In The Matter Of:
Rio Nuevo v.
Board Meeting

September 17, 2019

Kathy Fink & Associates
2819 E 22nd St
Tucson, AZ 85713
520/624/8644
BOARD MEMBERS PRESENT:
1. Fletcher McCusker, Chair
2. Chris Sheafe, Treasurer
3. Mark Irvin, Secretary
4. Jannie Cox
5. Edmund Marquez

ALSO PRESENT:
6. Mark Collins, Board Counsel
7. Brandi Haga-Blackman, Operations Administrator

CHAIRMAN MCCUSKER: Okay. We're going to call this meeting to order. We have a quorum. Mr. Irvin's on his way in, Mr. Hill is excused.

Jannie, you get to lead the pledge.

MS. COX: Okay.

(Pledge of Allegiance)

CHAIRMAN MCCUSKER: Brandi, please call the roll.

MS. HAGA-BLACKMAN: Edmund Marquez.
MR. MARQUEZ: Here.
MS. HAGA-BLACKMAN: Jannie Cox.
MS. COX: Here.
MS. HAGA-BLACKMAN: Chris Sheafe.
MR. SHEAFE: Here.
MS. HAGA-BLACKMAN: Mark Irvin.
MR. IRVIN: Here.
MS. HAGA-BLACKMAN: Fletcher McCusker.

CHAIRMAN McCusker: I'm here.
Mr. Irvin, welcome to Rio Nuevo.

MR. IRVIN: Thanks, man.

CHAIRMAN MCCUSKER: You have the transcribed minutes from August 27th. They're verbatim. Unless you have a change or correction, we need a motion to approve.

MR. IRVIN: So moved.
MR. MARQUEZ: Second.

CHAIRMAN MCCUSKER: All in favor say aye.

(Motion made, seconded and passed unanimously)

CHAIRMAN MCCUSKER: That was approved unanimously.
This is the time we set aside for executive session. I need a motion to recess.
MR. IRVIN: So moved.
MR. MARQUEZ: Second.

CHAIRMAN MCCUSKER: All in favor say aye.
(Motion made, seconded and passed unanimously)

CHAIRMAN MCCUSKER: Okay. We'll be back in about 42 minutes.

(Recess)

CHAIRMAN MCCUSKER: Okay. I would entertain a motion to reconvene.

MR. IRVIN: So moved.

CHAIRMAN MCCUSKER: Second, please.

MR. MARQUEZ: Second.

CHAIRMAN MCCUSKER: All in favor say aye.
(Motion made, seconded and passed unanimously)

CHAIRMAN McCusker: Thank you for hanging around.
A couple of comments from me, and then we'll move into what's a pretty busy and very important agenda.

If you're watching our website, I'd like to
unrestricted cash?

back above the line then, right? It would go into

CHAIRMAN MCCUSKER: Kind of --

MR. MEYERS: Well, that's down there --

MR. MEYERS: Yeah. We've not spent -- we've

got a 3.4 million dollar budget. We've only spent $1,800

so far, but I think we've got $2.2 million in your stack

of checks to sign, which is going to go out and turn

around and come back, so we're trying to get that

expedited.

The TIF collection for June was 1.2 million,

which is below the 1.3 we have in our budget. However,

we've got a significant big box store. For three months

we've not collected from them. It's an internal issue

with them and the state of Arizona is in the process of

getting that rectified, so I'd expect that to be fixed

hopefully within the next 30 days or so. We're keeping an

eye on that.

On a sad note, our contact with city of Tucson,

Rhonda Belaboo (ph), passed away a couple weeks ago and

she had been such an asset to our help. She's stepped up

many times when I didn't know she was doing things,

collecting from some of our merchants. And we're really

going to miss her, but there's somebody in her place now.

Brandi and I are going to meet with and the state of

Arizona seems to be stepping up as well, so I think we've

still got some really good contacts to help us out. But

anyways, Rhonda has been terrific and we're going to miss

her.

Let's see. Our audit is ongoing tomorrow. I

guess Thursday we're going to have our final field work

done. Fletcher and I are going to meet with our monitors

to talk about the project and things like that. That job

seems to have gotten less involving with numbers and more

involving footnotes. I mean, this audit report just keeps

growing in size, but we've got so many projects going on

and they make sure we get everything properly disclosed so

we can have yet another clean opinion.

I think that's pretty much it for now. If

anybody has any particular questions --

CHAIRMAN MCCUSKER: The outdoor ice rink, have

we funded that? I think I saw something from the city.

MR. MEYERS: Yeah. There's a pretty hefty

stack of checks for you to sign this afternoon.

CHAIRMAN MCCUSKER: Any questions for Dan?

(No oral response)

MR. MEYERS: Thank you.

CHAIRMAN MCCUSKER: Thank you.

MR. MEYERS: Thank you.

