

In The Matter Of:

*Rio Nuevo
Board Meeting*

*1/24/2023
January 24, 2023*

*Kathy Fink & Associates
2819 E 22nd St
Tucson, AZ 85713
520/624/8644*

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2 RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT
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11 BOARD MEETING VIA ZOOM
12 Tucson, Arizona
13 January 24, 2023
14 1:03 p.m.
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21 REPORTED BY:
22 Thomas A. Woppert, RPR
23 AZ CCR No. 50476

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1 CHAIRMAN McCUSKER: Good afternoon, everyone.
2 Welcome to 2023, welcome to the January Rio Nuevo meeting.
3 Brandi, you should have our little virtual flag
4 someplace.
5 And, Melissa, you guys are going to be an hour
6 early, so you might want to -- you might want to get a
7 donut and be back at 2:00. We go to exec first, Melissa,
8 and then the meeting will start actually at 2:00.
9 There's the flag. Let's launch a pledge of
10 allegiance.
11 MR. MARQUEZ: I'll do it.
12 (Pledge of Allegiance)
13 CHAIRMAN McCUSKER: You know, I noticed when
14 you're doing that that what the viewer sees is a bunch of
15 pot bellies.
16 MR. MARQUEZ: Exactly.
17 CHAIRMAN McCUSKER: Because the camera, of
18 course --
19 MS. COX: I don't have a pot belly.
20 CHAIRMAN McCUSKER: The camera, of course, is
21 set here. When you stand up, it just shows your tummy.
22 Brandi, call the roll.
23 MS. HAGA-BLACKMAN: Fletcher McCusker.
24 CHAIRMAN McCUSKER: I'm here.
25 MS. HAGA-BLACKMAN: Ross McCallister.

1 BOARD MEMBERS PRESENT:
2 Fletcher McCusker, Chair
3 Chris Sheafe, Treasurer
4 Edmund Marquez, Secretary
5 Jannie Cox
6 Ross McCallister
7 Michael Levin
8
9 ALSO PRESENT:
10 Brandi Haga-Blackman, Operations Administrator
11 Mark Collins, Board Counsel
12 Tim Medcoff, Board Counsel
13 Mr. Daniel Meyers, CFO
14 * * * *
15
16 BE IT REMEMBERED that a meeting of the Board of
17 Directors of the Rio Nuevo Multipurpose Facilities
18 District was held via ZOOM, in the City of Tucson, State
19 of Arizona, before THOMAS A. WOPPERT, RPR, Certified
20 Reporter No. 50476, on the 24th day of January 2023,
21 commencing at the hour of 1:03 p.m.
22
23
24
25

1 MR. McCALLISTER: Here.
2 MS. HAGA-BLACKMAN: Chris Sheafe.
3 MR. SHEAFE: Here.
4 MS. HAGA-BLACKMAN: Mike Levin.
5 MR. LEVIN: Here
6 MS. HAGA-BLACKMAN: Edmund Marquez.
7 MR. MARQUEZ: Here.
8 MS. HAGA-BLACKMAN: Jannie Cox.
9 MS. COX: Here.
10 CHAIRMAN McCUSKER: And we heard from Mr. Hill.
11 He's recovering but still has an approved illness absence,
12 so he won't be joining us today. We do have a quorum.
13 The first agenda item is the minutes. You have
14 the November 15th transcription. I need a motion to
15 approve.
16 MS. COX: So moved.
17 MR. MARQUEZ: Second.
18 CHAIRMAN McCUSKER: All in favor say aye.
19 (Motion made, seconded and passed unanimously)
20 CHAIRMAN McCUSKER: Okay. This is the time
21 we've set aside for executive session. I need a motion to
22 recess.
23 MS. COX: So moved.
24 MR. MARQUEZ: Second.
25 CHAIRMAN McCUSKER: So, Melissa and other

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1 viewers, we always go to exec first. We should be back
2 promptly at 2 o'clock.

3 Members, click out of this meeting and go to
4 the executive session link.

5 (Recess)

6 **CHAIRMAN McCUSKER:** I would need a motion to
7 reconvene.

8 **MS. COX:** So moved.

9 **MR. MARQUEZ:** Second.

10 (Motion made, seconded and passed unanimously)

11 **CHAIRMAN McCUSKER:** You can see it's a short
12 agenda, but it's a very important agenda, particularly
13 with the work we're doing on the Sunshine Mile.

14 Given that, and happy new year, by the way, I
15 thought I would take a moment to kind of recap 2022.

16 We are a fiscal year organization, that means
17 June 30th, but there's no doubt that 2022 was an
18 extraordinary calendar year for us, one that we weren't
19 sure we would enjoy. I mean, it wasn't that long ago when
20 our revenue was zero. It's now back into the 1.4, 1.5 and
21 climbing per month, but, you know, there was some issues
22 that maybe we wouldn't survive.

23 Not only have we survived, we're thriving. And
24 I know I'm going to miss something, so the other members
25 can chime in, but in the calendar year last year, 2022, we

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1 have enabled, my word, enabled, 18 restaurants, including
2 Bata, La Chingada, La Cruda, The Neighborhood, Blue Front,
3 Batch, Tabu, Empire Pizza, Zmam's, Rocco's relocation,
4 Lerua's relocation, the new Love Burger, the reactivation
5 of the Playground, the improvements to Reilly, the new
6 Century Room, the new Kava Bar, the new restaurant at the
7 Fox Theater and the restaurant activity at the new
8 Marriott Tribute, the Leo Kent Hotel. That doesn't count
9 the Broadway restaurant action that we expect to see on
10 the Sunshine Mile, which could be another half a dozen or
11 10 restaurants.

12 Since food and beverage is our bread and
13 butter, no pun intended, that's huge for Rio Nuevo's
14 revenue and all of our tax base and indicative, I think,
15 of the excitement that people have about food and beverage
16 in the downtown core.

17 I talked to Tyler Kent today. The hotel at One
18 South Church will be called the Leo Kent Hotel after
19 Tyler's grandfather. That will be a Marriott Tribute
20 property. That's a four plus star hotel. And remember
21 that also has the restaurant/bar, open air plaza on the
22 bottom. That's going to be an extraordinary property.
23 Tyler said they expect to open April 1st. If you've tried
24 to go up and down or through that property over there
25 right, Mr. Collins, they are very busy in that property.

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1 And you can see the work now on the western edge where
2 they're developing a new porte-cochère, which is a fancy
3 French word for drive by.

4 Still out there in terms of big projects that
5 we approved, of course, the Fox is probably the biggest.
6 That's a 20 million-dollar addition to the fox. We also
7 enabled Scott Stiteler's project at the Corbett, new
8 pickle ball, beer garden/restaurant activity there.

9 The TCC, of course, you can't ignore. By all
10 accounts, everybody who's been at the new TCC raves about
11 the work that we've accomplished, the new ballrooms, the
12 new parking garage, the new meeting rooms, renovation to
13 the plaza and, of course, the Linda Ronstadt Music Hall
14 and the Alva Torrez Plaza (ph).

15 What's coming next to the TCC is 5G, 6G
16 capability. That entire 27-acre campus will be armed by a
17 company out of Tempe called Crown Castle. We will
18 probably have the strongest 5G signal anyplace downtown.

19 In addition to that, we will be contracting
20 with a company called KLA to go high-speed internet
21 throughout the entire complex, which will enable some 70
22 video boards and a new phone app when you step on the
23 convention center complex.

24 Friday the historical society takes up the sale
25 of the Sosa-Carrillo House to Rio Nuevo. You'll notice I

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1 did not say Sosa-Carrillo-Fremont House. We have accepted
2 the legitimate name of that property and intend to
3 continue to lease it to the Mexican-American Museum. It's
4 going to need maybe a couple million dollars of
5 improvements to save that property.

6 On the retail side, first time we've seen any
7 real retail downtown. The proper popup is up and running,
8 doing well by all accounts. 121 East Broadway was
9 approved by us. They're probably a couple months from
10 opening. We're beginning to see some retail interest in
11 Broadway -- in and around the Broadway corridor, the
12 Empire Pizza expansion, the work along Congress. If you
13 haven't seen Blue Front yet, I'd encourage you to go.
14 Patricia did a great job on that restaurant. Batch, the
15 new bar -- bar downstairs, new retail. And our friends at
16 Tabu are a couple months away.

17 Edmund, we toured it the other day. It's
18 really going to be beautiful.

19 **MR. MARQUEZ:** It's great looking.

20 **CHAIRMAN McCUSKER:** Empire Pizza is still
21 expanding into the Hydra space. They should accomplish
22 that in a couple of months as well.

