

In The Matter Of:

*Rio Nuevo
Board Meeting*

5/28/2024

May 28, 2024

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

Original File 052824 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 May 28, 2024
13 1:03 p.m.
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21 REPORTED BY:
22 Thomas A. Woppert, RPR
23 AZ CCR No. 50476
24
25

FINK & ASSOCIATES
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Tucson, Arizona 85712
(520)624-8644

1 CHAIRMAN McCUSKER: Good afternoon, everyone,
2 from Hoarseville, USA. I'm on the tail end of my cold,
3 which is now laryngitis. It starts out in your ears, nose
4 and then finally your throat. Just in case you're getting
5 an earache, you have a lot of opportunities.
6 Let's start with the pledge. Definitely I'm
7 not doing it.
8 Mike, you're the best. We should let Mike do
9 it forever.
10 (Pledge of Allegiance)
11 MS. COX: Good job.
12 CHAIRMAN McCUSKER: We'll just let him do it
13 forever.
14 Okay. Brandi, call the roll, please.
15 MS. HAGA-BLACKMAN: Taunya Villicana.
16 MS. VILLICANA: Present.
17 MS. HAGA-BLACKMAN: Chris Sheafe.
18 MR. SHEAFE: Here.
19 MS. HAGA-BLACKMAN: Edmund Marquez.
20 MR. MARQUEZ: Here.
21 MS. HAGA-BLACKMAN: Corky Poster.
22 MR. POSTER: Here.
23 MS. HAGA-BLACKMAN: Mike Levin?
24 MR. LEVIN: Here.
25 MS. HAGA-BLACKMAN: Richard Oseran.

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 Mr. Dan Meyers, CFO
17 * * * *
18
19 BE IT REMEMBERED that a meeting of the Board of
20 Directors of the Rio Nuevo Multipurpose Facilities
21 District was held via ZOOM, in the City of Tucson, State
22 of Arizona, before THOMAS A. WOPPERT, RPR, Certified
23 Reporter No. 50476, on the 28th day of May 2024,
24 commencing at the hour of 1:03 p.m.
25

1 MR. OSERAN: Here.
2 MS. HAGA-BLACKMAN: Jannie Cox.
3 MS. COX: Aye. Here.
4 MS. HAGA-BLACKMAN: Shay Jimenez.
5 MS. JIMENEZ: Here.
6 MS. HAGA-BLACKMAN: Fletcher McCusker.
7 CHAIRMAN McCUSKER: I'm here.
8 Thank you, everybody, for attending. I do know
9 we have some attendees and some press. We always go into
10 executive session first, so we'll be public probably at
11 2 o'clock. This room will stay open or you can log back
12 in right around 2:00 and the public meeting will start
13 then.
14 So you have the minutes, the actual
15 transcription from April 23rd. Unless there's a change, I
16 just need a motion to approve.
17 MS. COX: So moved.
18 MR. LEVIN: Second.
19 CHAIRMAN McCUSKER: All in favor say aye.
20 (Motion made, seconded and passed unanimously).
21 CHAIRMAN McCUSKER: I need a motion to recess
22 to executive session.
23 MS. COX: So moved.
24 MR. LEVIN: Second.
25 CHAIRMAN McCUSKER: Same two people.

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1 All in favor say aye.
2 (Motion made, seconded and passed unanimously).
3 **CHAIRMAN McCUSKER:** Okay. So we're going to
4 click out of this link. Click on your exec link.
5 For the attendees, we'll be back in about an
6 hour.
7 (Recess)
8 **CHAIRMAN McCUSKER:** I think we have a quorum if
9 somebody wants to move to reconvene.
10 **MS. COX:** So moved.
11 **MR. POSTER:** Second.
12 **CHAIRMAN McCUSKER:** All in favor say aye.
13 (Motion made, seconded and passed unanimously).
14 **CHAIRMAN McCUSKER:** You're not very
15 enthusiastic. I don't think that's a plurality.
16 All in favor say aye.
17 (Motion made, seconded and passed unanimously).
18 **CHAIRMAN McCUSKER:** Thank you, everybody, and
19 welcome to the May meeting. I'm going to move the
20 Roadrunner item first right after the chairman's remarks
21 and the financial report. So if you're ready for that,
22 we're going to get to you straightaway.
23 I'm keeping my remarks brief because I've lost
24 my voice. I did want to mention that the project at the
25 Highwire, they call it the Grand, opened up over the

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1 weekend, so we've got another opening. Hopefully you're
2 getting out and about downtown, Whole Slice, Tabu,
3 Ms. Saigon and -- and now Grand have all opened in the
4 last few weeks.
5 Dan, I'll let you do the financial report.
6 **MR. MEYERS:** Okay. This is Dan Meyers. I'm
7 the CFO for Rio Nuevo.
8 To start off with, we have just received
9 information of our March TIF distribution, and it's
10 1.78 million. For this fiscal year, our budget has been
11 1.3 million, so we've had another great month. And for
12 the first nine months of the fiscal year, we're averaging
13 1.5 million, so we're really having a nice year. And,
14 again, I think it's the results of all the businesses that
15 have been activated and the results of many years of hard
16 work in getting businesses up and running.
17 As of April 2024, we had about \$9.6 million in
18 our operating accounts that we have access to. We've got
19 a mortgage payment of 527,000 due the 1st of May, so that
20 leaves about \$9.1 million of our cash reserves available
21 for use.
22 Our budget is about \$300,000 a month. Excess
23 operating cash could be used for projects and there's
24 another 125,000-dollar reimbursement that's been made
25 since May 1st to bring our estimated cash for the next 12

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1 months of \$12.8 million.
2 As far as commitments go, we've got about
3 almost \$10 million remaining on commitments that we've
4 committed to. I've changed the next number from 2 million
5 to 1 million of what's been estimated outside of the next
6 year. Some of these projects that we've been considering
7 deferred are now coming to fruition as well so we've got
8 about \$9 million of commitments on the books for the next
9 12 months, so that leaves an excess of about \$4 million.
10 The other thing we have available --
11 (Discussion off the record)
12 **MR. MEYERS:** Do you want to go to page two of
13 the commitment list here? It's a long list. You'll see
14 several things in red that are fully funded commitments,
15 so those will be falling off the report next month, but I
16 really want to keep those on there for now so when you see
17 this that we are wrapping some of these commitments up.
18 We've not -- we've got three more months this
19 fiscal year. Again, I think we're going -- I think we're
20 going to reach \$18 million of revenue this year, which
21 would be our best effort.
22 Does anybody have any questions?
23 **CHAIRMAN McCUSKER:** What was the final year
24 total then for fiscal '24?
25 **MR. MEYERS:** Well, we've still got three more

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1 months to go.
2 **CHAIRMAN McCUSKER:** The month you just got,
3 what month was that for then? Was that --
4 **MR. MEYERS:** That was March.
5 **CHAIRMAN McCUSKER:** And so we still have April,
6 May and June outstanding.
7 **MR. SHEAFE:** And March was 1.7, but out of
8 that, maybe 250, Dan, was made --
9 (Discussion off the record)
10 **MR. SHEAFE:** Dan, of the 1.7 that we got in
11 March, a little over 100,000 of it was make up money
12 from --
13 **MR. MEYERS:** Well, yeah. I mean, every month
14 people file late and, you know, some months are more
15 significant than others. But this particular month, about
16 \$200,000 was for people that have filed a month or two
17 late. This wasn't any big major amendments or anything
18 like that, because we've still got some significant
19 amendments pending as well that Brandi has been working
20 on.
21 Any other questions or comments?
22 (No oral response)
23 **CHAIRMAN McCUSKER:** Thank you, Dan, as usual.
24 Ms. Collins, I have a question about the budget
25 hearing. So we have a draft budget. We're prepared to

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1 talk about it today, but most of us have only seen it for
2 a few days. My inclination is to make it public but
3 actually not have the hearing until our June meeting. Is
4 that allowable? Can I distribute the budget and post it
5 as a draft and --
6 **MR. COLLINS:** Yes, Mr. Chairman.
7 **CHAIRMAN McCUSKER:** -- come back to the hearing
8 in June?
9 **MR. COLLINS:** Yes, Mr. Chairman.
10 **CHAIRMAN McCUSKER:** So, Dan, I probably will
11 have you just touch on the highlights of the budget. I'm
12 going to do that after we talk about hockey.
13 Bob, I think I saw you online, Bob Hoffmann.
14 Let me give everyone, particularly the public,
15 the update from Rio Nuevo regarding the Roadrunners.
16 I think we were all surprised when the Coyotes
17 transferred their assets to Salt Lake City and that
18 ownership announced that the Roadrunners would be moving
19 to Tempe. Clearly that's the right of the owners, but,
20 frankly, we really didn't like that idea, and not so much
21 because we didn't like it, but we really think Tucson's an
22 American Hockey League town and we began to express our
23 interest in keeping the team here, putting our money where
24 our mouth is to provide some incentives for the team to do
25 that. That also meant we had to cooperate with the AHL,

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1 the ownership of the team, the board of governors, ASU and
2 others.
3 We're here today to announce that we have made
4 a serious offer to the Roadrunners and the ownership to
5 keep them here. We have offered to pay half of the rent
6 to the arena annually. That would cost us about \$180,000
7 a year. We've offered to pay half of the office rent, so
8 the office staff, the admin staff, leadership also get to
9 stay in Tucson. That amounts to about \$60,000 a year.
10 And we've agreed to terminate our 2-dollar per fan ticket
11 fee.
12 So these are, you know, pretty significant
13 contributions on our part. The Roadrunners have made it
14 clear, I'll let Bob do the unveiling, they would like to
15 stay longer than the current two-year lease provides.
16 That lease is between the team and the city of Tucson, but
17 we've offered our incentives so long as the Roadrunners
18 are in Tucson, so it could be a three-year or four-year or
19 multi-year deal.
20 So at some point, I'm going to ask Rio Nuevo to
21 make a motion, Bob, to approve that, but we obviously want
22 to hear from you on behalf of the Roadrunners if that's
23 enough to keep our Tucson Roadrunners in Tucson.
24 Mr. Hoffmann.
25 **MR. HOFFMAN:** Well, thank you very much, Mr.