CHAIRMAN MCCUSKER: Item number seven, 75 East

Broadway, you know, I think everyone knows we're a little

stymied with this project. Based upon recent

correspondence with JE Dunn, we authorized a letter in
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1 executive session. I'll entertain a motion from the
2 board.
3 MR. IRVIN: I'd like to make a motion that we
4 authorize counsel to proceed with the letter as instructed
5 in executive session.
6 MR. MARQUEZ: Second.
7 CHAIRMAN MCCUSKER: All those in favor say
8 aye.
9 (Motion made, seconded and passed unanimously)
10 CHAIRMAN MCCUSKER: Mr. Collins, keep us
11 posted, obviously.
12 TCC, so we've talked a little bit about the
13 status there. Obviously you can see activity from the
14 Doubletree Hotel. We have launched the parking structure
15 on the east parking lot. We closed on the bank loan a few
16 weeks ago and we're ready to move forward. We're in the
17 process of selecting a CM at risk and we've received a
18 proposal at our request from Swaim to serve as the project
19 manager once again for the TCC project. That would allow
20 other architectural firms to actually bid on the design
21 work.
22 So you have our proposal. I don't know if you
23 want -- Phil's here if we want to ask any questions of
24 Mr. Swaim or Mr. Collins.
25 (No oral response)

1 lead on the renovation here of the exhibition halls,
2 ballroom and meeting rooms. GLHN has provided the
3 mechanical/electrical engineering for us in the past for
4 the arena renovation and for Tucson Roadrunners, and they
5 also have an architectural division in their firm.
6 They're actually -- I think they've been around Tucson for
7 57 years now, even more than -- longer than Swaim, so
8 we're not the old guys on the block. They are actually
9 the oldest firm in town to have both architectural and
10 engineering, so we thought that that was a very logical
11 transition for them to be able to come on and partner and
12 be able to be efficient to be able to get this work done.
13 And it's -- our first priority is wanting to
14 get our ex halls, ballroom and meeting rooms going so when
15 the hotels are compete, we have an operating -- an
16 operating convention center. We've also been meeting with
17 SMG and Visit Tucson to be able to get their priorities so
18 we can -- their -- their marketing and know how to be able
19 to show off what we're going to end up with here in a year
20 and a half so.
21 So we're hoping to be able to get them started,
22 that's really kind of the critical path, to be able to
23 have that design work going so, when we get our contractor
24 on board sometime in October, we'll really be able to
25 start organizing and planning and getting that work

1 MR. COLLINS: Phil, why don't you come on up,
2 buddy.
3 Mr. Chairman, members of the board, Mark
4 Collins.
5 My thinking is that you ought to just let Phil
6 explain what -- the general terms of what I discussed with
7 you on this, and then you might consider a motion, so --
8 MR. SWAIM: Good afternoon. Phil Swaim, Swaim
9 Associates Architects. 7350 East Speedway.
10 I'm certainly excited to be here, a lot of
11 things going on at the TCC as you mentioned. At the
12 hotel, there was even an interesting -- some enthusiasm
13 this morning. They found some bones, but one of the
14 benefits of being next door to TPD is they did a quick
15 forensic check and they were animal bones, dog bones, so
16 all systems are go, but -- so we're very excited to have
17 the opportunity to be able to help manage and be good
18 stewards of the 65 million dollar effort for project
19 dollars going forward here at the TCC.
20 As you said, we have our project management
21 proposal to you for your approval so we can get rolling to
22 manage this project over the next -- over the next three
23 years, three to four years really.
24 As you said, we're also pleased -- we have a
25 proposal in from GLHN Architects & Engineers to take the

1 scheduled.
2 CHAIRMAN MCCUSKER: Mr. Collins, I don't think
3 we've seen anything specifically from GLHN, have we?
4 MR. COLLINS: Well --
5 CHAIRMAN MCCUSKER: And talk about the process
6 going forward in terms of, you know, if we approve Swaim
7 as the project manager, are they hiring the architects?
8 MR. COLLINS: They --
9 CHAIRMAN MCCUSKER: You know, do we need to
10 even be involved in the approval of that or -- talk about
11 the process.
12 MR. COLLINS: Well, you -- assuming you hire
13 Swaim as the project manager, within the scope of their
14 work would be recommendations to you on who they think
15 ought to be working on particular projects. Swaim knows a
16 lot about TCC and can suggest, but you folks have to be
17 the ones that direct and approve agreements.
18 There shouldn't be a problem doing this. Phil
19 has already talked to you about GLHN, that's the beginning
20 one, so that's what we're going to do throughout --
21 CHAIRMAN MCCUSKER: Typically we would
22 appreciate the economics of that assignment before we
23 approved it, so, you know, did that come with a proposed
24 scope or rates or, you know --
25 MR. COLLINS: Well, I have one. I can't speak
specifically about it because of e-session items, but we have a proposal. So -- the agreement is going to have to be negotiated, so if you want today, you could do two things. You could hire Phil as the -- and his firm as the project manager, and then you could decide whether you wanted to accept his recommendation for GLHN as the design professional for the meeting rooms.

**CHAIRMAN MCCUSKER:** Subject to the economics?

**MR. COLLINS:** Subject to working out the terms of the deal.

**CHAIRMAN MCCUSKER:** Any questions for Mr. Collins or Mr. Swaim?

**MR. IRVIN:** Phil, what's your timing relative to keeping this mentally on schedule with what we've talked with you about? I mean, how much time do we have to analyze GLHN?

And I guess my other question might be who else have we considered for that scope of work. I mean, I appreciate we've got you involved because of your expertise and understanding, but I also want to ensure that we have an opportunity for other architects, if they're qualified, to be able to participate in this project, so talk me through that.

**MR. SWAIM:** The timeframe on the convention center work itself, we're -- our goal is to be able to have that basic work done by the end of 2020, so that's spending the next 6 to $7 million in about a year and three months or so, a year and four months, so there's a lot of design work to be done. And just to be able to get that scheduled around existing events and things at the TCC will take every bit of that time, so we're eager to try and get them started.

A couple things to help clarify. One is that what we've been doing is anticipating utilizing design firms that are on the city open end contracts, so you have the ability to be able to direct select those without doing a full-blown RFP process. Through the budgeting that we've done to date, we've ensured that -- we've anticipated what fees would be associated with which division of work and GLHN's fees fall well within that number to date, so we're comfortable from the financial standpoint.

