

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 MEETING OF THE BOARD OF DIRECTORS OF THE
RIO NUEVO MULTIPURPOSE FACILITIES DISTRICT**

Tuesday, November 15, 2016
2:00 p.m. MST Regular Meeting
Arizona State Building, Room 222
Tucson, Arizona 85701

AGENDA

- 1) **Pledge of Allegiance**
- 2) **Roll Call**
- 3) **Board Meeting Minutes** - Discussion and potential approval of the transcript minutes of the October 25, 2016 meeting.
- 4) **Executive Session (Room 158)** - 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 options for and threats to TIF revenue along the “Broadway Corridor” through its intersection with Alvernon.
 - b) 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 City Park project and the District’s investment that is subject to approval by the City of Tucson (“City”).
 - 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 possibility of the District entering into an Option Agreement with Pima County for the development of one or two parcels of property.
 - d) 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 Gadsden’s progress on closing the construction loan for the Mercado Annex development, its impact on the District’s agreement with Gadsden and related matters.
 - e) 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 various issues related to the

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ongoing Caterpillar Headquarters project including the need to relocate a sewer line that runs under the property (“Caterpillar Site”).

f) Pursuant to A.R.S. §38-431.03(A)(1), the Board will discuss and consider how to approach the replacement of its Operations Administrator who has resigned to become the CEO of a local construction company.

5) **Chairman’s Remarks** - The Chairman will provide a brief update on relevant current events, which update may include the Caterpillar project, the new Greyhound bus terminal and other Board projects.

6) **Financial Report – Update & Discussion Only**

The District’s CFO Daniel Meyers will provide the Board with an update on the District’s cash positions and related financial issues and will respond to inquiries from the Board.

7) **Broadway Corridor/Sunshine Mile – Possible Action**

Due to the widening of Broadway from Euclid to Country Club, dozens of TIF merchants could be displaced, properties demolished. Informal discussions between Board members and the City of Tucson (“City”) have explored the possibility of the District taking possession of and repurposing certain properties acquired by the City. The Board will discuss and may vote to take action on such issues which could include directing the executive officers, staff and/or counsel to take the actions necessary to advance these discussions.

8) **Broadway Corridor/Randolph Golf Course – Possible Action**

The Tucson Conquistadors have approached the District about moving the annual Senior Tour event to the Randolph Golf course. The Conquistadors will present a proposal to the Board that will likely involve the Board providing financial assistance to build a new clubhouse on the Broadway frontage which could generate significant additional sales tax revenue for the District. The Board will discuss and may vote to take action which could include directing the executive officers, staff and/or counsel to take the actions necessary to explore this as a method of enhancing the District’s TIF revenue.

9) **City Park – Possible Action**

Counsel will provide an update and respond to questions on the progress that has been made in documenting the Board’s investment in the City Park project. Based upon such update and responses, the Board will discuss and may vote to take action which could include directing the executive officers, staff and/or counsel to take any and all actions necessary to advance this project including the possibility of directing the preparation of an entirely new development agreement.

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10) Gadsden – Possible Action

Counsel will provide an update and respond to questions on the progress that Gadsden has made in closing the construction loan that is contemplated by the Purchase / Lease / Option Agreement with the District and related matters. Based upon such update and discussions, the Board will discuss and may vote to take action which could include directing the executive officers, staff and/or counsel to take any and all actions necessary to advance this project.

11) Caterpillar Sewer Line Relocation – Possible Action

In the process of acquiring the Caterpillar Parcel from the City, the Board has learned that a Pima County 33-inch diameter “Sewer Line” runs through the center of this property. The Sewer Line must be moved before the Caterpillar Headquarters can be constructed. The Board’s Caterpillar Project Representative Phil Swaim has been working with Pima County to reach an agreement pursuant to which the County will engage Westland Resources (one of the County’s Qualified Consultants) to commence this design process, and the District will reimburse the County for the attendant costs. The Board will consider and discuss whether to enter into such an intergovernmental agreement (“IGA”) and may vote to take action which could include directing counsel to prepare and finalize the appropriate IGA and authorizing the executive officers to execute that agreement.

12) Meeting Dates for 2017 – Possible Action

The Board will consider, discuss and may vote to set the dates for its regular board meetings during 2017.

13) Marketing – Possible Action

As part of its marketing efforts, the Board will consider and discuss a proposal from Kaneen Advertising and Public Relations, Inc. to assist in its marketing efforts. Based upon such discussion, the Board may vote to take action which could include directing staff and counsel to take the actions necessary to prepare and to authorize the executive officers to execute the necessary agreement(s).

14) Relocation of Rio Nuevo’s Office – Possible Action

The Board will discuss and consider the possibility of relocating its office to a new location at the end of the term of its lease at the Arizona State Building. Based upon such discussion, the Board may vote to take action which could include directing staff and/or counsel to work with the executive officers to explore alternative locations and report back to the Board.

15) Dabdoub Investments, LLC & Peach Properties – Possible Action

At its last meeting, Ron Schwabe and Marcel Dabdoub (“Schwabe/Dabdoub”) requested financial assistance from the Board for the development of four projects: the Arizona Hotel, the old Bring’s chapel at 236 S. Scott, the now vacant Chicago Store building at 45 S. Sixth Avenue, and the property at 123 S. Stone Avenue (the “Schwabe/Dabdoub Projects”). As a result of this presentation,

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the Board instructed its counsel to work to prepare for review and possible execution the documents necessary to provide the assistance requested for the Schwabe/Dabdoub Projects. The Board's counsel will provide, update and answer questions from the Board on these efforts. Based upon such update, the Board may vote to take action which could include directing counsel and authorizing the executive officers to take additional actions in connection with the Schwabe/Dabdoub Projects.

16) Project Financing – Update Only

Counsel will update and respond to inquiries from the Board on the Board's previously approved independent financing for the AC Marriott and Greyhound commitments of approximately \$7,000,000.

17) TCC Today/Eckbo Garden – Update Only

The Board will receive a brief update from Karla Van Drunen Littooy on TCC Today and the Eckbo Garden project.

18) New Greyhound Bus Terminal – Update Only

The Board will receive and discuss an update on the progress of the District's construction of the new Greyhound Bus Terminal.

19) Mission Garden Project – Update Only

The Board will receive an update on this project from the Friends of Tucson Birthplace.

20) 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.

21) Adjourn