed to over 39,000 people.
9 We held our VIP dinner downtown. We had our Board
10 retreat downtown at the TCC. We held numerous Board
11 committee meetings and sales meetings downtown. Our
12 office is located downtown. We are wonderful
13 supporters of this downtown area. And we're partners
14 with the Roadrunners and the Sugar Skulls. We believe
15 that a rising tide lifts all boats. And so, we're very
16 excited to have these other sports partners downtown as
17 well.
18 So, now, I'm excited to share with you some
19 of the new updates moving forward. We looked back, now
20 we're going to look forward. We decided that we wanted
21 to continue to build on this foundation that we've
22 created, and do it by building a tradition. And that
23 tradition will be built around New Year's Eve. We've
24 changed the date of our game to be New Year's Eve. Our
25 game will be kicked off Arizona Stadium at 2:30. It

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1 will be followed by a New Year's Eve Downtown Bowl
 2 Bash, right near what we're calling Tucson's Time
 3 Square, which will be on Toole and Congress. I'm
 4 sorry. It will be on Toole, from Congress to
 5 Pennington, and on Fifth, right around Hotel Congress.
 6 Additionally, we'll be continuing to hold our
 7 Battle For The Bowl in November, which is a -- it's
 8 going to be a talent show competition. We'll have our
 9 downtown pep rally on 1230 and Jacome Plaza, followed
 10 by the Downtown Bowl Bash on 1231 on Toole and
 11 Congress.
 12 We will continue to have the AC Marriott as
 13 our VIP and media hotel. And we're actively talking
 14 and already having conversations with Roy Bade at
 15 Caliber, Greg Fay at Fayth Hospitality, and Jerry
 16 Hawkins of Hawkins and Cole, about moving our band and
 17 cheer teams to the new downtown hotels as soon as they
 18 are built.
 19 One of the great things that we did last week
 20 was we announced that we had a different trajectory
 21 moving forward. Starting 2020 we will be aligned with
 22 the Mountain West and the Mid-American Conference.
 23 Currently, we're aligned with the Mountain West and the
 24 Sun Belt. The Mid-American Conference was a great
 25 partner for us to align with. They are going to bring

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1 a lot of midwest fans to this city during the last week
 2 of December.
 3 In addition, we move from, starting in 20/20,
 4 from having the last bowl-eligible teams in these two
 5 conferences. We will be leapfrogging forward. We will
 6 have some of the top picks in these conferences. So,
 7 we will be bringing to Tucson top-notch football teams
 8 and very excited fans who are willing to travel here,
 9 starting in 20/20. This is what we've all been working
 10 towards, getting to a point where we really become a
 11 contender in the bowl landscape, and that's exactly
 12 what we've been able to do.
 13 We're very excited about the Downtown Bowl
 14 Bash. We expect -- if you turn the page, I think I
 15 have some more information on that -- about five to
 16 10,000 people to come downtown for that New Year's
 17 tradition. And that's what this is. It's a New Year's
 18 Eve tradition. I grew up in Scottsdale going to the
 19 Festival Bowl, downtown New Year's -- downtown Tempe
 20 New Year's block party. They had 100,000 people there.
 21 Now, we don't expect 100,000 people, but we can start,
 22 and I know that this is will grow. Because there isn't
 23 a Tucson tradition around New Year's Eve as we speak,
 24 and this is the time that we can start it, and we can
 25 start it here in downtown, and attract all of this

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1 momentum, excitement down here on New Year's Eve.
 2 We're partnering with Hotel Congress to
 3 create this Tucson Time Square concept that I
 4 mentioned. We're working with Second Saturdays, who
 5 will help us on put on this event. At least \$250,000
 6 of promotion will be put around this event, as we
 7 include it with all of our bowl promotion throughout
 8 that month. The Sunk Link streetcar will be free for
 9 everybody on New Year's Eve, so they can travel from
 10 the University directly downtown from the game, and
 11 back to the University to pick up their cars and go
 12 home.
 13 **CHAIRMAN McCUSKER:** Is the City doing that or
 14 are you subsidizing that?
 15 **MS. ADAIR:** We are subsidized that.
 16 And then we'll cap off the night with a
 17 10-minute fireworks show, which will be launched off
 18 the top of Hotel Congress. So, this is really going to
 19 be an incredible site for this community, have that
 20 landmark with the fireworks behind it. And we'll count
 21 down at midnight with the fireworks capping off the
 22 night.
 23 We'll have two stages. We're partnering with
 24 some radio stations, who will also will be adding some
 25 of the talent for those stages, but also adding

