

**Minutes of Special Meeting
of the Board of Directors of
Rio Nuevo Multipurpose Facilities District**

Wednesday, March 24, 2010

**Tucson Convention Center
Tucson, Arizona**

The meeting of the Board of Directors of the Rio Nuevo Multipurpose Facilities District was held on Wednesday, March 24, 2010 in the Maricopa Meeting Room of the Tucson Convention Center, 260 South Church Avenue, Tucson, Arizona commencing at 2:00 pm.

1. Call to Order / Roll Call

The meeting was called to order at 2:00 pm.

	Appointee	Present	Absent/Excused
Jeff DiGregorio (Acting Chair)	Tucson	x	
Jodi A. Bain, Member	Governor	x	
Edwin L. Biggers, Member	Governor	x	
Dan Eckstrom, Member	South Tucson		x
Scott Egan, Member	House	x	
Craig Finfrock, Member	Senate	x	
Carlotta Flores, Member	Governor	x	
Mark Irvin, Member	House	x	
David N. Jones, Member	Governor	x	
Alberto Moore, Member	Senate	x	
Anne-Marie Russell, Chair	Tucson	x	
Victor Soltero, Member	South Tucson	x	
Alan F. Willenbrock, Member	Governor	x	

2. Consider (and, if appropriate, Approve) Minutes of November 18, 2009 Meeting

A motion to approve the minutes of the special meeting on November 24, 2009 was made by Board Member Anne-Marie Russell, seconded by Board Member Victor Soltero, and passed unanimously by the weighted votes of the Tucson and South Tucson appointees present (11-0).

3. Consider (and, if appropriate, Approve) Suspension and Repeal of Section Article 5 of the Board's Administrative Rules relating to Weighted Voting

A motion to suspend and repeal Section Article 5 of the incumbent Board's Administrative Rules regarding Weighted Voting whereby voting shall hereinafter be one vote to one person as was made by incumbent Board Member Anne-Marie Russell, seconded by incumbent Board Member Victor Soltero, and passed unanimously by the

weighted votes of the Tucson and South Tucson incumbent Board appointees present (11-0).

4. Consider (and, if appropriate, Approve) Minutes of March 16, 2010 Meeting

A motion to approve the minutes of the special meeting on March 16, 2010 was made by Board Member Scott Egan, seconded by Board Member Jodi A. Bain, and passed on a vote of 8 to 4, with Board Members Jodi A. Bain, Alberto Moore, Alan F. Willenbrock, and Mark Irvin abstaining.

5. Interim Executive Director's Report – Richard Miranda

Interim Executive Director Richard Miranda indicated there were no actions taken on behalf of the Board to fulfill District obligations since the last meeting of the Board of Directors.

Interim Executive Director Richard Miranda indicated that the Mayor and Council of Tucson will discuss the Rio Nuevo staffing assistance at a study session scheduled for April 6th, 2010. The Study Session will specifically address the issue of accounting for staff support hours and the new State legislation which requires separation between City government and Rio Nuevo with respect to salaries of City officials and employees.

Board Member David Jones mentioned that City staff has been operating pro-bono; they are not on the District payroll. The Board has the ability to hire an Executive Director. The Board may want to explore hiring its own staff.

Interim Executive Director Mr. Miranda stated that because of the partnership role that the City has played, the decision whether or not to change the relationship should be stated in a new Intergovernmental Agreement addressing staff support.

Acting interim Chair Jeff DiGregorio asked that Mr. Steve Moffett of Garfield Traub give a brief Hotel update. Mr. Moffett indicated that the general contractor, Turner/Sundt, had released the GMP bid requests to the public, with bids due to Turner/Sundt by April 14th. The results will be released by May 10th.

Acting interim Chair Mr. Jeff DiGregorio indicated that the State of Arizona Auditor General had released the RFP for the Performance Audit of the District with responses due by March 26th, 2010. The preliminary draft of the Audit is due August 2nd, the Exit briefing with respect to the audit would be held on August 31st, with Final Audit due by September 30th. The Board will receive a copy of the Audit before it is given to the general public. Furthermore, the State has invited one member of the District Board to sit on the selection committee, Board Member David Jones will represent the District in this process.

6. Presentation Concerning Open Meeting Law – William Hicks

Mr. Hicks gave a presentation on the Open Meeting Law.

7. Executive Session

At 3:04 pm, a motion to hold an Executive Session was made by Board Member David Jones, seconded by Board Member Carlotta Flores, approved unanimously.

At 4:25 pm, a motion to adjourn the Executive Session and reconvene the regular session was made by Board Member Craig Finrock, seconded by incumbent Board Member Victor Soltero, and approved unanimously.

8. Consider (and, if appropriate, Action) on Public Officials' Insurance Recommendations – Mark Irvin and David Jones

Board Member David Jones moved that action be taken to inform local insurance brokers of our interest in securing a type of insurance that would be appropriate to protect the directors from personal liability for actions of the Board. The motion was seconded by incumbent Board Member Anne-Marie Russell and approved by a vote of 11-1, with Board Member Jodi Bain abstaining. Board Member Mark Irvin will contact local insurance brokers to request that they address this issue at the next scheduled meeting.

9. Study Session Relating to District Financial Information – City Finance Department Staff

Kelly Gottschalk, City Finance Director/CFO gave a PowerPoint presentation report to the District on District Financial Information.

10. Future Meetings Dates and Agenda Items

- Next scheduled Board meeting will be March 31, 2010 at 2:00 pm.
- Report from David Jones regarding the Audit RFP
- Additional time to allow discussion of the District Financial Information presented by Kelly Gottschalk, Finance Director/CFO
- Questions from Board Members regarding the District Financial Information
- Insurance Brokers to present options for appropriate Board Insurance needs
- Report from Carlotta Flores and Jodi Bain regarding the Administrative matters
- Flowchart for Expenditures Approval process

11. Adjournment

The meeting was adjourned at 5:26 pm.