

In The Matter Of:

Rio Nuevo

12/19/23

December 19, 2023

*Fink & Associates
6095 E Grant Road
Tucson, AZ 85712*

Original File 121923 Rio Nuevo.txt

Min-U-Script® with Word Index

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3 RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT
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10 BOARD MEETING VIA ZOOM
11 Tucson, Arizona
12 December 19, 2023
13 1:01 p.m.
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19
20
21 REPORTED BY:
22 Thomas A. Woppert, RPR
23 AZ CCR No. 50476
24
25

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1 CHAIRMAN McCUSKER: Good afternoon. Happy
2 holidays to everyone. Welcome to Rio Nuevo's December
3 meeting. I'm still struggling with my laryngitis. A few
4 days ago, I couldn't even whisper. There were a lot of
5 people in town applauding, I was advised. That's neither
6 here nor there.
7 Let's go ahead and do the pledge, Brandi, if
8 you have our virtual flag.
9 Somebody with a voice.
10 Mr. Marquez?
11 (Pledge of Allegiance)
12 CHAIRMAN McCUSKER: Okay. Brandi, will you
13 call the roll?
14 MS. HAGA-BLACKMAN: Chris Sheafe.
15 MR. SHEAFE: Here.
16 MS. HAGA-BLACKMAN: Edmund Marquez.
17 MR. MARQUEZ: Here.
18 MS. HAGA-BLACKMAN: Taunya Villicana.
19 MS. VILLICANA: Here.
20 MS. HAGA-BLACKMAN: Jannie Cox?
21 MS. COX: Here.
22 MS. HAGA-BLACKMAN: Richard Oseran.
23 MR. OSERAN: Here.
24 MS. HAGA-BLACKMAN: Corky Poster.
25 MR. POSTER: Here.

1 BOARD MEMBERS PRESENT:
2 Fletcher McCusker, Chair
3 Edmund Marquez, Vice Chair
4 Chris Sheafe, Treasurer
5 Taunya Villicana, Secretary
6 Jannie Cox
7 Sharayah Jimenez
8 Mike Levin
9 Corky Poster
10 Richard Oseran
11
12 ALSO PRESENT:
13 Ms. Brandi Haga-Blackman, Administrative Director
14 Mr. Mark Collins, Board Counsel
15 Mr. Timothy Medcoff, Board Counsel
16 * * * *
17
18 BE IT REMEMBERED that a meeting of the Board of
19 Directors of the Rio Nuevo Multipurpose Facilities
20 District was held via ZOOM, in the City of Tucson, State
21 of Arizona, before THOMAS A. WOPPERT, RPR, Certified
22 Reporter No. 50476, on the 19th day of December 2023,
23 commencing at the hour of 1:01 p.m.
24
25

1 MS. HAGA-BLACKMAN: Shay Jimenez?
2 MS. JIMENEZ: Present.
3 MS. HAGA-BLACKMAN: Mike Levin.
4 MR. LEVIN: Here.
5 MS. HAGA-BLACKMAN: Fletcher McCusker.
6 CHAIRMAN McCUSKER: I'm here. Okay. We got
7 through the pledge and the roll-call. So far so good.
8 The minutes have been sent to you. They're
9 transcribed, so it's verbatim. If anybody has a comment
10 or a change, if not, I just need a motion to approve.
11 MR. SHEAFE: So moved.
12 MR. LEVIN: Second.
13 CHAIRMAN McCUSKER: All in favor say aye.
14 (Motion made, seconded and passed unanimously).
15 CHAIRMAN McCUSKER: Okay. Those are approved
16 and we'll post it to our website.
17 This is the time we set aside for executive
18 session. We do have some participants. Just FYI, we
19 always go into exec first, so we'll probably be back in
20 about 60 minutes. You're welcome to hang out or log back
21 in probably around 2:00 o'clock.
22 So I would need a motion to recess to exec.
23 MR. LEVIN: So moved.
24 MS. COX: Second.
25 CHAIRMAN McCUSKER: All in favor say aye.

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1 (Motion made, seconded and passed unanimously).
 2 **CHAIRMAN McCUSKER:** All right. So, Members,
 3 leave this meeting and click on the executive session
 4 link. Thank you.
 5 (Recess)
 6 **CHAIRMAN McCUSKER:** We have a quorum if someone
 7 wants to make a motion to --
 8 **MR. LEVIN:** So moved.
 9 **MS. COX:** Second.
 10 **CHAIRMAN McCUSKER:** All in favor say ay.
 11 (Motion made, seconded and passed unanimously)
 12 **CHAIRMAN McCUSKER:** Thank you for your
 13 patience, everyone. As you can see from our agenda, we do
 14 have a lot of stuff going on where we need the best and
 15 brightest legal help, and we got that for the last hour
 16 and 15 minutes.
 17 This is the year end for us. Some things we
 18 want to highlight. That's not our fiscal year end.
 19 That's June 30th. We did provide a report to the joint
 20 committee and the legislature. We also provide an annual
 21 report to the legislature and, of course, our annual
 22 audit, so all those are posted to the website and I would
 23 encourage you to view them.
 24 Some of the things I think you know we're
 25 working on, we just wanted to give you a quick update on

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1 75 East Broadway. That's the parcel across the street
 2 from TEP that we've been working on for years. It was
 3 originally going to be an office tower, is now headed, it
 4 looks like, to be a boutique hotel. We have publicly
 5 announced and issued the award letter to Obie, O-b-i-e,
 6 Hotels. It's called the Obie Companies out of Eugene,
 7 Oregon. They have several boutique hotel properties in
 8 Idaho, Washington and Oregon. And they became very
 9 interested in Tucson, so they spent a week here a few
 10 weeks ago and the next step is for them to begin
 11 submitting renderings and concepts and economic ideas to
 12 us for that -- for that property, so that should start to
 13 move pretty quickly.
 14 A lot of stuff's opened downtown that we've
 15 been involved with for a while. I think I saw Le Macaron
 16 is now open, Batch, of course, is open doing really well,
 17 the Playground renovation that we were involved with, and,
 18 of course, the Corbett. If you haven't been to the new
 19 outdoor pickle ball facility just on the other side of the
 20 overpass, five pickle ball courts, a new restaurant, a
 21 beer garden and they've been incredibly busy, so that
 22 looks like it will be a very successful project for us.
 23 We can announce that the Sosa-Carrillo house
 24 got their Melon Foundation grant. That was something we
 25 talked about a couple meetings ago where we agreed to

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1 match a 750,000-dollar grant from the Melon Foundation.
 2 They were awarded that. It will go to some extent to
 3 ongoing renovation and also to program content. It will
 4 help them hire a couple people to support the museum
 5 activity there.
 6 On February 5th, I'm knocking on my wooden desk
 7 we should have the ribbon cutting at the Tucson Convention
 8 Center for all the new technology upgrades. If you've
 9 wandered through there recently for any event, you'll see
 10 about 70 new video boards have been installed throughout
 11 the entire complex. They are being tested for reliability
 12 and the ability to broadcast simultaneously or
 13 individually.
 14 The thing we're the most excited about, I think
 15 people are eager to see, we'll also be previewed on that
 16 date, February 5th, and that is the augmented reality
 17 phone app that will allow any visitor to that complex to
 18 fully appreciate in photo, video, narrative and audio the
 19 multiple histories associated with that site.
 20 The initial focus in the spring will be on the
 21 barrio, a lot of photographic evidence, a lot of
 22 commentary from former barrio residents that's still alive
 23 on the tragedy that our government befell on that property
 24 to build the very Tucson Convention Center. We're excited
 25 to be able to share the stories about that and also the

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1 pre-barrio history there all the way back to its
 2 indigenous roots.
 3 So the TCC has never been busier. It's really
 4 hard to get a date there now, I think over 520,000
 5 distinct visitors, but we want to continue to share the
 6 fact that that property probably could have and should
 7 have maybe been built someplace else. But we own it and
 8 we're going to continue to help it grow and we're going to
 9 continue to share the stories that brought all of us to
 10 this place.
 11 Jannie, I think you wanted to give an update on
 12 the Presidio.
 13 **MS. COX:** I'd like to do that, Fletcher, and I
 14 need to give a brief history for our new members.
 15 Activate El Presidio was started in the summer
 16 of 2019 with the help of Project for Public Spaces funded
 17 by Rio Nuevo. The stakeholders at that time created a
 18 vision to bring new life to the historic El Presidio
 19 neighborhood.
 20 Our area is bounded by Church on the east, Main
 21 on the west, Alameda on the south and Franklin on the
 22 north. And we're bringing greenery, trees, color, shade,
 23 light, wave finding, furniture and art to enhance the
 24 pedestrians' experience in a space that today is pretty
 25 dark.