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1 numerous dollars in the promotion of this event as
 2 well.
 3 The fun zone for families and beer gardens, I
 4 mean, everything you can imagine to have a successful
 5 event, we will have. And this type of event will
 6 surely continue the sellout for the hotels downtown,
 7 but also continue that moving forward when all of these
 8 new hotels are built. We believe that this event will
 9 continue the sellout beyond the day of our bowl game,
 10 so that all of the folks coming down to enjoy our New
 11 Year's Eve festivities will be able to have rooms close
 12 by downtown.
 13 You can see on the next page this is sort of
 14 the foot print. And I've already taken the liberty of
 15 putting the ice rink in there, because we're very
 16 excited about having that ice rink as part of our
 17 footprint for our New Year's Eve bash. We think that's
 18 a great activity to also enhance what we'll be doing
 19 downtown.
 20 Finally, we do -- like I said, we do consider
 21 ourselves one of your marketing arms, one of your
 22 marketing engines. And so, here on the last page, you
 23 will see some more details about how we intend to
 24 promote downtown and the different types of game-day
 25 assets we'll give to downtown Tucson and Rio Nuevo

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1 during the game in our national broadcast.
2 And that's my presentation. I'm happy to
3 answer any questions for you.
4 **MR. SHEAFE:** That's quite a presentation.
5 Really have to compliment you guys. Lot of progress.
6 **MS. ADAIR:** Thank you.
7 **MR. SHEAFE:** You kind of skipped over it, but
8 switching over to Midwest Bowl as a resource is huge.
9 **MS. ADAIR:** It is.
10 **MR. SHEAFE:** It didn't happen just by
11 accident. It happened because it was a success and --
12 **MS. ADAIR:** Absolutely.
13 **MR. SHEAFE:** -- it brings a whole new market
14 to us.
15 **MS. ADAIR:** It does.
16 **MR. SHEAFE:** It really is having quite an
17 impact.
18 **MS. ADAIR:** Thank you.
19 **MS. COX:** I concur. That was a dynamite
20 presentation, Kim.
21 **MS. ADAIR:** Thank you.
22 **MS. COX:** You did a really, really fine job.
23 And it's a lot of money --
24 **MS. ADAIR:** Yes.
25 **MS. COX:** -- but what I like about it is your

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1 vision and creativity in terms of building a tradition
2 around New Year's Eve. I think it's an outstanding
3 idea. And that really was one of the things, probably
4 the main point, that swayed my thinking on the
5 potential of the Arizona Bowl for downtown.
6 So, thank you for your creativity and for
7 your contribution, vision and a dynamite presentation.
8 **MS. ADAIR:** Thank you so much.
9 **CHAIRMAN McCUSKER:** Is there another bowl
10 game on New Year's Eve Day? Are we the only bowl game
11 on New Year's Day?
12 **MS. ADAIR:** There are a handful other bowl
13 games throughout California and Texas on New Year's
14 Eve.
15 Frankly, we are excited to be on New Year's
16 Eve, because our television broadcaster, CBS Sports and
17 CBS, also has the Sun Bowl, which is on New Year's Eve.
18 And we are working with our broadcast partner to really
19 elevate the way that our game is broadcast, perhaps as
20 a doubleheader on CBS networks. You know, first the
21 Sun Bowl and then the Nova Home Loans Arizona Bowl.
22 We're still, obviously, in those conversations and
23 those are very early.
24 But I share that with you because that's the
25 type of vision that we have. We don't see us as a

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1 small-time, little game here. We are on the national
2 landscape as it relates to bowl games. The conferences
3 have taken notice. The coaches and athletic directors
4 have had an amazing experience here, and they are
5 telling all their friends about it.
6 This little secret about the Nova Home Loans
7 Arizona Bowl is no more. It's out there and people are
8 excited to come here. And we are really leveraging
9 that excitement by getting more national broadcast
10 exposure for our game and bringing in teams that will
11 bring in thousands and thousands of visitors to our
12 community, which is what this is really, really about.
13 **MR. IRVIN:** So, Kim, I just want to say thank
14 you. You know, first of all, I think it's great that
15 you are at the helm, and I think it's great what the
16 bowl is doing to focus stuff downtown.
17 But I think something that people don't
18 realize is how the bowl has, with the other partners
19 downtown, really helped showcase downtown. What I'm
20 talking about there is, you know, when the Arizona Bowl
21 has a kickoff party, the Sugar Skulls are there and the
22 Roadrunners are there. And, conversely, when those
23 folks have a kickoff, that all occurs as well.
24 And I just appreciate the fact that, you
25 know, everybody's playing well in the sandbox, which is

