

**In The Matter Of:**

*Rio Nuevo*

*9/19/2023*

---

*Special Board Meeting*

*September 19, 2023*

---

*Fink & Associates*

*6095 E Grant Road*

*Tucson, AZ 85712*

Original File 091923 Rio Nuevo.txt

**Min-U-Script® with Word Index**

RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT

SPECIAL BOARD MEETING VIA ZOOM  
Tucson, Arizona  
September 19, 2023  
2:00 p.m.

REPORTED BY:  
Thomas A. Woppert, RPR  
AZ CCR No. 50476

---

FINK & ASSOCIATES  
6095 East Grant Road  
Tucson, Arizona 85712  
(520)624-8644

Page 3

1       **CHAIRMAN McCUSKER:** So let's call the meeting  
2 to order.  
3       Tom, if you're ready.  
4       Brandi, have you got a flag?  
5       **MS. HAGA-BLACKMAN:** I do, yes.  
6       **CHAIRMAN McCUSKER:** You know what, Mr. Collins  
7 should lead the pledge.  
8       **MR. MARQUEZ:** Yeah.  
9       **CHAIRMAN McCUSKER:** Don't you think?  
10       **MR. MARQUEZ:** Yeah.  
11       (Pledge of Allegiance).  
12       **CHAIRMAN McCUSKER:** Okay. We're called to  
13 order.  
14       Brandi, will you call the roll, please.  
15       **MS. HAGA-BLACKMAN:** Chris Sheafe.  
16       **MR. SHEAFE:** Here.  
17       **MS. HAGA-BLACKMAN:** Ross McCallister.  
18       **MR. McCALLISTER:** Here.  
19       **MS. HAGA-BLACKMAN:** Fletcher McCusker.  
20       **CHAIRMAN McCUSKER:** I'm here.  
21       **MS. HAGA-BLACKMAN:** Edmund Marquez.  
22       **MR. MARQUEZ:** Here.  
23       **MS. HAGA-BLACKMAN:** Jannie Cox.  
24       **MS. COX:** Here.  
25       **CHAIRMAN McCUSKER:** Thank you, everyone. We

Page 2

1   **BOARD MEMBERS PRESENT:**  
2       Fletcher McCusker, Chair  
3       Edmund Marquez, Secretary  
4       Chris Sheafe, Treasurer  
5       Jannie Cox  
6       Ross McCallister  
7  
8   **ALSO PRESENT:**  
9       Ms. Brandi Haga-Blackman, Administrative Director  
10       Mr. Mark Collins, Board Counsel  
11  
12  
13       \* \* \* \*  
14  
15       BE IT REMEMBERED that a special meeting of the  
16 Board of Directors of the Rio Nuevo Multipurpose  
17 Facilities District was held via ZOOM, in the City of  
18 Tucson, State of Arizona, before THOMAS A. WOPPERT, RPR,  
19 Certified Reporter No. 50476, on the 19th day of September  
20 2023, commencing at the hour of 2:00 p.m.  
21  
22  
23  
24  
25

Page 4

1 have a one agenda item. It probably will be a very short  
2 meeting.  
3       Rikki has joined us. If you've seen the  
4 agenda, a couple months ago, we agreed to match Rikki's  
5 application to the Melon Foundation. We've gotten some  
6 feedback from them that seemed to indicate they're willing  
7 to strongly consider our grant; however, they believe our  
8 current lease arrangement is too short for them to invest  
9 a significant amount of dollars.  
10       Rikki, anything you want to add to that? I  
11 know you've spoken directly to Melon.  
12       **MS. RIOJAS:** So I had submitted that letter  
13 along with our application packet. They were kind enough  
14 to give us like a draft submission date that they may give  
15 us feedback on, so that was this feedback that we got.  
16 And then I'm submitting the final submission today. They  
17 got back to me last week with the comments, that was a  
18 pretty quick turnaround there, but that was one of the  
19 comments they had made. That's part of their legal team,  
20 so we forwarded all the information and our packet to the  
21 legal team with all of the agreements and stuff and that  
22 was --  
23       **CHAIRMAN McCUSKER:** At the officer level, we've  
24 talked about extending it to 2035. Right now it's a  
25 five-year term, right, Rikki?