23 The Playground has reopened to great reviews.
24 And let's not forget the Century Room at the Hotel
25 Congress. By all accounts, it's now, I think, safe to say

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1 a renowned jazz club in the country, and the recent jazz
 2 event in the middle of a rainy, cold two-week period still
 3 knocked it out of the park. And a large part of that is
 4 the work that they did at the Century Room.
 5 Kava Bar is still coming downtown. We talked
 6 about the work that Scott Stiteler is doing on the other
 7 side of the tracks. That will be a pickle ball facility
 8 along with a new restaurant and a beer garden and
 9 ultimately a hotel.
 10 We expect to be able to activate -- reactivate
 11 75 East Broadway. We're working with Greg Fay and the
 12 folks at the Hilton to activate retail there.
 13 We have met with the new owners of the Sears
 14 Building on the far east side of the district. They have
 15 a lot of interesting plans for not only the Sears property
 16 but the 20 acres around that, so it's really quite
 17 extraordinary. And to my fellow board members, you should
 18 all be really proud of the work that we did in the last
 19 year.
 20 I'm going to let Jannie give us a little update
 21 on El Presidio a little later, but that's another project
 22 that we've activated. So pretty much from the Bautista,
 23 far west side, all the way to Park Place Mall, Rio Nuevo's
 24 very busy.
 25 Dan, that's a good segue for you to talk about

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1 how much money we don't have.
 2 **MR. MEYERS:** Okay. Well, that's -- that's a
 3 hard -- hard thing to follow, Fletcher.
 4 As you can see, this list of our projects is
 5 getting longer and longer every meeting, but at the end of
 6 December, we've got about \$11 million of cash in our
 7 accessible accounts. This month we could be taking on
 8 more projects that are extending for more than a year out.
 9 I've added a couple lines on there projecting what our net
 10 cash flow for the next year is going to be. That's going
 11 to be about \$3 million. And then we've got an upcoming
 12 receipt from a loan with the Bautista-Monier folks of
 13 2.4 million, which really shows we've got a little under
 14 \$16 million we have access to over the next year.
 15 You see the long list of projects. A couple of
 16 those are highlighted. The Fox Theater, it's a
 17 2 million-dollar commitment, but I think only a million of
 18 that is going to happen in the next year.
 19 **CHAIRMAN McCUSKER:** So scroll that down so we
 20 can follow you.
 21 **MR. MEYERS:** And Fletcher mentioned the
 22 Sosa-Carrillo House. We've got a commitment of a little
 23 over \$1 million, and I think a couple hundred thousand of
 24 that's going to be coming due in the next couple of
 25 months, so total project cost of a little under \$11

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1 million. 1.8 eight of that at least is expected to be
 2 deferred for at least a year out.
 3 So the bottom line here is we should have about
 4 \$16 million in our coffers a year from now, and we've got
 5 about \$9 million of commitments to offset that.
 6 So, you know, our income stream has been real
 7 solid for the last year and a half. I don't have the
 8 November TIF number exact yet, but I've got an estimate
 9 from the Arizona Department of Revenue. It would be
 10 1.4 million, so, again, it looks like our cash flow is
 11 going to retain strong and we're got a lot of projects to
 12 fund with that cash.
 13 Does anybody have any questions for me?
 14 **CHAIRMAN McCUSKER:** A couple things there that
 15 I did forget about in my remarks.
 16 Of course, Zmam's, extraordinary three-building
 17 project at Treat and Broadway. The 2711 East Broadway
 18 demolition that's mentioned there, that creates a parking
 19 lot immediately east of Zmam's. That's the former Shaky's
 20 Pizza building, which is not in fact historical. Rio
 21 Nuevo's going to demolish that and replace that with
 22 surface parking.
 23 Let's see. There's Sunshine -- Sonoran
 24 Moonshine and, of course, Boxyard I forgot about. Both of
 25 those are well underway. I'm working with legal on the

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1 documents. 340 North 6th is the Stiteler project on the
 2 former Corbett space.
 3 I think that's -- that's pretty much everything
 4 that we're committed to and investing in.
 5 Questions for Dan?
 6 **MR. MARQUEZ:** I just have a comment.
 7 Again, Dan, I know we've been working on the
 8 numbers from the exec side. I just want to let you know
 9 we appreciate a lot of the forecasting that's going on
 10 here so we can see the cash flow much clearer on this
 11 financial report than what we've been working with in the
 12 past, so great job.
 13 **MR. MEYERS:** Thank you.
 14 **MS. COX:** I do have one question. Fletcher, in
 15 your update, I could have sworn I heard you say up to
 16 \$2 million to renovate the Sosa-Carrillo House. We
 17 budgeted a million fifty thousand. How does that line up?
 18 **CHAIRMAN McCUSKER:** We're legally obligated to
 19 that number. That's the number that Dan has put into a
 20 forecast. That's the agreement we made with the
 21 historical society as part of the acquisition.
 22 **MS. COX:** I remember.
 23 **CHAIRMAN McCUSKER:** That amount will get
 24 credited against the purchase price. What that amount
 25 doesn't represent, which we can't really speak to at the

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1 moment, is the grounds. That number basically is going to
2 restore the building, Jannie.
3 **MS. COX:** Okay.
4 **CHAIRMAN McCUSKER:** It doesn't do anything for
5 the exterior, the grounds, the plaza on the west side or
6 the courtyard on the east side.
7 **MR. MARQUEZ:** The Arizona Daily Star did a nice
8 article on the property kind of spelling out the kind of
9 work that needs to happen to it from the stucco, et
10 cetera. It was very interesting. You might want to
11 Google that one.
12 **CHAIRMAN McCUSKER:** Yeah, the history of that
13 property I've become quite familiar with and grown quite
14 fond of. It was accidentally saved, if you don't know the
15 history of the Sosa-Carrillo-Fremont House, but, of
16 course, that entire barrio there was demolished to make
17 way ironically for our Tucson Convention Center in the
18 name of urban renewal. And, you know, it was quite --
19 quite a freight train at the time. It literally bulldozed
20 several hundred properties. It disenfranchised hundreds
21 of families, most of them, of course, minority, Latin,
22 Chinese, African American, and it's been a sore spot in
23 this community, I think, for 50 years.
24 The only reason that house was saved is because
25 the Caucasian government in the mid '60s thought that the

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1 governor, Fremont, resided in that property, so they saved
2 it ironically because it was Caucasian owned when in fact
3 the governor actually never set foot in there, so, you
4 know, it was registered with the National Historic
5 Registry as the Sosa-Carrillo-Fremont House, because they
6 were paying homage to the Caucasian governor. That's the
7 only reason that house was saved. And to see not only our
8 interest in continuing to save it but the fact that it's
9 now the Mexican-American Museum and probably the one place
10 in Tucson where you can really see and appreciate the
11 damage that this community did to the barrio, Rio Nuevo
12 enabled.
13 And, you know, it probably would not happen,
14 period, except for our interest in seeing that property
15 saved but also preserved, not just reserved physically but
16 preserved the legacy of what operates there. So it's rare
17 that we get to do a project that's that meaningful to the
18 community, and we're very grateful that we're given that
19 opportunity.
20 Their board, the Historical Society board, has
21 this on their agenda for Friday, so there may be a little
22 more money, Jannie. Stay tuned as we really get in there
23 to see what's going on.
24 Anything else for Dan?
25 Dan, Brandi, thank you very much.

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1 They're out chasing some taxpayers again, we've
2 had some people, so I think Dan's revenue estimates are
3 indeed conservative.
4 One piece of official business that we need to
5 attend to. We had the auditor general's auditors in our
6 November meeting. They were very complimentary toward the
7 district, its finances and its operation. We are obliged
8 legally to respond to that report. We didn't have a
9 December meeting, so this has been agendized for today.
10 Brandi, I think you're going to try and pull up
11 the report.
12 There are a half a dozen or so recommendations
13 in their report that I want to go through with the board
14 before we file the response. I guess we have a new,
15 governor, too, I hadn't thought about that, so, Brandi,
16 make note of that. We need to change that to the
17 Honorable Katie Hobbs.
18 Go to our response. I don't really want to see
19 the report. That was their report to us, so that's timely
20 and it has the right people on it. But pull up our
21 response letter, which is draft.
22 Okay. So that's basically Brandi and I
23 thanking them for their audit and what our ongoing
24 commitments are. There are some compliance issues there
25 that I want to go through with you, because they're really

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1 things that we can't control. One of them was the number
2 of members on our board. They actually cited the district
3 for having only seven of nine seats filled, and I remind
4 them in this letter that we have no control over that.
5 The governor has five seats, the speaker has two seats,
6 the president of the senate has two seats. They're
7 responsible for filling them. So the's governors elected
8 to keep a few seats open. I don't expect that will be the
9 case with Governor Hobbs.
10 The other compliance issue is something we have
11 very little control over, and that is our reports and
12 financial statements are due to the legislature
13 October 1st, which is virtually impossible for us to
14 comply with because of the delay that we have in getting
15 our revenue from the department of revenue.
16 So in 2022, as I mentioned, our audit was
17 actually not finished until October 22nd. And I've
18 reminded them, and it will take some sort of legislative
19 action, that this will continue to be a compliance issue
20 unless the statute is changed.
21 They were concerned that we hadn't been
22 presenting to the Joint Commission on Capital Review. We
23 do not require JCCR approval, but we are obliged to
24 present to them. For the COVID years, there was nothing
25 to present. In the most recent year, we sent our

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1 presentation to them and they opted to take it in writing
2 and indicated that we did not need to appear in person, so
3 I think it's just some confusion in the legislation as to
4 whether or not present means we present in writing or
5 present in person. The chairman of that committee from my
6 perspective is the one that determines how we present.
7 Any change in that would require legislative action.
8 There's another version of this, Brandi, that
9 talks about each of the recommendations that you may
10 not -- what's the date on this one? I think it was the
11 final version on December 19th.
12 **MS. HAGA-BLACKMAN:** It's for November. It's
13 the one I have on the website.
14 **CHAIRMAN McCUSKER:** Yeah, that was before we
15 finalized it, so you should have -- if you want to let me
16 share, I can pull it up.
17 **MS. HAGA-BLACKMAN:** You have it there, or I can
18 go --
19 **CHAIRMAN McCUSKER:** I have it. If you'll give
20 me screen share, I'll pull it up.
21 (Discussion off the record)
22 **CHAIRMAN McCUSKER:** All right. You should see
23 a letter there dated December 17th.
24 Everybody see that?
25 **MR. SHEAFE:** Yeah, we have it.