1 After two years hiatus for COVID, our
2 stakeholders reengaged and Rio Nuevo made a commitment of
3 \$500,000 to complete the project. The IDA at that time
4 committed 25,000. Our design today is complete and we
5 have I'm pleased to say the unanimous endorsement of the
6 El Presidio Neighborhood Association and the El Presidio
7 Historic Review Board.

8 We're now in permitting with the city and we
9 are reasonably confident that within a few months we will
10 have our project approved and we hope to have it completed
11 in the spring of 2024.

12 That left us with one considerable challenge.
13 A portion of the improvements are on Court between
14 Washington and Franklin. That is outside of the Rio Nuevo
15 boundaries, therefore, we cannot spend our dollars on this
16 portion of the project. That has been a conundrum for us
17 from the beginning.

18 But now for the best part of my update. Due to
19 first and foremost an amazing, generous and anonymous
20 matching donor plus the Joe Schneider Family, the Ray
21 Flores Family and some gifts yet to come, we have raised
22 the funds required to complete the entire project.

23 So, Mr. Chairman, that completes my report.
24 **CHAIRMAN McCUSKER:** That's great news.
25 **MS. COX:** It is great news.

1 Mr. Marquez, anything you want to update on
2 that you -- that I didn't cover?

3 **MR. MARQUEZ:** The smoke shop.

4 **CHAIRMAN McCUSKER:** Sure. Go ahead.

5 **MR. MARQUEZ:** Yeah. So we got actively
6 involved with the smoke shop, formerly know as the
7 Crescent Smoke Shop, on Congress, and we are close to a
8 deal there to activate that space. I can't tell you who
9 yet, but we're excited. There's some great activity going
10 on along Congress from -- even from the safety aspects of
11 our -- of our -- of our cooperation with the Tucson Police
12 Department to some of these activations, so pretty excited
13 about what's going on.

14 I feel like I'm speaking in a veiled manner,
15 but I would just tell you that there are so many great
16 deals coming into the downtown and Broadway area. There's
17 a lot to be excited for in the city of Tucson.

18 **CHAIRMAN McCUSKER:** Okay. That's a good segue
19 into today's action. Just quick talk about the agenda.
20 The Country Home block is what we affectionately call the
21 block on the south side of Broadway and Plumer. That was
22 awarded to Nate Ares and his partners a little over two
23 months ago. We are obliged to post notice when we do
24 something of that scale for 60 days and bring that back to
25 the board. I saw Nate and his counsel online.

1 **CHAIRMAN McCUSKER:** It is great news.

2 **MS. COX:** Very great news. So we are --

3 **CHAIRMAN McCUSKER:** What's the timing now,
4 Jannie? When do you think we'll actually see the fruits
5 of your labor?

6 **MS. COX:** We hope to have permitting finished
7 in February and the project completed in the spring.

8 **MR. MARQUEZ:** I know former Mayor Rothschild
9 really well, so if you need any help with permitting, just
10 let me know, I'll talk to him.

11 **MS. COX:** Oh, that will be a big help.

12 **CHAIRMAN McCUSKER:** A couple --

13 **MS. COX:** It's going quite well. The city --

14 **CHAIRMAN McCUSKER:** That's really exciting.
15 Thank you for all you're doing.

16 A couple of quick, timely updates. I think,
17 and Tim can confirm, we signed the lease today with
18 Ms. Saigon to relocate into the first floor of the TEP
19 building, the former Mian space. We're very excited to
20 move that pioneer family to a 4,700 square foot
21 restaurant, keep them downtown.

22 Some other stuff happening around us, a lot of
23 inbound restaurant interest, a lot of inbound hotel
24 interest. I think every apartment downtown is now fully
25 leased. It's an exciting time for us.

1 Brandt Hazen is also on as a presenter. We're
2 going to talk about some of the stuff going on with his
3 properties west of the Fox.

4 I think we're going to table the Bautista until
5 January. We're going to talk about our legislative help
6 and talk about the possibility of an in-person meeting in
7 January that would include some master planning.

8 So with all that, Tim, if you want to set up
9 the Country Home Block conversation. I think I saw both
10 Nate and --

11 **MR. SHEAFE:** Do you want to do the financial
12 report?

13 **CHAIRMAN McCUSKER:** Oh, I'm sorry. I totally
14 skipped over Dan.

15 Dan, please go ahead. I'm sorry.

16 **MR. MEYERS:** All right. This is Dan Meyers.
17 I'm the CFO for Rio Nuevo.

18 As of November 30th, we've got about
19 \$10.5 million in our operating accounts that are available
20 for use. Some of that is restricted to make our mortgage
21 payment on December 1st and some money's got to be moved
22 into our hockey reserve leaving about \$9.7 million
23 available.

24 If we add on to that our monthly estimated
25 income of \$3.6 million, we're around \$13.4 million

1 available to fund projects for the next year.
2 A little farther down the page you see our
3 outstanding balance of our commitments that have been made
4 of \$12.7 million. About 2.5 of that is going to fall
5 outside of the next 12 months leaving commitments of about
6 10.2 million. So that shows that we've got about
7 \$3.2 million extra available to invest in new projects as
8 we proceed to the next year.

9 The great news we have is that our October TIF
10 distribution was about \$1.957 million. Our budget is
11 1.3 million. We were very fortunate to have one of our
12 large retailers in our district amend some past improperly
13 filed TPT returns, which resulted in a windfall of over
14 \$500,000 we received. So, again, as you all know, those
15 are primarily due to the diligent work of Brandi chasing
16 down these people. And really that's a big part of our
17 job, is making sure we get every last dollar into the
18 district that we're entitled to.

19 Nothing else too exciting there. We've got --
20 I think I mentioned that we got over \$200,000 from the
21 Tucson Roadrunners ticket surcharge. Half of that goes
22 into operations, the other half goes into our reserve fund
23 for improvements for hockey in the Tucson Convention
24 Center. And I think we're closing in on \$300,000 in that
25 account should we want to reinvest that.

1 Does anybody have any questions you'd like me
2 to address?

3 **MR. SHEAFE:** Dan, you might explain what page
4 two tells us.

5 **MR. MEYERS:** Okay. Well, page two is simply
6 our list on the left of the committed funds to projects,
7 the middle column is how much we've spent to date through
8 November 30th, and the third column there simply shows
9 what remains on that commitment.

10 In the far-right column, we try to estimate the
11 value of the overall investment into the district,
12 including the developer's contributions as well. And in
13 this case, it shows over \$200 million in total investment
14 of which Rio Nuevo is 20, so that's almost, I think, a 10
15 to one ratio of Rio Nuevo's investment to what the total
16 project costs are. And we try to do our best to leverage
17 our investments, and I think this is pretty good proof
18 that we're doing so successfully.