1 **MS. RIOJAS:** Yes, that's correct..

2 **MR. MARQUEZ:** Is that what they're looking for,

3 2035, or did we just come up with that number?

4 **MS. RIOJAS:** That was mentioned in our comment.

5 I can read you the exact comment if you would like it.

6 **CHAIRMAN McCUSKER:** Sure. Let's get that on

7 the record.

8 **MS. RIOJAS:** Okay. It says, quote -- this is

9 from -- the comments came from Alex Whittaker and

10 Justin -- I can't remember his last name -- that are both

11 from Melon. They are the ones who are reviewing it.

12 So, quote, we've involved our legal team for

13 the consultation about the required information regarding

14 the ownership and lease question in regards to capital

15 improvements to the space. The landlord -- sorry, there

16 will need to be a longer term lease or documentation from

17 the landlord that ensures the long-term improvements being

18 made to the space will be dedicated to public charitable

19 benefit for some reasonable life of the improvements. We

20 will require documentation in writing from the owner that

21 commits to the intended cultural uses to at least the 2035

22 date mentioned as committed purpose of the building

23 itself.

24 **MR. MARQUEZ:** So it sounds like we also could

25 just simply write a letter saying we're committed to the

1 usage until 2035. We could --

2 **CHAIRMAN McCUSKER:** I think if we have an

3 affirmative vote today, she can indicate that in her

4 application and we can amend the current lease.

5 **MR. COLLINS:** Mr. Chairman, members of the

6 board, it's not really a lease, it's a reversionary

7 interest. The effect is the same for your purposes and,

8 as written, it contemplates going out to July 1 of 2035.

9 So an affirmative vote here would authorize the Chairman

10 to so advise the grantors of that in a letter and that

11 should be enough.

12 **CHAIRMAN McCUSKER:** Okay. What's the board's

13 pleasure?

14 **MR. SHEAFE:** So moved that we extend the lease

15 affirmatively and provide the paperwork necessary to

16 accomplish that to 2035.

17 **MR. MARQUEZ:** Not quite what Collins just said,

18 though. Collins just said we would have Fletcher write a

19 letter.

20 **MR. SHEAFE:** That was the paperwork section.

21 **CHAIRMAN McCUSKER:** I think we want an

22 affirmative vote. It's not going hurt us to have board

23 agreement, so if someone wants to second that, that will

24 allow us to vote on it.

25 **MS. COX:** Second.

1 **CHAIRMAN McCUSKER:** All right. We have a

2 motion and a second to extend the terms of our agreement

3 to 2035. All in favor say aye.

4 (Motion made, seconded and passed unanimously).

5 **CHAIRMAN McCUSKER:** Okay. Mr. Collins, do we

6 need to do anything with the actual agreements between us

7 and Los Descendientes?

8 **MR. COLLINS:** In my opinion, no, with a letter

9 from you confirming that affirmative vote. However, if

10 the folks at Melon want something to amend the agreement,

11 that's pretty simple. We can do that, too.

12 **CHAIRMAN McCUSKER:** I think that would be

13 stronger.

14 Right, Rikki?

15 **MS. RIOJAS:** Yes. They were -- the last thing

16 that I heard from them yesterday was that they would make

17 the grant approval contingent upon receipt of an executed

18 lease.

19 **CHAIRMAN McCUSKER:** Okay.

20 **MR. SHEAFE:** I don't think that paperwork can

21 follow as part of this motion in my assumption.

22 **CHAIRMAN McCUSKER:** Yeah. What I would suggest

23 you do is just to move to authorize counsel and the

24 executive officers to do whatever it takes to satisfy

25 Melon.

1 **MR. SHEAFE:** Well, that motion is part of my

2 motion, but I'll be happy to restate it and say that.