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1 **CHAIRMAN McCUSKER:** Okay. So in the final
2 version to them, they wanted it to be more comprehensive,
3 and they wanted us to address each and every
4 recommendation. So I talked about the compliance issues.
5 Are you tracking me there? You see recommendation number
6 one, number two, number three. After that, there are just
7 what I would call recommendations from staff to us that we
8 can adopt or not.
9 Recommendation number four, we've seen this
10 recommendation before, was they viewed that we're
11 understaffed in the finance department and suggest that we
12 add at least one FTE. In speaking to staff, they don't
13 necessarily agree or feel that's necessary, so the
14 official response is that we would consider that as we
15 budget for next year.
16 One of the recommendations was to develop a
17 five-year budget. We're obligated under the law to budget
18 annually. They're suggesting that we would be -- we
19 should consider a five-year budget. I suggested that we
20 are willing to do that following next year's budget.
21 The other recommendation is that we develop a
22 comprehensive capital improvement plan. That was pretty
23 much impossible during the pandemic, but I have no issue
24 if the board is so inclined that we compel ourselves to
25 develop a forward looking capital improvement plan.

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1 The other recommendation would be to develop a
2 long-term master plan and a succession plan. While this
3 is a little early, we sunset in 2035, the auditor general
4 thought it would be appropriate, and best practice is that
5 we start thinking about what happens to the Rio Nuevo
6 district after the year 2035.
7 So this is my draft. You can submit it as
8 written or you're certainly welcome to discuss and kibitz
9 with Brandi and I on any of those recommendations.
10 **MR. MARQUEZ:** My only feedback on the five-year
11 budget, I think we're done a nice job, especially
12 recently, on forecasting. We've done a lot more future
13 thinking on where the money's -- how much money's coming
14 in, how much we're spending or investing, what kind of
15 projects, what we might see, how many properties are still
16 available, so I'm with them. I get it on the five-year
17 budget, but I think we've done a nice job forecasting
18 lately.
19 **CHAIRMAN McCUSKER:** A capital improvement plan
20 is going to be hard, because we are generally reactive.
21 We don't necessarily plan projects. I think if you look
22 at the update I gave at the beginning of the meeting, most
23 of that was not planned, probably not plannable, you know.
24 So I think we could attempt this, but I think it would be
25 woefully inadequate. But it is a recommendation and we

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1 could attempt to comply.
2 **MR. MARQUEZ:** It would be tough to comply.
3 We're not developers.
4 **MR. McCALLISTER:** I don't know how you do that.
5 I mean, we're reacting to developers. What does make
6 sense is planning cash flow over five years and see
7 what --
8 **CHAIRMAN McCUSKER:** So we can work on that
9 number six and say we're really not in a position to
10 project public/private partnership capital demands. We
11 can identify our own capital plans, but we remain
12 reactive. So we can edit that and I'll share that with
13 the board before we send it.
14 Master plan, that's a similar agreement, not so
15 much economic but just generally where does the board
16 think we're going over the next 12 years, seriously, of
17 our remaining statutory life. I think we could do that.
18 I also think it would be incredibly speculative.
19 And the succession plan as well. Sitting here
20 today, I really have no idea what the year 2036 is going
21 to look like.
22 **MR. MARQUEZ:** I think you did a great job
23 writing it up.
24 **MR. McCALLISTER:** Yeah, it's very good.
25 **MR. MARQUEZ:** It's comprehensive.

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1 **CHAIRMAN McCUSKER:** Okay. So it sounds like
2 there's a couple of things there that we want to maybe
3 push back a little bit on, so Brandi and I will do another
4 draft of this and circulate it before we send it to the
5 AG.
6 You should feel real good about overall what's
7 not addressed here, which is in the audit that's on our
8 website, is the -- I believe the auditor described us as
9 maybe one of, if not the most effective tax and financing
10 districts in the country.
11 **MR. MARQUEZ:** I referenced earlier we've got to
12 change out Governor Ducey for Governor Hobbs. I don't
13 know --
14 **CHAIRMAN McCUSKER:** That was their report. I
15 was --
16 **MR. MARQUEZ:** No, I got you. That's not my
17 question. So is it still Lindsey Perry as the auditor
18 general?
19 **CHAIRMAN McCUSKER:** I'll confirm that. I don't
20 believe there's been a change at the AG's office, but I'll
21 find out.
22 Any other questions, comments?
23 So I just committed for you to see another
24 draft, so we don't need any action today.
25 Okay. Jannie, tell us what's going on at the

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1 El Presidio.
2 **MS. COX:** Okay. Well, El Presidio is moving
3 along nicely now. We -- as you know, our chair for the
4 project is Amy Hartmann-Gordon and vice chair is Larry
5 Lucero. Thanks to Mike Ortega for -- city manager Mike
6 Ortega for assigning us this very bright young man,
7 Stephen Addison, who is our project manager, and he's
8 doing just a great job.
9 We signed -- have signed a contract with Norris
10 Design to be our designer for Activate El Presidio, and
11 they are hard at work already. There will be a meeting on
12 Monday with Norris Design and Stephen, our project
13 manager, and the city just to do the nuts and bolts of the
14 expectations of the contract.
15 We will bring -- in February, we'll have a
16 meeting of the full working group, which is made up of
17 approximately 17 people, residential, business and not for
18 profits from the El Presidio neighborhood area. They've
19 been active and involved from the start. They're all very
20 excited about what's going on.
21 Our plan is, when Norris Design has
22 approximately 40 percent of their design in place, they
23 will come back to the full working group for us to review
24 and they will also take that 40 percent design to the
25 city. The city requested that so that they can see what

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1 we have in mind and make sure there aren't any issues that
2 need to be addressed with the plan, so --
3 And it will also go to the El Presidio
4 Neighborhood Association, who's been very involved. We
5 have two representatives from EPNA on our working group,
6 and they've been very active and involved in staying in
7 touch with the neighborhood about what we're doing. And I
8 feel like the neighborhood is pretty comfortable. We have
9 to make sure that we're very transparent and everyone
10 knows exactly what we're doing.
11 So we're pleased. If things -- if our
12 40 percent plan goes over well with the working group, the
13 city and the EPNA, then the designer will take it to
14 completion. And once that is approved, we hope to be
15 ready to implement the project by about June. So a year
16 from now, we'll be walking down the beautiful Court
17 Avenue, and it will be colorful and inviting, inviting to
18 pedestrians, inviting to cyclists and people won't feel
19 like they need to drive from the east end of our downtown
20 to El Charro for dinner because they're going to be very
21 comfortable and thoroughly enjoy the walk.
22 **MR. MARQUEZ:** So, Jannie, I saw the original
23 concept, which was really impressive. Mile high view,
24 what are we looking at now that you're in the design
25 phase, crosswalks, murals, seating, shading? What are we

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1 looking at?
2 **MS. COX:** All of the above. We'll -- we'll
3 have some new crosswalks entering the district. There
4 will be shade structures and shade trees. We hope to
5 widen the sidewalk, not physically widen it but widen it
6 with paint and planters, et cetera, in the street so that
7 it is a narrower street. Although there's very little
8 traffic now, that's one reason that we -- the city is
9 pretty comfortable with our narrowing the street. That
10 has to happen, of course, but --
11 So that people can walk safely, we will
12 activate the street corners along that corridor with music
13 on the weekends, some pop-up artisans, et cetera, so that
14 it will be a destination.
15 One of the things the working group was
16 really -- and this came from Ray Flores, but everyone
17 fully agrees. We want to activate this neighborhood. We
18 want lots and lots of people to gravitate to Court Avenue
19 and Meyer and -- but we don't want to be another Congress.
20 We want it to be different. When people enter the space,
21 we want them to feel they're entering something different.
22 It's about appreciating and respecting what has gone
23 before, the rich cultural history of the neighborhood.
24 So we're pretty excited about what's happening.
25 We don't have any details yet, but I hope to within --