19 **CHAIRMAN McCUSKER:** Any questions for, Dan?
20 (No oral response)

21 **CHAIRMAN McCUSKER:** Thank you.
22 Jonathan will remember it took a long time and
23 effort for us to be able to get the data from the state
24 that allows you to chase individual taxpayers. For a long
25 time, they've said that we weren't entitled to that data.

1 We now can see it on a merchant-by-merchant basis and we
2 can tell who's filing and who's not filing.

3 That will allow the segue now, Tim, to Country
4 Home.

5 **MR. MEDCOFF:** Perfect.

6 **CHAIRMAN McCUSKER:** If you want to set that up.

7 And remind everyone, particularly our new members, how the
8 GPLET works and why we've come back to the board.

9 **MR. MEDCOFF:** Sure. Appreciate that, Mr.
10 Chairman.

11 So Tim Medcoff, outside counsel for Rio Nuevo
12 to chat a little bit about the GPLET and the development
13 agreement.

14 So for the new board members and the general
15 public that may be listening for the first time or were
16 not present when this issue came up about four or five
17 months ago, in order to do a GPLET and a development
18 agreement, Rio Nuevo has to first agree in concept to move
19 forward with the deal, which happened at a prior board
20 meeting, and all of that is then contingent on an economic
21 study being done.

22 We contracted with a third party independent
23 consultant to do that, and then we have to provide notice
24 to the taxing authorities about the potential GPLET and
25 development agreement as well as the economic study that

1 was performed.

2 The notices on both of those were sent out to
3 the taxing authorities with more than the requisite time
4 required by statutes. None of the taxing authorities have
5 objected to the GPLET or the economic study that was
6 performed by the independent consultant. That economic
7 study confirms that the general public will benefit more
8 than the developer will with respect to this project. And
9 the project itself is headed up by Nate Ares, Derek Holder
10 (ph) and Kay Wantanabe.

11 And with that, I'll turn it over to Nate just
12 to provide a recap. Normally we don't have the developer
13 do a recap the second go around, but because the new board
14 members were not present when the first proposal was made,
15 we thought it would be helpful for them to get -- to hear
16 from the horse's mouth, so to speak, what they have done
17 and what they hope to do with this project.

18 So with that, I'll turn it over to you, Nate.

19 **MR. ARES:** Thank you so much. I appreciate the
20 time. And, you know, it's always a pleasure to get in
21 front of you all and kind of discuss what I love to do, my
22 passions.

23 I don't know if Brandi had the presentation
24 that you all had on hand prior, but I'll kind of just jump
25 into my background and what we're looking to do on

1 Broadway.
2 My background, Aries Collective Restaurants,
3 Prep & Pastry, Commoner and Company, Flora's Market Run,
4 we love to do, you know, concepts that are welcoming, that
5 are, you know, sustainable and really drive -- community
6 driven -- you know, community driven concepts.

7 When this project was brought to me as an
8 option, I -- I'm not going to lie, I was thrilled, I was
9 over the moon. I was so excited. With Prep & Pastry, you
10 know, when I first started that, I thought, you know, wow,
11 no one's doing -- I want to be first to market with the
12 upscale high-end brunch.

13 When I did Flora's Market Run, there was, you
14 know, no restaurant market concepts. It was just -- you
15 know, it was kind of the first of its kind of implementing
16 almost like a Culinary Dropout of a -- you have an
17 experience built in with the restaurants.

18 So that leads me to the Broadway project. In
19 Tucson, you know, I feel like a lot of the other big
20 cities have a lot going on for themselves right now and
21 one thing that's really popular within this -- popping up
22 in some of the other cities is social houses. And looking
23 at the building, looking at the bones of the building,
24 just seeing the brick walls once we kind of strip back
25 some of the non-load-bearing walls, I just knew right when

1 I saw that that this should be a social house, so meaning
2 we want to present a location where you can celebrate a
3 graduation, watch a football game, watch a basketball
4 game, you know, just enjoy time with family or friends.
5 So we're building a six-lane private bowling alley that is
6 also going to be connected to three golf simulators and a
7 bar and brewery concept all attached under one roof.

8 We tie all that together with our building next
9 door to us bringing in some more breakfast morning-time
10 concepts with one of my bakeries called August Rhodes
11 Bakery, which we're going to rebrand -- rebrand and reopen
12 as a sandwich, pie shop, bakery.

13 We actually are one of the larger bakeries in
14 town in the sense that we provide a lot of restaurants
15 with bread, but no one actually knows we're supplying them
16 with bread. We're very passionate about supplying product
17 to people we like and we like to keep it local. So of the
18 more popular names are probably like (inaudible), Culinary
19 Dropout, Corbett's, we supply them, so we really just
20 choose a lot of people that we look up to and appreciate
21 and supply them with that, so we're excited to bring that
22 concept back.

23 But circling back to the social house, I
24 truly -- I'm not just saying this because it's one of my
25 concepts. I truly feel like this could be the crown jewel

1 of Tucson in the sense that, you know, there's just no one
2 doing this yet. There's been talk about doing this, but
3 no one has really executed doing this. So having that
4 six-lane private bowling alley with the brewery -- we have
5 one of the best breweries in the nation in our opinion.
6 He is a level three cicerone going for his level four. If
7 you don't know what that means, the highest you can be is
8 a level four and there's only 117 of them in the nation --
9 in the world and we think he's going to pass level four.
10 We are just overly excited.

11 You know, I read an article recently about
12 people are skipping the golf course because of time
13 constraints and everyone is busier and busier and busier
14 and they're actually doing the golf simulators more. And
15 that has been a big push at numerous places. If you look
16 at Trevor's in Phoenix, it's just a liquor store with a
17 bunch of golf simulators and they are gangbusters day and
18 night.

19 Again, we're in an industry where it's a --
20 it's a very emotional spend, so if you're going to spend
21 that dollar, they want to feel like they're getting value
22 out of that dollar as opposed to just sitting down and
23 having a good meal, which is always great, but we really
24 feel like we can create something special being on
25 Broadway, being on the going home traffic side, being

1 somewhere where, you know, someone can meet up and see a
2 friend after work and, yeah, we're just super excited.

3 **CHAIRMAN McCUSKER:** Jannie, you're muted,
4 Jannie.

5 **MS. COX:** I wonder what is a private bowling
6 alley.

7 **MR. ARES:** So it is six lanes. And I wish -- I
8 sent the rendering --

9 **CHAIRMAN McCUSKER:** Tim has it.
10 Tim, can you --

11 **MR. MEDCOFF:** Yeah, I can share it if somebody
12 gives me sharing privileges. I just tried to and it says
13 host disabled.

14 **CHAIRMAN McCUSKER:** Huna's got to enable you.

15 **MR. ARES:** Yes. So -- and I'll kind of just
16 explain.

17 So imagine six full lanes of bowling.

18 **CHAIRMAN McCUSKER:** Do you have it, Tim?

19 **MR. ARES:** You can rent out two lanes at a
20 time.

21 Keep going down.

22 The Pinewood Social is a perfect example. You
23 can rent out one lane, two lanes at a time and you'll be
24 able to sit there on plush leather couches. We are going
25 to leave all the brick exposed on the side wall, so it's

1 not going to be like your traditional bowling alley where
2 you walk in and it's, you know, carpet and some arcade
3 games and just very league oriented and just -- you know,
4 this is going to be fun and vibrant. The best example in
5 town of this is almost like replace Culinary Dropout's
6 (inaudible) and outside area that they have with a bowling
7 alley. It is -- a lot of people think that, you know,
8 man, that's a lot of wasted space just for something that
9 someone's going to do, but you want to create an
10 atmosphere where people are excited to come and stay, is
11 the main thing, and we really feel like we can do that
12 with the bowling alley and the golf simulators.

