

Pursuant to A.R.S. §38431.02, 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.

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

**Monday, June 24, 2013
2:00 p.m. MST Regular Meeting At
400 W. Congress Street, Room 158
Tucson, Arizona 85701**

AGENDA

- 1) **Pledge of Allegiance**
- 2) **Roll Call.** (2 min)
- 3) **Board Meeting Minutes** - Discussion and approval of May 20, 2013.
- 4) **Executive Session** - (Approximately 60 Minutes) (Room 152). Upon a public majority vote of members constituting a quorum, the Board of Directors may hold an Executive Session. To comply with §38431.03(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. §38431.03 (A)(3), the Board will discuss and obtain legal advice from its attorneys regarding the current posture of the lawsuit in which the District has been sued by Garfield Traub.
 - b) Pursuant to A.R.S. §38431.03 (A)(3) & (4), the Board will discuss and obtain legal advice from its attorneys in order to consider its position and instruct its attorneys regarding the public body's position regarding contracts the current settlement posture of the lawsuit originally filed by John Kromko and involving the property generally known as the Thrifty Block.
 - c) Pursuant to A.R.S. §38431.03 (A)(3), (4) & (7) the Board will discuss and obtain legal advice from its attorney's in order to consider its position and instruct its designated representatives regarding the negotiations for the purchase, sale or lease of the real property described as the "Arena Site" in the District's Settlement Agreement with the City of Tucson.
 - d) Pursuant to A.R.S. §38431.03 (A)(3) the Board will discuss and obtain legal advice from its attorneys regarding procurement code.
 - e) Pursuant to A.R.S. §38431.03 (A)(3) the Board will discuss and obtain legal advice from its attorneys regarding establishing a loan fund.

Pursuant to A.R.S. §38431.02, 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.

f) Pursuant to A.R.S. §38431.03 (A)(3) & (7), the Board will discuss and obtain legal advice from its attorneys in order to consider its position and instruct its representatives regarding potential negotiations for the purchase, sale or lease of the real properties near the Tucson Community Center.

g) Pursuant to A.R.S. §38431.03 (A)(1), the Board will consider and discuss the issue of the salary of its employees.

Reconvene board meeting at approximately 3:30

5) Chairman's Remarks (10 Minutes)

6) Procurement Code –Possible Action - (20 Minutes)

The Board will consider and possibly take action on proposed Resolution 1-13 that, if adopted, would put a procurement code in place for the District.

7) Approval Process and Procedures related to the TCC project - Possible Action (15 Minutes)

In an effort to enable the District to expeditiously address the planning, design, and construction questions associated with the renovation activities at the TCC, an approval and procedures matrix has been drafted and modified by Christopher Schmaltz. Mr. Schmaltz will explain the purpose and modification of this draft matrix to the Board. The Board may elect to adopt or direct further modification to this procedures matrix.

8) Pre-Construction and Renovation Contracts –Possible Action- (20 Minutes)

The District has previously approved engaging The WLB Group, Inc. to update the engineering on the real property described as the Westside Parcel in the District's Settlement Agreement with the City of Tucson. The Board will discuss and may elect to direct the execution of a Professional Services Agreement related to the engineering for the Westside Parcel between the District and The WLB Group in an amount not to exceed \$36,420.00.

9) Agreement with Auditor General –Possible Action (10 minutes)

According to A.R.S. §484231.01, the Office of the Auditor General of the State of Arizona ("Auditor General") is required to contract with an independent auditor that has national status and expertise in evaluating hospitality, convention and sports venue facilities to conduct a performance and financial audit of the District. That statute also provides that the cost of the audit is an operating expense of the District and shall be paid from revenues payable to the District. The Board will discuss the agreement provided by the Auditor General to accomplish

Pursuant to A.R.S. §38431.02, 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.

this independent audit and may elect to authorize the execution and performance of the Auditor General's proposed agreement.