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1 certainly by the March meeting I ought to have a lot to
 2 tell you.
 3 **MR. MARQUEZ:** Sounds awesome.
 4 **MS. COX:** It is.
 5 **CHAIRMAN McCUSKER:** Any questions for Jannie?
 6 (No oral response)
 7 **CHAIRMAN McCUSKER:** Jannie, thank you for your
 8 leadership.
 9 **MS. COX:** My pleasure.
 10 **CHAIRMAN McCUSKER:** Okay. Solot Plaza, I see
 11 Melissa on the line. We were blessed with George for a
 12 moment there, but let me kind of set this up as part of
 13 the whole Sunshine Mile conversation if anyone's new to
 14 Rio Nuevo and our commitment to Broadway.
 15 As the street was being widened, we had nothing
 16 to do with the actual dimensions or widening or what
 17 Broadway was going to look at, but we were approached by
 18 Councilman Kozachik to see if we had any interest in what
 19 the city called remnant properties. And there are indeed
 20 about 50 such properties along both sides of Broadway that
 21 were likely to be demolished as part of the roadway
 22 widening.
 23 We knew it would be challenging to activate
 24 them. It was certainly challenging to even have a
 25 conversations during the widening period. Because the

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1 physical site plans all changed, everyone of these
 2 properties needed a new legal description and a new deed
 3 and it just seemed to be going on forever.
 4 I can tell you today, we've discussed it in
 5 previous meetings, we have closed with Randy Dorman on the
 6 bungalow block and you should see that property cleaning
 7 up and activating literally within a matter of days.
 8 One of the most pleasant surprises that came
 9 out of this competitive process was their response to the
 10 Solot Plaza by local emissaries, ambassadors of all things
 11 quality real estate, the firm of Larsen Baker. We all
 12 know their work. We all frequent their properties.
 13 Every time I would pass by George, I would beg
 14 him, Melissa, to get involved with us, and they were the
 15 winning respondent to the property we call the Solot
 16 Plaza. That is the property north of Broadway, just east
 17 of Tucson Boulevard, 16 properties, all of them registered
 18 historical, all of them challenged to renovate and
 19 reactivate and, of course, very challenged to park and
 20 Larsen Baker has stepped up in a big way to take over this
 21 project.
 22 Melissa, I don't know if you have a
 23 presentation for us.
 24 Okay. So, Huna, if you will enable her. We're
 25 going to talk about the documents that are in front of us

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1 just briefly and then come back to them after their
 2 presentation. But our plan to all of our developer
 3 partners on Broadway is that Rio Nuevo will lease them
 4 these properties for 25 years. They will have the option
 5 to acquire them at any time during that lease period at
 6 the appraised value less a credit for their own
 7 improvements. But beyond that, we will provide some
 8 financial assistance, some parking capability, but the
 9 development is entirely on the private sector part, and in
 10 each case, it's going to be a multi million dollar
 11 exercise.
 12 So, Melissa, introduce yourself and take it
 13 away.
 14 **MS. LAL:** Thank you, Fletcher.
 15 And can everyone hear me okay?
 16 **CHAIRMAN McCUSKER:** There's a bit of an echo,
 17 but we hear you.
 18 **MS. LAL:** Thank you, Chairman McCusker, and to
 19 the board members for having me here today.
 20 My name is Melissa Lal, and I'm the president
 21 and co-owner of Larsen Baker. We are a full-service
 22 commercial real estate development company specializing in
 23 retail properties in Southern Arizona.
 24 Larsen Baker is just one of three partners in
 25 this project. Ambrell Capital and Repp McLain are the

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1 other two. Between our three companies, we have three
 2 developers, two architects, one general contractor, two
 3 real estate attorneys, one property manager, one insurance
 4 agent, two leasing brokers.
 5 There's a joke about screwing in the lightbulb
 6 somewhere in there.
 7 Our partnership, Sol Block, LLC, was selected
 8 by Rio Nuevo last August to redevelop and revitalize the
 9 historic Solot Plaza in the Sunshine Mile.
 10 I think one of the reasons we may have been
 11 selected by the board is because adaptive reuse is what we
 12 do. We are very comfortable with working within the
 13 confines and limitations of existing buildings and coming
 14 up with a strategy that will make them relevant again.
 15 We've done it at several projects like the ones you see up
 16 on your screen.
 17 When we presented last summer, we had a general
 18 plan for how we could successfully revitalize Solot Plaza.
 19 We knew the location was compelling. The Broadway
 20 widening turned out beautiful. We knew that we could
 21 parley our existing experience as a Tucson developer into
 22 success here if we could solve certain existing problems
 23 on the site. We knew the challenges that existed that had
 24 to be solved if we were going to implement a successful
 25 revitalizing strategy.

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1 This is what the property looks like right now.
2 The improvements are 60 years old plus. They are entirely
3 vacant. The property has no parking and it has no access
4 off Broadway. There are unsightly overhead power lines.
5 The roofs are shot, some of the ceilings are caving in,
6 the mechanical system is nothing, the interiors are dated,
7 the electric system is antiquated, the plumbing system is
8 old. You get the drift. The buildings are in bad shape.
9 Our strategy to turn this property around was
10 simple. We knew it was critical to reactivate the
11 mid-century historic facades in a way that would enhance
12 them and make people see them again for the first time.
13 We knew the property needed a new identity with
14 a modern vibe that harkened back to the time when this
15 property was originally developed. That's how we came up
16 with Sol Block, which is how we're going to re-brand the
17 project and the branding you see through this
18 presentation.
19 This is our site plan. We knew we had to get
20 access from Broadway. That was critical. We knew we had
21 to create on-site parking for future patrons. The
22 adjacent property owner to the west was willing to help
23 provide that access that you see going into our property
24 from Broadway and we've created 90 parking spaces facing
25 north as you can see on the site plan.

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1 We knew Sol Block needed to cater to local
2 small businesses serving the surrounding neighborhoods.
3 We couldn't lease to restaurants or high parking
4 food/beverage uses. We needed to be the plaza for the
5 jeweler, the dog groomer, the hair salon, the tea shop,
6 the boutique. To do that we had to be able to provide
7 accessible rents and subsidize a lot of the tenant
8 improvements that these local small businesses would need.
9 In addition, we'll have two kind of anchor restaurants,
10 one of which we're hoping is going to be Rocco's Chicago.
11 We knew we had to invest heavily in making
12 these properties like new from the interior and, facing
13 north, getting rid of those unsightly power lines that are
14 on site now.
15 So on the south historical side, the design
16 will activate the mid-century exteriors by adding site
17 enhancements like the breeze block walls, the covered
18 walkway, the exterior patio structures, metal planters and
19 pedestrian steps.
20 For the north-facing exteriors, we designed a
21 whole new look. These will be main entrances for the
22 tenants, because it's closest to the parking field. For
23 this side we went with a more Southern California walkable
24 mall esthetic.
25 We knew to do all of this would require a lot

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1 of time and quite a bit of expense. Our RFQ requested a
2 contribution from Rio Nuevo of \$1,250,000. Our budget
3 since then has grown and we're looking at an all-in budget
4 of between five and a half and \$6 million.
5 Six months later, we are happy to present the
6 progress we've made on our revitalization concept, show
7 you what we have been able to achieve in that time and
8 formally obtain approval from the board to move forward
9 with executing a development agreement to revitalize Solot
10 Plaza.
11 We are not the type of developers that wait,
12 then act. We act first, at risk, in projects we believe
13 in and have a good chance at happening so that we don't
14 lose precious time in starting. That commitment sometimes
15 creates the spark, the energy that redevelopments need to
16 get going, and we're seeing that on Sol Block. We've
17 generated huge interest from real businesses and real
18 tenants that are ready to commit and come back to the
19 Mile. We have tenant interest in 10 out of the 14
20 buildings.
21 We've completed full architectural renderings.
22 the architects are at 50 percent on the construction
23 drawings and the engineers are starting their work on
24 mechanical, electrical and plumbing. We've had
25 conversations with several of the neighbors. We have a

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1 development package due at the end of February. We have a
2 predevelopment meeting with city staff later in February.
3 We've completed an economic study that has been a
4 successful outcome. We secured the \$4 million dollars in
5 capital, our investment, that we would make for these
6 renovations.
7 In other words, we are ready to get this
8 project started. We have a big team behind us. We've got
9 a lot of resources and wherewithal to make this a reality.
10 We've invested our time and money to get to this point.
11 So to summarize, our economic forecast
12 confirmed the investment will be a net benefit to the
13 district, the state and the city. We're ready to invest
14 \$4 million in kind of capital to make this redevelopment
15 happen over and above Rio Nuevo's investment.
16 We want to start demo in April so that we can
17 have this property ready to occupy in fourth quarter 2023.
18 We want to be the first to market, and we want to give
19 other Sunshine Mile redevelopments the momentum and energy
20 to happen as well, because the more revitalization, the
21 better for us.
22 So thank you so much for this opportunity.
23 We're grateful to be working with you, we're grateful to
24 be a part of this very cool project. Please let me know
25 if you have any questions