What we're anticipating moving forward is other -- certainly at least two other firms to be able to come in and join on the work. Logan Simpson is a landscape architecture and also historic preservation firm that we would -- that we've been talking about the possibility of leading the effort on the Eckbo Plaza restoration and landscape work, so that work would want to believe able to start fairly soon because we want to believe able to start fairly soon because we want to believe able to start fairly soon because we want to

the upper plaza done also along Church Avenue within that same year and four month timeframe. And then we're looking -- we're anticipating at least one, if not two, other firms to be involved with the music hall and Leo Rich renovation as well.

So that's kind of the plan. And we certainly have -- we'd be able to be able to talk with you about that in some detail ahead of time. If you'd like to actually interview these firms, I think they would welcome that opportunity.

**MR. IRVIN:** In your mind, are there any firms that are not on that call list that we are -- we want to talk to but can't because of that strategy?

**MR. SWAIM:** I don't think so at this point. I mean, there are some other great firms in town, but I think the top firms are on the city on-call list, so we feel like we're pretty confident that we've got some options there to be able to pull from, and they currently have the workload and experience and that sort of thing to be able to do what we need to do.

**MR. IRVIN:** You didn't touch on the symphony lot parking garage. What are you thinking -- who kind of comes to mind with that with you right now?

**MR. SWAIM:** There's a firm that's celebrating their 50th anniversary this year, Swaim Associates, that I think has done some preliminary work, and so we'd like to be able to proceed with that one.

**MR. IRVIN:** Okay.

**MR. SWAIM:** But otherwise, we're excited about bringing on at least three other firms to be able to team with and help spread the effort that allows us to focus on managing the overall project.

**MR. IRVIN:** Has there been any opportunity or any further reach out to Garrett Eckbo's former partner?

Any discussions with that?

**MR. SWAIM:** My understanding -- and actually Michael Becherer probably knows a little bit more than that, but my understanding is that that gentleman actually worked -- he was not around when Garrett Eckbo was around, and so it's not as strong a connection as we had hoped.

We originally had anticipated inviting him out this October during Modernism Week and it didn't seem that that was going to be the priority to be able to somehow utilize him as part of that process.

**MR. IRVIN:** His engagement in that project was not to the extent that we thought it was initially?

**MR. SWAIM:** That's my understanding. That's correct.

**CHAIRMAN MCCUSKER:** It seems like we should get you hired first, if that's our intention, then I'd like
You have -- do you have the budget? Do you know the economics? Is it a capped rate? Is it an hourly rate?

Mr. Collins, am I in my agenda still?

Mr. Collins: You're still in your agenda, Mr. Chairman.

Chairs all right.

Mr. Swaim: It is a -- it's a fixed fee based upon the scope that we've been working with the city and SMG and you on for the last three or four years, so the -- what they've done -- we've -- we've walked through the site with them.

They have -- they have detailed proposals within themselves analyzing from an hourly standpoint, but also, based upon what Michael and I had done in estimating where those fees should land based upon the construction cost, they are well within that. It actually gives us some contingency.

They include in there a proposal -- some allowances for structural engineering as we're replacing all the air walls. They have some allowances in there as well for AV and IT consultants. We're not sure if we need to utilize those as we implement the wi-fi and digital sign system. I think you're aware we're still working with the city to determine what's the best way to implement that. But even with those allowances in place, they're within the project budget, the allowance for fees.

And that's really our plan, is to be able to track each one of these projects and ensure that we keep each one of these line items within the tracks of what's been budgeted.

Chairs all right.

Mr. Swaim: The -- the total that we had budgeted was about 486,000. Their basic service is about 446,000. They've got about another 45,000 in -- in allowances that could be utilized if necessary.

Chairman, I think where I'm going with this is now that you're official project manager and can make such a recommendation, I believe we're properly agendized, but if you wanted to recommend them as the architect and recommend that fee, we could approve it today if we so chose.

Mr. Collins?

Mr. Collins: I concur, Mr. Chairman.

Chairs, Your first official act.

Mr. Swaim: I would like to recommend that we hire GLHN Architects and Engineers based upon their proposal to move forward as being the architect of record for the design work for the exhibition halls, ballrooms and meeting rooms at the TCC.

Ms. Cox: So moved.

Mr. Marquez: Second.
area developments for each of the three blocks that the district is acquiring, we have made the decision to do an overlay district for the full two miles of the Sunshine Mile in order to spur economic redevelopment for the entire two miles, which ultimately the full two miles is in the district, which will generate additional tax revenue.

Where we are in that process, we had a pretty intense summer of doing public outreach. Project for Public Spaces came into town twice. We had three to four days of public meetings and workshops, got a lot of great information. Basically everybody is in support of us doing something, and now we are in the process of writing out what that something is.

So we're working with Lazarus Silvyn and the banks. They are currently drafting the first -- or writing the first draft of the overlay. And we anticipate having that to our team next week to really fine tune it and then be able to submit that draft to PDSD and start working with them on revisions in October. So that is moving forward. Our intent is still to try to have the overlay to mayor and council and approved probably sometime second quarter of next year, is the intent right now.

More specifically with the three blocks, probably the most activity we've seen is on the Bungalow block, so the district is acquiring the seven houses and we are in the process of moving those. The construction fence has gone up. There have been demolition activities on site because we needed to remove all of the accessory structures and landscaping from behind the buildings. The first week of October, the building mover will be on site and begin moving those buildings to the back of each lot. And that will get them out of the way of the road as the widening project progresses later this year. So that's currently on schedule and on budget.