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1 Chairman.
2 Good afternoon, everyone. And I think it's
3 only fitting to be something that took a lot of
4 collaboration over the past few weeks and discussion. And
5 when you look at how team was born eight years ago and the
6 collaboration and the unique way that it was put together
7 to bring this team to Tucson and to play in the Tucson
8 arena, you know, I guess you'd expect nothing different
9 than to be as unique as it's been over the last few weeks.
10 But we certainly are very grateful to the discussion and,
11 too, again that collaboration with the city of Tucson,
12 with ASM Global and certainly with you and with the
13 members of the board.
14 You know, one of the most notable things that
15 we've seen in the last month since this really has, you
16 know kind of hit the fan, if you will, but it's been, you
17 know, the love that we felt here in Tucson, the support
18 you mentioned. You know, this is an AHL market. We
19 believe we've built that, we believe that it is and we
20 want to keep AHL hockey here for the foreseeable future as
21 long as we can as well. We think our fans are the best in
22 the American Hockey League and we're super excited to be
23 able to hopefully have that opportunity to continue it.
24 And thank you, all the members of the board,
25 for the consideration, the faith you have in us to be able

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1 to remain a staple in the community and do some of the
2 great things. Many of you maybe have never been to a
3 hockey game and I certainly hope you're all at least heard
4 of the Roadrunners and some of the things that we do in
5 the community. And it certainly stretches and has reached
6 much further than on the ice, so to still be a part of
7 that community or have that opportunity at least we're
8 excited about.
9 And you mentioned kind of that long-term
10 vision. You know, what we're looking to do obviously is
11 (inaudible) the remaining two years on the lease under
12 this structure and then add a third year to it and be able
13 to continue to work towards a longer extension then as
14 well so that we can call Tucson home for as long as you'll
15 have us.
16 So we're very excited about that part of it and
17 certainly, again, couldn't have done it without all the
18 work of so many different people that have had a voice in
19 being able to mention and, you know, show the importance
20 that we have. It's been -- from an ownership level, they
21 made the statement on a meeting not too long ago that it's
22 nice to have a community that really wants them. And that
23 is no more apparent than having me here today to talk to
24 you and having the board have this consideration, so thank
25 you very much.

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1 **MR. SHEAFE:** Bob, could I ask a question?
2 **MR. HOFFMAN:** Of course.
3 **MR. SHEAFE:** Your average attendance is what?
4 **MR. HOFFMAN:** We average -- this past year was
5 actually really solid growth from the previous year, but
6 just over 4,000 fans per game.
7 **MR. SHEAFE:** Have you done any analysis about
8 what revenue is spent by fans in addition to buying their
9 ticket while they're in the downtown market?
10 **MR. HOFFMAN:** Yeah, I don't have an exact
11 number for you, Mr. Sheafe, but we have done surveying
12 with Visit Tucson and Felipe and his group over there to
13 keep tabs on the impact from an economic standpoint of not
14 only the hotel rooms in town, as many people do come to
15 the downtown area to spend the night because we play
16 weekend sets typically, a Friday and a Saturday, but I
17 think just one visit to the downtown area and all the bars
18 and restaurants on a game night, it's overrun with jerseys
19 and with Roadrunners fans. That number has to be
20 significantly high and we're proud of what we can partner
21 with in the downtown area with all of our neighbors.
22 **MR. SHEAFE:** Do you know -- do you have any
23 wild guess? I mean, we think we know the number, but what
24 would you say that number is per person?
25 **MR. HOFFMAN:** I should have that information,

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1 sir. I just really would be guessing. I'd hate to throw
2 a wrong guess out there that's completely wrong and
3 mislead anybody.
4 **MR. SHEAFE:** Would \$30 sound reasonable to you?
5 **MR. HOFFMAN:** Again, I was thinking even closer
6 to 40 would have been my guess, but I think 30 is
7 absolutely -- I would concede to that. That's reasonable.
8 **CHAIRMAN McCUSKER:** (inaudible) some science
9 around the 30-dollar per person number. You add the
10 ticket cost to that, it makes a Roadrunner fan downtown
11 worth about 50 and change. You know, if they can get to
12 5,000 fans a game over 30 games, that's 150,000 fans.
13 That's seven and a half million dollars, Chris, of revenue
14 from our quarter of a million dollar investment.
15 So it's a huge ROI. I think it's great
16 community relations. I think it's great for our region.
17 I think it's great for the AHL. But the economic loss had
18 they moved to us would have been into the tens of millions
19 of dollars. We saved that by having them stay here home
20 based.
21 Moreover, I think you all know that we're in
22 the middle of branding our new arena, and the loss of the
23 Roadrunners factored heavily into how that is priced,
24 frankly, you know, so the economic returns, I don't have
25 any trouble making the economic return story. You know,

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1 we're investing a quarter of a million a year and the fans
2 get the benefit of the ticket fee reduction. And, you
3 know, I would put it in the 10 million a year range, the
4 benefit to us from the Roadrunners.
5 So -- and I think, you know, it was clear that
6 Tempe was more economically favorable. It's one of the
7 challenges we have in this market. You know, the Tempe
8 ticket prices, Bob, are twice what they are here. It's
9 just a bigger market. There's more -- more of a fan base.
10 They're used to a higher ticket price, so I understand the
11 team's motivation. And that also helped us appreciate
12 that we need to offset some of that. And that's
13 precisely, I think, what we've done, is make this -- make
14 the stay here at least economically neutral for the team.
15 **MR. MARQUEZ:** Bob, thank you for the product
16 you guys have put on the ice. We have a passionate fan
17 base here. I wanted -- obviously we can look at the
18 economics of this. We look at the direct economic impact
19 from what you guys do at the TCC. Chris had some great
20 questions in regards to the restaurants and bars, et
21 cetera. You know, we know that the Roadrunners do a great
22 job for us economically, but I just wanted to say thank
23 you for the conversations we've had in regards to you
24 wanting and the team wanting to be here in Tucson.
25 I also want to say this is Tucson planting our

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1 flag and also saying this is our team. This is the Tucson
2 Roadrunners, not the Tempe Roadrunners. We're happy to
3 have you here. We appreciate the conversation and we want
4 to continue to be competitive as a city as we have pro
5 sports here, so thank you for the efforts you guys have
6 put towards this.
7 **MR. HOFFMAN:** Thank you so much. Really
8 appreciate that.
9 **CHAIRMAN McCUSKER:** So, Bob, you've seen and
10 heard our proposal. Can you talk to the team's response
11 to our offer?
12 **MR. HOFFMAN:** Yeah, the offer is certainly more
13 than generous and it does put us in a financially more
14 competitive position. Your comments on Tempe and really
15 just some of that structure, I mean, it covers not only
16 the ticket prices being nearly an average ATP of almost
17 triple what they are in Tucson, but the corporate
18 partnerships are higher and it's something we're going to
19 work on as the staff to try to grow our corporate base and
20 hopefully make sure that we continue to put on a great
21 product down here so the fans want to keep coming to the
22 games.
23 But that proposal is -- your generous proposal
24 is certainly, you know, very well received and something I
25 think that does a great job of offsetting some of those

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1 losses that we have and some of those challenges, quite
2 honestly, that we face. And ownership was very responsive
3 to it and agreed to move forward with a minimum of 30
4 games in Tucson as long as the team is playing here moving
5 forward. And that leaves the opportunity to maybe
6 showcase since the Roadrunners are now the only hockey
7 team in the state of Arizona, which is really unique, but
8 I think it gives a chance maybe to Mr. Marquez's point of
9 planting that flag further and this is the Roadrunners
10 that are going to be showcased potentially up to six times
11 in Tempe and in the Maricopa County area so that we can
12 continue to, you know, pound our chests and be as loud and
13 proud as we can as to what we've done here in Tucson.
14 And I honestly think, as we've seen with our
15 playoffs in the past as well as pre-season games that
16 we've hosted here and really just any general game, we see
17 an influx of people from the north come down to check
18 Tucson out. They stay the night. They go to bars and
19 restaurants down here and they want to see hockey that
20 maybe was a little more affordable for them and a family
21 of four or five people to come down and that maybe the
22 Coyotes didn't provide that value. It was a little higher
23 priced. So now being the only team in the state of
24 Arizona, I think we're going to see that grow even more so
25 of the visitors that are going to be coming down to Pima

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1 County and becoming Roadrunners fans for us down here.
2 But we're gracious for your offer for sure and
3 it does absolutely -- you know, it's well received and
4 something we'd love to proceed with.
5 **MR. SHEAFE:** Do you need to carry the fact that
6 we've approved the motion back to your ownership in order
7 to finalize this deal? What do you need from us?
8 **MR. HOFFMAN:** No, I think that is really it,
9 Chris, from the board itself, at least from a very
10 official level. What I would say on an unofficial level
11 to everybody and many members of the board I've yet to
12 meet with some of the new appointees and some of the
13 changes, I'm going to correct that and I'm going to make
14 sure that I have a relationship with each of you like I
15 currently do with some of you already. But I think from
16 the unofficial look, you know, Chris, it's really just the
17 support and what we can do as a city, what we can do as a
18 community to help this drive, because the bottom line
19 economics are we're in this position, you know, because
20 from an economic standpoint, ownership's view, we've
21 struggled.
22 And that is, you know, not to say that the team
23 as an organization has struggled, it's the economics piece
24 of it and what it costs to have a pro hockey team. And
25 with the Coyotes gone, what a lot of people may not

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1 realize is some of those costs that might have been
2 absorbed by the NHL level, they're actually now going to
3 be absorbed by me and our costs are only going to go up do
4 to that sale and transfer. So what we've seen in the past
5 is only going to be higher, so we really need all the
6 support. If you've got a friend, a neighbor you want to
7 bring a group to a game, you have a corporate partner that
8 might be interested in talking to me or talking to us to
9 make sure we don't have this problem ever again, that's
10 what I would ask unofficially.
11 **CHAIRMAN McCUSKER:** So I do want a motion on
12 the table. The offer letter contemplates we would pay
13 half of the rent, both office rent and arena rent, and
14 that we would drop the ticket fee that we currently
15 charge, it's really that simple, I think then authorizing
16 counsel and the executives officers to complete that
17 agreement.
18 **MR. SHEAFE:** Well, let's make that into a
19 motion. You stated it, so I would simply parrot what
20 you've said and authorize the executive officers to
21 approve an agreement as negotiated and finalized by
22 counsel.
23 **MS. COX:** Second.
24 **MR. MARQUEZ:** Chris, would you amend your
25 motion to add for each year that the Roadrunners are in

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1 town?
2 **MR. SHEAFE:** I should have stated that, Edmund.
3 I would amend it as stated.
4 **MS. COX:** And I accept that amendment.
5 **CHAIRMAN McCUSKER:** Okay. We have a motion and
6 a second on the table to support --
7 Tim, go ahead.
8 **MR. MEDCOFF:** Yeah, Mr. Chair. I think you
9 just need another amendment that the support would be at
10 the earlier of the Roadrunners no longer playing in Tucson
11 or Rio Nuevo sunset since we're set to sunset in 2035.
12 **MR. SHEAFE:** Well, this is a three year.
13 actually it runs with the lease for the city.
14 **CHAIRMAN McCUSKER:** Yeah, so your amendment
15 said as long as they're in Tucson. I think you're
16 suggesting that could go beyond our sunset, so as long as
17 we understand the hard stop there is 2035, we can fix that
18 with a simple amendment, you know, that that would -- that
19 stipend would exist until we sunset.
20 **MR. MARQUEZ:** So, Chris --
21 **MR. SHEAFE:** I accept that statement.
22 **MR. LEVIN:** I'm sorry. Were one of the
23 amendments for a cap on the support and incentives?
24 **CHAIRMAN McCUSKER:** Tim, are you comfortable
25 that's included in the motion, up to 180 of rent subsidy,