1 **CHAIRMAN McCUSKER:** I think you had collective
2 wows. I'd give you a standing ovation, but, as I learned
3 from the pledge, all that does is show you my pot belly,
4 so I remained seated. It's not out of disrespect.
5 It's extraordinary, Melissa, and we're so
6 grateful again. Please share our gratitude to George and
7 your whole team. We're thrilled with the project that
8 you've proposed. It's exactly what we hoped would happen.
9 For my colleagues, there's three pieces of
10 legal work we have to do here. Tim can help us tick those
11 off, but they are quite simply an economic development
12 agreement where we contract with Larsen Baker to do this
13 development, we agree to contribute \$1,250,000 toward that
14 effort. The other document is a lease, a GPLET lease,
15 government property lease, excise tax lease, that leases
16 the property to them for 25 years with an option to
17 purchase. And then the other agreement is really separate
18 but part and parcel to this. We are negotiating with the
19 owner of the DeConcini property to the west to provide an
20 easement that would allow us to build the driveway to the
21 rear that Melissa showed you in her PowerPoint, so there's
22 really three pieces of the transaction.
23 Tim, if you want to talk about -- Tim Medcoff
24 has done the legal work here. It's extraordinarily
25 complex and several hundred pages of documents. As

1 In addition, what needs to be approved by the
2 full board, if they like the concept and want to proceed
3 with the concept, is approving this -- these agreements in
4 principal, authorizing legal to send out the proper
5 notices to the taxing organizations, the city, the county,
6 the school districts, and then we'd send those notices,
7 and 60 days thereafter, it would come up for final
8 approval for authorizing the executive officers to execute
9 the documents.
10 So today it's a motion to finalize the
11 documents and send out the notice to the taxing
12 organizations and then work with Melissa and her team --
13 her legal team to finalize those documents and doing
14 whatever else needs to get done to move this project
15 forward.
16 **CHAIRMAN McCUSKER:** So there's really three
17 documents. We probably ought to look at them separately
18 and make sure you understand the economics.
19 So the GPLET lease is a nominal lease. We
20 lease the property to them for a 25-year period.
21 Tim, I think it's like \$100.
22 They have the option to acquire the property
23 for the appraised value. There's a credit that could
24 offset that purchase agreement. This is the same
25 instrument we've used. We've done dozens of GPLETs.

1 Melissa mentioned, we do have the economic study that we
2 do every time we look at a GPLET. The taxpayer benefit
3 here is huge compared to the benefit that the developer
4 gets here.
5 So, Tim, if you want to kind of summarize for
6 the board what we're looking at, but if you want, go into
7 any more detail about the legal documents.
8 **MR. MEDCOFF:** Sure. Thank you, Mr. Chairman.
9 And, Melissa, thank you for your presentation.
10 It was very comprehensive.
11 Simply put, there's a development agreement, as
12 Fletcher mentioned, that we need board authority, assuming
13 the board wants to move forward with this project, to
14 authorize the executive officers to negotiate. There's
15 also the access -- permanent access easement and the
16 purchase of that access easement. There's, as you can all
17 appreciate, some paving, some moving of solar panels,
18 creating some walkways and hardscape/landscape work that
19 needs to be done. And the board, if it's inclined to
20 proceed with the project, would need to move to authorize
21 the executive directors to finalize the negotiation of
22 that work and -- and securing the payment with the
23 contractors that Rob Assenmacher's entity, which owns the
24 dirt and will be selling the easement, we would negotiate
25 directly with them to finalize those details.

1 There's really no difference here than any other GPLET
2 document. It does require this third-party evaluation.
3 The other piece is the economic agreement.
4 There we are committing Rio Nuevo funds, \$1,250,000 spread
5 out over five equal 250,000-dollar payments. And there
6 are mutual requirements there in terms of what we're
7 asking the developer to do and all these will become
8 public documents.
9 Then there's the third piece, which is actually
10 with, as Tim mentioned, Rob Assenmacher and the ownership
11 of the DeConcini building where we would purchase the
12 easement for \$225,000 and that we're committing to do the
13 construction required to make that a driveway to this
14 property. That all-in budget is estimated to be right
15 around \$400,000.
16 So the GPLET economics take care of themselves
17 over time by using appraised value. The economic
18 development agreement is a commitment from us for a
19 1,250,000, and the parking easement adjacent is a
20 commitment by us for \$400,000.
21 **MR. MEDCOFF:** Just a couple points of
22 clarification. One, on the GPLET fee, option to purchase
23 is \$1,000 typically in the document. Second, on the five
24 payments spread out over several years, it in essence
25 would pay \$499,000 in the first two years and then 252,000

1 in the final year. So I just wanted to add those points
2 of clarification.

3 **MR. LEVIN:** Melissa, wonderful presentation.
4 I'm familiar with all the properties. You gave us
5 examples of what Larsen Baker has done to help to renovate
6 existing properties and bring them into the -- I guess the
7 24th century, bring them current. And the renderings you
8 have for the Solot Plaza and the Sol Block, as you're
9 branding it, are phenomenal. I'm looking forward to that.
10 There's been a lot of good work on the Sunshine Mile, a
11 lot of good work to come, but this is definitely a project
12 that I think I can speak for myself and, I believe, at
13 least a few people on the board, that we're really excited
14 about the vision you have for that and the potential
15 for -- what we always look for is the expansion of sales
16 tax revenue in the district, which helps us to go out and
17 do additional good work.

18 And, if it would please the Chairman, I can
19 make a shot at the motion.

20 **CHAIRMAN McCUSKER:** Any other questions of
21 Melissa or Tim before we try and document a motion?
22 (No oral response)

23 **CHAIRMAN McCUSKER:** Okay. Mike, go for it.

24 **MR. LEVIN:** All right. A lot of the items that
25 Mr. Medcoff brought up and that you brought up, Fletcher,

1 that we've discussed we also discussed in executive, so
2 I'm going to try to summarize this and keep it as direct
3 as possible while encompassing the minutiae which we did
4 discuss in executive session, so if there's any addendums
5 or amendments that counsel would recommend at the end of
6 my motion, I welcome then.

7 So I would move to direct counsel and the
8 executive committee to negotiate and executive economic
9 development and an economic agreement, including the GPLET
10 lease, with Larsen Baker regarding the Solot properties as
11 discussed in executive session, in addition, authorize
12 noticing the appropriate taxing authorities and negotiate
13 and execute an agreement regarding the easement with the
14 DeConcini building owners as long as there are no
15 substantial changes to the agreement discussed in
16 executive session.

17 **MR. MARQUEZ:** Second.

18 **CHAIRMAN McCUSKER:** Okay. So we have a motion
19 and a second to direct counsel and the executive officers
20 to complete the economic development agreement, to
21 complete the GPLET lease and option to purchase, to
22 provide the appropriate notification, to also negotiate,
23 complete and executive the easement agreement with the
24 adjacent property.

25 **MR. SHEAFE:** And authorize the executive

1 officers to approve the final documents.

2 **MR. LEVIN:** I would so amend the motion.

3 **MR. MARQUEZ:** I'll second that.

4 **CHAIRMAN McCUSKER:** Okay.

5 **MR. MEDCOFF:** Mr. Chairman, I think you need to
6 amend the motion to -- at this point, it's to approve the
7 concept. We can't move to execute until after the 60-day
8 notice period, so what would happen is, 60 days from now,
9 we would have this on the agenda for formal approval and
10 execution at that point. And I think that's when it would
11 be appropriate to so move just in case there's any
12 comments or concerns raised by any of the taxing
13 authorities.

14 **CHAIRMAN McCUSKER:** Can we move to complete
15 subject to that notification so that -- what I don't want
16 to do is to have to come back and remove everything. Is
17 there a way, Mr. Medcoff, Mr. Collins, that we can approve
18 this subject to its completion and execution and
19 subsequent to --

20 **MR. SHEAFE:** Let me amend my amendment by
21 saying this, authorize the executive officers to sign the
22 approved document after a 60-day waiting period has
23 elapsed.

24 **MR. LEVIN:** I would so amend.

25 **MR. MARQUEZ:** Second.

1 It's a heck of a motion.

2 **CHAIRMAN McCUSKER:** For counsel, either of you,
3 does that work legally?

4 Tim, does that --

5 Well, you still have to bring it back.

6 **MR. MEDCOFF:** Yeah. I think that works as long
7 as 60 days from now we just have it back on the agenda
8 just to ratify basically everything that's transpired
9 assuming there's no objections or concerns raised by any
10 of the taxing authorities.

11 **MR. COLLINS:** I concur with Mr. Medcoff.

12 **CHAIRMAN McCUSKER:** Any time we do a GPLET, we
13 have to provide notice, not requests for approval, notice,
14 to the county, the city, the school district and the
15 state, so what we've done Melissa, here is approved
16 everything. The only thing that would occur in that
17 interim time is that notice period to lapse, and it's a
18 60-day notice period. But if we approve everything today,
19 the only thing -- two things occur. One is the attorneys
20 finish the documents, the executive officers wouldn't
21 execute those right, Tim, until the notice period had
22 lapsed, we give notice, and then 60 days it takes effect.

