

*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, September 26, 2017**  
1:00 p.m. Tucson Time Regular Meeting  
Arizona State Building, Room 222  
Tucson, Arizona 85701

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**AGENDA**

- 1) **Pledge of Allegiance**
- 2) **Roll Call**
- 3) **Board Meeting Minutes** – Discussion and potential approval of the transcript minutes of the August 22, 2017 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 shall be turned off and stored during Executive Session. During this Executive Session, the following matters will be addressed:
  - a) Pursuant to A.R.S. §38-431.03(A)(3), (4) and (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the status of the design and construction of the “Headquarters” for Caterpillar’s Surface Mining & Technology Division (“SM&T”).
  - b) Pursuant to A.R.S. §38-431.03(A)(3), (4) and (7), the Board will discuss with, consult with, obtain legal advice from and may instruct its attorneys regarding the status of the financing for the SM&T’s Headquarters.
- 5) **Chairman’s Remarks**

The Chairman will provide a brief update on relevant current events, which update may include information related to the Caliber Hotel at the Tucson Convention Center, the Broadway and 6<sup>th</sup> Avenue parking lot, as well as the AC Marriott Hotel.
- 6) **Caterpillar’s SM&T Headquarters – Possible Action**

The Board will hear an update on and discuss the progress that has been made in the construction and design of the Headquarters. It is anticipated that this discussion will include the consideration and potential approval of GMP #2 that will include the expenditures necessary to construct the foundation, the elevators and related construction activities. Based upon such update and discussion, the Board may vote to take action, which action could include directing staff and/or

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counsel to draft and finalize any and all instructions or agreements necessary to implement the Board's desires and authorizing the executive officers to execute such instructions and/or agreements.

7) **Caterpillar's SM&T Headquarters Financing – Possible Action**

The Board will hear an update on and discuss the progress that has been made in the District's efforts to finance the construction of the Headquarters. Based upon such update and discussion, the Board may vote to take action, which action could include directing staff and/or counsel to draft and finalize any and all agreements necessary to implement the Board's desires and authorizing the executive officers to execute such agreements.

8) **Election of Executive Officers – Possible Action**

The Board will discuss and may vote to elect one or more of its officers to a new 2-year term.

9) **Flores Concepts, LLC / Congress Street Clubs – Possible Action**

At its July 25, 2017 meeting, the Board authorized the executive officers to negotiate the terms of a \$250,000 loan to Flores Concepts. The Board will hear an update on such negotiations. Based upon such update and discussion, the Board may vote to take action, which action could include directing staff and/or counsel to draft and finalize any and all agreements necessary to implement the Board's desires and authorizing the executive officers to execute such agreements.

10) **Amendment to Bring's (236 S. Scott) Agreement – Possible Action**

The Board previously directed counsel and the executive officers to negotiate and bring back for the Board's approval an amendment to the District's agreement with the developers of the property at 236 S. Scott. The Board will hear an update on and discuss the status of that amendment. Based upon such update and discussion, the Board may vote to take action, which action could include directing staff and/or counsel to draft and finalize any and all agreements necessary to implement the Board's desires and authorizing the executive officers to execute such agreements.

11) **Ochoa Street Improvements – Possible Action**

Subject to an opinion from counsel, the Board previously approved spending up to \$1M on improvements to Ochoa Street. The Board will discuss and consider the possibility of retaining a project manager to oversee the District's investment in this project. Based upon such discussion, the Board may vote to take action, which action could include directing staff and/or counsel to draft and finalize any and all agreements necessary to implement the Board's desires and authorizing the executive officers to execute such agreements.

12) **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.

13) **Adjourn**