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1 up to 60 of office subsidy and the ticket fee's a finite
 2 amount? So I think the two earlier sections are up, too,
 3 the ticket fee gets eliminated, we authorize counsel and
 4 executive officers to complete that. We obviously can't
 5 extend it beyond 2035.
 6 Okay. Brandi, let's call the roll.
 7 **MS. HAGA-BLACKMAN:** Corky Poster.
 8 **MR. POSTER:** Aye.
 9 **MS. HAGA-BLACKMAN:** Edmund Marquez.
 10 **MR. MARQUEZ:** Aye.
 11 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 12 **MR. SHEAFE:** Aye.
 13 **MS. HAGA-BLACKMAN:** Mike?
 14 **MR. LEVIN:** Aye.
 15 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 16 **MS. JIMENEZ:** Aye.
 17 **MS. HAGA-BLACKMAN:** Richard Oseran.
 18 **MR. OSERAN:** Aye.
 19 **MS. HAGA-BLACKMAN:** Taunya Villicana?
 20 **MS. VILLICANA:** Aye.
 21 **MS. HAGA-BLACKMAN:** Jannie Cox.
 22 **MS. COX:** Aye.
 23 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 24 **CHAIRMAN McCUSKER:** I vote aye. That's
 25 unanimous.

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1 (Motion made, seconded and passed unanimously).
 2 **CHAIRMAN McCUSKER:** Bob, thank you very much.
 3 I know none of this has been easy. I do think, and I've
 4 heard it directly from the owners, it's nice to talk to
 5 someone that wants the team. So, you know, this is the
 6 Tucson Roadrunners. We want you to be the Tucson
 7 Roadrunners. Maybe some day they'll be an NFL team in
 8 Phoenix and we'll be their little brother or sister down
 9 here skating for the AHL.
 10 So we're glad you're sticking around. If
 11 there's anything we can do -- I do think there's a
 12 marketing piece of this that we can help you with. We
 13 want to fill up those seats. So the best thing we can do
 14 to demonstrate how important this is to sell out the seats
 15 that we have and we're happy to work with you on how we do
 16 that.
 17 **MR. HOFFMAN:** Thank you so much, everyone.
 18 Really do appreciate it.
 19 **CHAIRMAN McCUSKER:** Go Roadrunners.
 20 **MR. MARQUEZ:** Let's win.
 21 **CHAIRMAN McCUSKER:** Winning always helps.
 22 **MR. HOFFMAN:** Medicine for all.
 23 **CHAIRMAN McCUSKER:** Okay. So I'm not going to
 24 do the budget hearing, Dan, but do you have something you
 25 can share your screen with and go through at a high level?

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1 We're going to come back to the actual hearing in June.
 2 **MR. MEYERS:** Right. Yeah, I just want to get
 3 the board familiar with this budget. I know everyone is
 4 going to have comments over the next 30 days or so until
 5 we have the actual hearing, but we'll take a stab at this
 6 from a high level.
 7 So initially I'm budgeting \$1.4 million per
 8 month in TIF revenue. I mentioned earlier that right now
 9 we're at 1.5 million, but we've always tried to base this
 10 in a fairly conservative manner so we don't have any
 11 chance of overspending. To offset that immediately,
 12 there's about \$125,000 a month in rebates, which are a
 13 form of us funding projects, but our bank covenants and I
 14 believe even the state requires us to back that off of
 15 gross revenue to come down to a net revenue of
 16 15.3 million.
 17 We've been able to take nice advantage of
 18 our -- the higher interest rates. And with all the money
 19 we've got in reserves and debt service funds and things
 20 like that, we should be close to \$900,000 in interest next
 21 year. Some of that stays within the restricted funds, so
 22 we don't actually see that, but if you go down to the next
 23 level, I back out the debt service.
 24 So gross revenues should be about
 25 \$16.5 million. We've got debt service of about

Page 24

1 9.5 million. The first two, the 2019 bonds, were
 2 \$120 million we borrowed to refinance some bonds and to
 3 put about \$70 million into the Tucson Convention Center.
 4 So we've got about \$7 million to pay off any
 5 expenses and to fund projects that are already committed
 6 to.
 7 **MR. POSTER:** Dan, for the sake of folks in the
 8 audience, can you explain what the three columns are?
 9 **MR. MEYERS:** Okay. So we've got -- the left
 10 column is clearly we've got -- we've got no debt other
 11 than our -- our normal debt service of our 2019 bonds, the
 12 Greyhound bonds, and a loan we took out for TCC
 13 improvements on the IT.
 14 We've also got a letter -- a commitment letter
 15 or a terms letter from Bank of Oklahoma with an up to a 10
 16 million dollar line of credit, so I've got a second column
 17 if we happen to borrow \$5 million and a third column if we
 18 happen to borrow \$10 million at the beginning of this
 19 fiscal year.
 20 **MR. POSTER:** Thank you.
 21 **CHAIRMAN McCUSKER:** Thanks for pointing it out,
 22 Corky. I appreciate it.
 23 **MR. MEYERS:** So let me go through all of our
 24 operating expenses. It's about \$1.7 million leaving about
 25 \$5.3 million available to fund projects and current

1 commitments. So I've listed below that some anticipated
2 ongoing commitments we have that are fairly significant.
3 We've got downtown security at \$600,000, parking
4 assistance, about 120. We've put in a new item for like
5 some maybe short-term loans or something that some
6 merchants may need some help with, a quarter
7 million dollars. I optimistically put in the Roadrunner
8 rent assistance of 240,000, and then we tend to spend a
9 million dollars on helping to subsidize either big events
10 or lots of smaller events to draw people downtown. So
11 that leaves about \$2 million, \$2.2 million, excess from
12 the current budget.

13 Let's see. I take that back. It leaves about
14 3.1 million. So I'm estimating that we're going to have
15 about \$9 million of cash on hand at the end of the year.
16 Again, we never know what our TIF number is, but having
17 that almost \$1.8 million for March is helpful. That would
18 give us about \$12 million in estimated cash to fund all
19 our projects for next year. And based on the commitments
20 I know of today, it looks like we could spend up to
21 \$8 million on currently committed to projects, which
22 leaves us a net of \$4 million.

23 So hopefully our revenue's a little higher than
24 I've budgeted. Hopefully it comes in at 1.5 a month or
25 greater and we're able to tack on more projects as we go

1 through the next fiscal year.
2 **CHAIRMAN McCUSKER:** So we're going to
3 distribute this. We're going to post this. We'll give
4 the public a chance to comment on it, give all you a
5 chance to look at it. There's detail behind it, including
6 the line item by line item marketing budget, so I would
7 encourage you to familiarize yourself with that. And in
8 June we'll schedule a separate hearing where we literally
9 go through every one of these line items and do an up or
10 down vote and make any changes we want to make in the
11 public session.

12 So any other questions for Dan?
13 (No oral response).

14 **CHAIRMAN McCUSKER:** Let's post the draft,
15 Brandi, and find some way that people can make comment on
16 our draft budget.

17 **MR. SHEAFE:** I don't know how many people are
18 listening, but the one thing, Dan, you may want to just
19 explain a little more clearly is what is a rebate.

20 **MR. MEYERS:** Okay. So instead of paying people
21 up front with some assistance, we -- as we collect money
22 from the state, we're able to determine how much of that
23 comes from each specific merchant and we've got a formula
24 that we -- allows us to take some of that money that we
25 collect and to redirect it back to the merchants, so it's

1 basically a pay as you go type situation. And we've found
2 that the merchants we do this with really like it and it
3 works well with their financing options with banks. The
4 banks see some cash that can also supplement their
5 revenues. But we've found it just keeps going up,
6 because, as we increase our revenue each month, it's
7 always tied to the baseline of 1999 and what was collected
8 and we're, you know, more often than not now lately at
9 least doubling the baseline, which caps up the merchant
10 rebates.

11 **MR. MARQUEZ:** Yeah, the rebates have ended up
12 being a win win. The banks seem to like the rebates more
13 than cash and a capital raise, because it helps the new
14 business to normalize their cash flow, which is cool, and
15 on our side it helps us because we're not massively cash
16 rich here, so it's nice that we don't have to cut a big
17 check and we can simply rebate cash back towards the deal.
18 And typically these are properties that are either dirt or
19 a non-activated property that are generating zero sales
20 tax, so as we bring in the sales tax, which was brand-new
21 to us, we rebate it back as an incentive and it's a win
22 win.

23 **CHAIRMAN McCUSKER:** Those are typically capped,
24 so, you know, you'll see them until they hit their cap.
25 I would suggest, too, if you have questions,

1 you can shoot Dan e-mails during the month.

2 **MR. MEYERS:** Absolutely.

3 **CHAIRMAN McCUSKER:** Don't agree with other
4 members on that so we don't have a quorum issue.

5 I think both Scott and Regan are on, so I'm
6 going to move Playground Scott up next so you don't have
7 to suffer through the rest of our agenda if you guys are
8 ready to go.

9 This item was tabled from last month. We've
10 been a partner of Scott's Stiteler since I've been on the
11 board in 2012. We've done a number of projects. I'm
12 really enjoying to see the success of the Corbett, but
13 pretty much everything that they've done has always been
14 successful.

15 We contributed to all these projects. We
16 invested alongside Scott in this block, Playground, Hub,
17 at one point a number of these buildings. So a few months
18 ago, Scott can fill us in exactly when, we split the
19 remodel cost with him. He's decided to convert Hub and
20 Playground into kind of more of a single space, single
21 kitchen, restaurant. It's economically much more feasible
22 but also enhances the revenue.

23 So with that, Scott, I'll let you and Regan
24 walk us through your presentation.

25 **MR. STITELER:** All right. Thank you, Fletcher,

1 and good afternoon, members of the board. Welcome new
2 members.

3 Fletcher, can you see the slide that's on the
4 screen?

5 **CHAIRMAN McCUSKER:** Yes, sir. We're good.

6 **MR. STITELER:** All right. Thank you.

7 In front of you is a floor plan for Hub and
8 Playground, on the left side, Hub, on the right side,
9 Playground. Playground makes up about two-thirds of the
10 space, Hub about a third of the space. I will share a
11 spreadsheet with numbers in a moment, but I'll just start
12 with the floor plan and the direction that we're headed.