23 **MR. LEVIN:** So a quick question for Mr.
24 Medcoff.

25 Is there is a way to formulate the motion to

1 say that if there are no objections during that 60-day
 2 notice period that the executive committee and counsel are
 3 authorized to execute that? Does it have to come back to
 4 the board?
 5 **MR. MEDCOFF:** It typically has to come back to
 6 the board unless Mr. Collins disagrees, because you have
 7 to comply with the technicalities of the statute, and the
 8 statute requires 60-day notice before it can formally be
 9 executed, and that's why it needs to be on the agenda for
 10 ratification in the March board meeting.
 11 **CHAIRMAN McCUSKER:** What we've done on past
 12 GPLETs is you'll just see an agenda item to acknowledge
 13 the notice period has lapsed and to ratify the agreements.
 14 It's really that simple.
 15 **MR. MARQUEZ:** Who needs 60 days anyway.
 16 **MR. SHEAFE:** Or a consent agenda.
 17 **CHAIRMAN McCUSKER:** Yeah.
 18 Any questions? Are you tracking all this?
 19 (No oral response).
 20 Okay. Brandi, call the roll.
 21 **MS. HAGA-BLACKMAN:** Ross McCallister.
 22 **MR. McCALLISTER:** Aye.
 23 **MS. HAGA-BLACKMAN:** Edmond Marquez?
 24 **MR. MARQUEZ:** Aye.
 25 **MS. HAGA-BLACKMAN:** Chris Sheafe?

1 **MR. SHEAFE:** Aye.
 2 **MS. HAGA-BLACKMAN:** Mike Levin.
 3 **MR. LEVIN:** Aye.
 4 **MS. HAGA-BLACKMAN:** Jannie Cox?
 5 **MS. COX:** Aye.
 6 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 7 **CHAIRMAN McCUSKER:** I vote aye.
 8 Melissa, that's unanimous. I think it's
 9 reflective of how much gratitude and confidence we have in
 10 your capabilities. And this is just a huge home run for
 11 our community. So anything we can do to assist you and to
 12 accelerate the project -- frankly, it's a little hard for
 13 us to keep up with you. Usually that's not a problem for
 14 us, but you guys moved so quickly and so comprehensively
 15 that it's really been fun to watch.
 16 So God speed and we'll keep you posted
 17 regarding the legal notice and the attorneys will get the
 18 documents in executable form.
 19 **MS. LAL:** Thank you so much, everyone, and --
 20 thank you. We're excited about this project and excited
 21 to see it come to fruition.
 22 **MR. MARQUEZ:** And, Melissa, thank you. You are
 23 the first of four projects on Broadway, the Sunshine Mile.
 24 We go all the way back to the days, Jannie especially and
 25 Fletcher and I with Project for Public Spaces, they did 38

1 interviews of the surrounding neighborhoods to find out
 2 what they were looking for, and they had high standards
 3 and you're setting the bar high on this first project,
 4 which is fantastic, so Broadway and the Sunshine Mile will
 5 be a destination is Tucson.
 6 **MS. COX:** Yes, it will.
 7 **CHAIRMAN McCUSKER:** You know, that's a great
 8 point. I'll send this to them. They would be thrilled to
 9 see the outcome of their vision.
 10 **MR. MARQUEZ:** Yeah.
 11 **CHAIRMAN McCUSKER:** Thank you, Melissa, again.
 12 Next up is the Carriage House.
 13 Ray, are you hanging in there with us?
 14 So the Carriage House, I believe everyone
 15 knows, is the property right behind what is now the Delta
 16 in the southern section of that parking lot between the
 17 Delta and Charro Del Rey. Ray Flores now has control of
 18 the Carriage House and is interested in converting the
 19 parking lot to outdoor dining. We couldn't be more
 20 thrilled.
 21 So, Ray, I think you have a presentation for
 22 us.
 23 **MR. FLORES:** I'm not sure why it's not on video
 24 anymore, but I could call back in. But I think I sent
 25 over to Brandi a couple images.

1 I do want to say before I start --
 2 Can you hear me?
 3 **CHAIRMAN McCUSKER:** Yeah, we hear you.
 4 **MR. FLORES:** I do want to say before I start,
 5 though, Fletcher, that the Monica opened in March of '22.
 6 It wasn't mentioned in your list of restaurants.
 7 **CHAIRMAN McCUSKER:** Oh, my God, it was on my
 8 list. Yeah, thank you for that.
 9 **MR. FLORES:** I'm not going to be braggadocious,
 10 but I will be. I think we are probably one of the top
 11 grabs for sales tax in your group. I think that we're on
 12 our way to a nice number. Combined with Charro's Steak, I
 13 think we're going to approach a double digit number for
 14 the first -- for the year. So I think for the two
 15 restaurants we have in Rio Nuevo, I'd love for you to grab
 16 El Charro. We've talked about that many times.
 17 **CHAIRMAN McCUSKER:** So here's the difference.
 18 Everything I mentioned we contributed to financially. The
 19 extraordinary thing about the Flores family is everything
 20 you've done downtown you've done on your own. So what I
 21 was referencing are projects where we've participated
 22 financially. The Monica, El Charro, Del Rey, this is the
 23 first time I think you've asked us for money.
 24 **MR. FLORES:** I went back. I think I asked back
 25 in the day when we were looking at the -- when the

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1 Congress Club, that's what they were called at the time,
2 we were going to do something there.
3 **CHAIRMAN McCUSKER:** Yeah.
4 **MR. FLORES:** Yeah. And I actually got out of
5 the way to let the gentleman have them that did the deals
6 with Mike Johnson there now.
7 **CHAIRMAN McCUSKER:** Danny Cordova.
8 **MR. FLORES:** Yeah.
9 **CHAIRMAN McCUSKER:** We do see you, by the way
10 so --
11 **MR. FLORES:** Good.
12 **CHAIRMAN McCUSKER:** -- don't pick your nose or
13 anything.
14 **MR. FLORES:** Yeah. He's a little bit younger
15 than me, so he could pull those clubs off.
16 **CHAIRMAN McCUSKER:** And, Brandi, do you have
17 something to share with us?
18 **MS. HAGA-BLACKMAN:** Ray, do you want to share
19 your screen or do you --
20 **MR. FLORES:** No, I'm not techie. I'm -- yeah,
21 I'm not -- go ahead.
22 **MS. HAGA-BLACKMAN:** Okay. Hold on.
23 **MR. FLORES:** I think what Melissa said was kind
24 of interesting, because she says, you know, they don't
25 wait for the fun, they jump into things. I think that's

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1 just always been us. We jumped into Carriage House really
2 as a solution set for (inaudible) and Yanos. Yanos did
3 not have a known legacy plan for his businesses, and when
4 COVID struck, it hit him hard. He tried to survive
5 through various channels but just couldn't make it there,
6 and so when Ross was looking for a solution to the
7 Carriage House, we actually took it, you know, maybe a
8 year ago and just -- we're trying to figure how it fits in
9 with our product mix between Charros Steak and Del Rey and
10 then the Stillwell House that my sister has control of,
11 and then we just identified that rather than making a
12 concept out of it, that we really would just carry on the
13 Carriage House brand.
14 You know, maybe down the road years from now,
15 it could be another restaurant. I think we're restaurant
16 heavy, so I think the idea of having a venue that's
17 flexible with a liquor license, which is the key, compared
18 to, for instance, the Stillwell House that does not have a
19 liquor license, I think for the -- the advantage of having
20 that for corporate events, for nonprofits not to have to
21 go out and get special event licensing, et cetera, those
22 are the kind of things that I think can bring a lot of
23 business down to the Carriage House and, of course, create
24 a lot of sales tax.
25 So, you know, a bride in this market likes the

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1 idea of renting a venue and bringing in their own alcohol.
2 In our case, we want to deal with the corporate folks and
3 just -- in fact, today we had some folks from Pfizer back
4 east talking about booking that venue with the Carriage
5 House. It's rebranded, it's reenergized. We've already
6 invested money inside the building getting it ready to
7 operate. We've already been doing events in there.
8 What I'm coming to Rio Nuevo for is for new
9 money opportunities with putting the parking lot to use.
10 It's -- it's a Broadway-facing parking lot that are kind
11 of rare and they're not all out there, and so we know
12 parking's an opportunity, but we also know events are, so
13 I'm coming to you all for somebody to help us build a
14 deck -- to build a deck that could be used, because people
15 still want to go outside and smoke or have breathers in
16 the post-COVID era. So we're wanting to build a deck and
17 we're wanting to put a pretty costly fence system around
18 it, because it is pretty large, and not take away by just
19 putting up any old wrought iron but something that's
20 decorative that will cost a little bit more so it matches
21 the esthetic of that vintage building that is the Julian
22 Drew Block, and then, of course, some infrastructure costs
23 of lighting and electronic for -- for power, et cetera.
24 So that's kind of the request for the Carriage
25 House.