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1 really important for us on, realizing everybody has
2 their own wheelhouse, but just the importance of these
3 various events supporting each other. And, in fact, I
4 can tell you I know in some of the discussions I've had
5 with the folks at El Tour, who will be reaching out to
6 you, they want to continue in that collaboration of
7 stuff happening.
8 So, I just want to thank you for your
9 leadership and what you're doing for downtown.
10 **MS. ADAIR:** Thank you. Like I said, a rising
11 tide lifts all boats. I believe that as one of my core
12 values.
13 And so, we're excited to partner with all of
14 these amazing teams and experience and events happening
15 downtown to really elevate us all. Because that's what
16 this is about. It's elevating us all in this
17 community.
18 Thank you, Mark.
19 **CHAIRMAN McCUSKER:** Any questions, any
20 commentary, any issues with the budget?
21 Kim, thank you very much.
22 **MS. ADAIR:** Thank you.
23 **CHAIRMAN McCUSKER:** Page, are you here?
24 The Dusk Festival, if you are not familiar
25 with the Dusk Festival, Page Repp, the first event

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1 downtown was last year. They've been at Rialto Downs
2 for several years, and it's really a unique, very
3 diversified event.
4 So, Page, tell us what you're doing next
5 year.
6 **THE WITNESS:** Thank you.
7 I'm Page Repp. I'm the Festival Director for
8 Dusk Music Festival. We're entering our fourth year.
9 This will be our second year at Armory Park.
10 And it was a festival that we founded four
11 years ago. Four local business owners, we all wanted
12 to do something good for the City.
13 I have a background in music and events. My
14 day job is I'm an architect, so -- but it made it so
15 that it was enjoyable and exciting for me to promote
16 the music side of it, and then also to create a space
17 where the community can come together and a lot of
18 people can come out and have a great time. So, Rio
19 Nuevo has supported us for three years already, and
20 they've been incredible advocates for what we do.
21 And so, one of our primary motivations with
22 our festival was to move it into the core of the City.
23 And so, last year was the first time we moved to Armory
24 Park. And we had a very successful year last year.
25 Our festival is two days, and it occurs over Veterans

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1 Day weekend, and we contain it within our Armory Park.
2 Last year we had about 11,000 people that came to our
3 festival. And during the two days that we operate, we
4 spend about a million dollars within downtown. So, our
5 vendors are all Tucson-based vendors. We try to keep
6 as much money as we can local.
7 This year we're continuing to expand what we
8 do. So, this year for our festival we expect -- I
9 think two more slides further. This is a little bit
10 about the people that come to our festival. So, our
11 demographics are -- the average person is 23, 24 years
12 old. They come downtown and they have a great time and
13 stay and they patronize local businesses.
14 One thing that we're doing this year to
15 enhance that operation is we're also ending our
16 festival two hours earlier, one hour each day, so that
17 we can add additional after parties both nights. So,
18 on Saturday and Sunday we'll have events at Hotel
19 Congress, we'll have events at Rialto, we'll have
20 events at Playground as well.
21 And then leading up to our festival, we
22 also -- we already have some things in the works. So,
23 we're going to have a launch party at Rialto Theater on
24 September 20th, and that will bring about 1500 people
25 down. We have six other activations that we're doing

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1 downtown at various businesses, and those will each
2 bring five, 600 people to each one. We're bringing in
3 national-level talent for each of these things.
4 So, these are some of the numbers from last
5 year. So, for instance, last year we had 9400 people
6 that paid to get in the door. And so, we operate under
7 a special event liquor license that allows us to give a
8 certain amount of money back to charities. Last year
9 we are able to give \$31,000 to charity. We paid
10 \$48,000 in sales tax. That was -- went into the TIF
11 itself. And then you can see the other numbers there
12 with how many people came down.
13 We also used the Tucson Police Department.
14 They are our armed security force. So, we give that
15 money directly to them. Tucson Fire was our paramedics
16 company, so we gave that money directly to them as
17 well.
18 But one of the bigger impacts of what we do
19 is regionally and locally we reach -- we get millions
20 of impressions online and through social media. So,
21 last year, for instance, we had 12,800,000 impressions
22 on social media.
23 Last year we also, outside of the Tucson
24 market, we sold almost 2200 tickets. So, 2200 people
25 from out of town came in to see our festival. And