13 So we were previously approved for upgrades at
14 Playground, primarily a kitchen. It's in the middle of
15 this plan, which was the old Bianco Pizzeria that
16 Playground has absorbed, is absorbing. We stopped about
17 60 percent of the way through that as we learned more and
18 more about opportunities in the spaces combined going
19 forward. You know, we're 14 years now that we've been
20 open and looking forward to another 14 and longer.

21 Regan Jasper, a friend of mine for about 30
22 years, some of you may know him already, he was Sam Fox's
23 partner for 25 years. Fox sold in 2019 to Cheesecake
24 Factory. Regan retired. I called Regan about a year ago
25 and asked for his help in organizing Corbett's, getting

1 Corbett's open. He did an incredible job, he's opened 140
2 restaurants in his past with Sam across the country, in
3 getting Corbett's open on time with a staff that we're
4 really proud of.

5 He started paying more and more attention to
6 Hub and Playground and reached out to me last year and
7 said you, know, going forward you really should combine
8 the two spaces and have one kitchen and one GM, one liquor
9 license, one executive chef. You should capitalize on
10 parking at the hotel for the entire block. Up until this
11 point, parking has been primarily for the hotel only and
12 we have extra capacity, all very good ideas, and that's
13 the direction that we are heading.

14 On the floor plan in front of you, green is an
15 expansion of the existing Hub bar. It will double in
16 size. Purple is a new entrance for Hub and Playground.
17 It right now has the silk screens on the window that says
18 Del Bac coming soon, but that will be the new main
19 entrance of Hub. You'll come in here to a host stand and
20 then be able to head this direction to Hub through the new
21 bar and the existing dining room, all new built-ins, new
22 upholstery, more than just a refresh in Hub, but the main
23 dining room will be the same Hub that we all know.

24 We're going to capitalize on the bar/cinema
25 space and use that as outdoor seating and extra seating

1 for Hub and Playground. In the future, maybe a year from
2 now, we will upgrade and cover as much as we can Congress
3 sidewalk and 5th Avenue, if possible, because that
4 requires historic approval. It's not something we can do
5 today, but we do intend to do that as soon as we submit
6 plans and are approved.

7 That is the plan, and now I'll go to the
8 numbers. Bear with me.

9 All right. We were approved previously based
10 on a total budget of a million 646 up to \$823,000
11 provided by Rio Nuevo. The work that was done to date at
12 Playground, the qualifying expenses of which we're
13 entitled to half were \$670,000 and we requested and
14 received \$338,000. Pardon me for using round numbers.

15 **MR. POSTER:** Scott, am I the only one not
16 seeing the spreadsheet? I see your desk stop.

17 **MS. COX:** I see it.

18 **MR. POSTER:** Okay. I'm the only one then.

19 **MR. STITELER:** Is there any way we can fix
20 that, Corky?

21 **MR. POSTER:** I don't know. Keep going. I'll
22 follow.

23 **MR. STITELER:** Okay. All right. So a million
24 646. The original --

25 **MR. POSTER:** Now I can see it.

1 **MR. STITELER:** You can see it. Okay.
2 Terrific.

3 So this leaves \$484,000, up to 484, to fund.
4 We don't need that much to finish the project, so today
5 I'll be asking for slightly less. The work that was done,
6 we've spent a million 230, again qualified for 676,
7 requested and received 338. The work that I just
8 explained, \$864,000 of which 746 would qualify and we will
9 plan on asking for 373, a total of 711 against the 823
10 that was approved previously and we'll lower our request
11 from the 823,500 by \$111,000.

12 Actual numbers Hub and Playground in 2023.
13 2024 I'm leaving out because we're going through the
14 improvements now. We started two weeks ago and we project
15 in '25 and beyond to have gross revenue at Hub and
16 Playground combined of \$8 million.

17 A lot of that is a reflection on Regan being in
18 our lives now, so he is a partner in our company. He
19 accepted a partnership about two months ago, and that's a
20 win for downtown Tucson with all of his experience, just a
21 joy to work with him. He's at the AC Hotel in our office
22 pretty much every day watching over these upgrades and
23 building a team at Hub and Playground for the future.

24 I'll go ahead and stop there, Fletcher, if
25 that's okay, and let me know if you have any questions,

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1 please.

2 **CHAIRMAN McCUSKER:** When did we approve the

3 823,250 approximately?

4 **MR. STITELER:** A little over a year ago.

5 **CHAIRMAN McCUSKER:** Okay.

6 **MR. MARQUEZ:** The \$8 million projected, if you

7 just take four percent, we're making about \$320,000 a year

8 for Rio Nuevo.

9 **MS. COX:** Yeah, I would just like to say that

10 this looks like a great idea to me. I don't know how we

11 can go wrong with combining Hub and Playground. The plan

12 looks awesome. And I do appreciate that you are

13 representing it kind of like a new project, because after

14 a year, it is somewhat of a new project. But everything

15 you have ever come to us to support, you have delivered

16 110 percent on everything you've asked of us. And we

17 really couldn't have the downtown we have without you, so

18 I just -- just want you to know how supportive I am.

19 **CHAIRMAN McCUSKER:** Scott, will you go back to

20 the floor plan and maybe you and Regan can talk about flow

21 and entrances and kind of what it does to that corner,

22 things we might think about. We're obviously discussing

23 parking. I think you're talking to Marriott about maybe

24 helping with some of that as public.

25 So how do people get into the combined space

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1 now? And maybe, Regan, what was your thoughts about

2 traffic and flow and how you get to the patio?

3 Can you get in from the rear still?

4 **MR. JASPER:** Yes.

5 **MR. STITELER:** This is such a nice moment to

6 turn this over to Regan, because I end up doing so much

7 talking, so I'll go on mute here in a moment.

8 Jannie, thank you for the kind words. That

9 means a lot to me to hear those. And I'm going to go on

10 mute and Regan will take over.

11 **MR. JASPER:** Okay. So thank you for letting me

12 speak.

13 So my main focus on this was activation, right?

14 So we have Hub and Playground who you saw does just under

15 \$3 million a year in receipts. 500,000 of that is private

16 events, 2.5 million of that is rooftop on Fridays and

17 Saturdays and a little Sunday brunch.

18 (inaudible) to me it was like how do we get

19 that to work. And, as you can see, the big empty space on

20 the right side of the screen, that's the main bar of

21 Playground. We could have made the entrance and walked

22 through the main bar of Playground, but then now you have

23 another piece of real estate that you have to staff and

24 keep occupied or it becomes weird. So with us not

25 needing, you know, two full kitchens in the building to

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1 satisfy what we're currently doing at 6 million in sales,

2 it made more sense to go right through the middle of

3 Playground with a little hallway and a little, you know,

4 tour, if you will, to make it to the patio without going

5 out onto a street and walking around the building.

6 We will have two entrances to the restaurant.

7 One will be where that blue sign is that says parking.

8 That will be an entrance onto the patio. And then the old

9 Del Bac space that is currently, you know, housing storage

10 and has great street presence is not being used, and so I

11 just felt like we should activate that space also. I

12 mean, here we have it.

13 And so that will be become also the ice cream

14 area. And so when you walk right in that front door,

15 you'll see the Hub ice cream kind of becoming a focal

16 point of what we do again. It slipped a little bit in the

17 past and the competition has kind of, you know, taken part

18 of the market share from us and we're going to try to go

19 get it back.

20 And then the green area is currently Hub's

21 private dining room. If you nose yourself around back in

22 there, you'll see like, you know, canisters of propane

23 that, you know, gets brought on the patio. You know that

24 space is not being used to full potential, and so it was

25 maybe more sense to make that part of our entrance and

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1 turning it into, you know, more of an area (inaudible) so

2 it will accommodate, you know, more seats. And so, again,

3 I'm trying to activate that area, that space.

4 So all in all I think flow is going to be, you

5 know, interesting to say the least. You know, going from

6 the Hub kitchen out onto that patio is a walk, but I'll

7 also say that our team does it every day at Corbett's, you

8 know, when we have somebody at playing pickle ball

9 ordering tater tots, and then you order the tater tots and

10 they want, you know, a side of ranch, you know, you're

11 getting your steps this is. And we're just going to have

12 to work with it. This is, you know, one business. I

13 studied the P & Ls and I'm like, man, we're top heavy, we

14 need to get one general manager, one executive chef, one

15 inventory. You know, we need to run them as one business

16 rather than the two them not getting along and struggling.

17 And so that's -- the whole mindset here is to, you know,

18 run a business, but at the same time not losing any

19 (inaudible) that it has.

20 So the nightclub piece will still be in

21 existence, the patio al fresca underneath a big beautiful

22 tree and a covered awning, you know, with mist is coming

23 alive and being used on a regular basis, a little bit more

24 a bar scene in the Hub venue but still Hub as a restaurant

25 and then private event space. We'll use, you know, the

1 downstairs Playground bar as a private event area where we
2 can book, you know, 25 down there or 30 or 50 and we could
3 still use our rooftop as a private event space when it's
4 not being used for any other thing. So my long-term goal
5 will be that we use that as a dining space sometime, too,
6 and maybe have dinner at sunset on the roof in downtown
7 Tucson.

8 And part of what I see missing is that the
9 foothills community and the central Tucson community
10 struggles coming downtown because of this parking
11 situation. Sometimes it's hard to park close by, and then
12 you park in a garage and, you know, maybe it isn't the
13 most savory place to park your car, you know, and here we
14 have right next door to us, you know, over 100 parking
15 spaces that, you know, are available on a regular basis
16 and valet that the hotel has, and so we're, you know,
17 talking with our partners and going from there.

18 So that's kind of at the end of the day the
19 game plan. I hope that helps put some color to the
20 situation and go from there.

21 **MR. POSTER:** Regan, forgive me if I'm confused,
22 but what is the big white space between the old Hub
23 kitchen and the purple playground right in the middle?

24 **MR. SHEAFE:** Put a circle around it so
25 everybody knows what you're talking about, Regan.

1 **MR. JASPER:** And it's also how we'll take food
2 from the Hub kitchen up onto the patio.

3 **MS. COX:** I have a question, Regan, I mean,
4 just a small question.

5 To the left of the green, that white space, is
6 that the old bar?

7 **MR. JASPER:** That is existing bar, correct.

8 **MS. COX:** Okay.

9 **CHAIRMAN McCUSKER:** Scott, go back to your
10 spreadsheet.

11 **MR. JASPER:** I mean, the equipment in that bar
12 is all 15 years old, so we're going to have to update some
13 of that and make it --

14 **CHAIRMAN McCUSKER:** We have an official ask
15 now. The old ask as Scott's indicated there was 484 and
16 change. The new ask is 373 and change. They still
17 contribute their 50 percent of that. The only thing
18 that's really changed is the design of the interior. We
19 do see some incremental revenue, significant incremental
20 revenue, so what's the board's pleasure.