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1 **CHAIRMAN McCUSKER:** Brandi, do you have --
2 **MS. HAGA-BLACKMAN:** I don't have any
3 renderings, Ray. I just have the PDF that you sent with
4 the projected sales.
5 **MR. FLORES:** I sent -- let me see here.
6 **CHAIRMAN McCUSKER:** I think he may have sent me
7 something, too. Let me see.
8 **MR. FLORES:** Yeah, I sent you two e-mails,
9 today, Brandi. And one of them was the images of the -- a
10 photo of the actual -- like an overhead of the area and
11 then a layout from FORS Architecture.
12 **MS. HAGA-BLACKMAN:** I do not have that one.
13 Can you resend it?
14 **CHAIRMAN McCUSKER:** Brandi, I'm going to
15 forward it. He sent it to me. I'm going to forward it to
16 you right now.
17 **MS. HAGA-BLACKMAN:** Okay.
18 **MR. FLORES:** I just sent it again, so you just
19 have those two, because the other --
20 **MS. HAGA-BLACKMAN:** Send it to H-a-g-a,
21 Fletcher, not Rio Nuevo.
22 **CHAIRMAN McCUSKER:** Who?
23 **MR. MARQUEZ:** Her personal e-mail.
24 **MS. HAGA-BLACKMAN:** Personal e-mail.
25 **CHAIRMAN McCUSKER:** Okay. That's coming to

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1 you. That's the projected sales item. I'm going to send
2 you the renderings as well.
3 **MS. HAGA-BLACKMAN:** Okay. I got that one.
4 **CHAIRMAN McCUSKER:** There's four other
5 attachments now coming to you, so you should have five
6 attachments now. You can --
7 Ray, any order? I suppose you start with the
8 Carriage House reborn PDF.
9 **MR. FLORES:** Well, there it is, right there.
10 Do you see all that? Does that work?
11 **MS. COX:** Pretty small.
12 **MS. HAGA-BLACKMAN:** Ray, I've got it now if you
13 want me to share the screen.
14 **MR. FLORES:** That would be fine.
15 **MS. HAGA-BLACKMAN:** Okay.
16 **MR. FLORES:** I mean, you've all seen the
17 property, I'm sure, you know, many a time. It's a pretty
18 simple layout to add a controlled area for alcohol. One
19 of the issues that --
20 **CHAIRMAN McCUSKER:** Is that -- who's sharing
21 their screen now? Ray, will you drop sharing and let
22 Brandi go ahead and pull it up?
23 **MR. MARQUEZ:** That's tiny. All I see is
24 arrows.
25 **MS. HAGA-BLACKMAN:** Okay.

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1 **MR. FLORES:** Yeah, those are just some style
2 photos, but where you see the two arrows there, that's an
3 aerial from above the AC Marriott looking down into the
4 parking lot. And that's -- against the building, the
5 north-facing side of the building, we'd want to build a
6 deck that -- because the parking lot is sloped for
7 irrigation and it would be more attractive to have a deck
8 for control with fence, et cetera, lighting, utility
9 service so that we can have plug-ins, video out there, et
10 cetera, so that people can go outside from the Carriage
11 House and we have a more dramatic sense of entry.
12 That park -- the alleyway can be a little rough
13 sometimes, so we want to force more action to the north
14 side of the building and we think the deck will help. And
15 then we want to put a fence completely around the entire
16 parking area.
17 So that's the -- that's basically the request.
18 **CHAIRMAN McCUSKER:** Are you concerned at all
19 about losing the parking spaces?
20 **MR. FLORES:** Well, that's just it. The parking
21 spaces will be available when there's not events. And
22 when there is events, the good part is we'll have the
23 fence and security up. That will be attractive enough
24 versus adding chain link, which has been done in the past
25 to appease the state liquor department or the city. This

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1 will be more permanent fencing that can be, you know,
2 quickly pulled together, closed down so that we can have a
3 large event in the parking lot. Otherwise it will still
4 continue to be a parking lot for the needs of the
5 businesses, you know, primarily ours right in the
6 proximity of that.
7 We've also talked to -- we've talked to Donovan
8 about possibly putting Park Wise in there to -- partial
9 parking. Like I said, we talked to you guys once about
10 putting valet. Right now we're probably just going to run
11 our own valet to -- or our own set parking just to have
12 parking for Charro's Steak and Del Rey. We've been toying
13 with the idea of closing it off to all that, but there's
14 still opportunities for revenue creation there and, of
15 course, using it for liquor extensions and whatnot for the
16 Carriage House.
17 **MR. MARQUEZ:** Was this a shared parking lot
18 before with Yanos or was this all Carriage House?
19 **MR. FLORES:** It was always kind of a funky
20 agreement.
21 **CHAIRMAN McCUSKER:** Hold on. Go back up to the
22 bid.
23 Okay. Yeah, let's stop there for a minute.
24 **MR. FLORES:** So this is just one bid from a
25 local contractor for 50 some thousand, I think is what it

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1 came out to be, but --
2 **CHAIRMAN McCUSKER:** Okay. Go to the next
3 slide, Brandi.
4 **MR. FLORES:** This is a bid from Canyon Fence to
5 do the wrought iron work.
6 **CHAIRMAN McCUSKER:** So that's 50, 76.
7 Go ahead.
8 **MR. FLORES:** And then we have costs that are
9 associated. We haven't -- you know, of course, it doesn't
10 include any furniture or things we want to put out there.
11 So just going back, the parking lot before was
12 always kinds of a gray area.
13 Ross, if you remember, I think he came to you
14 all at one time. Ross was going to develop that parking
15 lot into something, so it was always up in the air. And
16 then after COVID and after Yanos closed, Ross decided just
17 to lease us the parking lot, so we now have control of the
18 parking lot. We did not have that before. If so, it was
19 always just very lose. Unfortunately, at times it was a
20 parking lot for homeless people, which was hard to deal
21 with, because we didn't have any privileges or rights to
22 kick them out or to deal with those issues. There was a
23 lot of parking from Shot in the Dark that would leave
24 their -- people that actually slept in Shot in the Dark
25 Cafe that would leave their cars there almost permanently,

1 so having control and cleaning up the parking lot I think
2 would be really good. And putting a very secured fence
3 around it I think is important kind of to protect the
4 alleyway and the other businesses around us, because right
5 now, it is a free for all without that. Yes, we can put
6 in Park Wise, but that doesn't necessarily keep transients
7 or other things out of the parking lot.

8 **MR. MARQUEZ:** So far I saw 50,000 plus 26,
9 which is 76. Do you have a general contractor's bid for
10 the rest of it?

11 **MR. FLORES:** No, I don't. That's what we have
12 right now. The other costs have been -- I think I've sent
13 you guys a spreadsheet of other costs we've already put
14 in, and I can get more backup on that as well.

15 **CHAIRMAN McCUSKER:** I think you're in for like
16 190. That's where the 85 came from?

17 **MR. FLORES:** I think what we had talked
18 about -- at one time you all --

19 **CHAIRMAN McCUSKER:** Yeah, there's something --

20 **MR. FLORES:** Yeah, that's our spreadsheet from
21 what we've put in so far.

22 **MR. MARQUEZ:** It was like delivery fees and
23 microwaves and things.

24 **CHAIRMAN McCUSKER:** So what's the board's
25 pleasure? This is early. I think it's something that

1 contribution equal to up to 50 percent of the authorized
2 costs related to the Carriage House renovation and execute
3 all documents as necessary.

4 **MR. SHEAFE:** Can I make an amendment to that?
5 The amendment would be that authorized costs means
6 authorized costs not including furniture or other elements
7 but specific costs to improve the property and that the --
8 we authorize counsel to prepare the agreement with the
9 Flores family and, thirdly, that we authorize the
10 executive officers to approve the agreement once it has
11 been put together by counsel.

12 **MR. McCALLISTER:** So you want me to amend it to
13 say authorized costs except for unauthorized costs?

14 **CHAIRMAN McCUSKER:** Just accept his amendment.

15 **MR. McCALLISTER:** I accept that amendment.

16 **CHAIRMAN McCUSKER:** Did somebody second that?
17 I got lost. Edmond, you're good with it?

18 **MR. MARQUEZ:** I'll second that.
19 Also reading Mark Collin's nonverbal

20 communication, did we do well with that motion besides the
21 word committee should be some other word?

22 **MR. COLLINS:** I'm comfortable with the motion,
23 Edmund. Thank you.

24 **CHAIRMAN McCUSKER:** Okay. So we have a motion
25 and a second to authorize the executive officers to

1 makes a lot of sense downtown. I didn't realize it was
2 swing space. I like it even better knowing that it can be
3 parking when it's not being used by an event.

4 We probably need a little detail, Ray, on the
5 actual costs.

6 **MR. FLORES:** Well, I think what I remember
7 talking to you all, we talked about you would pitch --
8 that you would do half of what the budget of expense was,
9 so, honestly, I'd be fine with that. I'm not looking to
10 get more than that. I don't -- we're going to proceed.

