

**In The Matter Of:**

*Rio Nuevo  
Board Meeting*

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*10/28/25  
October 28, 2025*

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

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| <p style="text-align: center;">RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT</p> <p style="text-align: center;">BOARD MEETING VIA ZOOM<br/>Tucson, Arizona<br/>October 28, 2025<br/>1:45 p.m.</p> <p>REPORTED BY:<br/>Thomas A. Woppert, RPR<br/>AZ CCR No. 50476</p> <hr/> <p style="text-align: center;">FINK &amp; ASSOCIATES<br/>6095 East Grant Road<br/>Tucson, Arizona 85712<br/>(520)624-8644</p>  | <p style="text-align: right;">Page 3</p> <p>1       <b>CHAIRMAN McCUSKER:</b> Good afternoon, everyone.<br/>2 Welcome to fall in Tucson, Arizona. I will explain<br/>3 probably more than once today before even the pledge, we<br/>4 had a technical issue with our posting. It did not post<br/>5 to the web until 1:45. Government entities like ours are<br/>6 required to post 24 hour notice, so that's the reason the<br/>7 meeting start has been moved, but it also eliminates the<br/>8 opportunity for us to take any action today, so we're<br/>9 going to be in listen only mode today and I'll repeat that<br/>10 a couple of times as people join the meeting.<br/>11       So we can start like we always do with the<br/>12 pledge. I'll lead the pledge today.<br/>13               (Pledge of Allegiance)<br/>14       <b>CHAIRMAN McCUSKER:</b> I'd like to introduce<br/>15 Kristin. For those of you that have not met Kristin,<br/>16 she's filling in for Brandi more than adequately.<br/>17       <b>MS. COX:</b> Let's see Kristin. Can we see<br/>18 Kristin?<br/>19       <b>CHAIRMAN McCUSKER:</b> Yeah.<br/>20       <b>MS. SAAD:</b> Here I am. Hi.<br/>21       <b>MS. COX:</b> I can't see you.<br/>22       <b>CHAIRMAN McCUSKER:</b> There must be something on<br/>23 your screen because she's right there with Dan.<br/>24       <b>MS. COX:</b> They're not on my screen. Okay.<br/>25 Well, I'll wait.</p> |
| <p style="text-align: right;">Page 2</p> <p>1 <b>BOARD MEMBERS PRESENT:</b><br/>2       Fletcher McCusker, Chair<br/>3       Edmund Marquez, Vice Chair<br/>4       Chris Sheafe, Treasurer<br/>5       Jannie Cox<br/>6       Shay Jimenez<br/>7       Richard Oseran<br/>8       Michael Levin<br/>9       Corky Poster<br/>10<br/>11 <b>ALSO PRESENT:</b><br/>12       Ms. Kristin Saad, Acting Administrative Director<br/>13       Mr. Mark Collins, Board Counsel<br/>14       Mr. Dan Meyers, CFO<br/>15               * * * *<br/>16<br/>17       BE IT REMEMBERED that a meeting of the Board of<br/>18 Directors of the Rio Nuevo Multipurpose Facilities<br/>19 District was held via ZOOM, in the City of Tucson, State<br/>20 of Arizona, before THOMAS A. WOPPERT, RPR, Certified<br/>21 Reporter No. 50476, on the 28th day of October 2025,<br/>22 commencing at the hour of 1:45 p.m.<br/>23<br/>24<br/>25</p> | <p style="text-align: right;">Page 4</p> <p>1       <b>CHAIRMAN McCUSKER:</b> Okay. So she gets to call<br/>2 the role.<br/>3       Welcome to Rio Nuevo.<br/>4       <b>MS. SAAD:</b> Thank you. Thank you.<br/>5       All right. Fletcher.<br/>6       <b>CHAIRMAN McCUSKER:</b> I'm here.<br/>7       <b>MS. SAAD:</b> Chris.<br/>8       <b>MR. SHEAFE:</b> Who did you call? Did you say<br/>9 Chris Sheafe? He's here.<br/>10       <b>MS. SAAD:</b> I did.<br/>11       Okay. Edmund.<br/>12       <b>MR. MARQUEZ:</b> Here.<br/>13       <b>MS. SAAD:</b> Okay. Jannie.<br/>14       <b>MS. COX:</b> Here.<br/>15       <b>MS. SAAD:</b> Mike.<br/>16       <b>MR. LEVIN:</b> Here.<br/>17       <b>MS. SAAD:</b> Taunya, which we just discussed that<br/>18 she's --<br/>19       <b>CHAIRMAN McCUSKER:</b> Taunya's traveling.<br/>20       <b>MS. SAAD:</b> All right. And Shay.<br/>21       <b>MS. JIMENEZ:</b> Here.<br/>22       <b>MS. SAAD:</b> And then Corky.<br/>23       <b>MR. POSTER:</b> I'm here.<br/>24       <b>MS. SAAD:</b> And Richard.<br/>25       <b>MR. OSERAN:</b> Here.</p>   |

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1       **CHAIRMAN McCUSKER:** Okay. So the only person  
2 we're missing is Taunya. She's international. I think  
3 she told me she was on her way to Bangkok, so we don't  
4 expect her to call in for sure.  
5       So given what I just described, I'm going to  
6 describe it again because there is not an executive  
7 session today.  
8       For those of you that are just joining the  
9 meeting, we had a technical issue with the agenda posting.  
10 It did not post until 1:45 p.m. As a government entry,  
11 we're required by law to post our meetings 24 hours in  
12 advance, so this meeting was moved to start at 1:45, but  
13 because the meeting was identified to start at  
14 1:00 o'clock, with the advice of counsel, today's meeting  
15 is basically a briefing, a public briefing session and we  
16 can take no action on any item. But the public can  
17 certainly listen in.  
18       We have a couple of updates on projects. We'll  
19 hear from our auditor, but we won't take any action today  
20 on any items, so a couple of those that were up for action  
21 we'll table until the next meeting.  
22       Go ahead.  
23       (Discussion off the record)  
24       **CHAIRMAN McCUSKER:** We're going to move quickly  
25 to the briefing. Just a quick comment from me.