3 **CHAIRMAN McCUSKER:** Yeah, let's get it --

4 **MR. SHEAFE:** I move that we authorize counsel

5 to prepare the paperwork to properly document this

6 commitment and that we authorize the executive officers to

7 sign whatever paperwork is required to document the

8 commitment that the board is making.

9 **MS. COX:** Second.

10 **CHAIRMAN McCUSKER:** We have a motion and a

11 second. All in favor say aye.

12 (Motion made, seconded and passed unanimously).

13 **CHAIRMAN McCUSKER:** Mr. Collins, it would help

14 Rikki if you could just shoot her a little draft letter

15 that says the board met today and extended the arrangement

16 until 2035.

17 **MR. COLLINS:** I will do that.

18 **CHAIRMAN McCUSKER:** All right. Thank you,

19 everyone.

20 Rikki, congratulations.

21 I guess --

22 **MS. RIOJAS:** Thank you. I appreciate you.

23 **CHAIRMAN McCUSKER:** I don't want to jinx you.

24 Good luck I guess is better said.

25 **MS. RIOJAS:** I will let you know anything as

1 soon as I know.

2       **CHAIRMAN McCUSKER:** All right. Thank you very  
3 much.

4       See you all in a couple weeks. Thank you.

5       I need a motion to adjourn.

6       **MS. COX:** So moved.

7       **MR. SHEAFE:** Second.

8       **CHAIRMAN McCUSKER:** All in favor say aye.  
9 (Motion made, seconded and passed unanimously).

10       **CHAIRMAN McCUSKER:** Thank you again.  
11               (2:12 p.m.)