11 You know, this is just one of those things where --

12 **CHAIRMAN McCUSKER:** One way to deal with that
13 would be precisely that, is the board authorize, if you're
14 so inclined, half of the renovation expense. These are
15 hard dollar expenses. We don't pay for soft costs. And
16 whatever that number ends up being, you know, it's -- we
17 pay 50 percent of it.

18 **MR. FLORES:** Yeah, that's kind of where I
19 thought we were going with the original discussion you and
20 I had.

21 **MR. McCALLISTER:** I'm prepared to make that
22 motion if you're ready.

23 **CHAIRMAN McCUSKER:** Go ahead, Ross.

24 **MR. McCALLISTER:** So I move that the -- that
25 the board authorize the executive committee to negotiate a

1 complete this transaction with Ray and the Flores family
2 for up to 50 percent of the -- we're going to call them
3 hard costs associated with the Carriage House parking lot
4 and that authorizes the executive officers to execute
5 those documents.

6 **MR. MARQUEZ:** Quick discussion. Just for Ray,
7 obviously we love and respect your family and all that
8 you've done downtown. You can see everybody's on board.
9 So we have the 50, we have the 26. I would -- we just
10 need to see hard construction costs for what it takes to
11 bring this to fruition, none of the microwaves, et cetera,
12 and that's where we'll get to our number.

13 **MR. FLORES:** Yeah. I understand that.

14 **CHAIRMAN McCUSKER:** Yeah, we'll work with you
15 off line with that.

16 Brandi, call the roll.

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

18 **MR. MARQUEZ:** Aye

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

20 **MR. SHEAFE:** Aye.

21 **MS. HAGA-BLACKMAN:** Ross McCallister.

22 **MR. McCALLISTER:** Aye.

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

24 Jannie?

25 **CHAIRMAN McCUSKER:** Her lips moved. She said

1 aye.
2 **MS. HAGA-BLACKMAN:** Okay.
3 Fletcher McCusker.
4 **CHAIRMAN McCUSKER:** I vole aye. It's unanimous
5 as well.
6 **MS. HAGA-BLACKMAN:** Where did Mike go?
7 **CHAIRMAN McCUSKER:** We did lose Mike somehow.
8 We have a quorum. That was unanimous.
9 Ray, Edmund mentioned it, we're so honored to
10 see the Flores family downtown and all that you do and
11 we're happy to help with this project, so we'll get with
12 you off line on how you access those dollars. And, again,
13 thank you very much for everything you're doing.
14 **MR. FLORES:** Thank you all.
15 **CHAIRMAN McCUSKER:** Last item on the agenda is
16 the marketing budget. I think most everyone on the board
17 is following the work that we're doing to provide
18 sponsorships.
19 Brandi, I don't know if you have the list. It
20 might be good to look at it while we're talking about it.
21 **MS. HAGA-BLACKMAN:** Oh, okay. Give me one
22 second.
23 **CHAIRMAN McCUSKER:** I think we've become kind
24 of the go-to organization for really helping events,
25 particularly smaller events, attract pedestrian traffic

1 and there are like four other smaller events. Bottom line
2 is it's only January and our fiscal year ends at the end
3 of June, so we need some more funds to continue to
4 support --
5 **CHAIRMAN McCUSKER:** There's nothing in there
6 what I would call, you know, wasted space, you know, the
7 events at Hotel Congress to State of the State. FC
8 Tucson's commitment to us is to do all their events
9 downtown. You know, Tucson Meet Yourself is --
10 **MR. MARQUEZ:** That was a big one. We brought
11 on Tucson Meet Yourself --
12 **CHAIRMAN McCUSKER:** That became a huge
13 sponsorship for us. There is their 50th anniversary
14 coming up.
15 **MR. MARQUEZ:** And they've got 100,000 people
16 downtown. It's huge.
17 **CHAIRMAN McCUSKER:** Any questions about the
18 marketing dollars or -- I would need a motion, obviously,
19 to increase the budget.
20 **MR. SHEAFE:** I'd move that we approve a
21 100,000-dollar increase in the marketing budget effective
22 immediately.
23 **MR. MARQUEZ:** Second.
24 **CHAIRMAN McCUSKER:** All in favor say aye.
25 (Motion made, seconded and passed unanimously)

1 downtown. Of the original \$300,000 we approved for the
2 current fiscal year ending June 30th, we spent all but
3 33,000 of that.
4 There are a number of events coming up that we
5 would like to sponsor, so we're asking the board to take
6 that total number from 300 to 400. That would be for this
7 fiscal year. And I think Brandi has a list of the events
8 that we've sponsored and the events that were likely to
9 sponsor.
10 **MR. MARQUEZ:** For some additional info for the
11 other board members, we picked up some very important
12 support items in our marketing budget from the Christmas
13 Tree to the Parade of Lights to increasing support for the
14 Jazz Festival, which was expanding. That's where some of
15 our budget went.
16 **CHAIRMAN McCUSKER:** Here's the current list.
17 Nobody's getting more than \$25,000. We're tried to be
18 diversified in terms of what we support and who we
19 support. We believe it's a downtown for everybody, so you
20 can see kind of how we're spending your money.
21 Then I think underneath that, Brandi, do we
22 have the list of things that are currently unallocated or
23 no?
24 **MR. MARQUEZ:** I don't see on there that the
25 Tucson International Mariachi Conference still is coming,

1 **CHAIRMAN McCUSKER:** Okay. Thank you for that.
2 Mr. Sheafe, that's the best motion you've ever
3 made.
4 **MR. MARQUEZ:** We skipped number 11.
5 **CHAIRMAN McCUSKER:** That's everything on my
6 agenda. I would entertain a motion to adjourn.
7 **MR. COLLINS:** Mr. Chairman.
8 **CHAIRMAN McCUSKER:** Mr. Collins.
9 **MR. COLLINS:** Did you intend to --
10 **CHAIRMAN McCUSKER:** I did forget -- I passed
11 over the lobbyist contract.
12 So this is the time of year we typically talk
13 about and think about our legislative liaison. We have
14 historically contracted with Jonathan Paton. That's been
15 very successful. We want to reup that.
16 I do want to suggest that we also think about
17 another lobbyist now that we have a split government, so
18 when you authorize this, my request would be you authorize
19 double the amount to include Mr. Paton and another
20 lobbyist that we will bring back to you for ratification.
21 **MR. SHEAFE:** I think we do this one step at a
22 time. And the question would be do we need to keep
23 Jonathan on at the same number before since now we have to
24 split. And I don't know that I have an opinion, Fletcher.
25 You're the one doing most of the work here. And we all

1 know --
2 **CHAIRMAN McCUSKER:** I would -- I would just ask
3 that you -- Jonathan's currently at 73,000. That's kind
4 of the going rate, 73, 75. We're not going to get anybody
5 for less than that. I don't want to demotivate him. We
6 would like to add someone to our legislative staff, so you
7 could either approve two people at 75 or approve 150 as a
8 budget. You might consider letting the executive officers
9 negotiate for that position.
10 **MR. SHEAFE:** I'll make that motion then. We'll
11 authorize 150,000 be set aside for lobbying efforts in
12 support of the Rio Nuevo District at the state legislature
13 and authorize the executive officers to make a final
14 agreement with the specific lobbyists and finalize the
15 payment agreements.
16 **MR. LEVIN:** Second.
17 **CHAIRMAN McCUSKER:** Okay. That assumes we keep
18 Mr. Paton, but it allows the executive officers to
19 finalize a legislative liaison budget up for \$150,000.
20 **MR. MARQUEZ:** I would like to amend it to
21 specifically renew Jonathan Paton, and then we'll
22 negotiate the other second 75,000.
23 **CHAIRMAN McCUSKER:** Mr. Sheafe?
24 **MR. SHEAFE:** I would accept that amendment. I
25 didn't mean to leave that out. That's fine.

1 **MR. LEVIN:** Second.
2 **CHAIRMAN McCUSKER:** Mr. Levin, thank you.
3 Okay. We have a motion and a second to renew
4 with Paton and bring on an additional lobbyist. All in
5 favor say aye.
6 (Motion made, seconded and passed unanimously)
7 **CHAIRMAN McCUSKER:** Okay. Thank you,
8 Mr. Collins.
9 **MR. SHEAFE:** So everybody gets the message
10 here, we have a Democrat governor and a Republican
11 legislature and a one vote advantage with Republicans in
12 the house and the senate, so it's very important that we
13 stay on the details. And there are two completely
14 different political bodies that need to be addressed, and
15 that's why we need two different lobbyists, because the
16 Republican lobbyist doesn't so well on the Democratic camp
17 and vice versa.
18 **CHAIRMAN McCUSKER:** Well said.
19 **MR. MARQUEZ:** Amen.
20 **CHAIRMAN McCUSKER:** Now I can entertain a
21 motion to adjourn.
22 **MR. LEVIN:** So moved.
23 **MR. MARQUEZ:** Second.
24 **CHAIRMAN McCUSKER:** All in favor say aye.
25 (Motion made, seconded and passed unanimously)

1 **CHAIRMAN McCUSKER:** Thank you, everyone, for
2 your hard work. See you next month.
3 (3:18 p.m.)
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