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1       If you've been around downtown, you'll see how  
2 busy everything is. The snowbirds are in town, students  
3 are in town, restaurant activity has been really good.  
4       There's a lot of people in town looking at  
5 business opportunities. In my various roles around town,  
6 I've seen people from California, from Florida, from  
7 Scottsdale, from Oregon in town. They're staying  
8 downtown. They're very complimentary about our downtown,  
9 and that's just a really nice experience after all the  
10 work we've done to see people really react to how they  
11 view our downtown. So I expect in the next few meetings  
12 we're going to start hearing from some of those people  
13 that may want to engage in business in our district  
14 boundaries, so stay tuned for that.  
15       And, Dan, with that go ahead and give your  
16 financial update.  
17       **MR. POSTER:** Mr. Chairman, this is Corky. I  
18 had a quick question.  
19       Does listening only mean no questions?  
20       **CHAIRMAN McCUSKER:** No, you can ask questions.  
21 We'll make sure that you can address anything that's  
22 presented. We just won't take an action motion.  
23       **MR. POSTER:** Okay. Thank you.  
24       **CHAIRMAN McCUSKER:** All right. Dan, go ahead.  
25       **MR. MEYERS:** Okay. This is Dan Meyers. I'm

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1 the CFO here at Rio Nuevo. This information is as of  
2 September 30th.  
3       So at the end of September --  
4       **CHAIRMAN McCUSKER:** So you need to expand the  
5 page beyond your background there. Right now we see the  
6 beach.  
7       **MR. MEYERS:** You see the beach. Oh. Okay.  
8 Let me try again.  
9       **CHAIRMAN McCUSKER:** Now we see nothing.  
10       **MR. MEYERS:** That's weird. That's never  
11 happened before. Let me try again.  
12       **CHAIRMAN McCUSKER:** You should be able to put  
13 it on your screen and then hit share screen.  
14       **MR. MEYERS:** Yeah. It normally works great.  
15 They've adjusted some of the features and maybe that's  
16 what I'm fighting. I'll try again.  
17       (Discussion off the record)  
18       **MR. MEYERS:** Does that do it?  
19       **CHAIRMAN McCUSKER:** There you go. Okay, Dan.  
20       **MR. MEYERS:** All right. So, again, in  
21 September we had about \$7.65 million in our operating  
22 accounts. 726,000 of that is restricted for the  
23 October 1st mortgage payment leaving about 6.9 million.  
24       We've typically recently been receiving our TIF  
25 revenue within two months of -- for example, July would

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1 have typically been received in September, but we didn't  
2 get it until October, so I've added that to our cash  
3 balance, and then we put our normal 12 month estimated  
4 cash flow of \$5.7 million coming up with \$14.2 million  
5 available 12 months out.  
6       So we've got -- currently we have almost  
7 \$22 million of projects we've committed to. We've paid  
8 about 6.4 million of that leaving 15.5 million remaining  
9 on our commitments. And I estimate that about 6 million  
10 of that is outside of a year. We were trying to look at  
11 this in a 12-month window. The biggest chunk of that  
12 \$6 million is 4.8 for the Moxie Hotel.  
13       So we have 14.2 available, 9.4 or so committed  
14 and my math says that is about 9.5 -- \$4.8 million kind of  
15 available for additional project funding.  
16       I just heard from the Arizona Department of  
17 Revenue this morning. Their estimate of TIF revenue for  
18 August is only 1.2 million. Our budget is 1.6. Until I  
19 see the detail information, I can't tell you if somebody  
20 paid late or what was the cause of that, but I will look  
21 into that and get back to the board as soon as I can.  
22       Again, the October and September TIF revenue  
23 has not been received yet.  
24       I did transfer about \$420,000 from our hockey  
25 fund that was transferred to our operating account to

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1 cover some of the hockey-related expenses in our TCC  
2 expansion.  
3 Do you want to go over page two? We can look  
4 at the list of projects. Each one of them is listed with  
5 the commitment, what's been funded so far and the balance  
6 remaining. A lot of these things are going to go away  
7 with October payments. We made our final payment to the  
8 Fox. We've made our final payment to -- oh, my gosh -- we  
9 made a 350,000-dollar payment to the Congress Street  
10 (inaudible) to finalize that and we've got some other  
11 significant payments made this month.  
12 So things are looking good. I'm excited to see  
13 what happens with the students back in town and the  
14 activity Fletcher's noticed downtown.  
15 Does anybody have any questions?  
16 (No oral response)  
17 **MR. MEYERS:** No?  
18 **CHAIRMAN McCUSKER:** All right. Thank you, Dan.  
19 I think I mentioned at the top of the hour,  
20 I'll mention it again, we've not seen the auditor general  
21 report. It's a triannual performance audit. The last one  
22 was done this time in 2022. It was due. We expect to  
23 receive that. We were just going to go over the  
24 highlights today. We don't have that, so that's something  
25 obviously that will get tabled.

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1 We do have our annual audit to review. Lydia I  
2 think is online. So Beach has completed their annual  
3 audit. We're going to review that, let her review it with  
4 us. You can ask questions. We just won't take any action  
5 on the audit.  
6 So, Lydia, you have the conn.  
7 **MS. HUNTER:** Thank you very much, Mr. Chairman,  
8 members of the board. It is a pleasure to be here today  
9 to present our audit results. My name is Lydia Hunter as  
10 Fletcher mentioned.  
11 I'm going to share my screen. Let me see if I  
12 can get this to work.  
13 Okay. Can you see my screen?  
14 **MR. SHEAFE:** Well, it's starting --  
15 There you go.  
16 **MS. HUNTER:** Okay. Can you see it?  
17 **CHAIRMAN McCUSKER:** Yeah. And if you could  
18 make it bigger.  
19 **MS. HUNTER:** Yeah. Okay.  
20 **CHAIRMAN McCUSKER:** Can you upsize it once?  
21 That's pretty good there.  
22 **MS. HUNTER:** Okay. Perfect.  
23 All right. So today I'm here to talk about the  
24 financial audit. As Fletcher mentioned, you also have a  
25 performance audit. This is a financial audit that's done

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1 annually, so this is for the fiscal year ending June 30,  
2 2025.  
3 So we did our audit in accordance with U.S.  
4 generally accepted auditing standards and government  
5 auditing standards. You're required by state statutes to  
6 have them under government auditing standards as well.  
7 I also want to make everyone understands that  
8 these financial statements for Rio Nuevo are included in  
9 the state financial statements. You are considered a  
10 component unit of the state of Arizona, so these financial  
11 statements are used by the state of Arizona.  
12 So probably the most exciting thing I'll tell  
13 you today is that we are prepared to issue an unmodified  
14 opinion on the financial statement. So that is what we  
15 call it a clean opinion and that is the highest level of  
16 opinion that we can proviso, so congratulations and good  
17 news on that.  
18 We do have some required communications. I'm  
19 not going to go through those today. There is a separate  
20 letter that went out, so as a board member, if you didn't  
21 receive that letter yesterday, Dan has that letter and he  
22 can forward that on to you as well.  
23 I'm also very pleased to report we had no  
24 material weaknesses in internal controls, so I have no  
25 control deficiencies to report to you today.