13 **CHAIRMAN McCUSKER:** And we have your whole.
14 presentation if you wanted to go back through anything.

15 **MR. ARES:** Yeah. So I'll start from the
16 beginning right there. You know -- right there, yeah.
17 That's perfect. So if you look at the entrance, this is
18 really early renderings, we've got updated renderings, and
19 actually I'll send to the board after we're done here the
20 drive-through rendering where you will drive through the
21 experience, but we want to make -- we want to bring the
22 building back to its original -- its originality of
23 mid-century modern, so we actually found photos thanks to
24 Cook Signs of what the building used to look like. And we
25 really wanted to bring that back with the tiles and the

1 many times, is fading out. Those sales nationally are
2 down year over year, but what is up are more interactive
3 locations like Culinary Dropouts or Pinewood Socials.
4 Pinstripes is a great example. That's a bowling alley
5 type concept that is in the midwest. And we really feel
6 that this will be a home run in that sense.

7 So the outside -- what we're really creating
8 actually, too, is when you drive into the building and
9 you -- we have significant parking in the back, we're
10 going to actually make the entrance from the parking
11 lot --

12 Yeah, thank you.

13 The entrance will be down by where the parking
14 is now, so you won't have to walk all the way up to
15 Broadway to enter the buildings like they used to. You'll
16 be able to enter right where he's pointing right now.
17 That will be the whole entrance to this complex. We
18 really want them to feel welcome from the beginning and
19 tie them into our -- into the concepts.

20 So right where the cursor is right now, kind of
21 that little dirt area that your cursor's at, right there,
22 yeah, that's going to be a whole -- the entrance with a
23 beer garden. We -- we imagine lights over it, have some
24 nice roll-up door entrances to the front and really make
25 it a wow when you're walking in and then really kind of

1 accents -- the mid-century accents. As you can see, there
2 are two different buildings. We want to tie those
3 together by bringing in a sign right in the middle of the
4 entrance -- the exit and entrance. And actually the sign
5 again is more updated. It's going to be a huge arching
6 sign, and we're calling it Sunshine Village. We thought
7 that was a perfect name since we're on the Sunshine Mile.
8 And we'd love to open up one of the side buildings to make
9 it more airy -- more airy, and that's going to be where
10 the bakery and the brewery is going to be. But the one
11 restaurant or the one building right to the left there
12 where it has like almost -- that's the bowling alley, golf
13 simulators and restaurant private dining room, all that in
14 there, so it's going to be 15,000 square feet of concept
15 not including the brewery across that little cobblestone
16 drive in, so it's really -- it's going to be 17 -- almost
17 17,000 square feet of concept, which we feel like is --
18 we're very confident that Tucson will, you know, receive
19 it well.

20 If you scroll down a dash, the vision behind
21 this, the vision when he started talking about this was
22 just, again, interactiveness. People want to feel
23 welcomed, have a good meal and actually feel like their
24 dollar spent is well worth it. So the traditional
25 sit-down restaurant in my opinion, and I've been wrong

1 capture you in once you get in to see all the, you know,
2 things to do inside.

3 And the entrance off of Broadway in between the
4 two buildings, we're going to string lights across both
5 buildings. We're looking at cobblestoning that whole
6 pathway in. Again, we just really want to elevate the
7 experience of someone coming to the Sunshine Village.

8 **MR. MARQUEZ:** I've got a couple comments.
9 First of all, Tim, you're doing a fantastic job
10 with your cursor. That's real talent.

11 My perspective for those that are watching and
12 listening is, you know, we had an intergovernmental
13 agreement on four different properties along Broadway from
14 Friedman and Sol Bungalows and the Country Home and they
15 all had their challenges from the expansion of Broadway,
16 they all had their challenges, but the number one
17 challenge, which I think Nate has a lot less of that
18 challenge, is parking.

19 So I'll just tell you like we just toured this
20 property with Nate post demo and this is a fantastic
21 property. And not only is it a fantastic property, but
22 you really see the experience of Nate being invested into
23 this property beyond the dollars. He's analyzed this
24 property more than I've seen most people analyze a
25 property in really understanding the space. I mean, he

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1 really is building something exciting, so if you look for
 2 more and more home runs for Tucson, I agree with him.
 3 I mean, you're going to have a lot of debate on
 4 the crown jewel comment, especially with some of our --
 5 **MR. POSTER:** I agree.
 6 **MR. MARQUEZ:** I hear Ray Flores calling my
 7 phone already.
 8 But this is a fantastic property from the
 9 bowling -- and I thank you as a Tucsonan for the
 10 activation. That's exciting, because if we go to San
 11 Diego or Scottsdale, et cetera, there's some really cool
 12 projects and you're bringing us one. You've done a great
 13 job analyzing this property.
 14 **MR. ARES:** Thank you. And, you know, I do
 15 agree with that Ray Flores comment. He'll probably call
 16 me, too, so it would be the second crown jewel behind
 17 their family, because I agree with that.
 18 **MR. MARQUEZ:** There you go.
 19 **MR. ARES:** You know, I have spent a lot of
 20 time -- I told the board when I walked with them the other
 21 week I sat there in a lawn chair just watching the traffic
 22 trying to really envision what would work here, because,
 23 you know, I don't want to -- I don't want to drop the ball
 24 on this opportunity. I -- you know, my team is very
 25 excited, you know, and we really want to knock it out of

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1 the park.
 2 **MR. MEDCOFF:** So a couple things. One, just
 3 for clarify for the public that are listening and to avoid
 4 a potential call on an open meeting law issue, there was
 5 three or four board members that attended that
 6 walk-through, so we are mindful of complying with the open
 7 meeting law issues. And then second, I purposely didn't
 8 mention any of the financial issues until after Nate had a
 9 chance to present his -- his recap of kind of where things
 10 stand.
 11 So when -- when Nate and his group came to the
 12 board several months ago, the ask was for 1.275 million,
 13 600,000 up front that would be treated as a construction
 14 draw deposited with their lender that they are borrowing
 15 money to bridge the gap to execute on their concept.
 16 Nate, Derek and Kay have their own money also invested
 17 into this project, so they're not just coming out getting
 18 money from lenders or Rio Nuevo, they're investing not
 19 only their time and their passions but also their
 20 pocketbook into this project.
 21 The other 675 would be sales tax rebates. Some
 22 of that would be generated during the construction phase
 23 to the extent that the construction creates sales tax.
 24 The other majority of it would come from sales tax
 25 actually generated at the project, so, again, an example

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1 where Nate and his investors are putting their money where
 2 their mouth is. They're going to get that money on the
 3 back end as opposed to the front end. So they would
 4 invest the money to improve the properties, and then as
 5 sales tax starts trickling in, that's where the pass
 6 through capped at 675 or whenever Rio Nuevo sunsets,
 7 whichever is earlier. And they're investing of their own
 8 money up to \$5.1 million. And after they've invested,
 9 what the property's worth, 1.7 million, then they would
 10 have the ability to exercise the right to purchase the
 11 property back from Rio Nuevo. And that's all set forth in
 12 the GPLET and development agreement documents as we
 13 discussed in executive session.
 14 With that I'll turn it back to you, Mr.
 15 Chairman.
 16 **CHAIRMAN McCUSKER:** Thank you. These were
 17 buildings that probably would have otherwise been torn
 18 down. We have a developer contributing probably 5 million
 19 of their own money versus a million two of ours. It's
 20 something that will produce, I won't pin you down with a
 21 number, but eight figures of annual revenue.
 22 And, Nate, we're incredibly grateful for you
 23 responding to this, but the energy and excitement from
 24 your other locales I think are going to be contagious. I
 25 think you're going to set a new benchmark for Broadway.