We have one GMP left to get from the contractor, which would be the cost to build the foundations and set the buildings back down. But so far, the costs have been tracking with the estimates that I had given to the district earlier this year.

As far as the -- the Friedman block and the Solot block, we are working with Brandi and with the district to try to clean up some of those buildings. They've kind of taken a beating lately. We've had some complaints from neighbors about homeless -- having some people living behind the buildings and some copper theft, so we have a proposal from Kittle Construction to go through, take off some of the low awnings off the back of the buildings to prevent people from getting on the roofs and then cleaning up the storefronts, doing some painting.

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and repair work because they are looking pretty bad. I mean, really, if they're going to be sitting there for a little while, we should probably invest a little money and make sure they look as good as they can.

CHAIRMAN MCCUSKER: How much is that proposal?

MR. BECHERER: That's $54,000.

CHAIRMAN MCCUSKER: That's something we need to do today.

Go ahead.

MR. BECHERER: And then the other thing I want to make sure that the district knows about is there's a couple of public outreach events coming up. So one of my other roles in the committee is I'm the president elect of the American Institute of Architects chapter, the local chapter. We typically do a tour every year whether a home tour or some type of architecture tour, so this year we are doing an inside the Sunshine Mile tour. So between the Friedman block and the Solot block, we're going to open up about 25 to 30 of the storefronts on October 5th, the afternoon of October 5th, from 2:00 to 5:00.

We've got a team from our board working on that. That includes Elaine Becherer, Alice Templeton and Jim Webstick (ph). We've also been coordinating with the Tucson Preservation Foundation. They have their Modernism Week following that tour, so we've been cross-promoting their events with our events to try to really generate a lot of excitement about people being able to see kind of what those buildings are and the condition they're in and understand the idea for the future of it, so what we're going to do is put some displays in all of the storefronts to talk about the architects. There's five architects that we know of from the mid-century, so we'll have information on them. We'll have some information on the overlay district itself to talk about what Rio Nuevo is doing, talk about the future of the Sunshine Mile and really promote what's happening and start to generate a lot more excitement about what we're doing and what this is going to be in the future.

One of the reasons I really felt like we needed to do this tour is during the public outreach that we did this summer, oftentimes I would have people come up and say, you know, we just need to tear all that junk down. And I think if you get people to slow down and really look at those buildings, there's -- some of those buildings are intact from the '60s.

The Friedman-Jobusch office is in the middle of the Friedman block and it is basically a time capsule.
1  **MR. BECHERER:** So the proposal is -- it's from Kittle Construction. It's $54,133. This includes the removal of the existing signs, fences, sheds and carports, cleaning up all the kind of junk that's accumulated on the buildings, it's patch and repair and caulking of the fronts of the buildings only, so we're not panning all the way around. We're just getting the streetscape of the buildings --

2  **CHAIRMAN MCCUSKER:** And that's the Friedman block, what we call the Donut Hole block, and the Solot block?

3  **MR. BECHERER:** Yes, sir.

4  **MR. IRVIN:** I'd like to make a motion we move forward with that after having gone through these buildings in the past before we even got this far. And looking at the transients and some of the drug use and some of the things there, it's money well spent.

5  **CHAIRMAN MCCUSKER:** All right. I have a motion to approve. I'll need second, please.

6  **MS. COX:** Second.

7  **CHAIRMAN MCCUSKER:** Motion and a second. Any other conversation?

8  **(No oral response)**

9  **CHAIRMAN MCCUSKER:** Brandi, call the roll.

10  **MS. HAGA-BLACKMAN:** Edmund Marquez.

11  **MR. MARQUEZ:** Aye.

12  **MS. HAGA-BLACKMAN:** Jannie Cox.

13  **MS. COX:** Aye.

14  **MS. HAGA-BLACKMAN:** Chris Sheafe.

15  **MR. SHEAFE:** Aye.

16  **MS. HAGA-BLACKMAN:** Mark Irvin.

17  **MR. IRVIN:** Aye.

18  **MS. HAGA-BLACKMAN:** Fletcher McCusker.

19  **CHAIRMAN MCCUSKER:** Aye.

20  **MS. COX:** Mr. Chairman, I would just like to say to Michael I think this is really great to activate some of that -- those properties now, bring attention to the properties. And I fully support -- I think $54,000, although Edmund doesn't agree, is really a great price to just give them a little bit of a facelift and maybe with this activity in September -- or beginning of October and mid-October that maybe some others will be enticed to -- to have activities during this construction time, too.

21  And I think it's a really good move in terms of Rocco's. If we're going to bring Rocco's into that building to the far east, then I think the whole thing ties together and I think makes a lot of sense. Thank you.

22  **MR. BECHERER:** Absolutely. There's a lot of things happening simultaneously that I think creates this energy.

23  **CHAIRMAN MCCUSKER:** Talk a little about the roadway timing. Do you know kind of when it's going to start? It's been delayed now I understand.

24  **MR. BECHERER:** It's been delayed some. The work you see going on right now is utility relocation, so TEP is moving the poles on the south side of the road. Once they move the poles, they'll bring the linemen through to move the wires. My understanding is that pushes things out far enough where TDOT is considering waiting until after the first of the year to really start the construction on the roadway just so they don't impact Broadway during the holiday season as much. So that helps us with the bungalows. It really aligns all the schedules so we will have the bungalows out of the way in time.