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1 And then I am going to go through some  
2 financial information. So I'm not going to talk about  
3 specifically the draft itself today. If you look at the  
4 draft, you are required to show your financial information  
5 in two different methods of accounting, so you have two  
6 balance sheets and two income statements.  
7 So that everyone can understand what you'll  
8 see, if you look at the draft, you see a current  
9 measurement focus, which is similar to a cash basis and  
10 very annual budget focused, and then you see the economic  
11 resources focus, which is more full accrual, includes all  
12 your assets and liabilities.  
13 So those are the numbers I'm going to summarize  
14 for you today. Just know that if you look at the  
15 financial statements, there's a lot of different numbers  
16 and it matters which method of accounting you're looking  
17 at.  
18 Okay. So to summarize, I'm going to go through  
19 this statement of financial position. So this is like  
20 your balance sheet. So this is very summarized. There's  
21 more detail in the actual audit, but the audit is single  
22 year and here I've got three years of data to show you.  
23 So I just want to point out you'll see your  
24 tend in captain assets, and that's going down. And every  
25 year you have about \$8 million of depreciation expense,

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1 and so depreciation is how we reduce the value of capital  
2 assets over time to expense. So because you didn't have  
3 significant improvements to the TCC within the last year,  
4 you basically just had the depreciation expense, you're  
5 seeing a decrease in your capital assets.

6 And the other tendency is a decrease in your  
7 noncurrent liabilities. That's your debt payment. So you  
8 have about \$7 million a year in your debt payments, so  
9 we're seeing that trend down. And so until you take out  
10 new debt, you'll continue to see that trend down. But  
11 your net position has stayed strong. You have positive  
12 \$71 million of net position.

13 I'd like to spend a little bit more time on the  
14 statement of activities. So this is your income  
15 statement. And, again, this is very summarized, but I  
16 just want to point out your TIF revenue.

17 So your TIF revenue obviously is the sales tax  
18 revenue that's collected by the state and remitted to the  
19 district, and you'll see that over the last three years  
20 your TIF revenue has increased about 1.5 million. And  
21 this number is net of rebate, so any rebates that you give  
22 out are netted against this, so a very positive trend in  
23 your TIF revenue.

24 I also want to show -- I'll make this even a  
25 little bigger -- I have a chart here to kind of further

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1 show you some of your trends in your TIF revenue. And  
2 just so everyone can kind of follow what the chart's  
3 saying, in 2025 the total of this bar is about  
4 19.2 million. That is the gross TIF revenue that the  
5 district received.

6 This little pink part, that is about  
7 1.5 million, and that's the rebates that you gave out on  
8 that 19.2, so you're left with the 17.7, the red bar, of  
9 actual net TIF revenue.

10 So you can see from ten years ago you were  
11 around \$12 million in net TIF revenue and you're now at  
12 17.7 net TIF revenue, so it's been a steady increase in  
13 TIF revenue for the last ten years with the exception of  
14 COVID, so that's our decrease due to COVID. But I just  
15 thought that it would be interesting to see the trend in  
16 your TIF revenue, because obviously you can see from these  
17 numbers here your TIF revenue is your main revenue source.

18 Are there any questions on the TIF revenue?  
19 (No oral response)

20 **MS. HUNTER:** And then just to go back up to --  
21 this just summarizes your key expenses. Again, this is  
22 not on a cash basis. There is no cash outflow for  
23 depreciation, but you can see that depreciation is your  
24 largest expense. Then you have your grants and project  
25 support, which is going to be the money that you're giving

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1 to help developers, all those type of projects. If it's  
2 not the district's asset, it's going to go through that  
3 line. Then you've got interest and other, which will be  
4 your advertising, professional, security, all sorts of  
5 other things.

6 And so you have a negative change in net  
7 position, but, again, this is not on a cash basis, because  
8 depreciation is your largest expense and it's a noncash  
9 expense.

10 So finally I just wanted to summarize your cash  
11 flow so you could kind of get a sense of where the money  
12 is going. So your purchases of capital assets, you can  
13 see you only had about 350,000 in the last year, but you  
14 can see your debt payments on an annual basis, so in the  
15 last year you spent about \$9.6 million on debt.

16 This interest number is the cash interest on  
17 the previous page. The interest included amortization of  
18 premium and discount, so this really tells you what on a  
19 cash basis you paid out in debt.

20 So you can see your overall cash at the end of  
21 the year was 26.4 million. And of that cash, 16.9 million  
22 is restricted by the bonds. So you're required to hold  
23 certain monies in separate accounts as a result of your  
24 bonds, so really you have 9.4 at June 30, '25 of  
25 unrestricted capital cash and investments.

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1 And so with that I'm happy to answer any  
2 questions on anything I said any questions on the draft  
3 itself, so I'll open it up for questions.

4 (No oral response)

5 **MS. HUNTER:** And if there's no questions, I  
6 will thank Dan and everyone at the district for helping us  
7 with this audit this year. It's always a pleasure to work  
8 with everyone.

9 **CHAIRMAN McCUSKER:** Thank you, Lydia.

10 Normally we would approve the audit. For those  
11 people again just joining, for technical reasons, our  
12 agenda did not post until 1:45, so that basically could  
13 invalidate today's meeting action, so we've chosen to have  
14 a briefing instead and any action item, including approval  
15 of the audit, will be deferred until the next meeting. So  
16 that will be back on the agenda for approval in the next  
17 Rio Nuevo meeting.

18 Last shot at Lydia. Any questions for Lydia?  
19 (No oral response)

20 **CHAIRMAN McCUSKER:** Thank you very much.

21 **MS. HUNTER:** Thank you.

22 **CHAIRMAN McCUSKER:** I mentioned --

23 **MR. MEYERS:** I just want to say --

24 **CHAIRMAN McCUSKER:** Go ahead.