21 **MR. MARQUEZ:** I'll do it. I move we support
22 the Playground and Hub become one venture with a
23 373,411-dollar investment and authorize executive and our
24 counsel to complete this deal with Playground and Hub.

25 **MS. COX:** Second.

1 **MR. POSTER:** South. Yeah, that -- south, all
2 of that with the staircase and bathrooms and --

3 **MR. STITELER:** We couldn't hear you for a
4 while, Edmund. Thanks for letting me know that.

5 Hub kitchen is here, Playground kitchen is
6 here. They will operate as one.

7 Did that answer your question?

8 **MR. POSTER:** No, the area due south, in the
9 dead center due south.

10 **MR. MARQUEZ:** In the green.

11 **MR. POSTER:** Yeah, that's it, all of that.

12 What is that?

13 **MR. JASPER:** I'll answer. So just south is the
14 walk in from here, and then just to the east or moving
15 towards the purple is a prep kitchen. It's all current
16 and existing right now and won't change.

17 **MR. POSTER:** Okay. That's all I wanted to
18 know.

19 **MR. JASPER:** You can see where the arrow -- the
20 cursor is right there. That's the hallway that takes you
21 into Playground. And you can see the door that is right
22 by the bigger cursor, right now that will take you out
23 onto the patio, so that's how we'll, you know, get our
24 ugly off of the patio --

25 **MR. POSTER:** Okay.

1 **MR. LEVIN:** Second.

2 **CHAIRMAN McCUSKER:** I think Jannie got to be
3 first.

4 Any other questions of Scott or Regan?

5 **MS. VILICANA:** I just wanted to compliment you
6 all on also not just bringing, you know, a lot of
7 efficiency to it but also bringing back -- the ice cream
8 back in house. I can see that. That seems like a smart
9 move on a lot of levels, so kudos to you all.

10 **MR. JASPER:** Thank you.

11 **CHAIRMAN McCUSKER:** I'll just say, Regan, we
12 tried for years to get Sam Fox to come downtown. I think
13 we got the better piece of that deal.

14 **MR. JASPER:** I appreciate that. I also tried
15 to get Sam to come downtown many times. It would have
16 been awesome and just couldn't get it across the finish
17 line.

18 **CHAIRMAN McCUSKER:** Okay. We have a motion and
19 a second. Any questions of Scott or Regan?

20 **MR. MEDCOFF:** Mr. Chairman, if I may, we want
21 to amend the motion to be up to 373,411 just in case the
22 construction costs come in under the projected 746,822.

23 **MR. MARQUEZ:** I will accept the amendment.

24 **CHAIRMAN McCUSKER:** Okay. So I have a motion
25 to authorize up to 373,411 to finish the Playground and

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1 the Hub remodel.
 2 Brandi, you can call the roll.
 3 **MS. HAGA-BLACKMAN:** Corky Poster.
 4 **MR. POSTER:** Aye.
 5 **MS. HAGA-BLACKMAN:** Richard Oseran.
 6 **MR. OSERAN:** Aye.
 7 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 8 **MS. JIMENEZ:** Aye.
 9 **MS. HAGA-BLACKMAN:** Jannie Cox.
 10 **MS. COX:** Aye.
 11 **MS. HAGA-BLACKMAN:** Taunya Villicana.
 12 **MS. VILICANA:** Aye.
 13 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 14 **MR. SHEAFE:** Aye.
 15 **MS. HAGA-BLACKMAN:** Edmund Marquez?
 16 **MR. MARQUEZ:** Aye.
 17 **MS. HAGA-BLACKMAN:** Mike Levin.
 18 **MR. LEVIN:** Aye.
 19 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 20 **CHAIRMAN McCUSKER:** I vote aye. It's
 21 unanimous. Good luck, gentlemen.
 22 **MR. STITELER:** Fletcher, pardon the
 23 interruption. I believe Chris Sheafe is conflicted out.
 24 **CHAIRMAN McCUSKER:** Mr. Sheafe, did you recuse
 25 yourself?

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1 **MR. SHEAFE:** You know, I didn't. I must have
 2 made the mistake. But it's all right, because you have a
 3 unanimous motion either way.
 4 **MR. STITELER:** Sorry about that, Chris. I just
 5 wanted to make sure that that doesn't bite us.
 6 **CHAIRMAN McCUSKER:** So it was unanimous except
 7 for that abstention.
 8 **MR. SHEAFE:** I still reserve the right to come
 9 in and get a TV-flavored ice cream.
 10 **MR. STITELER:** Okay. You're on. Thank you.
 11 **CHAIRMAN McCUSKER:** As long as you pay for it,
 12 that's fine.
 13 Good luck, gentlemen. Thank you very much.
 14 **MR. STITELER:** Thank you. Take care.
 15 **CHAIRMAN McCUSKER:** Okay. If I was smart, I
 16 would have cut the BOK item before the budget item and it
 17 might have been a little more self-explanatory, but we do
 18 of, as Dan mentioned, a term sheet from the Bank of
 19 Oklahoma, not because we're moving to Oklahoma but they
 20 have been involved with us as part of the syndicate all
 21 the way back to Compass Bank. They have offered us a
 22 10 million-dollar line of credit. We've just begun
 23 preliminary conversations with them.
 24 Dan showed you kind of our capacity to service
 25 that kind of debt. That obviously gives us some

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1 flexibility that we don't enjoy today, so what's the
 2 board's pleasure with the BOK term sheet?
 3 **MS. VILICANA:** I move that we accept the term
 4 sheet and allow the executive committee to consider next
 5 steps as we see projects as well as opportunities.
 6 **CHAIRMAN McCUSKER:** Except we're not a
 7 committee, we're just executives.
 8 **MS. VILICANA:** Excuse me. Executive team.
 9 **CHAIRMAN McCUSKER:** There you go.
 10 **MR. MARQUEZ:** Are we accepting the term sheet
 11 or are we continuing negotiations on the term sheet?
 12 **MS. VILICANA:** Continuing negotiations.
 13 **CHAIRMAN McCUSKER:** Taunya, try your motion
 14 again.
 15 **MS. VILICANA:** So I'd like us to accept that
 16 the executive team visit with accepting -- or approving
 17 term sheets as proposed up to \$9 million.
 18 Edmund?
 19 **MR. MARQUEZ:** No.
 20 **CHAIRMAN McCUSKER:** That motion died for a lack
 21 of second, so Mr. Marquez.
 22 **MR. MARQUEZ:** I move we authorize executive to
 23 continue negotiating the term sheet with the Bank of
 24 Oklahoma folks and authorize executive and counsel to come
 25 back to the board to discuss what's been negotiated.

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1 **MS. VILICANA:** I'll second that.
 2 **CHAIRMAN McCUSKER:** There you go. That's fair
 3 play. It's pretty straightforward. We have a motion and
 4 a second to continue negotiating with BOK. It obviously
 5 has to come back to the full board, so, Brandi, you can
 6 call the roll.
 7 **MS. HAGA-BLACKMAN:** Corky Poster.
 8 **MR. POSTER:** Aye.
 9 **MS. HAGA-BLACKMAN:** Richard Oseran.
 10 **MR. OSERAN:** Aye.
 11 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 12 **MS. JIMENEZ:** Aye.
 13 **MS. HAGA-BLACKMAN:** Edmund Marquez.
 14 **MR. MARQUEZ:** Aye.
 15 **MS. HAGA-BLACKMAN:** Jannie Cox.
 16 **MS. COX:** Aye.
 17 **MS. HAGA-BLACKMAN:** Taunya Villicana.
 18 **MS. VILICANA:** Aye.
 19 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 20 **MR. SHEAFE:** Aye.
 21 **MS. HAGA-BLACKMAN:** Mike Levin.
 22 **MR. LEVIN:** Aye.
 23 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 24 **CHAIRMAN McCUSKER:** I vote any.
 25 Thank you for that. We'll have something to

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1 report in the June meeting.
 2 Next item is the Crescent Smoke Shop. Just to
 3 refresh everyone's memory, we became the master tenant of
 4 this property with the sole purpose to sublease it to
 5 another user. We're in the process of doing that. Like a
 6 lot of our developer friends downtown, we bumped into an
 7 issue with the city and city fire. That buildings has to
 8 be sprinkled. We understand the estimate to be something
 9 in the neighborhood of \$60,000.
 10 **MR. SHEAFE:** Let me propose that we authorize
 11 up to 60,000 for this after we negotiate with the owner
 12 for his participation and try and move this project along
 13 as rapidly as possible to utilize that space.
 14 **MR. MARQUEZ:** Second.
 15 **CHAIRMAN McCUSKER:** Okay. So the motion is up
 16 to 60,000. I'm assuming it's subject to owner
 17 participation based on the way the motion was stated.
 18 **MR. MARQUEZ:** Yes.
 19 **CHAIRMAN McCUSKER:** Questions regarding
 20 Crescent Smoke Shop?
 21 **MR. POSTER:** Mr. Chairman, this is Corky. You
 22 know, I do need to say that as sometimes it's frustrating
 23 to deal with development services, but a sprinkled
 24 building is a much safer building. And that is the
 25 current code, and so I think in the long run it's in

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1 everyone's interest to have a safe, fire-protected
 2 building.
 3 **CHAIRMAN McCUSKER:** Yeah. The problem here I
 4 think is something certainly you can attest to. The
 5 closest water to that building is a block away.
 6 **MR. POSTER:** Yeah, I've been there.
 7 **CHAIRMAN McCUSKER:** Yeah. So we've got to tap
 8 into the alley and run the sprinkler line through every
 9 other building to get to the corner, but that's part of
 10 restoring these old buildings. A lot of people would tell
 11 you that's why they knock them over.
 12 **MR. SHEAFE:** Just so nobody's confused, there's
 13 a difference between water and fire flow water. What
 14 you're referring to is the closest fire flow water.
 15 **CHAIRMAN McCUSKER:** Yeah closest -- yeah, thank
 16 you.
 17 **MR. POSTER:** There's a very big difference.
 18 You need a certain diameter and you need a certain fire
 19 flow pressure, and so it's often the case that domestic
 20 water is not -- mostly not available for fire protection.
 21 **CHAIRMAN McCUSKER:** I don't think I need any
 22 action today, I do want to advise people that we've had
 23 very productive conversations with Tucson Electric Power
 24 about partnering with the garage immediately south of the
 25 TEP building. It's too early really to bring anything to

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1 the board, but we have asked to see some cost estimates
 2 for that as part of our hope to help solve some of the
 3 area parking problems, so I'll table that until we have
 4 some more information.
 5 **MR. POSTER:** Mr. Chairman, did we have a motion
 6 on the Crescent Smoke Shop?
 7 **CHAIRMAN McCUSKER:** Did we not do a motion?
 8 **MR. POSTER:** No.
 9 **MR. SHEAFE:** I made one. We didn't take up
 10 any -- and I included in that without stating it that at
 11 the conclusion of those negotiations, we authorize the
 12 executive officers to work with counsel to finalize that
 13 commitment.
 14 **MR. MARQUEZ:** We already seconded it.
 15 **CHAIRMAN McCUSKER:** Yeah, I just didn't take
 16 the vote. Blame it on the flu.
 17 So, Brandi, call the roll on the Crescent Smoke
 18 Shop motion, please.
 19 **MS. HAGA-BLACKMAN:** Corky Poster.
 20 **MR. POSTER:** Aye.
 21 **MS. HAGA-BLACKMAN:** Richard Oseran.
 22 **MR. OSERAN:** Aye.
 23 **MS. HAGA-BLACKMAN:** Shea Jimenez.
 24 **MS. JIMENEZ:** Aye.
 25 **MS. HAGA-BLACKMAN:** Mike Levin.