25  **MR. MARQUEZ:** Mr. Chairman.

26  **CHAIRMAN MCCUSKER:** Mr. Marquez.

27  **MR. MARQUEZ:** With the effort here locally for Tucson being more attractive at incubating companies and, you know, obviously we're trying to keep the students from leaving the U of A once they graduate, I love the idea of pop-up businesses throughout the Friedman and Solot block. I'd love to see us work more on that.

28  **MR. BECHERER:** And we can. It's going to be a little challenging until the overlay is finished. What tends to happen without the overlay is, if you have -- basically you have to meet the parking requirements under the Unified Development Code and a lot of those buildings won't be able to.

29  The other issue people have is a change of use, so if one of those buildings used to be, you know, a commercial nail salon and somebody wants to put a restaurant in the there, again, the parking requirements are so much higher, they probably can't meet that until we get the overlay in place. And that will help us solve all of those issues so we can make a change of use much easier and take advantage of shared parking opportunities and other things.

30  **MR. SHEAFE:** You know, wherever you go in a walking environment, the only way that you can support a lot of retail is have residential walkable to the region, and that has been -- that lesson's been proven over and over again.

31  Now, in the overlay zone, are you emphasizing enough height that you're able to pair up a very large addition of residential which can then access the nodes of retail that is really going to be supported in the main by the students, on the edge of the region and on the edge of the university. It's a big part of the incubation that's going on.

32  **MR. BECHERER:** Absolutely. We've been looking at off of Broadway, basically the properties that are
1. maybe one property line back that are in anything other
   2. than an R zone, a residential zone, and looking at those
   3. for opportunities to create higher density residential
   4. areas.

   So, for instance, the area sort of south and
   5. east of Safeway is an I-1 zone, which while it allows
   6. height, it does not allow any residential use in an I
   7. zone, so with the overlay, we can change that to allow
   8. residential use in the I zone and be able to provide
   9. opportunity for higher density residential.

   There's also some opportunities on Park Avenue
   10. both north and south of Broadway as well where we think we
   11. can create some incentive for higher residential uses,
   12. higher density residential uses.

   But you're actually right. Enough residential
   13. density, that's what we really need to support these
   14. businesses and overcome some of the challenges we've been
   15. seeing.

   **CHAIRMAN MCCUSKER:** And, again, when do we
   16. think we'll physically move the bungalows?

   **MR. BECHERER:** They will start moving the first
   17. one the first week of October.

   **CHAIRMAN MCCUSKER:** And we're going to put up a
   18. web cam so when they disintegrate, we'll --

   **MR. BECHERER:** It will all be on camera.

1. This is a very simple -- we've talked about
   2. this. This is a very simple move. We're simply moving
   3. the buildings straight back and then bringing it back
   4. forward instead and set it down on the foundation, so --

   **CHAIRMAN MCCUSKER:** And you're not worried?

   **MR. BECHERER:** I'm not worried based on -- so
   7. it's funny. Everyone tells the story about the house that
   8. got dropped on Campbell, the Joesler they were moving.

   The company we hired was the company that was hired to
   9. move the second Joesler that was successfully moved, so --

   **CHAIRMAN MCCUSKER:** Okay.

   **MR. BECHERER:** -- I have some confidence we'll
   11. be okay.

   **CHAIRMAN MCCUSKER:** Michael, thanks.

   **MR. BECHERER:** Thank you.

   **CHAIRMAN MCCUSKER:** Rocco, come on up.

   Let me give you a little background about this.

   Shortly after we announce the Sunshine Mile project, we
   18. were approached by Rocco, who, of course, runs an iconic
   19. pizza restaurant on Broadway already, so he's already on
   20. the Sunshine Mile. He's spent a lot of time, energy, his
   21. own money to really look at these vacated properties with
   22. the idea that he would like to expand his restaurant and
   23. venue, and we're now going to hear a proposal specifically
   24. to do that.

   **As Jannie mentioned, this could be our first
   1. opportunity to put in a very well known, popular ironic --
   2. it's not an underutilized word when it describes your
   3. venue, but we're really excited to talk to you, and walk
   4. us through your ideas.**

   **MR. DIGRAZIA:** Yeah. I've been on the Sunshine

   **CHAIRMAN MCCUSKER:** So you have to start with
   8. your name.

   **MR. DIGRAZIA:** Okay. Sorry.

   **CHAIRMAN MCCUSKER:** And then you go.

   **MR. DIGRAZIA:** Rocky DiGrazia. I'm the
   13. proprietor of Rocco's Little Chicago Pizzeria at 2707 East
   14. Broadway. It used to be an old Winchell's Donut House
   15. built in about 1965. And when we moved in, it didn't have
   16. any heat, had woefully inadequate air-conditioning and
   17. swap coolers. We've slowly improved all that. We stayed
   18. open, you know, second rate equipment falling apart and we
   19. started winning awards right away. And we've built our
   20. business over the years. I've employed probably hundreds
   21. of people since then.

   **Right now we have 33 people working for us.**

   **I've employed everybody from ex-cons to at least one
   23. lawyer. And yeah, we -- out of 120 odd pizzerias in
   24. Tucson, we're consistently ranked in one of the three best
   25. in Tucson for almost 20 years now. We even won best in
   2. Tucson in Tucson Lifestyle a couple years ago.