25 **MR. MEYERS:** Can I butt in just a second? I

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1 just want to say how much I appreciate Lydia and her team.  
2 They make Brandi do a lot of stuff and me do quite a bit,  
3 but I think this presentation she just kind of summarized  
4 for us is really helpful.  
5 Thanks, Lydia.  
6 **MS. HUNTER:** Thank you, Dan.  
7 **MR. POSTER:** Thank you. Appreciate it.  
8 **CHAIRMAN McCUSKER:** To put that in perspective,  
9 when Chris and I joined the board, Rio Nuevo had never  
10 been audited. That was 2012. It had never once been  
11 audited. So one of the first decisions the board made at  
12 that time was to engage an auditor.  
13 So indeed we have and we've enjoyed having  
14 Beach as our auditor for that entire duration. So we now  
15 are fully transparent, stand by our numbers, our  
16 performance is audited and we send this to the state. But  
17 it was astonishing to us that the district had seriously  
18 never been audited.  
19 **MR. SHEAFE:** (Inaudible) when we got the  
20 results of the first audit.  
21 **CHAIRMAN McCUSKER:** Yeah. That was quite an  
22 adventure because they had hundreds of millions of dollars  
23 of construction in progress on the books, so they would  
24 launch something but not complete it and not depreciate  
25 it.

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1 So I think our first year, Chris, we wrote off  
2 like \$250 million of CIP. So that little history lesson  
3 just shows you from where we've come over those years and  
4 you could see it from Lydia's graph. This revenue year  
5 was our highest ever in the history of the district, so we  
6 are indeed doing good work.  
7 Okay. So the auditor general audit is not  
8 done, so we don't have to discuss that.  
9 The next couple of items were set up for  
10 action.  
11 I'll just remind the board and the public what  
12 we're doing there. I think we talked about it in the last  
13 meeting. As Brandi left, we are negotiating with an  
14 executive search firm. They're identified there on our  
15 agenda. It's HRS out of Chicago. We're contemplating  
16 with them a consultation agreement where they would come  
17 in and review Brandi's responsibilities and her tasks and  
18 what she's been responsible for and help us draft a job  
19 description. And then once we have that, we could launch  
20 a search if we choose.  
21 They are going to launch a number of listening  
22 sessions. They'll be speaking to each one of our board  
23 members and several stakeholders about how you view the  
24 role of the executive director or administrative director,  
25 whatever we choose to call it. But, you know what

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1 Brandi's contribution has been under our organization for  
2 the last 14 years, so we felt it was important to bring in  
3 someone from outside, an expert, to help us evaluate our  
4 personnel issues going forward.  
5 Bautista was going to be a pretty simple  
6 cleanup on their agreement. We have to wait on that, so  
7 we're going to move --  
8 **MR. SHEAFE:** Well, let me address that just for  
9 a minute, Fletcher, if you don't mind.  
10 I don't know if we have to clean it up, because  
11 we have an approved motion. All that was being questioned  
12 was did we need a cap, and -- and that had to do for  
13 everybody's benefit with the rebate of the construction  
14 sales tax which is being rebated to Bautista as they  
15 expand those funds to improve the frontage along the  
16 riverfront.  
17 That frontage work is now underway, so the  
18 construction sales tax, a good portion of it, has been  
19 paid and that becomes the cap, because it wasn't any more  
20 or any less an amount. That construction will all be done  
21 by March and consequently it's a bit of an inconvenience  
22 to Gadsden to not be able to pay their contractor.  
23 The motion approved our ability to pay the  
24 contractor, and I just mention because we aren't taking  
25 action here. But I believe we're already authorized to

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1 make those payments. The question was is there a cap, and  
2 the cap is self-stated by being the maximum amount we  
3 actually receive as the district from the actual  
4 construction sales tax paid to the state.  
5 **CHAIRMAN McCUSKER:** Thank you for that. You  
6 were absent in the last meeting, so we really couldn't  
7 address the questions regarding the cap. It sounds like  
8 you can communicate that to counsel and maybe it's already  
9 actionable, so --  
10 **MR. SHEAFE:** I just wanted to make that  
11 statement because I was planning to do that. And I would  
12 never put words in the mouth of counsel, but I'm pretty  
13 confident counsel agrees with what I'm stating here and  
14 I -- based on that approval, I intend to move forward with  
15 releasing payments to Gadsden based on work approved.  
16 **CHAIRMAN McCUSKER:** Okay. We're going to move  
17 to HiFi and we're going to change the name, obviously, so  
18 we don't jinx you, Grant. But we were going to -- we've  
19 seen your presentation the last meeting. We were hopeful  
20 to advance it today. We're obviously not going to do  
21 that. If you want to share any updates with us for  
22 informational purposes, we'd love to hear how you're  
23 doing.  
24 **MR. KREUGER:** Sure. Thank you so much,  
25 Chairman McCusker and everyone here on Rio Nuevo.

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1 First and foremost, most of you guys got to  
2 hear our presentation at last -- two weeks ago's meeting,  
3 so I won't be too duplicitous here, but we made some  
4 progress even in the last couple of weeks. I stated last  
5 time that I was having some trouble with the city and Mike  
6 Czechowski in getting this property to be included as part  
7 of a BID. I actually had a great meeting with Mike and  
8 Jackie Vega from the city last week along with PROS  
9 Holdings and we really shared a lot of information. I'm  
10 feeling pretty confident that we're going to find a way to  
11 make this work.

12 That's an incredibly challenging process, to  
13 get that property as part of the BID, because you've got  
14 multiple layers of ownership there. You've got Crow  
15 Holdings that owns the commercial part, you've got the  
16 city of Tucson that owns the garage, you've got Napoli  
17 that owns the market rent apartments on top. And even  
18 getting all of the parcels together, because there's like  
19 overlap on the -- the floor plans here, it's been  
20 incredibly challenging for the city, but they seemingly  
21 have got the billing part down like no problem, but the  
22 other parts we're working on. But soon enough we're  
23 expecting to have information from the city on that one.

24 On top of that, I'll share my screen with you  
25 guys over here.

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1 Oh, sharing is not turned on, but I will  
2 send --

3 **CHAIRMAN McCUSKER:** For people that don't  
4 appreciate the jargon, the BID stands for the business  
5 improvement district. That's a district designed for and  
6 voted on by the property owners and there's an incremental  
7 tax for properties inside the business improvement  
8 district, and that goes specifically to cleanliness,  
9 safety, the kind of things that are provided by the  
10 Downtown Tucson Partnership.