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1 **MR. LEVIN:** Aye.
 2 **MS. HAGA-BLACKMAN:** Edmund Marquez.
 3 **MR. MARQUEZ:** Aye.
 4 **MS. HAGA-BLACKMAN:** Jannie Cox.
 5 **MS. COX:** Aye.
 6 **MS. HAGA-BLACKMAN:** Taunya Villicana.
 7 **MS. VILLICANA:** Aye.
 8 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 9 **MR. SHEAFE:** Aye.
 10 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
 11 **CHAIRMAN McCUSKER:** Aye.
 12 Is today May 28th? Just checking.
 13 **MR. MARQUEZ:** Yeah.
 14 **MR. SHEAFE:** Mr. Chairman, you were going to
 15 comment about parking. And just so it doesn't get off the
 16 table, one of the most important projects we have coming
 17 up is the Obie Hotel. And the parking discussions that
 18 we're having are very much incorporated into those
 19 discussions in that everybody, including the public,
 20 should be aware that we're continuing actively to work
 21 towards bringing that project forward. And it's going to
 22 be an absolute sea-change event when we can do that and
 23 get the Obie under -- in production and underway.
 24 **CHAIRMAN McCUSKER:** Thank you for straying off
 25 my agenda.

1 **MR. MARQUEZ:** We're getting there.
 2 **MR. SHEAFE:** I'm trying to help out laryngitis.
 3 **CHAIRMAN McCUSKER:** I'm going to need all the
 4 help I can get.
 5 Okay. So parking -- let's talk about parking
 6 in general. We have the agreement with the Pima County
 7 garage at the courthouse. We spent about \$3,000 a month
 8 for additional security for them to keep longer hours. It
 9 hasn't been all that successful, you know, maybe 50 cars a
 10 month. It is up for renewal. I think we've talked about
 11 renewing it with maybe trying to better activate it. So
 12 that's a small item, 3,100 bucks a month. It is going to
 13 term out. I would need board authorization to renew it.
 14 **MS. COX:** I move that we renew the contract
 15 with the county on the county garage for one year and the
 16 executive officers be authorized to complete the deal and
 17 sign off.
 18 **MS. VILICANA:** I second that.
 19 **CHAIRMAN McCUSKER:** Any discussion,
 20 controversy?
 21 Sounds like a voice vote. All in favor say
 22 aye.
 23 **MR. OSERAN:** I'd just like to say one thing as
 24 far as discussion. I think -- and you mentioned earlier
 25 about signage. I mean, that's a -- a real gem there, but

1 you can't even figure out how to get in there. If it's
 2 signed properly, I think we can substantially increase the
 3 vote on that, and I do vote in favor of extending it for
 4 one year.
 5 **MR. MARQUEZ:** And more discussion, if you don't
 6 mind, Mr. Chair, it would be nice if the county could help
 7 promote it, the Downtown Tucson Partnership could promote
 8 it, that restaurants that are utilizing it could promote
 9 it so we just don't have an expense here.
 10 **MR. SHEAFE:** Absolutely. We talked about that
 11 when Richard and Fletcher and I met last week.
 12 **CHAIRMAN McCUSKER:** I didn't mention we have a
 13 subgroup working on parking, Richard, Jannie and myself,
 14 so we'll take that on to talk to our partners about how
 15 better to market that garage.
 16 Did we finish the votes -- voice vote?
 17 **MS. COX:** Yes.
 18 **CHAIRMAN McCUSKER:** All in favor say aye.
 19 Nobody said nay. Motion carries.
 20 (Motion made, seconded and passed unanimously).
 21 **CHAIRMAN McCUSKER:** Thank you for that.
 22 We have two other agreements timing out
 23 simultaneously. They are with LAZ Valet Parking. These
 24 are about a year old pilots. In the original contract, we
 25 did subsidize them. We paid their valet people an hourly

1 rate because we weren't sure anybody was going to show up.
 2 These have also been used very sparingly. There's one
 3 pickup space at Toole there by Borderland's and there's
 4 one pickup space near the metro chamber. So they have
 5 expressed a willingness to drop the subsidy and just work
 6 with the merchant and parker to get their fee. We have in
 7 the past subsidized the parking lots. We pay \$5 to the
 8 city of Tucson, we pay a similar amount to the metro
 9 chamber if and when there's a car parked on those
 10 premises. Both of those agreements are also going to term
 11 out.
 12 **MR. MARQUEZ:** I move we --
 13 Oh, go ahead, Jannie.
 14 **MS. COX:** Go ahead, Edmund.
 15 **MR. MARQUEZ:** I move we extend this agreement
 16 for three months as we continue to discuss whether or not
 17 valet is viable in this current structure. I would add to
 18 that a motion that we ask L -- what are they called --
 19 LAZ, to remove their overhead fee, which Mr. Chair just
 20 described.
 21 **MS. COX:** Would you accept an amendment to that
 22 motion and give it six months, because the next three
 23 months are dead summer?
 24 **MR. MARQUEZ:** Very valid. Yes, I will accept
 25 that.

1 **CHAIRMAN McCUSKER:** Jannie, did you second
 2 that? I don't think I heard a second.
 3 **MS. COX:** Yes, I did. Second.
 4 **CHAIRMAN McCUSKER:** All right. So Edmund's
 5 motion is to review it for six months, dropping the
 6 administrative fee. We'll revisit all this in six months.
 7 Let's do a roll-call on this one.
 8 Brandi.
 9 **MS. HAGA-BLACKMAN:** Corky Poster.
 10 **MR. POSTER:** Aye.
 11 **MS. HAGA-BLACKMAN:** Richard Oseran.
 12 **MR. OSERAN:** No.
 13 **MS. HAGA-BLACKMAN:** Shay Jimenez.
 14 **MS. JIMENEZ:** Abstain from voting.
 15 **MS. HAGA-BLACKMAN:** Mike Levin.
 16 **MR. LEVIN:** Aye.
 17 **MS. HAGA-BLACKMAN:** Edmund Marquez.
 18 **MR. MARQUEZ:** Any.
 19 **MS. HAGA-BLACKMAN:** Jannie Cox.
 20 **MS. COX:** Aye.
 21 **MS. HAGA-BLACKMAN:** Taunya Villicana?
 22 **MS. VILICANA:** Aye.
 23 **MS. HAGA-BLACKMAN:** Chris Sheafe.
 24 **MR. SHEAFE:** Aye.
 25 **MS. HAGA-BLACKMAN:** Fletcher McCusker.

1 **CHAIRMAN McCUSKER:** I vote aye. I think that's
2 seven ayes, one no, one abstention, so that motion
3 carries.
4 (Motion made, seconded and passed unanimously).
5 **CHAIRMAN McCUSKER:** We'll work with counsel on
6 getting that for six months and we'll bring it back early
7 enough for us to talk about it.
8 I think I'm down to the officer election, yes.
9 **MR. SHEAFE:** You're down to Crescent Smoke -- I
10 mean, the hotel.
11 **CHAIRMAN McCUSKER:** We did that one.
12 **MR. SHEAFE:** Citizen Hotel.
13 **CHAIRMAN McCUSKER:** Okay. Mr. Collins, will
14 you give us an update on the Citizen Hotel litigation?
15 **MR. COLLINS:** Well, Mr. Chairman, members of
16 the board, litigation being what it is, we've been moving
17 forward as I discussed in more detail in executive
18 session. It's all public record. I would ask that
19 someone make a motion to instruct me to proceed as I was
20 instructed in E session.
21 **MR. SHEAFE:** So moved.
22 **MR. COLLINS:** Thank you.
23 **MR. MARQUEZ:** I'll do the second.
24 **CHAIRMAN McCUSKER:** You did a second, Edmund?
25 **MR. MARQUEZ:** I did. Chris has the motion.

1 **CHAIRMAN McCUSKER:** All right. We have a
2 motion and a second to proceed as instructed on the
3 Citizen lawsuit. All in favor say aye.
4 Does anybody need to abstain on this one?
5 (No oral response).
6 **CHAIRMAN McCUSKER:** So ayes have it. That
7 motion carries.
8 (Motion made, seconded and passed unanimously).
9 **CHAIRMAN McCUSKER:** Mr. Collins, thank you.
10 So last but not least on the agenda, six
11 months ago when the governor appointed five members to the
12 board, we lost a couple of officers in that process. We
13 actually were down to one officer for some period of time,
14 and as we regrouped, a slate of officers was nominated and
15 elected.
16 Mr. Poster added to that that that election be
17 good for six months and be reviewed thereafter. The six
18 months is now upon us. So under that motion, our
19 officerships would term out in May unless they are newly
20 elected. So the way I've amended this, because I think
21 you've had some six months now to experience the officers
22 and the open meeting law, is to allow you to discuss the
23 number of and roles of and utilization of your officers
24 before we actually vote on a slate. So if anybody wants
25 to kick off --

1 **MR. POSTER:** Mr. Chairman --
2 **MR. LEVIN:** Mr. Chairman, Mr. Chairman.
3 **CHAIRMAN McCUSKER:** Mike, go ahead.
4 **MR. LEVIN:** Thank you. One quick question.
5 One question I have is I do recall and I appreciated
6 Mr. Poster asking for that six-month review period after
7 we had the slate of officers. And I looked back. I
8 didn't see the minutes from that particular meeting, but
9 my recollection was, and I'd be interested in other board
10 members' opinions, was it was to be an evaluation of, you
11 know, what are people's feelings about the four people
12 versus three people, the current slate and whether they
13 continued on. I didn't recall it being that at a
14 six-month period, there would be a reelection it was more
15 a review of whether or not we felt that the changes had
16 been affective and the terms would then sort of coincide
17 with the normal way we have been doing terms.
18 **CHAIRMAN McCUSKER:** Brandi, can you find those
19 minutes for us?
20 **MS. HAGA-BLACKMAN:** Give me a second.
21 **CHAIRMAN McCUSKER:** Let's make sure we're doing
22 exactly what the motion provided for.
23 I -- I assume that it was a term, Mike, that we
24 were elected to a six-month term, and that everything
25 would be reviewed in May.