12

13

14

15

16

17

18

19

20

21

22

23

24

25

	4:17	<b>consider (1)</b> 4:7	<b>executive (2)</b> 7:24;8:6	
<b>A</b>	<b>benefit (1)</b> 5:19	<b>consultation (1)</b> 5:13	<b>extend (2)</b> 6:14;7:2	<b>I</b>
<b>accomplish (1)</b> 6:16	<b>better (1)</b> 8:24	<b>contemplates (1)</b> 6:8	<b>extended (1)</b> 8:15	<b>improvements (3)</b> 5:15,17,19
<b>actual (1)</b> 7:6	<b>BOARD (7)</b> 2:1,10,16;6:6,22;8:8,15	<b>contingent (1)</b> 7:17	<b>extending (1)</b> 4:24	<b>indicate (2)</b> 4:6;6:3
<b>add (1)</b> 4:10	<b>board's (1)</b> 6:12	<b>Counsel (3)</b> 2:10;7:23;8:4	<b>F</b>	<b>information (2)</b> 4:20;5:13
<b>adjourn (1)</b> 9:5	<b>both (1)</b> 5:10	<b>couple (2)</b> 4:4;9:4	<b>Facilities (1)</b> 2:17	<b>intended (1)</b> 5:21
<b>Administrative (1)</b> 2:9	<b>Brandi (3)</b> 2:9;3:4,14	<b>Cox (6)</b> 2:5;3:23,24;6:25;8:9;9:6	<b>favor (3)</b> 7:3;8:11;9:8	<b>interest (1)</b> 6:7
<b>advise (1)</b> 6:10	<b>building (1)</b> 5:22	<b>cultural (1)</b> 5:21	<b>feedback (3)</b> 4:6,15,15	<b>invest (1)</b> 4:8
<b>affirmative (4)</b> 6:3,9,22;7:9	<b>C</b>	<b>current (2)</b> 4:8;6:4	<b>final (1)</b> 4:16	<b>involved (1)</b> 5:12
<b>affirmatively (1)</b> 6:15	<b>call (2)</b> 3:1,14	<b>D</b>	<b>five-year (1)</b> 4:25	<b>J</b>
<b>again (1)</b> 9:10	<b>called (1)</b> 3:12	<b>date (2)</b> 4:14;5:22	<b>flag (1)</b> 3:4	<b>Jannie (2)</b> 2:5;3:23
<b>agenda (2)</b> 4:1,4	<b>came (1)</b> 5:9	<b>day (1)</b> 2:19	<b>Fletcher (3)</b> 2:2;3:19;6:18	<b>jinx (1)</b> 8:23
<b>ago (1)</b> 4:4	<b>can (5)</b> 5:5;6:3,4;7:11,20	<b>dedicated (1)</b> 5:18	<b>folks (1)</b> 7:10	<b>joined (1)</b> 4:3
<b>agreed (1)</b> 4:4	<b>capital (1)</b> 5:14	<b>Descendientes (1)</b> 7:7	<b>follow (1)</b> 7:21	<b>July (1)</b> 6:8
<b>agreement (3)</b> 6:23;7:2,10	<b>Certified (1)</b> 2:19	<b>directly (1)</b> 4:11	<b>forwarded (1)</b> 4:20	<b>Justin (1)</b> 5:10
<b>agreements (2)</b> 4:21;7:6	<b>Chair (1)</b> 2:2	<b>Director (1)</b> 2:9	<b>Foundation (1)</b> 4:5	<b>K</b>
<b>Alex (1)</b> 5:9	<b>CHAIRMAN (26)</b> 3:1,6,9,12,20,25; 4:23;5:6;6:2,5,9,12,21; 7:1,5,12,19,22;8:3,10, 13,18,23;9:2,8,10	<b>Directors (1)</b> 2:16	<b>G</b>	<b>kind (1)</b> 4:13
<b>Allegiance (1)</b> 3:11	<b>charitable (1)</b> 5:18	<b>District (1)</b> 2:17	<b>Good (1)</b> 8:24	<b>L</b>
<b>allow (1)</b> 6:24	<b>Chris (2)</b> 2:4;3:15	<b>document (2)</b> 8:5,7	<b>grant (2)</b> 4:7;7:17	<b>landlord (2)</b> 5:15,17
<b>along (1)</b> 4:13	<b>City (1)</b> 2:17	<b>documentation (2)</b> 5:16,20	<b>grantors (1)</b> 6:10	<b>last (3)</b> 4:17;5:10;7:15
<b>amend (2)</b> 6:4;7:10	<b>Collins (9)</b> 2:10;3:6;6:5,17,18; 7:5,8;8:13,17	<b>dollars (1)</b> 4:9	<b>guess (2)</b> 8:21,24	<b>lead (1)</b> 3:7
<b>amount (1)</b> 4:9	<b>commencing (1)</b> 2:20	<b>E</b>	<b>H</b>	<b>lease (7)</b> 4:8;5:14,16;6:4,6,14; 7:18
<b>application (3)</b> 4:5,13;6:4	<b>comment (2)</b> 5:4,5	<b>Edmund (2)</b> 2:3;3:21	<b>Haga-Blackman (7)</b> 2:9;3:5,15,17,19,21, 23	<b>least (1)</b> 5:21
<b>appreciate (1)</b> 8:22	<b>comments (3)</b> 4:17,19;5:9	<b>effect (1)</b> 6:7	<b>happy (1)</b> 8:2	<b>legal (3)</b> 4:19,21;5:12
<b>approval (1)</b> 7:17	<b>commitment (2)</b> 8:6,8	<b>enough (2)</b> 4:13;6:11	<b>heard (1)</b> 7:16	<b>letter (6)</b> 4:12;5:25;6:10,19; 7:8;8:14
<b>Arizona (1)</b> 2:18	<b>commits (1)</b> 5:21	<b>ensures (1)</b> 5:17	<b>held (1)</b> 2:17	<b>level (1)</b> 4:23
<b>arrangement (2)</b> 4:8;8:15	<b>committed (2)</b> 5:22,25	<b>everyone (2)</b> 3:25;8:19	<b>help (1)</b> 8:13	<b>life (1)</b> 5:19
<b>assumption (1)</b> 7:21	<b>confirming (1)</b> 7:9	<b>exact (1)</b> 5:5	<b>hour (1)</b> 2:20	<b>little (1)</b> 8:14
<b>authorize (4)</b> 6:9;7:23;8:4,6	<b>congratulations (1)</b> 8:20	<b>executed (1)</b> 7:17	<b>hurt (1)</b> 6:22	<b>longer (1)</b>
<b>B</b>				
<b>back (1)</b>				

