

Pursuant to A.R.S. §38-431.02, notice is hereby given that the Board of Directors of the Rio Nuevo Multipurpose Facilities District will hold the following meeting, which will be open to the public. One or more Board Members may participate in the public session by telephone.

**NOTICE AND AGENDA
FOR BOARD MEETING OF THE BOARD OF DIRECTORS OF THE
RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT**

Tuesday, August 25, 2015
1:00 p.m. MST Regular Meeting
Arizona State Building, Room **222**
Tucson, AZ 85701

AGENDA

- 1) Pledge of Allegiance**
- 2) Roll Call**
- 3) Board Meeting Minutes** - Discussion and potential approval of June 24, 2015 meeting transcript minutes.

4) Executive Session – (Room 152) - Upon a public majority vote of members constituting a quorum, the Board of Directors may hold an Executive Session. To comply with A.R.S. §38-431.03(B), all electronic devices, including cell and smart phones, iPads, notebooks, tablets and laptops should be turned off and stored during Executive Session. During Executive Session the following matters will be addressed.

a) Pursuant to A.R.S. §38-431.03(A)(3),(4) & (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the status of and issues related to the pending Agreement for Purchase and Sale of the “Arena Site” to Nor-Generations, LLC (“Nor-Gen”).

b) Pursuant to A.R.S. §38-431.03(A)(3) the Board will discuss with, consult with, and obtain legal advice from its attorney’s regarding legal issues associated with the possible refunding of the District’s 2008 Revenue Bonds.

c) Pursuant to A.R.S. §38-431.03(A)(3),(4) & (7) the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the status of and issues related to the conveyance of the Church and Council parking lot by the City of Tucson (“City”) pursuant to the Settlement Agreement between the District and the City.

5) Chairman’s Remarks

The Chairman will provide a brief update on relevant current events which may include updates on the progress with the Westside development and the District’s relationship with the Arizona Department of Revenue.

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6) Financial Report – Update & Discussion Only

The Board will receive an update from the District’s CFO, Daniel Meyers, on the District’s cash positions. Mr. Meyers will also address any questions that the Board may have.

7) 2008 Revenue Bond Refinancing – Possible Action

The District authorized counsel to prepare an appropriate written resolution that would empower the District to refinance the 2008 Revenue bonds provided that such refinancing would be financially beneficial to the District. The Board will receive an update on this process and may vote to take action, which may include directions to staff and counsel and/or passing a resolution to authorize the refinancing.

8) TCC Certificates of Participation – Possible Action

The Board will discuss taking advantage of low interest rates and consider a Certificate of Participation to help finance the TCC renovation. The Board may vote to take action on such discussion, which action may include directions to staff and/or counsel.

9) Open Meeting Law & Conflicts Refresher – Discussion Only

Counsel for the Board will provide the members with a summary of how the Open Meeting and Conflict of Interest laws impact the Board and respond to any questions that the Board members may have.

10) Rialto Theatre – Discussion Only

Counsel will update and respond to questions from the Board on the status of the closing on the sale of the Rialto Theatre to the Rialto Foundation.

11) Arena Site – Possible Action

Counsel will update and respond to questions from the Board regarding the status of the closing on the sale of the Arena Site to Nor-Gen. The Board may vote to take action based upon such update, which action may include direction to staff and/or counsel.

12) TCC Today Demonstration Project Proposal – Possible Action

The volunteer members of the TCC Today organization have raised matching dollars and completed one renovated area to show the potential of the TCC Plaza and Eckbo Landscape. TCC Today will provide a presentation of a second project to the Board. The Board may take action based upon such presentation, which action may include directions to staff and/or counsel.

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13) The Gadsden Company Proposal – Possible Action

The Gadsden Company, LLC owns or controls property within the District’s TIF boundaries at the western end of the street car terminus and north of property owned by the District and by the City of Tucson. Gadsden will make a presentation to the Board seeking financial assistance for its construction of retail space. The Board will discuss and may take action based upon such presentation, which action may include directions to staff and/or counsel.

14) Executive Officers – Possible Action

With the addition of Board Member Edmund Marquez to the Board, the members will discuss and may vote to elect officers to new terms.

15) Administrative Rules Change – Potential Action

Currently, the Board’s Administrative Rules require that all checks drawn on the District’s account be signed by the Treasurer and one of the other two executive officers. The Board will consider and may take action to modify the Administrative Rules to authorize any two of the three executive officers to sign District checks, which action may include direction to staff and/or counsel.

16) Renewal of Legislative Liaison’s Contract – Potential Action

Retention of Jonathan Paton as the Board’s representative in connection with actions by the Arizona State Legislature and the Governor that impact the District was approved in the Board’s 2015 fiscal budget. The Board will discuss and may vote to approve a new contract with Mr. Paton for the 2016 legislative session.

17) Stantec Consulting – Possible Action

The District has previously engaged Stantec Consulting Services, Inc. (“Stantec”) to perform various services in connection with the Arena Site. Stantec has requested an additional \$3,450 for further services on the Arena Site property. The Board will consider and may take action on such request, which action may include authorizing the preparation and execution of the appropriate agreement.

18) Streetscape Update – Discussion Only

Elaine Becherer, the Streetscape agreement project manager, will provide the Board with an update on the progress and respond to any questions that the Board may have.

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19) Fox Foundation Board Appointments – Potential Action

Pursuant to its agreements with the Fox Foundation, the District Board has the authority to appoint up to five members to the Fox Foundation Board of Directors. The District Board will discuss and may vote to take action, which may include appointing one or more individuals to the Fox Foundation Board of Directors.

20) AC Marriott Hotel – Discussion Only

Secretary Mark Irvin and counsel will update the Board on the status of this project and respond to questions from the Board.

21) Social Media Employee & Equipment – Potential Action

The Board will consider the possibility of hiring an individual to assist with the District's presence in social media, the cost of which would be part of the Board's marketing budget for the current fiscal year. Based upon such discussion, the Board may vote to take action, which may include taking the actions necessary to engage such individual and purchase the necessary equipment.

22) District Logo – Possible Action

The Board will discuss the reasons for and possibility of modernizing the District's logo. Based upon such discussion, the Board may vote to take action, which action could include directions to staff and counsel to take the actions necessary to change the logo.

23) Call to the Audience

Presentations are limited to three (3) minutes per speaker for a total of fifteen (15) minutes. All individuals interested in speaking must submit a Speaker's Card that will be made available at the meeting.

24) Adjourn