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1 Maybe you're not number one in town, but you're going to
 2 be number one on Broadway for sure.
 3 So I think, Tim, all we need to do since the
 4 board had previously approved all this and the notices
 5 have gone out with no response, we just need to ratify the
 6 prior action, right? Is it that simple?
 7 **MR. MEDCOFF:** Yes. That's correct. Ratify the
 8 prior action and give the executive officers permission to
 9 execute the documents and move forward with the prior
 10 deal.
 11 **MR. MARQUEZ:** So moved.
 12 **MS. COX:** Second.
 13 **CHAIRMAN McCUSKER:** Great. That's well said,
 14 Tim. Thank you for that.
 15 We have a motion and a second to ratify the --
 16 Do you have -- what did you call it, Nate, the
 17 Sunshine --
 18 **MR. ARES:** Sunshine Village.
 19 **CHAIRMAN McCUSKER:** Sunshine Village. Let's
 20 change the name forever to the Sunshine Village.
 21 Brandi, if you'll call the roll.
 22 **MS. HAGA-BLACKMAN:** Mike Levin.
 23 **MR. LEVIN:** Aye.
 24 **MS. HAGA-BLACKMAN:** Taunya Villicana.
 25 **CHAIRMAN McCUSKER:** There you go.

1 **MS. VILICANA:** Aye.
 2 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 3 **MS. JIMENEZ:** Aye.
 4 **MS. HAGA-BLACKMAN:** Corky Poster.
 5 **MR. POSTER:** Aye.
 6 **MS. HAGA-BLACKMAN:** Edmund Marquez.
 7 **MR. MARQUEZ:** Aye.
 8 **MS. HAGA-BLACKMAN:** Richard Oseran.
 9 **MR. OSERAN:** Aye.
 10 **MS. HAGA-BLACKMAN:** Jannie Cox.
 11 **MS. COX:** Aye.
 12 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 13 **MR. SHEAFE:** Aye.
 14 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 15 **CHAIRMAN McCUSKER:** I vote aye.
 16 (Motion made, seconded and passed unanimously)
 17 **CHAIRMAN McCUSKER:** That's unanimous.
 18 Nate, we couldn't be more excited.
 19 And, Mr. Rothschild, thank you for all your --
 20 **MR. ARES:** Thank you so much, you all. I
 21 really do appreciate this opportunity.
 22 **MR. ROTHSCHILD:** Thank you, guys. Glad to see
 23 the board is continuing on its good course.
 24 **CHAIRMAN McCUSKER:** All right. Thanks,
 25 everybody.

1 Next up is the Fox Theater block, probably
 2 something else we want to change the name on, but we
 3 couldn't come up with anything creative.
 4 I see Brandt on the line. If you go back with
 5 our conversations with Mr. Hazen a couple months ago, we
 6 were very excited to see his (inaudible) come downtown.
 7 He basically acquired everything west of the Fox Theater,
 8 which we're involved in a 20-million-dollar upgrade there
 9 on the corner, so that block has the potential of becoming
 10 something real exciting. We were surprised to see his
 11 potential partners pull out. Shame on them, but
 12 they've -- they're going to have FOMO, if you know what
 13 that is, that's fear of missing out. And Brandt has some
 14 new things he wants to talk to us about, so, Mr. Hasten,
 15 I'll turn it over to you.
 16 **MR. HAZEN:** Well, thank you so much. That's a
 17 great introduction. My pedigree -- I'll say a few
 18 words -- I do have a deck to share with you all, but I'll
 19 just say a few words about myself. My pedigree, Fletcher,
 20 it's very kind of you to use that word, but really I'm
 21 just standing on the shoulders of my uncles Steve and Jeff
 22 and my dad Paul, who started the company, Hazen
 23 Enterprises. Their father was involved in Tucson heavily
 24 as well with multi-generational love that the Hazens have
 25 here in Tucson.

1 Hazen Enterprises has morphed into a company
 2 that I own and run. We have 65 commercial tenants in
 3 about 15 buildings throughout Tucson. I'm just really
 4 grateful to be here in front of you all today. I think I
 5 have a really great opportunity.
 6 By the way, that previous development sounds
 7 awesome. I'm pretty excited to go down and visit it when
 8 it's completed.
 9 But I want to take you a little bit west of
 10 there. My project that I purchased back in April is on
 11 the northeast corner of Congress and Church. Like I said,
 12 I'm grateful to be here in front of you guys. This Rio
 13 Nuevo public/private partnership is just tremendous and so
 14 imperative for revitalization here in Tucson.
 15 So Buck Bacus and (inaudible) wanted to sell
 16 this corner that they owned since 2000. They did it off
 17 market. I was really lucky and fortunate to be selected.
 18 I think they found somebody that's passionate and somebody
 19 that's in it for the long haul, which I definitely am.
 20 It's a little bit of a value add property. It shares a
 21 common wall with the Fox Theater first of all. We've got
 22 three restaurants in there right now, Subway, Perche No,
 23 Ja Ramen and Street Taco, but there's quite a bit of
 24 vacancy and I'm dedicated to filling that.
 25 I want you all to know that I'm committed to

1 this project for life. I don't jump into things and leave
 2 them behind. And I am not only seeing myself being
 3 involved for life but my children and hopefully their
 4 children as well. I think this is truly a remarkable
 5 corner and to be a part of it -- you know, I thought
 6 downtown had passed me by 10, 12 years ago, and when Buck
 7 decided to put it on the market, I was surprised but
 8 honored to be selected. I'm very, very grateful to be a
 9 part of it as I am to be a partner with the Fox Theater,
 10 my neighbor. You know, they enjoy amusement that's in my
 11 property. Their (inaudible) is actually free to them. I
 12 own that part of the building. I love what they're doing.
 13 Bonnie Schauf I have become good partners. I've
 14 contributed to them. I will continue to do so. I think
 15 we both feel like our success will build upon each others'
 16 and it's going to be awesome to see what they do next to
 17 us. I want to really improve the west end of the Congress
 18 retail corridor. That's where I -- that's what I see.
 19 We're the other side of the -- you know, the east end.
 20 We're on the west side.
 21 I came to you all back when I bought the
 22 property in April. It was too early. I've learned a lot
 23 in the meantime. You know, we were relying on an LOI and
 24 that did fall apart. I vowed not to make that mistake
 25 again.

1 I'm really proud to announce with you that I
 2 have a brand-new 10-year lease with Roadrunner Coffee.
 3 The two owners, (inaudible) Mills, have committed to
 4 downtown. They've got three other locations around
 5 Tucson.
 6 And we just started construction last week.
 7 I've got my general contractor, Dennis Coldwell, on this
 8 call as well. I don't know if his audio will be enabled,
 9 but we'll see. They produce coffee, bagels and pastries.
 10 This is going to be a walk up location, something that's
 11 just going to completely revitalize this corner with foot
 12 traffic and they're going to add a big vibrancy.
 13 So I'll just share my deck with you all and
 14 show you a little bit more of what I'm talking about.
 15 Can you guys see that?
 16 **CHAIRMAN McCUSKER:** Huna's got to enable you.
 17 **MR. HAMMOND:** I just turned you on. Try again.
 18 **MR. HAZEN:** Okay. Click share screen.
 19 **MR. HAMMOND:** And did you say someone else
 20 needed to speak?
 21 **MR. HAZEN:** Well, Dennis --
 22 **CHAIRMAN McCUSKER:** We're watching now for
 23 Dennis Caldwell. I didn't see him online.
 24 **MR. HAMMOND:** I'll go look at the attendees.
 25 **MR. HAZEN:** I think it's a 909 phone number. I