1 **MR. POSTER:** That was my assumption as well.
2 **MR. SHEAFE:** Yeah, I think that's the way Corky
3 asked and that was my assumption, that we simply extend
4 it, added Taunya and extended the term to now so that we
5 didn't interrupt the negotiations that were going on at
6 that time.
7 **CHAIRMAN McCUSKER:** Mr. Collins, what are our
8 typical officer terms? Are they --
9 **MR. COLLINS:** Until reelection.
10 **CHAIRMAN McCUSKER:** There's no standing term?
11 **MR. COLLINS:** That's correct, Mr. Chairman.
12 **MR. POSTER:** I recall a two-year term in the
13 bylaws, but I could be wrong.
14 **MR. COLLINS:** I don't recall that, Corky,
15 but --
16 **MR. POSTER:** I remember a long discussion about
17 two years.
18 **CHAIRMAN McCUSKER:** Two years, but if there was
19 not an election --
20 **MR. POSTER:** There was a big discussion about
21 bi and semi and all of that and I think we concluded that
22 we meant it to be two years.
23 **CHAIRMAN McCUSKER:** So a couple of assignments,
24 Brandi.
25 Mark, can we pull up the bylaws that discuss

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1 term and can we pull up the minutes from the November
2 meeting?
3 **MS. HAGA-BLACKMAN:** I've got the minutes here.
4 Let me just find it in the transcript.
5 **CHAIRMAN McCUSKER:** And if you can share those
6 on your screen. I'm trying to work through this before we
7 have a motion. I don't want anybody to try and preempt
8 anything with a motion.
9 Brandi, we're waiting on you.
10 **MS. HAGA-BLACKMAN:** Yeah, I've got them pulled
11 up. I mean, we can see --
12 **CHAIRMAN McCUSKER:** Okay. Here we go. And
13 this is the minutes from the meeting?
14 **MS. HAGA-BLACKMAN:** This is the minutes from
15 the November 14th, and it starts here.
16 **CHAIRMAN McCUSKER:** Okay. So we scroll to the
17 next page. Ms. Cox makes her motion, seconded by
18 Mr. Levin. I asked the bylaw question, bylaws provide
19 there can be additional (inaudible) vice chair, Mr.
20 Sheafe, Mr. Collins, Mr. Sheafe, Corky: I would like to
21 offer a friendly amendment that we make appointments for
22 90 days so that the members have a good look at the way we
23 operate.
24 I don't know if that's friendly or not
25 friendly.

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1 Scroll back up.
2 So it appears Jannie did not accept that.
3 **MS. HAGA-BLACKMAN:** This is the entire
4 structure.
5 **CHAIRMAN McCUSKER:** So Mr. Poster then changed
6 it to six months we would revisit the entire structure, so
7 I assume that means --
8 **MR. LEVIN:** That was the way that Mr. Poster
9 phrased it, by revisiting it and seeing -- you know, I
10 think it was a -- let's see if I can read the way he put
11 it there, revisit it at the end of 90 days. That's why it
12 was phrased as a reelection or, you know, reviewing each
13 one. Part of that is because in the last six months, I've
14 appreciated the input of the new members of the board --
15 **CHAIRMAN McCUSKER:** Will you keep that up for a
16 minute, please? I think we're going to have to refer to
17 it a couple times.
18 **MR. LEVIN:** -- and I hadn't heard of anything,
19 you know, that indicated that the four-person executive
20 board and/or the current board members, that there were
21 issues with those. I'm just more of a -- if there's no
22 issue with the current structure and we -- you know, we
23 were looking just to revisit it to see if there was any
24 issues with it. And I understood the question as adding a
25 fourth executive member, you know, did raise the question

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1 as to whether that would work. I haven't heard otherwise,
2 so --
3 **MR. POSTER:** Mr. Chairman, Mike, I disagree
4 with you, because I think the whole purpose of this
5 meeting right now is to have that conversation, not to
6 preempt it by saying everything's fine.
7 When four new members came on the board, we
8 knew very little about the structure of the organization.
9 There was a bylaw change to add the vice chair position.
10 It sounded great to me. I thought it was really good
11 leadership. I thought it was a good structure. It made
12 sense, since we filled two vacant position and went from
13 seven to nine that it would make some sense to have the
14 executive group go from three to four.
15 Having now lived with that for six months, I've
16 been very, very frustrated by the structure and not by the
17 individuals in that structure.
18 Let me make it clear that I think the
19 leadership of Rio Nuevo has been fabulous. I think each
20 and every member of the executive group has done their job
21 well. I was going to say that every single vote that I'm
22 aware of has been a unanimous vote, but I guess we broke
23 that record today.
24 But we have acted very well as a cohesive
25 organization with a very good view, a very good vision for

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1 the future. We've done great work on projects that we've
2 funded. We've made great progress on a master plan. And,
3 again, I want to commend each and every one of the
4 executive members for the great work that they do, and I
5 know they do a huge amount, sometimes 3:00 and 4 o'clock
6 in the morning as I found out via my e-mail but I have to
7 tell you that it feels very much like a two-tier board.
8 And let me explain why. There are four members
9 of the executive group, there are five nonmembers of the
10 executive group, and any time a fifth member wants to
11 participate in any executive conversation, that's a
12 violation of the open meeting law. It is in fact and I
13 really respect the fact that we are very careful about the
14 open meeting law.
15 Let me give you an example. About a week ago,
16 I wrote an e-mail to Fletcher and both attorneys for the
17 board with the suggestion for five or six agenda items and
18 I received a perfectly appropriate e-mail back from
19 Fletcher McCusker saying, I am unable to discuss this
20 without violating the open meeting law. And that is
21 strictly a problem created by having a fourth executive
22 member. If we had an executive team of three, which this
23 organization had for a very long time, then each and every
24 member of the other non-executive could participate freely
25 with the executive committee depending on their expertise,

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1 what the deal was, what the issue was, and that seems like
2 a very, very healthy way to operate.
3 Right now structurally and not personally, I
4 think the other five members are systematically excluded
5 from participating in anything that's in front of the
6 executive committee, and I think that's really not a good
7 way to run an organization.
8 As I recall, we added a -- we added a position
9 in the bylaws of vice chair, and I'm not yet making a
10 motion, but I would urge the motion to not change the
11 bylaws but simply go ahead with the slate that had nobody
12 filling that vice chair, and then we shuffle and make a
13 decision about which three members would take the position
14 of chair, secretary and treasurer. And I'd be really
15 interested in hearing whether other members of the board
16 share my frustration.
17 **CHAIRMAN McCUSKER:** So before we play lifeboat,
18 let me respond to Mr. Levin's question.
19 Mr. Collins, now that we have the minutes, is
20 our term, that is the officers' term, expiring the end of
21 this month based upon what we voted on in that meeting?
22 If you can't answer that today, I would suggest
23 that maybe we agree to keep the slate for another month,
24 because it seems like a legal issue that Mr. Levin has
25 raised as opposed to a conversational issue.

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1 **MR. COLLINS:** The term of each executive
2 officer according to the bylaws is -- as Corky indicated,
3 it's two years.
4 **CHAIRMAN McCUSKER:** Okay. To this specific
5 motion, I would change the amendment to reinforce the
6 notion that in six months we revisit the entire structure.
7 So my question now legally, and not to put you on the spot
8 if you're not ready to address it, were those four officer
9 positions elected to a two-year term and we were going to
10 revisit the structure on the sixth anniversary or were we
11 elected to a six-month term that was vacated -- that will
12 be vacated at the end of this month.
13 **MR. COLLINS:** Mr. Chairman, my off the cuff
14 opinion is that you give legal counsel, Tim and me, until
15 the next meeting to give you our thoughts on -- on that.
16 Certainly that was, that meaning this was a trial run, and
17 I think that Corky has well articulated, you know, his
18 frustration and I think the board needs some time to think
19 about that and I certainly do.
20 **CHAIRMAN McCUSKER:** So you basically don't have
21 a legal position as to whether that was for a full term or
22 a partial term.
23 I tend to think that Corky's intent was exactly
24 as he described, that we are all on kind of a trial run
25 and that that would be revisited now. And it related to

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1 the number of officers, the title and roles of officers as
2 it relates to the bylaws and, moreover, as I fully
3 expected, the performance of our officers as it related to
4 this six-month interim.
5 **MR. SHEAFE:** If you go to line 17 on page 31,
6 it capsulizes, because I restated the intent of the motion
7 at that point.
8 **CHAIRMAN McCUSKER:** Okay. So the amendment is
9 that we hold an election in six months to reassess the
10 leadership we vote in today. Jannie accepted that, the
11 term issue, you can conclude it does modifications to the
12 rules.
13 Scroll down on the left side there.
14 So that's when you get into the 90 days versus
15 six months, and then the ultimate motion in spite of your
16 clarification is where? Where is the actual motion
17 itself?
18 **MS. HAGA-BLACKMAN:** It starts up here. This is
19 the original motion.
20 **CHAIRMAN McCUSKER:** And it's second for the
21 slate.
22 **MS. HAGA-BLACKMAN:** Uh-huh.
23 **CHAIRMAN McCUSKER:** And the rest of that is
24 conversational. Scroll down the left side, page 30.
25 Mr. Poster says: I'd like to offer a friendly amendment.