5:16 <b>long-term (1)</b> 5:17 <b>looking (1)</b> 5:2 <b>Los (1)</b> 7:7 <b>luck (1)</b> 8:24	2:16 <b>number (1)</b> 5:3			<b>submitting (1)</b> 4:16 <b>suggest (1)</b> 7:22 <b>Sure (1)</b> 5:6
	<b>O</b>	<b>Q</b>	<b>S</b>	
	<b>officer (1)</b> 4:23 <b>officers (2)</b> 7:24;8:6 <b>one (2)</b> 4:1,18 <b>ones (1)</b> 5:11 <b>opinion (1)</b> 7:8 <b>order (2)</b> 3:2,13 <b>out (1)</b> 6:8 <b>owner (1)</b> 5:20 <b>ownership (1)</b> 5:14	<b>quick (1)</b> 4:18 <b>quite (1)</b> 6:17 <b>quote (2)</b> 5:8,12	<b>same (1)</b> 6:7 <b>satisfy (1)</b> 7:24 <b>saying (1)</b> 5:25 <b>second (6)</b> 6:23,25;7:2;8:9,11; 9:7 <b>seconded (3)</b> 7:4;8:12;9:9 <b>Secretary (1)</b> 2:3 <b>section (1)</b> 6:20 <b>seemed (1)</b> 4:6 <b>September (1)</b> 2:19 <b>Sheafe (9)</b> 2:4;3:15,16;6:14,20; 7:20;8:1,4;9:7 <b>shoot (1)</b> 8:14 <b>short (2)</b> 4:1,8 <b>sign (1)</b> 8:7 <b>significant (1)</b> 4:9 <b>simple (1)</b> 7:11 <b>simply (1)</b> 5:25 <b>someone (1)</b> 6:23 <b>soon (1)</b> 9:1 <b>sorry (1)</b> 5:15 <b>sounds (1)</b> 5:24 <b>space (2)</b> 5:15,18 <b>special (1)</b> 2:15 <b>spoken (1)</b> 4:11 <b>State (1)</b> 2:18 <b>stronger (1)</b> 7:13 <b>strongly (1)</b> 4:7 <b>stuff (1)</b> 4:21 <b>submission (2)</b> 4:14,16 <b>submitted (1)</b> 4:12	<b>T</b>
<b>M</b>	<b>P</b>	<b>R</b>		<b>talked (1)</b> 4:24 <b>team (3)</b> 4:19,21;5:12 <b>term (2)</b> 4:25;5:16 <b>terms (1)</b> 7:2 <b>THOMAS (1)</b> 2:18 <b>though (1)</b> 6:18 <b>today (3)</b> 4:16;6:3;8:15 <b>Tom (1)</b> 3:3 <b>Treasurer (1)</b> 2:4 <b>Tucson (1)</b> 2:18 <b>turnaround (1)</b> 4:18
<b>making (1)</b> 8:8 <b>Mark (1)</b> 2:10 <b>Marquez (8)</b> 2:3;3:8,10,21,22;5:2, 24;6:17 <b>match (1)</b> 4:4 <b>may (1)</b> 4:14 <b>McCallister (3)</b> 2:6;3:17,18 <b>McCusker (26)</b> 2:2;3:1,6,9,12,19,20, 25;4:23;5:6;6:2,12,21; 7:1,5,12,19,22;8:3,10, 13,18,23;9:2,8,10 <b>meeting (3)</b> 2:15;3:1;4:2 <b>Melon (5)</b> 4:5,11;5:11;7:10,25 <b>MEMBERS (2)</b> 2:1;6:5 <b>mentioned (2)</b> 5:4,22 <b>met (1)</b> 8:15 <b>months (1)</b> 