1 10-year lease that we have with them. It is a firm deal.
 2 They will be moving in and operating in about two months
 3 when Dennis is done.
 4 And this is the budget that we've put together.
 5 Dennis, are you able to speak? Are you on?
 6 **MR. CALDWELL:** I'm here.
 7 **CHAIRMAN McCUSKER:** We're looking at your
 8 budget, Dennis.
 9 **MR. CALDWELL:** If you have any questions,
 10 please let's me know.
 11 **MR. HAZEN:** The timeline.
 12 **MR. CALDWELL:** I've been fortunate --
 13 Go ahead.
 14 **MR. HAZEN:** Yeah, just talk to the board about
 15 the timeline, please.
 16 **MR. CALDWELL:** So, first of all, you know, I've
 17 got a long history with Brandt and been fortunate enough
 18 to perform a number of projects for him. So first and
 19 foremost, you guys have a great landlord, great real
 20 estate investor down there, you know, which is super
 21 exciting.
 22 Beyond that, you know, our budget was based on,
 23 you know, the final plans that Barrack at 823 Studios had
 24 generated. I worked with Brandt and the tenants closely
 25 on, you know, everything from the demo to the finishes, so

1 think it's just his phone number that's on.
 2 **MR. HAMMOND:** I do see him over there. Do we
 3 want to allow him to talk?
 4 **MR. HAZEN:** It's up to you. I can talk as well
 5 as he can, I just want you to know that I'm going to show
 6 we've already started construction down here, but here's
 7 the site plan. So the next two slides will show from the
 8 vantage point from one here looking to the northwest.
 9 This is -- these are my buildings here and then two will
 10 be a closeup of the coffee shop.
 11 But, you know, back, to this, this is what I
 12 was sort of talking about, we're the west end of the
 13 entire retail corridor along Congress, and I'm committed
 14 to making this as vibrant as the east side is.
 15 Here's a rendering of the property. I just
 16 finished painting both buildings. I own all the way down
 17 past the Subway restaurant here. It's all this beautiful
 18 off white color, brand-new paint last month. I hope you
 19 all go check it out. I probably will not be doing this
 20 type of mural that's shown here. We just purchased all of
 21 these planter boxes that will go all the way down along
 22 these restaurants here.
 23 And getting a little closer up, this is a
 24 rendering of the coffee shop for Roadrunner Coffee.
 25 Again, I've shared with the executive committee the

1 I think we've got a good game plan in place. We're two
 2 weeks in and our deadline as of now pending no challenges
 3 is February 9th, which is a Friday. We're hoping to turn
 4 it over to the tenants that following week so they can
 5 start training and using the facility.
 6 **MR. HAZEN:** All right. Thanks, Dennis. I
 7 appreciate it.
 8 So there's this budget. This is all on me,
 9 \$260,000. I wanted to put together the projections from
 10 Darren and Brandon. They project 550,000 going up to
 11 630,000 in two years in gross sales. That's going to
 12 generate between 30 and 35,000 a year in state sales tax.
 13 Back to the budget of 260,000, I'd be grateful
 14 for the board to consider sharing 25 percent of that cost
 15 that I'm going to be paying to Dennis for his work or
 16 \$65,000. And I hope you agree that the return on your
 17 investment, you know, is hopefully favorable in your eyes.
 18 It would take about a two-year period to generate that
 19 amount of sales tax. And I'm happy to answer any
 20 questions.
 21 **MR. MARQUEZ:** Brandt, and maybe you mentioned
 22 it previously, but prior to it being a coffee shop, wasn't
 23 it just like a lobby?
 24 **MR. HAZEN:** Yeah. Yeah. Great. Thank you for
 25 asking that question, Edmund. I appreciate that. Yeah,

1 it was -- it was sort of -- I won't say wasted space. It
2 was just a huge elevator lobby, about 500 square feet, so
3 we're dedicating 400 of it for the coffee shop and also
4 bringing it out a little bit onto the sidewalk. Thanks
5 for asking that.

6 **MR. MARQUEZ:** Great.

7 **CHAIRMAN McCUSKER:** Brandt, do you want that in
8 cash? You didn't mention -- as opposed to a sales tax
9 rebate? Are you trying to get some help with the
10 construction.

11 **MR. HAZEN:** Yeah, if the board decides not to
12 be involved, I'd go seek a loan for about 70,000 of it.
13 I've got about 200,000 earmarked for the project. I'm in
14 for about \$5 million to the project.

15 **MR. SHEAFE:** You're asking for essentially 62.5
16 from Rio Nuevo to supplement your TIs?

17 **CHAIRMAN McCUSKER:** He said 65,000.

18 **MR. HAZEN:** Yes. I believe 25 percent of
19 100 -- of 260,000 is 65,000 if my math is correct.

20 **MR. SHEAFE:** I'll believe you.

21 **CHAIRMAN McCUSKER:** It's well within our
22 wheelhouse. We have done more for other developers.

23 **MR. SHEAFE:** Is there any more discussion? Do
24 you want to just make a motion?

25 **CHAIRMAN McCUSKER:** If anybody has any

1 **CHAIRMAN McCUSKER:** If someone would care to
2 make a motion.

3 **MR. SHEAFE:** I did not see on that budget --
4 that's all hard construction. That's -- none of that is
5 interior decor or anything of that nature; is that right,
6 Brandt?

7 **MR. HAZEN:** That's correct, it does not. The
8 tenant fixtures and equipment is not part of that.

9 **MR. MARQUEZ:** Shay has a question.

10 **MS. JIMENEZ:** Yeah. I guess I was a little
11 confused by the rendering. So the piece that we're
12 looking at is just the coffee shop, right, but you had
13 shown us other build out that's not part of the current
14 ask; right?

15 **MR. POSTER:** Yes, that's correct. So the left
16 side of the rendering that I shared with you is an
17 existing restaurant called Ja Ramen. To the left of that
18 is also Street Taco. And then to the right side of the
19 new coffee shop is another -- two other restaurants called
20 Perche No and Subway.

21 **MS. JIMENEZ:** All right. Thank you.

22 **CHAIRMAN McCUSKER:** You should have a passport
23 that when you go to all four of them, you get something
24 free, because they're all on my walk-by stop list. And
25 Perche No, if you haven't been to Perche No, it's very

1 questions for Brandt --

2 **MR. MARQUEZ:** Usually it's a draw. How much
3 have you already spent on the project? We might be way
4 past the draw piece.

5 **MR. HAZEN:** I haven't -- Dennis hasn't drawn
6 anything yet, so zero.

7 **MR. MARQUEZ:** So it could be \$65,000 a draw.
8 We usually -- gosh, it would be pretty easy and quick.

9 **MR. POSTER:** Brandt, this is Corky Poster. You
10 mentioned your pedigree. I just wanted to mention that I
11 worked with your Uncle Steve on the remodel of the
12 MacArthur building many years ago and he was great to work
13 with and I miss him.

14 I do have one questions for Dennis.

15 Do you have a building permit in hand? That
16 schedule seems aggressive, so I'm curious if the
17 permitting problem is out of the way.

18 **MR. CALDWELL:** We -- we do have a permit.
19 Yeah, we obtained the permit last week. Week before last.
20 Sorry.

21 **MR. POSTER:** Great. You're good to go.

22 Thanks.

23 **MR. HAZEN:** And thank you for saying that.
24 Steve was really fond of you and he is on my screen saver
25 on my computer and I miss him greatly. Thank you.

1 authentic Italian. It's a happy accident that they're
2 here at all. And the team now with (inaudible) is going
3 to be unbelievable. So I think you're making a very
4 walkable block and, you know, there's a lot of activity
5 across the street with the Leo Kent, so all we're missing
6 is a motion.