11 For some reason back when the BID boundaries  
12 were formed, that particular address was carved out, so  
13 there's been this challenge. And it's a difficult  
14 property to police. It has an alley and, you know,  
15 parking garage that -- you know, there hasn't been a  
16 mechanism under which the downtown partnership could  
17 provide services to that property, so what Grant's talking  
18 about is a resolution to that that we are all looking  
19 forward to.

20 **MR. KREUGER:** I also want to give you guys a  
21 name. I have proposed the name Block A. Last time we  
22 trade marked Block A Tucson. If you can see my screen,  
23 you can see our logo work over here that we've been doing  
24 with Cirrus Visuals. Brandon and Matt Blair have been  
25 very helpful in helping create a branding guide for us on

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1 that one, so hopefully we can no longer call this the  
2 (inaudible) formally know as HiFi and we can work to have  
3 that sort of exorcism and make that one work over there.  
4 So here's what our logos look like.

5 As well, too, budget. You wanted to see some  
6 proposals on what this was going to cost to not come from  
7 a spreadsheet just created by me, and so I can show you  
8 based on Cottonwood Construction's understanding of the  
9 project right now, and I'll show you their statement of  
10 values here in a second.

11 We've gotten their scope. And this is just the  
12 construction part. This has nothing to do with my  
13 employees and opening inventories and soft openings and  
14 all those other associated costs at 2.498 million,  
15 basically 2.5 million.

16 Here's our statement of values on this project.  
17 I know that there's three spreadsheets over here and three  
18 pages. That's where we get to this 2.49 million.

19 Where we really could go way over or even under  
20 on this is on LED screens. I've got half a million  
21 dollars on there. We're working with Daktronics, Josh  
22 Francois, Reed Francois, to help us out. And with some of  
23 his audio visual integrators and designers, we could  
24 easily spend a million bucks or two million bucks on this  
25 thing. I mean, these guys built the halo that goes over

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1 the Clipper's stadium, and so I've kind of reined them  
2 back in and say (inaudible) here in Tucson, but, I mean,  
3 it could literally be a million dollar line item quite  
4 easily.

5 I'm interested to see what sort of assistance  
6 we could get from you guys, because I think the more  
7 assistance we could get from Rio Nuevo, the bigger we  
8 could go on this particular budget over here and really,  
9 really make this impactful.

10 There's a lot we could do with LED wall  
11 technology that I'm really excited to bring to the table  
12 for an upscale sports bar. Most of you guys all have nice  
13 TVs in your house. Everyone's got a 75 or 80-inch 4K LED  
14 flat screen. Most sports bars don't even have that these  
15 days, we're so behind. I'd love to bring this sort of  
16 Vegas sports book, sports bar look to this place and  
17 really make it a lot more pub rather than club.

18 So we've got 2.5 million in just construction  
19 over there. As part of that, I can show you some of --  
20 where our architect is working on the project right now  
21 and red lining bits and pieces of this one. Some of the  
22 way the drawings are don't match what's in the field, and  
23 so we're working our way through that particular process  
24 right now.

25 I've got a tremendously large quote, of course,

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1 from Arizona Restaurant Supply. There's over \$436,000  
2 just worth of equipment on a 22 page document. I won't  
3 bore everybody to tears with what my refrigerators and  
4 bits and pieces cost, but I'll take us right up to the top  
5 on this one. You can see this was just custom built for  
6 us in just the last few days specifically for this meeting  
7 over here. There's a couple hundred grand just in AV  
8 alone, too, and that's not even counting the LED wall  
9 portion of this.

10 So this is all of a 3 million-dollar probably  
11 overall investment. We've got about 1.8 million in cash  
12 we're prepared to throw into the project. We're ready to  
13 go big into downtown over here.

14 As you guys know, we made an investment in the  
15 Sugar Skulls as well, too. We're really excited to get  
16 this one off the ground and I just wanted to bring you  
17 guys some hard numbers. I could certainly share or send  
18 you guys these PDFs if you want to have this sort of  
19 information and I will open up to questions.

20 **CHAIRMAN McCUSKER:** Send that to us, Grant. We  
21 will get it around. Since we can't take any action today,  
22 we'll make sure everybody gets a copy of it. Any tweaks  
23 you make between now and November 12th, let us know as  
24 well and we'll put you on the agenda as an action item for  
25 that meeting.

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1 **MR. KREUGER:** Awesome. Looking forward to it.  
2 And between now and then, if you guys have any questions  
3 at all on this project, just let me know. It's a big one  
4 to bite off, but we're really excited to bring this one to  
5 the table. We think this is a really important property  
6 downtown and, if done right, it's going to be  
7 transformative of that corner and I think it's going to be  
8 transformative of the culture that has existed around that  
9 corner.

10 We're excited to be open hopefully seven days a  
11 week and late so we can be light and bright and really  
12 just have a lot of activity in that corner and hopefully  
13 it will keep some of the shenanigans down as well, too.

14 **CHAIRMAN McCUSKER:** Any questions for Grant?  
15 (No oral response)

16 **CHAIRMAN McCUSKER:** Okay, sir. Thank you.  
17 Both Gibsons and Cal's are extension items.  
18 They require action on the board. We're not going to do  
19 that today, so that takes us, Ross, to you.

20 This is a new presentation, first time we've  
21 seen this.

22 Ross, if you'll introduce yourself. You need  
23 to --

24 **MR. POSTER:** Mr. Chairman --

25 **CHAIRMAN McCUSKER:** Go ahead, Corky.

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1 **MR. POSTER:** This is Corky Poster. (Inaudible)  
2 is my favorite client, so I'm going to recuse myself from  
3 the conversation.

4 **CHAIRMAN McCUSKER:** We've got to get Grant to  
5 stop sharing.

6 **MR. KREUGER:** I'm trying to unshare, yeah.  
7 I've got a share screen, but it's off.

8 (Discussion off the record)

9 **CHAIRMAN McCUSKER:** Okay. Ross, Corky's  
10 recused. Introduce yourself.

11 And, Huna, make sure he has screen share.

12 **MR. RULNEY:** Thank you. Am I coming through  
13 okay?

14 **CHAIRMAN McCUSKER:** You're good.

15 **MR. RULNEY:** Okay. Except for the recusal, I  
16 broke up. Corky, what did you say? Can you say that  
17 again?