4:4 <b>motion (9)</b> 7:2,4,21;8:1,2,10,12; 9:5,9 <b>move (2)</b> 7:23;8:4 <b>moved (2)</b> 6:14;9:6 <b>much (1)</b> 9:3 <b>Multipurpose (1)</b> 2:16	<b>packet (2)</b> 4:13,20 <b>paperwork (5)</b> 6:15,20;7:20;8:5,7 <b>part (3)</b> 4:19;7:21;8:1 <b>passed (3)</b> 7:4;8:12;9:9 <b>please (1)</b> 3:14 <b>pleasure (1)</b> 6:13 <b>pledge (2)</b> 3:7,11 <b>pm (2)</b> 2:20;9:11 <b>prepare (1)</b> 8:5 <b>PRESENT (2)</b> 2:1,8 <b>pretty (2)</b> 4:18;7:11 <b>probably (1)</b> 4:1 <b>properly (1)</b> 8:5 <b>provide (1)</b> 6:15 <b>public (1)</b> 5:18 <b>purpose (1)</b> 5:22 <b>purposes (1)</b> 6:7	<b>read (1)</b> 5:5 <b>ready (1)</b> 3:3 <b>really (1)</b> 6:6 <b>reasonable (1)</b> 5:19 <b>receipt (1)</b> 7:17 <b>record (1)</b> 5:7 <b>regarding (1)</b> 5:13 <b>regards (1)</b> 5:14 <b>remember (1)</b> 5:10 <b>REMEMBERED (1)</b> 2:15 <b>Reporter (1)</b> 2:19 <b>require (1)</b> 5:20 <b>required (2)</b> 5:13;8:7 <b>restate (1)</b> 8:2 <b>reversionary (1)</b> 6:6 <b>reviewing (1)</b> 5:11 <b>Right (6)</b> 4:24,25;7:1,14;8:18; 9:2 <b>Rikki (6)</b> 4:3,10,25;7:14;8:14, 20 <b>Rikki's (1)</b> 4:4 <b>Rio (1)</b> 2:16 <b>RIOJAS (7)</b> 4:12;5:1,4,8;7:15; 8:22,25 <b>roll (1)</b> 3:14 <b>Ross (2)</b> 2:6;3:17 <b>RPR (1)</b> 2:18		<b>U</b>
				<b>unanimously (3)</b> 7:4;8:12;9:9 <b>up (1)</b> 5:3 <b>upon (1)</b> 7:17 <b>usage (1)</b> 6:1 <b>uses (1)</b> 5:21
				<b>V</b>
				<b>via (1)</b> 2:17 <b>vote (5)</b> 6:3,9,22,24;7:9
<b>N</b>				<b>W</b>
<b>name (1)</b> 5:10 <b>necessary (1)</b> 6:15 <b>need (3)</b> 5:16;7:6;9:5 <b>Nuevo (1)</b>				<b>wants (1)</b> 6:23 <b>week (1)</b> 4:17 <b>weeks (1)</b> 9:4 <b>What's (1)</b> 6:12 <b>Whittaker (1)</b>

5:9 willing (1) 4:6 WOPPERT (1) 2:18 write (2) 5:25;6:18 writing (1) 5:20 written (1) 6:8				
<b>Y</b>				
yesterday (1) 7:16				
<b>Z</b>				
ZOOM (1) 2:17				
<b>1</b>				
1 (1) 6:8 19th (1) 2:19				
<b>2</b>				
2:00 (1) 2:20 2:12 (1) 9:11 2023 (1) 2:20 2035 (8) 4:24;5:3,21;6:1,8,16; 7:3;8:16				
<b>5</b>				
50476 (1) 2:19				