   **So we've been slowly growing and kind of
   3. outgrowing our spot consistently until 20 -- what was it,
   4. 2014 we went viral because we had a sign opposing SB 1062,
   5. and since then, we've kind of had international fame.**

   **We've been pretty much knocking the doors down trying to
   6. get in business.**

   **We were on Diners, Drive-ins and Dives, the
   9. food network show, as of last year. Now we're on
   10. syndication, so every time that airs, we've got lines out
   11. the door. Our regulars, they just don't come anymore.**

   **You know, nobody goes there anymore. It's too hot.**

   **So we've been shopping around. I shopped
   14. around with Bob Davis for a new spot for about two years
   15. now and we -- we heard that Sunshine Mile's probably going
   16. to be redeveloped by Rio Nuevo, specifically some of the
   17. remnant properties that people are moving out of at Solot
   19. Plaza and points west. And we started looking around and
   20. Solot Plaza is, I think, a great fit for us, and
   21. specifically the old Bruce's Lock Shop, which is on the
   22. east side of it. It's about a 6,030 square foot spot,
   23. which is about just over three times bigger than our
   24. current 1,400.**

   **CHAIRMAN MCCUSKER:** And only two doors down
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THE WITNESS: Yeah, two doors down. But yeah, we wanted to stay in the neighborhood. It could hardly be less good for us to do this and we're excited to -- to anchor this new plaza that's being redeveloped by Rio Nuevo.

It looks fantastic. I heard there was going to be a nod to the old mid-century modern facades. That sounds great, works well with our kind of blue color working man's pizzeria vibe and I like the area. It's been our bread and butter for 20 years, and we want to stay in the area and we think we can grow with and help this area grow.

CHAIRMAN MCCUSKER: Go ahead.

MR. DIGRAZIA: I'm supposed to be telling her what to do.

Okay. What are we looking at here.

So I've developed a floor plan with Wayne Swan, and we have a -- can we get to the proposed restaurant?

Yeah, there we go.

This is our supposed new spot. If you look on the lower right-hand corner, that's kind of an overflow area for events and stuff, which we can't do. I can't --

CHAIRMAN MCCUSKER: Do you want to introduce Wayne while he's --

MR. DIGRAZIA: Yeah, let's get Wayne Swan up here. He's been behind me the whole time.

MR. SWAN: Thank you, Rocco.

Yeah, this is an exciting project for all of us.

CHAIRMAN MCCUSKER: Name and firm.


We've been working with Rocco well over a year, actually even probably a year and a half, trying to put together a concept. I actually saw him on Diners, Drive-ins and Dives and we just had a great time working with this.

If you can flip through some of the -- conceptually we're trying to put together kind of a Chicago look to the -- to the interior there and a fairly straightforward pizzeria, blue collar situation.

And Rocco's performance as a pizza place -- if you try to go in there on Fridays, it's just unbelievable, but he -- he's done a terrific job and I think we're really excited about working on this project together with him.

Basically the -- the overall project scope and budget, the interiors, we actually -- when we talk about generic shell upgrades, so shell upgrades are dealing with the interior improvements that are related to the shell.

We don't have any exterior shell money in this. It's basically tenant improvements. But we've developed the project to a point where it's roughly a little over half a million dollars strong to do the -- the interior tenant development.

The generic -- excuse me. The generic shell upgrades refer to roof, ceiling and some utility delivery to achieve the -- achieve our restaurant. We are -- you know, we understand there's going to be an overlay, which will provide for parking issues, and it is a walkable -- it will be a walkable block for many of the patrons.

That's about all I have at this point.

CHAIRMAN MCCUSKER: Rocco, thanks.

Any questions for Wayne?

(No oral response).

CHAIRMAN MCCUSKER: Thank you.

MR. SWAN: Thank you.

CHAIRMAN MCCUSKER: We'll see where Rocco wants to go with -- do you want to touch on -- certainly you want to talk about your budget. I think we've got enough detail on the upgrades, so talk about -- Rocco, talk about the impact it has to your revenue.

BRANDI, go to the revenue slide.

There's a lot of detail that we have, the public has, on Wayne's work on the space, but let's just talk about what -- you know, it basically triples your space, right, so Rocco --

MR. DIGRAZIA: Right. It's going to over triple our spot right now.

CHAIRMAN MCCUSKER: And the first line is the actual revenue for the most recent year.
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1  MR. DIGRAZIA: We're doing almost $2 million  
2  out of 1,440 square feet.  
3  CHAIRMAN MCCUSKER: That's unbelievable.  
4  MR. DIGRAZIA: That's all right.  
5  CHAIRMAN MCCUSKER: Yeah, that's unbelievable.  
6  You've set a high bar for all our other restaurant  
7  patrons. And you believe you can triple that in two or  
8  three years out?  
9  MR. DIGRAZIA: I think we -- you know, let's  
10  hope it can happen, but I think eventually yes, not a  
11  problem, yeah.  
12  CHAIRMAN MCCUSKER: So what we've talked to  
13  Rocco about is kind of our traditional GPLET, so we would  
14  consider investing a half a million bucks in the  
15  renovation. We would enter into a government lease with  
16  Rocco. He would have some option to buy the property down  
17  the road. We haven't really talked specifically about  
18  lease rates or terms. We wanted to basically get the  
19  board's temperature taken on this project.  
20  This would be the first project in the Sunshine  
21  Mile, so it is precedent setting. I think the numbers  
22  speak for themselves, so I'm very bullish on this project.  
23  I'd like to find some way to move forward with Rocco on  
24  Solot Plaza.  
25  MR. IRVIN: Rocco, what's your current rent