18 **CHAIRMAN McCUSKER:** He said you're his favorite  
19 client.

20 **MR. RULNEY:** Oh, that's -- okay. Good. Good.

21 **MR. POSTER:** You just wanted to hear it again.

22 **MR. RULNEY:** I just wanted to hear it again. I  
23 don't get to hear it often, so it's nice to hear. Thank  
24 you.

25 Good afternoon, everyone. It's great to be

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1 here today. My name is Ross Rulney. I've been developing  
2 real estate in Tucson for over 25 years.

3 My first downtown investment was in 1999, and  
4 since then I've renovated and developed close to  
5 \$45 million worth of real estate in just the downtown area  
6 along with several other projects throughout the city.

7 These downtown projects have generated  
8 substantial tax revenue and created lasting public and  
9 economic benefits for Tucson.

10 While my original focus wasn't specifically on  
11 historic properties, over time I've developed a deep  
12 personal commitment to preserving and revitalizing some of  
13 these properties, especially downtown.

14 Along the Broadway corridor from 5th Avenue  
15 west to 6th Avenue, I've led several key redevelopment  
16 efforts. These includes the seven-story Gallery project  
17 on 5th Avenue, the acquisition and renovation of the  
18 Julian Drew Apartments, the Julian Drew Lofts with retail  
19 space including Charro Steak and a full transformation of  
20 the VFW building.

21 Now with your partnership, I'm ready to begin  
22 the next chapter, which is the repurposing and restoring  
23 of the Odd Fellows Hall building and the neighboring  
24 single story property formerly owned by WaveLab Studios.

25 This property is the focus of today's presentation.



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1 When Yanos decided to scale down and relocate  
2 his downtown kitchen and cocktails restaurant to the VFW  
3 building, I was fortunate to attract the Delta as an  
4 immediate tenant. Although their business ultimately did  
5 not succeed, the experience reinforced the importance of  
6 making the right long-term investment in the site.  
7 Despite active efforts by our brokerage team,  
8 the significant improvements needed have made it very  
9 difficult to attract the right tenant sharing our vision  
10 and confidence in the property's potential.  
11 I made the decision to move forward with a  
12 major personal investment to bring this property back to  
13 life. However, with construction costs continuing to rise  
14 combined with the significant improvements needed, I am  
15 seeking your support to make this redevelopment both  
16 feasible and successful.  
17 I've assembled a strong team for this effort  
18 lead by the Repp+McClain Design and Construction firm with  
19 a proven track record in transforming properties downtown.  
20 They have been instrumental in shaping many of these  
21 spaces to have redefined our urban core and their  
22 reputation speaks for itself.  
23 At this time I'd like to invite Rick from  
24 Repp+McClain to walk you through the proposed improvements  
25 to the property and how this project will enhance the

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1 surrounding area.  
2 Rick.  
3 Unless there's any questions to begin, but  
4 otherwise, Rick.  
5 **MR. McCLAIN:** Thanks, Ross. And thank you so  
6 much for having us today.  
7 We are really excited to show you what we've  
8 been working on with Ross for the Odd Fellows building and  
9 the WaveLab building. And just to reiterate kind of what  
10 Ross was speaking to a few minutes ago, these are a few of  
11 the projects that Ross has undertaken downtown, including  
12 Charro's Steak, the VFW, the Gallery and just a little bit  
13 of our work as well, too.  
14 We have -- we've been really fortunate to be  
15 able to transform some of the kind of historic buildings  
16 downtown and breathe some new energy into them. You can  
17 see the Playground and the roof deck on the lower left  
18 there, the R bar, and we also did the renovation to the  
19 Chicago Music Store buildings.  
20 So jumping into Odd Fellows and WaveLab, when  
21 Ross first approached us about this building, we were --  
22 we were really excited, because this is on 6th Avenue and  
23 it's -- let's go one more here. The site is on 6th Avenue  
24 just south of Broadway and just north of the Armory Park  
25 area. And we've always felt for a long time that this was

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1 kind of one little section that could really use a little  
2 bit of -- a little bit of new life into them. There's  
3 been so much work that was done on Broadway, so much work  
4 that was done south of this. This is kind of the missing  
5 piece that we felt would really connect all of these  
6 together.  
7 So you can see the Odd Fellows building is a  
8 three story, 14,000 square foot building on the south.  
9 WaveLab is a little bit smaller, a single story, 3,000  
10 square foot building on the north and it's got a parking  
11 lot that connects both of them.  
12 The Odd Fellows building was done by Henry  
13 Jaastad and it was built in 1914. It's actually -- it's a  
14 beautiful -- beautiful downtown building although over the  
15 years it has suffered some kind of unfortunate additions  
16 and utilities and dependencies and pieces like that that  
17 were built on it over time.  
18 And the other part of it, too, is really the  
19 first floor was kind of the only spot of this that was  
20 activated because the building doesn't have a proper  
21 second egress stair nor does it have an elevator. And so  
22 I think some of the goals of this project early on were  
23 really how can we activate this kind of expired building  
24 and utilize kind of the breadth of the entire space of it  
25 also combining with activation of the WaveLab facade as

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1 well.  
2 So what we're looking at doing -- so -- so what  
3 we started with was kind of simply adding what you can see  
4 here in the middle, which is a new elevator tower, which  
5 would go on the outside, and then adding an egress stair  
6 as well.  
7 And Ross had this kind of great idea early on.  
8 He said, if we're just going to build this egress stair,  
9 maybe what we could do instead of just having these, you  
10 know, kind of standard landings on each one of the stair  
11 steps as it comes down, we could expand those and we could  
12 actually create these kind of nice sort of decks that  
13 could be on the second and third floor. And from there  
14 what it does is it really, you know, allows people to have  
15 this kind of elevated experience. You get to look out  
16 over downtown. You can see the Catalinas from here. It's  
17 a really nice space to occupy and to be in.  
18 The other thing we're proposing is really sort  
19 of, you know -- you know, kind of addition by subtraction  
20 really kind of cleaning up some of those kind of  
21 unfortunate pieces that were added to the north side of  
22 this building to get it back to its original historic  
23 facade.  
24 The new elevator is fairly kind of lightly  
25 attached to it so that you can really -- we can really