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1 we're able to verify that because our software shows
2 where they were when they bought the ticket. So, it's
3 not a student at U of A, you know, and their address
4 is -- home address in Phoenix. It's where they were
5 when they bought the ticket. It's a little bit more
6 accurate. We estimate a total of 980 hotel rooms were
7 sold last year.
8 But projecting forward this year, we've upped
9 our game in terms of the talent we're able to bring in.
10 Like I said, the talent is all national-level talent.
11 But we try to increase the level of that each year.
12 So, we'll be releasing the best lineup we've had so far
13 later this week. We're a multi-genre festival, so
14 we're Indie rock as well as EDM. And we have some --
15 **CHAIRMAN McCUSKER:** Electronic dance music.
16 **MR. REPP:** Electronic dance music. It's a
17 great time. A lot of people have a ton of fun.
18 One of the things I'm most proud of is that
19 we're able to help a lot of people get their start.
20 So, one of the things we do is partner with a lot of
21 groups on campus, and we employ about 30 to 40 U of A
22 students that want to get a glimpse into what it would
23 be like to go into a music career or go into a
24 promotional career. So, that's been a really cool
25 thing. We've been able to meet a lot of young kids

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1 that we wouldn't normally be able to meet, and I think
2 we've made a difference in their lives.
3 One thing we really started focusing on last
4 year was the local art scene. So, we always try to get
5 art, murals, that kind of thing, at the festival. But
6 last year we were able to really take that up to a much
7 higher level. So, we were able to invest a lot more in
8 that. And it's amazing the response that you get from
9 the public, but also to see that artist that really is
10 the first commissioned thing that they were able to do,
11 that you paid for them, and then 6000 people a day come
12 and see it and they experience it, interact with it.
13 It's a really cool experience.
14 One other thing that we were able to do last
15 year and we're also going to do this year, is we have a
16 Battle of the Bands contest and we have a DJ contest.
17 So, one slot each day at the festival is dedicated to
18 local contest winners, so to speak.
19 One of the other things that we're doing this
20 year as well, is we're adding a smaller third stage.
21 That will really just be local talent. Whereas, last
22 year, we had two local slots; this year we're going to
23 have closer to 10. So, I think that's going to help a
24 lot of people, and it actually is going to make it so
25 that the events to pick those winners are all going to

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1 be downtown as well. And that's going to drive people
2 into the downtown area to watch those competitions,
3 have a good time.
4 So, those are some of the -- like I said
5 already, the kickoff party, that's at Rialto; Battle of
6 the Bands competition will be at Hotel Congress; the DJ
7 competition will be at Playground.
8 We actually have one other cool thing that
9 Uber or Lyft is going to sponsor with us. It's a thing
10 that if you are part of one of those rideshare
11 companies, they will just send you a notification, and
12 there's a secret launch party at a venue downtown. It
13 will just pop up and, do you want to go the secret
14 party, and it's, like, some crazy national-level
15 talent. It will be at an undisclosed location. It'll
16 just take you.
17 And then, like I said, we also have
18 after-parties, some pop-up ticket activations. So, we
19 think those additional things we're doing this year
20 compared to last year will be bring another 3000 to
21 4500 people. And, in addition to that, we also expect
22 our ticket sales to go from about 9000 to about 12,000
23 plus this year.
24 So, there's a lot of great things happening
25 with what we're doing, and it's a lot of work. And as

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1 Kim said, a rising tide does raise all boats.
2 So, we love downtown. We want to support it
3 as much as we can. We had a great response last year
4 from the merchants association. We didn't have any
5 issues with the police department or anything like
6 that.
7 We're taking further strides to be as good of
8 a neighbor as possible, so we're ending our festival
9 earlier each day. We're monitoring the sound and
10 everything that we can do to be a great partner and
11 asset to downtown.
12 Tucson is a growing community, and it
13 deserves and needs a large community festival like this
14 that can bring in national and regional talent.
15 So, I just want to thank you again for
16 supporting us, and I can't tell you enough how much I
17 appreciate it.
18 **MR. IRVIN:** I just wanted to say thank you.
19 You know, just to screw with your
20 demographics, I've gone to the last three Dusk
21 Festivals. So, really, those kids are, like, 12.
22 **CHAIRMAN McCUSKER:** You affected the average.
23 **MR. IRVIN:** I completely messed it up.
24 **MS. COX:** And I affected it even more,
25 because I was there too.