1  structure where you are now? What are you guys paying on  
2  a foot basis?  
3  MR. DIGRAZIA: I'm paying, I think, 2,600 bucks  
4  a month month to month, so I can move tomorrow if I want  
5  to.  
6  MR. IRVIN: Any other costs you're responsible  
7  for --  
8  MR. DIGRAZIA: I'm responsible for every other  
9  cost, so right now I --  
10  MR. IRVIN: It's a triple net structure.  
11  MR. DIGRAZIA: Yeah. I'm taking care of  
12  everything now.  
13  CHAIRMAN MCCUSKER: Mr. Marquez.  
14  MR. MARQUEZ: In regard to the cash flow,  
15  what's your concern timing-wise strategically with the  
16  widening of Broadway and your business, just traffic flow?  
17  MR. DIGRAZIA: That's a good question. You  
18  know, right now we're at about peak business, so I'm fully  
19  cognizant that we're going to probably lose probably 20,  
20  30 percent of our business at our current location as the  
21  road widening commences and the cones go up.  
22  The reason I've built my business to this point  
23  is so that I can survive something like that. You know,  
24  we don't have to staff as hard as we can to be able to pay  
25  our bills. That's not as big a deal as it might be for  

1  some other places. But -- and I'm perfectly willing to  
2  weather the storm if we can get to something down the  
3  road. And I want to stay in the area despite the  
4  drawbacks that the construction's going to -- to incur.  
5  CHAIRMAN MCCUSKER: You might be able to answer  
6  this, Swain might be able to help us, but if we get you in  
7  there right away, is this a six-month project, is this a  
8  nine-month? Kind of how long do you think the renovations  
9  would take?  
10  MR. SWAN: I think it's a solid six-month  
11  project. It might be as much as seven -- six to seven  
12  months. The situation is getting some of the  
13  infrastructure in place and also, you know, getting our  
14  permits in place as well. We -- we are a change of use  
15  situation, too, so we're going to be working with the city  
16  to get that driven in, too.  
17  MR. IRVIN: That will all be taken care of with  
18  the overlay.  
19  MR. SWAN: You know, the work -- the work is  
20  pretty extensive, ceilings, air-conditioning, utilities,  
21  gas service --  
22  CHAIRMAN MCCUSKER: Kitchen.  
23  MR. SWAN: -- so there's quite a bit.  
24  CHAIRMAN MCCUSKER: Kitchen.  
25  MR. SWAN: And kitchen. The kitchen, we've got  

1  a kitchen consultant. He's done a pretty nice job.  
2  Rocco's worked with -- the kitchen was great and we  
3  actually -- you know, if we had the kitchen today, he  
4  could be able to really produce.  
5  MR. DIGRAZIA: Right. Absolutely.  
6  CHAIRMAN MCCUSKER: Mr. Irvin.  
7  MR. IRVIN: So, Rocco, I just want to say  
8  thanks for being patient because I know we've been talking  
9  with you for quite some time and we've just not been in a  
10  position to do anything, so it's nice that we're finally  
11  getting our arms around this and have a team in place that  
12  can sit down and kind of work through this. I've worked  
13  with Wayne for longer than either one of us want to admit.  
14  I know you're in good hands there and we know we're just  
15  looking forward to seeing this thing kind of come to  
16  fruition. And I think that's a real great use for kicking  
17  off that project.  
18  MR. DIGRAZIA: I'm excited to stay near my  
19  current location. I know one of the death knells or at  
20  least setbacks to a lot of businesses is moving too far  
21  from their original spot, and this pretty much avoids  
22  that -- that conundrum altogether while giving you  
23  something that you want on that block and getting us the  
24  space that we need, so it's an exciting possibility.  
25  MR. IRVIN: So one other question I might have
1. to you is, you know, you heard Michael Becherer talk about
2. some of the timing and that, you know, we're going to have
3. this overlay zone and all that stuff to the city for
4. approval sometime in the second quarter which will address
5. Wayne's concerns and others' relative to use and zoning
6. and what have you. You know, we still kind of have -- not
7. that we can't move towards, you know, wrapping up a lot of
8. stuff with you, but you do realize that we are somewhat
9. handicapped by some of the city approvals and what have
10. you. You'd have them if you were standing alone even more
11. so, I think there's probably going to be some delays
12. that we'll push through, but we're not going to have a lot
13. of control over some of this stuff.
14. MR. DIGRAZIA: Right. If we're in there a year
15. from now, I'd be completely ecstatic, so that's great.
16. And I know there's not even a parking lot for us to pull a
17. truck into right now at that spot, so I know there's
18. extensive work that needs to be done.
19. MR. IRVIN: Speaking only for myself, I'm
20. always tickled to have somebody that's ready to step up
21. and I'm looking forward to helping figure this thing out,
22. so thank you.
23. MR. DIGRAZIA: Cool. Maybe we'll have 100
24. employees. We'll see.
25. CHAIRMAN MCCUSKER: Any other questions for

---

1. Rocco?
2. I think the plan would be -- you know,
3. hopefully the board would authorize us to pursue and
4. finalize an agreement. You know, maybe you'll let the
5. executive officers do that.
6. We would have to bring it back to the board,
7. right, Mr. Collins?
8. MR. COLLINS: Correct, Mr. Chairman. You ought
9. to make that as a motion I would think.
10. CHAIRMAN MCCUSKER: All right. Let me stop the
11. jabbering first.
12. Mr. Marquez.
13. MR. MARQUEZ: I'd like to make a motion to
14. authorize the executive to wrap up this deal with Rocco.
15. MS. COX: Second.
16. CHAIRMAN MCCUSKER: Works for me.
17. Any other --
18. Mr. Collins, do you like that motion?
19. MR. COLLINS: Yes, Mr. Chairman, based on --
20. based on putting it in context, I follow.
21. CHAIRMAN MCCUSKER: Brandi, let's call the
22. roll.
23. MS. HAGA-BLACKMAN: Edmund Marquez.
25. MS. HAGA-BLACKMAN: Jannie Cox.
CHAIRMAN MCCUSKER: You could make that a motion if you want.