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1 The initial friendly amendment was make the appointments
2 for a term of 90 days.
3 Go back up to 31. Sorry to belabor this, but
4 it might be a legal issue.
5 I'd be willing to accept that, willing to
6 accept -- and then we move to six months. So the word
7 term was in 90 days.
8 **MR. POSTER:** Mr. Chairman, can I point out that
9 the actual language in the bylaws is biannual, which is a
10 six-month term?
11 **CHAIRMAN McCUSKER:** Yeah, I think we changed
12 the bylaws. We had a meeting in December because this
13 position in fact wasn't in the bylaws and I think we
14 changed it then, Mark, to every two years --
15 **MR. MEDCOFF:** We did, Mr. Chairman.
16 **CHAIRMAN McCUSKER:** -- so there wouldn't be any
17 further confusion.
18 But what I don't want to do is something that's
19 not entirely legally clear. If there's a concern that
20 what we did was elect officers to term and that we were
21 going to review that in six months, that's very different
22 than electing for a six-month term and having elections is
23 the way I've structured it.
24 **MR. POSTER:** If we change the bylaws at the
25 next meeting to two years, that means at the time we

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1 elected the officers, it was still six months for two
2 reasons, that's what the bylaws said at the time and that
3 was also the motion.
4 **CHAIRMAN McCUSKER:** I might ask. Mr. Medcoff,
5 were you confirming that the change that was discussed
6 prior was that there was the infusion of what, biannual
7 laws and it was determined that the intent was a two-year
8 term?
9 **MR. MEDCOFF:** Mr. Levin, so Mr. Collins
10 clarified here in the minutes of this board meeting that
11 there was some confusion as to that, but Mr Collins did
12 clarify that with the amendment changes to add the vice
13 chair and to clarify that was a two-year term.
14 **CHAIRMAN McCUSKER:** Remember we had a special
15 meeting two weeks later to address these bylaw issues and
16 the term was established as every two years and the
17 vice-chairmanship was added.
18 Now, legally in this meeting there was not a
19 vice-chairman position in the bylaws, you know, so, you
20 know, there's always been kind of a legal undercurrent
21 here we're we doing things that were proper and legal.
22 Are we all, you know, congenial and collaborative as we
23 are electing some officers who are going to give us six
24 months and revisit it, which is the way I structured the
25 agenda. But if there's any vagueness, Mr. Collins

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1 suggested that we give the attorneys a month. I believe
2 that would require a motion.
3 **MR. LEVIN:** I would make such a motion.
4 **MR. OSERAN:** I second it.
5 **CHAIRMAN McCUSKER:** You made the month to table
6 for a month?
7 **MR. LEVIN:** Yes. Yes, Mr. Chairman.
8 **CHAIRMAN McCUSKER:** Has anybody seconded that?
9 **MR. MARQUEZ:** Richard did.
10 **MS. COX:** I would just like to say that there
11 was much discussion, and I'm glad there was, about what
12 Corky talked about, whether or not there would be adequate
13 income -- input from those members who were not executive
14 officers. We talked at length about possibly meeting more
15 often, maybe we should meet every two weeks. There didn't
16 seem to be anyone who -- any adverse reaction to that.
17 We also talked about the ease of any input that
18 you want to send to the executive officers can go through
19 either one of our attorneys so it easily gets there. It
20 might not be correct in your e-mail, but it happens
21 immediately, so that does give all of us an opportunity to
22 input to the executive officers. And we had that
23 discussion.
24 After that, there was never any more discussion
25 about meeting more often. I recall that we were all

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1 willing to meet more often. Maybe I'm mistaken, but that
2 was my recollection, that we were willing to meet every
3 two weeks if we needed to have time for everyone to
4 participate in the discussions to the public. And there
5 was no follow up to that, so I made the assumption, well,
6 it must be going okay because we've never revisited that.
7 And --
8 **CHAIRMAN McCUSKER:** We do have a motion -- we
9 do a motion --
10 **MS. COX:** If it's not broken, why would we fix
11 it?
12 **CHAIRMAN McCUSKER:** We have a motion and a
13 second on the floor that I have to deal with, which is to
14 table the current agenda item, which is the discussion of
15 the structure and the election of officers.
16 **MS. COX:** I understand that. I just wanted to
17 make sure that I was going to be able to say what I think.
18 And once we close that, then the agenda item is over, and
19 so I've said my piece.
20 **MR. OSERAN:** I don't have a position on how --
21 what the results should be, it just seems it would be
22 useful since we're having this discussion now and there's
23 some lack of clarify that it might be useful to take a
24 month to --
25 **MS. COX:** I agree. I'm going to vote

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1 positively on the motion.
2 **MR. POSTER:** I agree as well.
3 **CHAIRMAN McCUSKER:** All right. So I'm going to
4 call the question here. We have a motion and a second to
5 table all of this until the June meeting, to ask counsel
6 to give us a thorough review on where we stand vis-a-vis
7 the November elections and term, and then we'd be free to
8 discuss structure, number and performance of said
9 officers.
10 **MR. SHEAFE:** Could I ask that counsel do that
11 within the next couple weeks so that we don't come into
12 the meeting unprepared and trying to make all the
13 decisions at the last minute.
14 **MR. COLLINS:** Roger that.
15 **MS. COX:** Thank you.
16 **MR. POSTER:** And I do want to make it clear to
17 counsel as they research this that my complaint is
18 entirely structural and does not cast any aspersions on
19 the performance of any of the officers.
20 **MR. OSERAN:** I agree with that.
21 **CHAIRMAN McCUSKER:** And, Mark, there's no
22 workaround for that. There's no way that the four of us
23 can talk about something and then go talk to Mike about
24 it?
25 **MR. COLLINS:** Not --

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1 **CHAIRMAN McCUSKER:** Not a circumstance in the
2 world that would allow us to do that?
3 **MR. COLLINS:** Not and comply with the open
4 meeting laws.
5 **MR. MARQUEZ:** What Corky said I thought was
6 very interesting was with four exec, there's five --
7 there's a two-tiered board, which happens in open meeting
8 law situations, but if we have three execs, that allows
9 one of the five to come have a conversation, and then
10 we've got to be really careful that none of them have a
11 conversation with one of the other people. Then were in
12 the open meeting law situation anyway.
13 And to Jannie's point, Jannie was right on. I
14 personally have enjoyed the four execs. I've enjoyed
15 having Taunya in the conversation. I think she brings a
16 lot to the table.
17 Two caveats. Number one is, gosh, I mean, when
18 I was non-exec, I'm with you, Corky, I was like I want to
19 know what's happening, I want to know what's going on so
20 Jannie and I -- and we invited Jeff Hill, he never
21 showed -- we would set up meetings with Mark Collins on a
22 regular basis and we would say, feed, tell us everything
23 going on. You're the attorney. You can give us all the
24 details. I want to know what's going on. We called it
25 the anti drinking through firehose meeting so that we

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1 didn't shop up at a board meeting like I'm supposed to
2 comprehend this all at once, you've got to be freaking
3 kidding me.
4 Number two is we should meet more often. The
5 one thing that I want to tear the bandaid off of, we do a
6 ton of work in exec. Rio Nuevo is like a part time job.
7 I spend more time with Fletcher, you'd think he's my
8 uncle. We do a ton of work together. It's a ton of work,
9 so, I don't know, I just want to throw that out there,
10 like we can meet --
11 **CHAIRMAN McCUSKER:** We have a motion and a
12 seconds to table.
13 Brandi, call the roll, please.
14 **MS. HAGA-BLACKMAN:** Corky Poster.
15 **MR. POSTER:** Aye.
16 **MS. HAGA-BLACKMAN:** Richard Oseran.
17 **MR. OSERAN:** Aye.
18 **MS. HAGA-BLACKMAN:** Chris Sheafe.
19 **MR. SHEAFE:** Aye.
20 **MS. HAGA-BLACKMAN:** Mike Levin.
21 **MR. LEVIN:** Aye.
22 **MS. HAGA-BLACKMAN:** Edmund Marquez.
23 **MR. MARQUEZ:** Aye.
24 **MS. HAGA-BLACKMAN:** Jannie Cox.
25 **MS. COX:** Aye.

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1 **MS. HAGA-BLACKMAN:** Taunya Villicana.
2 **MS. VILLICANA:** Aye.
3 **MS. HAGA-BLACKMAN:** Shay Jimenez.
4 Shay?
5 **CHAIRMAN McCUSKER:** She's muted and invisible.
6 **MS. HAGA-BLACKMAN:** Shay.
7 **MS. JIMENEZ:** Aye.
8 **CHAIRMAN McCUSKER:** There you go.
9 **MS. HAGA-BLACKMAN:** Fletcher McCusker.
10 **CHAIRMAN McCUSKER:** I vote aye. So the whole
11 thing's tabled until June. We'll get an attorney briefing
12 between now and then. Our budget hearing will be in June
13 and we'll decide what we're doing about officers. And I
14 tend to agree with the sentiment that if we stay with
15 four, we've got to find ways to communicate to the
16 non-officer majority. And, you know, we can meet every
17 week, seriously could. As long as five people show up, it
18 makes it a legal meeting, you know, so maybe there's some
19 way that there's an ongoing meeting that's available to
20 the public that's gets you up to speed quicker. You know,
21 we move really quick. You know, this entire thing with
22 the Roadrunners would not have happened with any other
23 jurisdiction in the world.
24 **MR. MARQUEZ:** Amen.
25 **CHAIRMAN McCUSKER:** Because, you know, we move

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1 at their speed.
2 **MS. COX:** That's for sure.
3 **CHAIRMAN McCUSKER:** So, you know, I appreciate
4 all this and I'm glad we're talking about it and we'll put
5 it on the June agenda.
6 **MR. SHEAFE:** By the way, just to make the
7 point, you know, June is probably the one meeting that
8 I'll miss this year, because I'm going to be in the
9 hinterlands where I don't have web access or anything,
10 so --
11 **CHAIRMAN McCUSKER:** That's not good.
12 **MR. SHEAFE:** Just so you know, that's Tuesday,
13 the 25th, and I just remembered I'm gone all that week,
14 so --
15 **CHAIRMAN McCUSKER:** I think we want to --
16 **MR. SHEAFE:** If we could move the meeting back
17 a few days, it might be helpful for me.
18 **MS. COX:** Let's move it. Let's move the
19 meeting. That's easy.
20 **CHAIRMAN McCUSKER:** Move it back or move it up?
21 **MR. SHEAFE:** Well, either way, forward a week
22 or back a week.
23 **CHAIRMAN McCUSKER:** So Brandi's going to work
24 on a date when everybody can be at the June meeting.
25 **MR. LEVIN:** And just to put it out there, Chris

1 I can loan you my Starlink and I was able to make FaceTime
2 calls with Mr. Marquez from 12,000 feet to Colorado.
3 **MR. MARQUEZ:** It was very cool.
4 **MR. COLLINS:** It works great.
5 **CHAIRMAN McCUSKER:** Great. You could loan it
6 to Sheafe.
7 Where exactly is the hinterlands?
8 **MR. SHEAFE:** This is where I get back up in
9 Lake Powell on our houser boat. I tried to do it last
10 year and I went to the top of a mountain and sat up there
11 and I got very intermittent coverage. It came and went.
12 **CHAIRMAN McCUSKER:** Okay. I need a motion to
13 adjourn.
14 **MS. COX:** So moved.
15 **MR. LEVIN:** Second.
16 **CHAIRMAN McCUSKER:** All in favor say aye.
17 (Motion made, seconded and passed unanimously).
18 **CHAIRMAN McCUSKER:** Thank you, everybody. Go
19 Roadrunners.
20 (3:43 p.m.)
21
22
23
24
25

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