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1 **MR. IRVIN:** What I like about the Dusk
2 Festival is, you know, having attended back when it was
3 at Rillito Downs, you know, I think it's a nice mix to
4 bring downtown. I know you had some challenges. I
5 like the way you've addressed those challenges by
6 meeting with Councilman Kozachik and others to try to
7 work through those issues. I know you went from last
8 year people saying, it will never occur downtown again,
9 to them saying, we're so excited it's coming downtown.
10 So, I think you've done an excellent job of
11 managing that process and keeping that edgy thing that
12 we're trying to do in Tucson and adding to it. So,
13 thank you for playing well in the sandbox. I'm
14 ecstatic to have a chance to support you guys.
15 **MR. REPP:** Thank you.
16 **CHAIRMAN McCUSKER:** Two things you would
17 assume about this crowd. One, is that there will be
18 real challenges with TPD. There were none. Seriously,
19 none. And that the other is this is not the crowd that
20 would be visiting our restaurants and merchants. And
21 they will tell you to a store that this was a huge
22 weekend for them.
23 So, at 11,000 people, if I'm not mistaken,
24 may make you the largest event downtown, bigger than El
25 Tour, bigger than a concert at the arena. You may, in

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1 fact, bring the largest audience downtown. Now, Jazz
 2 is 22,000, but it's over a four or five-day period.
 3 So, hats off. It's really a diversified
 4 event. You know, a few of us in May 2010 sat around
 5 some empty storefronts downtown and said, what would we
 6 think would make a difference. The answer was music.
 7 And you've really delivered that. We're honored to be
 8 a partner.
 9 **MR. REPP:** Thank you.
 10 **CHAIRMAN McCUSKER:** Any question for Dusk?
 11 Any tinkering with Page's budget?
 12 Thank you, sir, very much.
 13 **MR. REPP:** Thank you.
 14 **CHAIRMAN McCUSKER:** This is the time we've
 15 set aside for call to the audience.
 16 Brandi, I didn't see any cards floating
 17 around.
 18 Okay. I'll entertain a motion to --
 19 **MR. IRVIN:** So moved.
 20 **CHAIRMAN McCUSKER:** Somebody second that or
 21 you stay here forever. Hello.
 22 **MR. IRVIN:** Can somebody second that motion?
 23 **CHAIRMAN McCUSKER:** Mr. Sheafe.
 24 **MR. SHEAFE:** Second the motion to adjourn.
 25 **CHAIRMAN McCUSKER:** All in favor say aye.

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1 (Ayes.)
 2 (Motion unanimously passed.)
 3
 4 (Record closed at 3:20 p.m.)
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1 CERTIFIED REPORTER'S CERTIFICATE

2

3 STATE OF ARIZONA)
 4 COUNTY OF PIMA) ss.

5

6 BE IT KNOWN that I took the foregoing
 7 proceedings pursuant to Notice; that I was then and
 8 there a Certified Reporter, CR No. 50218, in
 9 the State of Arizona; that said proceedings were
 10 reduced to writing by me.

11 I DO FURTHER CERTIFY the ethical obligations
 12 set forth in ACJA 7-206 (J)(1)(g)(1) and (2) are in
 13 compliance; that I am not a relative or attorney of
 14 either party, or financially or otherwise interested
 15 in the action.

16 WITNESS MY HAND this 31st day of July
 17 2019.

18
 19
 20 ANTHONY C. GARCIA, RDR, CR
 21 Certified Reporter No. 50218
 22
 23
 24
 25

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1 REPORTING FIRM CERTIFICATE

2

3 THIS FIRM CERTIFIES the ethical obligations
 4 set forth in ACJA 7-206 (J)(1)(g)(1) through (6)
 5 are in compliance and have been met.

6 WITNESS MY HAND this 31st day of July
 7 2019.

8
 9 KATHY FINK & ASSOCIATES, INC.
 10 No. R1003
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