7 **MR. SHEAFE:** Well, let's make the motion that
8 we commit to a maximum 65,000 towards the progress
9 payments for the completion of the construction on the
10 coffee shop in accordance with the typical benefits
11 agreement and allow once that agreement is complete the
12 executive officers to sign and execute.

13 **CHAIRMAN McCUSKER:** I didn't hear a second to
14 that.

15 **MR. MARQUEZ:** Second.

16 **CHAIRMAN McCUSKER:** We have a motion and a
17 second to contribute \$65,000 to the Roadrunner --
18 Roadrunner Coffee Shop on behalf of Mr. Hazen.
19 Brandi, will you call the roll.

20 **MS. HAGA-BLACKMAN:** Mike Levin.

21 **MR. LEVIN:** Aye.

22 **MS. HAGA-BLACKMAN:** Taunya Villicana.

23 **MS. VILLICANA:** Aye. Thank you.

24 **MS. HAGA-BLACKMAN:** Richard Oseran.

25 **MR. OSERAN:** Aye.

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1 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 2 **MS. JIMENEZ:** Aye.
 3 **MS. HAGA-BLACKMAN:** Corky Poster.
 4 **MR. POSTER:** I vote aye.
 5 **CHAIRMAN McCUSKER:** Edmund Marquez.
 6 **MR. MARQUEZ:** Aye.
 7 **CHAIRMAN McCUSKER:** Edmund's now the swing
 8 vote.
 9 **MS. HAGA-BLACKMAN:** Jannie Cox.
 10 **MS. COX:** Aye.
 11 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 12 **MR. SHEAFE:** Aye.
 13 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 14 **CHAIRMAN McCUSKER:** I think I voted once aye,
 15 but it's unanimous however you got there.
 16 Thank you, Brandt, very much.
 17 **MR. SHEAFE:** You thought you were being called.
 18 It was actually Corky, so you both were --
 19 **CHAIRMAN McCUSKER:** Okay. It passed
 20 unanimously. I think counsel would agree. It's all
 21 transcribed and recorded.
 22 Brandi's waiving her hand.
 23 Did you forget somebody?
 24 **MR. MEYERS:** This is Dan. I've got a quick
 25 question. So are we going to be reimbursing 25 percent of

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1 each construction draw?
 2 **MR. SHEAFE:** That was the intent of the motion.
 3 **MR. MARQUEZ:** You're going to do 25 percent
 4 each time or just simply do a dollar for dollar match up
 5 to 65,000?
 6 **MR. SHEAFE:** I thought that would be covered in
 7 the benefits agreement.
 8 **MR. MEYERS:** Just curious.
 9 **MS. HAGA-BLACKMAN:** So not 25?
 10 **CHAIRMAN McCUSKER:** So I think I heard the
 11 executive officers have the authority to finalize that.
 12 We'll make sure we tuck that in, Dan, to the agreement.
 13 **MR. HAZEN:** I'm happy to be first straw or last
 14 straw. I'm grateful for this board and grateful for the
 15 partnership. Thank you.
 16 **MR. SHEAFE:** Thanks, Brandt.
 17 **CHAIRMAN McCUSKER:** Okay. Now, Brandi, you can
 18 call -- well, we did the roll. It was unanimous, it
 19 passed, we're done.
 20 **MR. MARQUEZ:** Thank you, Brandt.
 21 **CHAIRMAN McCUSKER:** Off we go.
 22 A couple quick things on the end of the agenda.
 23 I'm going to table the Bautista. I'm going to take the
 24 January retreat conversation last.
 25 On the legislative liaison item, we have two

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1 lobbyists that worked for us, one for a year, one for 10
 2 years, Jonathan Paton and Ron Ober, one Democrat, one
 3 Republican. That's by design. We spent a lot of energy
 4 educating our legislative colleagues. Both of those
 5 contracts are up for renewal January 1st. They are both
 6 \$65,000 annually. We're not asking for any increases.
 7 **MR. MARQUEZ:** I thought they were a little more
 8 than 65.
 9 **MS. COX:** I thought so, too.
 10 **CHAIRMAN McCUSKER:** Brandi, do you have it
 11 handy? Did we give them a raise?
 12 **MS. HAGA-BLACKMAN:** It's 75 for Paton and 65 --
 13 62.5 --
 14 **MR. SHEAFE:** That's what I remember. We had
 15 raised Jonathan to 75 and we brought in Ron at -- I
 16 thought it was 63.
 17 **CHAIRMAN McCUSKER:** We should probably
 18 entertain them separately, a motion to renew with Paton
 19 and a motion to renew with Ober.
 20 **MS. COX:** I move that we renew our contract
 21 with Jonathan Paton.
 22 **MS. HAGA-BLACKMAN:** It's 75 each.
 23 **CHAIRMAN McCUSKER:** I thought it was an equal
 24 amount. 75 each?
 25 So Jannie moved to renew Paton. I would need a

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1 second.
 2 **MR. SHEAFE:** Second.
 3 **CHAIRMAN McCUSKER:** All in favor say aye.
 4 (Motion made, seconded and passed unanimously).
 5 **CHAIRMAN McCUSKER:** Same thing for Mr. Ober.
 6 **MR. SHEAFE:** So moved.
 7 **CHAIRMAN McCUSKER:** Who was that?
 8 **MR. SHEAFE:** I said so moved.
 9 **CHAIRMAN McCUSKER:** And seconded by?
 10 **MR. LEVIN:** Second.
 11 **CHAIRMAN McCUSKER:** Mr. Marquez.
 12 All in favor say aye.
 13 (Motion made, seconded and passed unanimously).
 14 **CHAIRMAN McCUSKER:** All right. Thank you,
 15 everybody.
 16 So let's talk about the retreat idea, January
 17 scheduling challenges. The only thing substantive in our
 18 triannual auditor general audit was the recommendation
 19 that Rio Nuevo should have a master plan. We also got
 20 that recommendation three years ago, so we were scolded a
 21 little bit for not having enacted it between the two
 22 audits.
 23 As you can tell from our work, we really don't
 24 plan anything. It comes to us. We react. If there's a
 25 plan in place, we put it in place in 2013 when we elected

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1 to partner with private sector developers. And that,
 2 what's called PPP, public private partnership, has been
 3 our plan ever since. And we don't have a lot of money.
 4 And you heard from Dan. We have about \$4 million of
 5 discretionary funding, so there's not a lot to plan
 6 outside of how people come to us and what limited dollars
 7 that we have.

8 However, I think it give us an opportunity to
 9 be creative, to think maybe of alternative ways to use
 10 that money to allow our new members to have a voice. And
 11 if there's something out of there that we could take to
 12 the legislature or take to the governor, it might be an
 13 opportunity for us to increase our funding base. It's not
 14 lost on me that the IDA just got \$250 million.

15 So it will be in person. That's the idea. And
 16 we will invite the public to come and suggest things we
 17 should think about. I think it would work best if we had
 18 a facilitator where somebody could be impartial and kind
 19 of guide us through a planning process, and I just want to
 20 make sure that everybody on this call is willing to do
 21 that if the timing's not good.

22 **MR. SHEAFE:** Now, let's make sure -- I'm not
 23 sure I'm totally aware of what you're suggesting, so would
 24 you repeat it?

25 **CHAIRMAN McCUSKER:** So it's basically a study

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1 session. It would be a non-business item meeting where we
 2 would have the chance for every member to participate in
 3 both Q and A regarding our mission, our vision, our
 4 finances, how they might play out for the next three
 5 years, let's say, sometimes it's longer, I don't know that
 6 we'd want to go out more than three, to give us and our
 7 successors some idea of how we plan for the future and it
 8 satisfies the audit issue that's been raised twice with
 9 us.

10 **MR. SHEAFE:** Okay. I have a better picture of
 11 what you're thinking. I thought there might be something
 12 else involved in that. Anything we can do to educate our
 13 board, the better off we are.