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1 kind of honor the existing historic facade that's there.  
2 We're also planning on doing a little bit of renovation to  
3 the facade just to revitalize that and get it kind of back  
4 to a cleaned up area for it as well.  
5 And then the same thing on the WaveLab  
6 building. This building again was a beautiful building,  
7 had a great facade. Unfortunately the historic first  
8 floor facade was demoed at some point and the brick on the  
9 top parapet was all covered over. You can see we did a  
10 little selective demo here to see what was underneath.  
11 And so our plan on that is to actually remove that  
12 covering so that we can expose that historic brick and  
13 then redo the lower facade down here as well.  
14 And then the third component to this project as  
15 well is really the space that's kind of in between the two  
16 buildings. It's currently just a parking lot, but it has  
17 a really nice space and sense of scale. And one of the  
18 thoughts that we could do is there's a little bit of trees  
19 that are along 6th. We'd like to add a few more trees and  
20 then actually add trees along the north side of the  
21 parking area as well, too.  
22 And then on the north side of Odd Fellows Hall,  
23 we have quite a bit of vegetation there, and then we're  
24 actually proposing to clad the elevator tower with  
25 tangerine cross vines and allow those vines to grow up the

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1 tower.  
2 And our inspiration for this area was, you  
3 know, going through some of the bigger cities where you  
4 come across those like smaller pocket parks and pieces  
5 like that where there are these really great spaces.  
6 They've got lots of vegetation. They're kind of a nice  
7 space and we thought looking through all of the areas of  
8 downtown, this was a really great space that we could  
9 emulate that and you could see that maybe on an event  
10 night or something they could simply close off this  
11 parking lot and you could have this great spot with, you  
12 know, the soft landscape, these globe lights that hang  
13 over and it could be a really nice kind of amenity space  
14 downtown as well.  
15 So, again, here's kind of the existing view of  
16 looking at the WaveLab building with Odd Fellows in the  
17 back.  
18 And this is what we're proposing. You can see  
19 restoring that existing brick that's up there, and then on  
20 the lower storefront facade, we have an articulated steel  
21 and glass setup here as well, too. The proportions of  
22 this kind of emulate some of the historic proportions that  
23 we found in other buildings downtown. By using the steel  
24 articulation on here, it's durable and long lasting and  
25 can handle some of the -- you know, some of the abuse that

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1 this may -- this may get in the downtown area.  
2 Another photo of the existing facade with it  
3 cleaned up here.  
4 Again, you can see in this image here the  
5 restoration of that north facade, the potential for a  
6 really nice patio area here outside the restaurant, and  
7 then you can see those decks. We chose to do glass on the  
8 railing for those decks again to create them to be as  
9 transparent and as light as possible to honor that  
10 existing facade that's there.  
11 On the interior, this is a section looking  
12 through the Odd Fellows Hall, so you can see on the lower  
13 right that's the space that's formally the Delta  
14 Restaurant. There's a little bit of area to the east of  
15 that. And then on the second floor, there's actually a  
16 great events hall space that's in there and there's a  
17 beautiful high ceiling space on the west as well again I  
18 think just not living up to their full potential because  
19 of the egress and access requirements that they have.  
20 So here's an image of what that space on the  
21 second floor in the back looks like on the left there, and  
22 then these were some of our -- you know, a little bit of  
23 reference images for things that we've been looking at for  
24 ways we can build out that space.  
25 And then this is some reference images that

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1 we've been looking at for ways that we can build out the  
2 high volume second floor space that's right along 6th.  
3 A few more images to give you a feel for what  
4 we're -- what the plan is for the lower level. And,  
5 again, you can see how those decks and egress stair all  
6 fit in.  
7 And then I think to kind of wrap this up, you  
8 know, we're very excited about the potential for this  
9 space. We think it's, you know, a great way to kind of,  
10 you know, restore and renew these existing buildings and  
11 then really get a nice -- some really nice spaces that  
12 don't exist, you know, there's not as much of an  
13 opportunity for spaces like this downtown, and breathe  
14 some new life into them.  
15 There's a couple of the plans. And I think  
16 with that I can -- these are --  
17 And, Angela, I'll let you jump in at any point  
18 here, too, but these are a couple of the projected  
19 construction costs. These are actually all bid costs, so  
20 these aren't actually projected at this point. These are  
21 hard bid numbers. But you can see the breakdown between  
22 repairs and maintenance work, roofing, the elevator, stair  
23 facade work and then the WaveLab as well.  
24 And, Angela, I can let you probably take it  
25 over from here if you'd like.

1       **MR. RULNEY:** I think I'll jump in here, Rick.  
2       If there are any questions with regard to the  
3 economics, Angela is available.  
4       I would like to add that, you know, normally we  
5 would like to make this presentation with leases in hand,  
6 but we've been going that route for over a year now and  
7 haven't had any success because of the significant  
8 improvements needed. Most of the users that we have been  
9 speaking with and have shown some interest are just  
10 overwhelmed that the property needs so much and the  
11 accessibility to the second floor doesn't offer the same  
12 commercial and public benefits because of access, so it is  
13 our opinion similar to what happened on the VFW building,  
14 once these improvements are made, we will have a high  
15 probability of success with a number of market rate  
16 opportunities.  
17       And that's why, you know, I'm willing to make  
18 the sizable investment now instead of waiting until -- you  
19 know, as we have been doing for maybe another year or  
20 years to come.  
21       **MR. SHEAFE:** Ross, is that kind of event center  
22 that you're thinking about for that upper space, that's  
23 the big hall?  
24       **MR. RULNEY:** Yeah. Chris, good question. Not  
25 sure. What we're doing right now is we want to improve it

1 so that it can be a multi-purpose space for events or  
2 other venue opportunities. We've done a tremendous amount  
3 of demo work. We're moving forward on some of the work as  
4 we speak just to prep and get ready for these significant  
5 improvements.  
6       We've had to open up quite a bit of the space  
7 to investigate some of the mechanical and utility needs  
8 that the building requires. But as far as the overall  
9 use, it really depends on the restaurant downstairs, their  
10 strength, their ability to incorporate their vision and --  
11 and hoping it's consistent with ours. But we're just kind  
12 of prepping it to be multi use, demising the spaces like  
13 Rick illustrated in the pictures in a similar fashion to  
14 what's there today.  
15       **MR. SHEAFE:** The reason I ask is, you know,  
16 we've looked at the building over the years and it's got  
17 tremendous potential but also enormous challenges as  
18 you're pointing out. And you've been so creative and so  
19 effective in your housing components that I know you must  
20 have put strong consideration into just condominiumizing  
21 it or breaking it up and going two stories of housing --  
22       **MR. RULNEY:** Yeah.  
23       **MR. SHEAFE:** -- with a restaurant at the front  
24 end of it or something of that nature plus the other  
25 building that's on the north side. Why have you gone back