MR. IRVIN: Well, I will make that a motion.

I'd like to make a motion that we support this subject to this being a comprehensive look at the entire site with a thought to create a planned area development addressing what we can and cannot do on the west side.

MR. COLLINS: $2.6 million?

Mr. Collins, $2.6 million? We would need to authorize Dan to be prepared to fund that if indeed Sloan's proposals are approved by zoning and M and C.

MR. SHEAFE: We already approved --

MR. COLLINS: Agreed.

MR. SHEAFE: -- this, so I don't know that we need --

CHAIRMAN MCCUSKER: Well, the only thing that's different about this is we will not be able to launch the GPLET with just the PAD. It's vague enough that it doesn't specifically identify what's going to happen there, so we are obliged to fund, but the other pieces that we wanted in place, Mr. Collins, correct me if I'm wrong, will not be available to us for probably a few months down the road.

MR. COLLINS: At least a few months, so we will have to modify the agreement that you've already approved in accordance with what we discussed in e-session, so I would suggest that you authorize or direct me to make the modifications necessary in the current documents to allow Sloan to complete the purchase and we have a bridge situation until more detail of the development is developed.

MS. HAGA-BLACKMAN: Brandi, call the roll.

MS. HAGA-BLACKMAN: Aye.

MS. HAGA-BLACKMAN: Chris Sheafe.

MR. COLLINS: I think that would be a great addition to that motion.

MR. IRVIN: That would be my motion.

CHAIRMAN MCCUSKER: Everybody tracking that?

MR. IRVIN: That is an official motion?

MR. MARQUEZ: Second.

MR. IRVIN: Official.

CHAIRMAN MCCUSKER: That's an official motion.

We have a second. Any other conversation? The motion is to authorize Dan and counsel to close on the Sloan McFarland, et al., incentive, $2.1 million, with some amendments to the agreement that provide we back into GPLET with just the PAD. It's vague enough that it doesn't specifically identify what's going to happen there, so we are obliged to fund, but the other pieces that we wanted in place, Mr. Collins, correct me if I'm wrong, will not be available to us for probably a few months down the road.

CHAIRMAN MCCUSKER: Well, the only thing that's different about this is we will not be able to launch the GPLET with just the PAD. It's vague enough that it doesn't specifically identify what's going to happen there, so we are obliged to fund, but the other pieces that we wanted in place, Mr. Collins, correct me if I'm wrong, will not be available to us for probably a few months down the road.

CHAIRMAN MCCUSKER: At least a few months, so we will have to modify the agreement that you've already approved in accordance with what we discussed in e-session, so I would suggest that you authorize or direct me to make the modifications necessary in the current documents to allow Sloan to complete the purchase and we have a bridge situation until more detail of the development is developed.

MR. IRVIN: Then I'm assuming with that motion that one of us would adopt -- and maybe it's going to be me, that would also include some language that would authorize the executive officers to sign.

MR. COLLINS: I think that would be a great addition to that motion.

MR. IRVIN: That would be my motion.

CHAIRMAN MCCUSKER: Everybody tracking that?

Is that an official motion?

MR. MARQUEZ: Second.

MR. IRVIN: Official.

CHAIRMAN MCCUSKER: That's an official motion.

We have a second. Any other conversation? The motion is to authorize Dan and counsel to close on the Sloan McFarland, et al., incentive, $2.1 million, with some amendments to the agreement that provide we back into GPLET later.

Brandi, call the roll.

MS. HAGA-BLACKMAN: EDMUND MARQUEZ: Jannie Cox.

MR. IRVIN: Fletcher McCusker.

CHAIRMAN MCCUSKER: Aye. So that's enormous as my son would say.

The Volvo site, a quick update for people that are tracking the area in and around the Welcome Diner. I think everyone knows that Sloan McFarland won the competitive process from the city of Tucson to develop that entire block. They are moving ahead with their planned area development. I believe they present that to the city this month or early next month. And if that is approved by zoning and the mayor and council, it triggers the incentive offer that we offered to them over a year ago, so we would need to be prepared to close on that.

Mr. Collins, $2.6 million?

MR. COLLINS: I think it's --

CHAIRMAN MCCUSKER: I think it's on Dan's schedule.

MR. SHEAFE: What do we have in there, Dan?

MR. DIGRAZIA: 2.1.

CHAIRMAN MCCUSKER: 2.1 --
MR. IRVIN: Aye.

MS. HAGA-BLACKMAN: Fletcher McCusker.

CHAIRMAN McCUSKER: Aye.

We are on a roll. Thank you very much.

That's all I have on the agenda. We've set time aside for a call to the audience.

Brandi, any cards?

MS. HAGA-BLACKMAN: (No oral response).

CHAIRMAN MCCUSKER: I'll entertain a motion to adjourn.

MR. IRVIN: So moved.

MS. COX: Second.

CHAIRMAN MCCUSKER: All in favor say aye.

(Motion made, seconded and passed unanimously)

CHAIRMAN MCCUSKER: We will see you in October.

(3:56 p.m.)
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Kathy Fink & Associates

Rio Nuevo v. Board Meeting

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