14 **CHAIRMAN McCUSKER:** And it is a legal way to
 15 allow everyone to have a voice and a vote on things that
 16 we might address in the future.

17 **MR. MARQUEZ:** So for us to discuss any current
 18 deal, does that mean we have to have a pretty detailed
 19 agenda so that we're not getting top off topic for what
 20 would --

21 **CHAIRMAN McCUSKER:** We could do both. If
 22 you -- you could have a regular meeting, some things we've
 23 already suggested we'd take up in January, so it could be
 24 a study session, it could go first, and then we could have
 25 a regular meeting to follow. And there could be action

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1 taken. I can work with counsel on how to agendize this,
 2 but it's not unusual for government entities to --
 3 typically staff would report or members of the public
 4 would report. We, you know, talk in the public session
 5 about what we believe is our collective vision for some
 6 future period.

7 **MR. POSTER:** This is Corky. I think I would be
 8 highly supportive of this kind of discussion. It seems to
 9 me that planning and being responsive to proposals are not
 10 mutually exclusive. I really admire what this board has
 11 done in responding to proposals and projects initiated in
 12 the private sector, but I'd like to point out that the
 13 work on Broadway, for example, was very much a planning
 14 initiative that this board undertook, and then the
 15 question is are there other opportunities like that out
 16 there. And I think the retreat is a way to unearth those
 17 other opportunities.

18 It comes to mind we've got two major shopping
 19 centers with a lot of excess parking that are in a world
 20 where things are changing very dramatically and I'm not
 21 sure that we need to simply wait for someone to come to us
 22 in the same way that Rio Nuevo didn't wait for those
 23 Broadway properties to come online. It took initiative
 24 and really did a very important strategic effort to do
 25 that.

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1 So I would -- and, in fact, in my interview for
 2 this board from the governor's office, it's one of the
 3 things that I mentioned, that we do need to combine the
 4 reactive, responsive jumping on great opportunities
 5 approach to what this board does and add to that some
 6 longer-term strategic thinking about opportunities that
 7 may come up in the future. So I'd be very supportive of a
 8 retreat like this.

9 **MS. COX:** I think that's very well said, Corky,
 10 and I couldn't agree more. I think it would be great to
 11 be strategic about some of the opportunities that we have
 12 like the parking. We could -- it could really be a game
 13 changer for us rather than just reacting. We've done a
 14 great job, but I think if we kind of had more of a laser
 15 focus, we might do an even better job going forward.

16 **MR. MARQUEZ:** I wouldn't think this takes a
 17 motion; right? We just need to schedule it; right?

18 **CHAIRMAN McCUSKER:** Yeah, I think it's a matter
 19 of having Brandi find a date and time. This would be -- I
 20 think it's a half day kind of thing that we're asking you
 21 to commit to.

22 **MR. SHEAFE:** I was going to say it would be
 23 about a half day that we could schedule it, and then there
 24 ought to be one half day sometime in the next few months
 25 where all nine of us would be actually in town at the same

1 time.

2 **CHAIRMAN McCUSKER:** Let's shoot for January.

3 And, Brandi --

4 **MS. COX:** How about our board meeting day,

5 January 23rd?

6 **CHAIRMAN McCUSKER:** There's already some issues

7 with that, I think.

8 **MS. COX:** Oh, okay.

9 **MR. MARQUEZ:** I would like to request some

10 really good food at this half day event.

11 **CHAIRMAN McCUSKER:** There you go.

12 All right. So we'll work on a date and place.

13 I don't hear any objection to the idea.

14 What do you all think about a facilitator?

15 Corky, do you want to see somebody lead us

16 through this or do you think we're capable on our own?

17 **MR. SHEAFE:** I think we're pretty capable. I

18 understand, but we're not dealing with conflict here,

19 we're just dealing with education. And the facilitator

20 would be at a real disadvantage, because they don't

21 understand what it is we're trying to get, you know,

22 across.

23 **MR. POSTER:** I would agree with Chris. I had a

24 colleague many years ago who said, don't process me, I'm

25 not cheese. And I sort of feel the same way, that, you

1 know, it would take so long for that person to come up to

2 speed, number one, and, number two, you know, they would

3 be sort of relying on their processing ability and really

4 I'd rather focus our time and effort on content.

5 **CHAIRMAN McCUSKER:** So all of us have

6 participated in these kind of events from the warm-up to

7 the mission statement. I dread most of those. But if you

8 have some ideas on things you'd like to see, maybe just

9 send them to Brandi and we'll put together a couple-hour

10 meeting that we manage ourselves.

11 **MR. MARQUEZ:** Taunya has a question.

12 **CHAIRMAN McCUSKER:** Fire away.

13 **MS. VILICANA:** I would like to recommend if we

14 don't use a facilitator (inaudible) but look for somebody

15 maybe that does like a final project piece that allows us

16 to have like a map -- a roadmap or some type of --

17 contextualizing what we're doing and a reference point,

18 and then that way maybe it helps the staff like Brandi and

19 Dan see, too, where we're moving and what kind of

20 direction, so something -- it doesn't have to be

21 overwritten, not chunky, but just more of like here are

22 the three main goals that you all decided on, you know,

23 and branch that out into timelines that maybe we could

24 focus on or just an overall -- just like, hey, this is

25 what the board decided, here's kind of where we see the

1 things that are outside of -- you know, that come to us,

2 but here's the vision we have for these other projects,

3 something just summary that's tangible.

4 **MR. SHEAFE:** Taunya, let me ask a question

5 there, because you've been working hard at this. One

6 thing I think would be helpful is to have a rather large

7 picture of what the downtown Rio Nuevo District is that

8 shows the street names and where things are and a second

9 one for the Sunshine Mile where when we're talking about

10 things, you can say, well, that's this property here and

11 that's this property and whatnot, because I know I get

12 confused. And I've been doing this a fair time and I

13 commonly have the problem that a lot of times, because I

14 deal with it, Dan and I, on the schedules that we make up,

15 but sometimes we're referring to properties using a name

16 and that name doesn't turn up in other discussions because

17 other people have a different name for it. You know,

18 Country Home to me is La Buhardilla to Edmund and --

19 **MR. MARQUEZ:** You don't pronounce it like that.

20 **MR. SHEAFE:** I don't either. I don't know how

21 to pronounce --

22 **MR. MARQUEZ:** Oh, man. That's like Taunya

23 Villicana.

24 **MR. SHEAFE:** That's why I call it Country Home,

25 because I can't even pronounce it, but you know what I'm

1 talking about, because I watch the look on certain

2 people's face and I can tell they're not sure which

3 project we're talking about, become suddenly it became a

4 different name.

5 **CHAIRMAN McCUSKER:** And, that would allow us to

6 be more productive. I have a lot of academic friends,

7 Taunya, that kind of do that for a living. I can probably

8 pull in someone who could make sense of the work we

9 produce during the retreat and then put that into some

10 sort of draft master plan.

11 **MS. VILICANA:** Thank you. That would be

12 helpful.

13 **CHAIRMAN McCUSKER:** That way we're not trying

14 to write and talk at the same time. It allows for a more

15 freewheeling kind of conversation.

16 Okay. We're going to look for a date and a

17 place and some food.

18 **MR. MARQUEZ:** Nice.

19 **CHAIRMAN McCUSKER:** I think that's everything

20 on the agenda. I need a motion to adjourn.

21 **MS. COX:** So moved.

22 **MR. MARQUEZ:** Second.

23 **CHAIRMAN McCUSKER:** Is that a peace sign or do

24 you have a question?

25 Peace out from Tim, that's all you need to

1 know. Happy holidays.
2 (3:22 p.m.)
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