1 to an area that isn't as well defined?  
2       **MR. RULNEY:** Yeah, that's a great question.  
3 And the answer is really I can't get any housing component  
4 to pencil out. If I were to convert the VFW building, if  
5 that was an opportunity I was looking at today, I could  
6 never get in the ground with it because of the rising  
7 costs and it's just too expensive and there's really no  
8 potential near term return on investment.  
9       We spent a lot of time and a lot of money, met  
10 with the bank lenders, different contractors, architects  
11 and as much as I tried, I kept beating my head up against  
12 the wall, it just does not work.  
13       **MR. SHEAFE:** Right.  
14       **MR. RULNEY:** This investment right now with  
15 approximately \$1.8 million really puts this property in  
16 position for tenancy and -- and -- and really preserves  
17 the building in a way that -- you know, there are -- there  
18 are current concerns, everything from the roofing concerns  
19 and, you know, it's 110 years old and it looks beautiful.  
20 It's one of the more impressive older buildings downtown  
21 or in the Tucson community, but it is in dire need of  
22 improvements. There's a tremendous amount of deferred  
23 maintenance.  
24       When I bought the property, it was, you know,  
25 kind of like the VFW. I just didn't want someone else to

1 own it and I wanted to make sure that someone -- if I knew  
2 someone was going to make the investment and not mothball  
3 these properties, I would have probably made the decision  
4 have at it. But I -- I -- I've seen too many properties  
5 sit for too long and, you know, out of just protection  
6 stepped in and that's what's taking place here with this  
7 property as well.  
8       **MR. SHEAFE:** Okay. Thank you.  
9       **CHAIRMAN McCUSKER:** Rick, are those  
10 contributing properties? Do you know their historical  
11 status?  
12       **MR. McCLAIN:** The Odd Fellows building is  
13 contributing, the WaveLab is no longer contributing.  
14       **CHAIRMAN McCUSKER:** Is the elevator an issue  
15 then if it's historic? Are you going to need them to  
16 approve that or if it's maybe detached? Is that not an  
17 issue? I'm concerned about the elevator.  
18       **MR. McCLAIN:** Yeah. So we had --  
19       **MR. RULNEY:** Go ahead, Rick.  
20       **MR. McCLAIN:** I was just going to say we had a  
21 conversation with the SHPO's office kind of early on when  
22 we -- when we first started looking at the elevator and  
23 the stair for this building and they were very supportive  
24 of the design direction, again, kind of a lot of things we  
25 have reiterated. There's a clear separation between

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1 what's new and what's existing. We're touching the  
2 existing building in a very light way, so I think a lot of  
3 the things that we're trying to do with this were kind of  
4 going hand in hand with what the SHPO's office likes to  
5 see in preservation projects.  
6 **MR. RULNEY:** Mr. Chairman, they also are very  
7 focused on the front west facing facade, which we are just  
8 renovating and improving and leaving as is. The current  
9 look will remain.  
10 To the north -- there used to be a building  
11 that was to the north and the parking lot was demoed many  
12 years before me. We are not looking for any historic tax  
13 credits on the property because the amount of work we  
14 would be doing inside and what we propose negates the  
15 ability for us to achieve those historic tax credits,  
16 but -- so no, we think the elevator provides an  
17 opportunity to create commercial space, retail space  
18 upstairs that we don't have today, and the square footage  
19 is significant up there. We don't see any issues with the  
20 elevator on the north side of the building.  
21 **CHAIRMAN McCUSKER:** Any questions for the team?  
22 (No oral response)  
23 **CHAIRMAN McCUSKER:** Okay. Thank you. Great  
24 project. It's great on that street. And we've walked it  
25 with you several times. This seems to be the best

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1 possible design for extended use, so --  
2 And it's going to create sales tax, Chris.  
3 That's one of the things we like about it. It's probably  
4 all TPT producing.  
5 Thank you.  
6 **MR. McCLAIN:** Great. Thank you all.  
7 **MR. RULNEY:** Thank you. Appreciate it.  
8 **CHAIRMAN McCUSKER:** We'll see you in a couple  
9 of weeks as well.  
10 **MR. RULNEY:** Thank you.  
11 **CHAIRMAN McCUSKER:** Elliott's is an extension  
12 item. They're going to get postponed as well.  
13 Regarding the next agenda, Peter Anadranistakis  
14 will be here to update us on the bungalows. That was a  
15 request. He wasn't ready today. We'll see these two  
16 super projects back. The Block A project and the Odd  
17 Fellows Hall will be back on the agenda as will some of  
18 these other smaller items.  
19 The Obie Hotel project, just a quick note, is  
20 on its way to Pima County to get their blessing as the  
21 developer of that site, so we should see some information  
22 on that in the November session as well.  
23 Anything else somebody wants to see on the  
24 agenda since we had to postpone any action today?  
25 (No oral response)

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1 **CHAIRMAN McCUSKER:** Okay. Sorry about the  
2 agenda mixup. I was at a lunch with the U of A and missed  
3 the whole thing until lunch was over and it was too late  
4 to do anything about it, so that's a lesson in government  
5 agenda notices. But I think we did a nice job being able  
6 to have something in the public but no action, so thank  
7 you for your help, Mr. Collins, and we'll see everybody in  
8 a couple weeks.  
9 I guess I should adjourn since we're --  
10 **MR. COLLINS:** You need a motion, sir.  
11 **CHAIRMAN McCUSKER:** That's action. I can't  
12 take any action.  
13 **MR. COLLINS:** Easy now. Please take the action  
14 to adjourn.  
15 **CHAIRMAN McCUSKER:** Okay. I need a motion to  
16 adjourn.  
17 **MS. COX:** So moved.  
18 **CHAIRMAN McCUSKER:** Jannie, was that you?  
19 **MS. COX:** Yeah.  
20 **CHAIRMAN McCUSKER:** And second, please.  
21 **MR. SHEAFE:** Second.  
22 **CHAIRMAN McCUSKER:** All right. Thank you.  
23 All in favor say aye.  
24 (Motion made, seconded and passed unanimously)  
25 **CHAIRMAN McCUSKER:** See you in two weeks.

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