10) Thrifty Block Development Agreement & Kromko Lawsuit – Possible Action (10 Minutes)

The property commonly referred to as the "Thrifty Block" was the subject of the lawsuit filed by John Kromko against the District. At the direction of their respective clients, the attorneys for the District, the City of Tucson and BP Post Developers, LLC and related entities (generically the "Developer") have negotiated an Amended and Restated Development Agreement for the Thrifty Block (the "Restated Development Agreement").

Before the Restated Development Agreement can be executed, it must be approved by the District Board, the Mayor and Council and the Developer's lenders. The Board may choose to authorize the execution of the Restated Development Agreement provided that such execution will only occur after the Mayor and Council and the Developer's lender(s) have similarly approved the execution of the Restated Development Agreement.

11) Arena Site Drainage and Engineering – Possible Action - (10 Minutes)

Stantec Engineering will (a) report on the storm drain engineering and watershed issues on the property generally referred to as the "Arena Parcel" and (b) explain a proposal for certain design and construction related services. The Board may elect to authorize its attorneys to prepare the agreement necessary for the District to engage Stantec Engineering for such design and construction related activities and to authorize the Chair and Treasurer to execute such agreement on behalf of the District once it is finalized.

12) Title to the Arena Site – Possible Action (10 minutes)

Pursuant to the District's Settlement Agreement with the City of Tucson, District has the option of taking title to the Arena Site. If it is going to exercise this option and thereby take title to the Arena Site, the District must do so on or before June 25, 2013 or the option will expire. The Board will discuss and may elect to exercise this option and, if so, direct its staff to draft the documents and to take all other actions necessary to take title to the Arena Site.

13) Westside Parcel – Possible Action (10 minutes)

Members of the Board have met with the adjacent property owners and proposed a joint development plan that incorporates some of the historical/cultural projects that have long been abandoned and allowing some commercial development on and near the Westside Parcel. The Board may elect to instruct its staff to negotiate and draft a joint development plan for consideration by the Board.

14) TCC Update – Possible Action (35 Minutes)

Pursuant to A.R.S. §38431.02, 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.

Extensive work has been done on the scope and wish list that was approved several months ago. The Project Manager and Architect will present a revised budget for the TCC arena remodel. The Board may elect to instruct its staff, the Project Manager and Architect to take actions based upon the revised budget.

15) Nor-Generations, LLC – Possible Action (10 Minutes)

The Board will consider and discuss the potential for a joint development or similar agreement with Nor-Generations, LLC (the “LLC”), which owns certain real property adjacent to the Arena Site. A joint development agreement with the LLC could lead to a convention center hotel, significant new parking, and new exhibition space. The Board may elect to direct its staff to commence negotiations with the LLC and draft for the Board’s consideration a joint development or similar agreement.

16) Legislative Representation – Possible Action (10 minutes)

The Board will discuss whether to engage a legislative representative for the next legislative session and, if so, how to choose such a representative and what functions the Board would like such representative to perform. The Board may elect to direct one or more of its members and/or its staff to commence such processes.

17) Real Estate Loan Fund – Possible Action (10 Minutes)

A real estate investment bank (“Bank”) has proposed to the District a \$100,000,000 “Development Fund” to be made available for local projects within the TIF district. This proposal contemplates the District committing \$15,000,000 to the Development Fund with the Bank (a) arranging for or supplying the difference and (b) managing the Development Fund. The Board may elect to direct its staff and/or attorneys to evaluate this proposal and to report to the Board any and all legal issues that would be involved in the District’s participation in the proposed Development Fund.

18) CFO Report – Discussion & Update Only - (15 Minutes)

The District’s CFO, William Allen, will explain and update the Board on the proposed budget for fiscal 2014, the District’s cash position and the Performance Audit agreement and payment.

19) Marketing Update - Possible Action-(10 Minutes)

As part of the 2014 budget, the Board will discuss taking the District’s marketing efforts entirely in-house, producing its own newsletter and utilizing the funds spent on the radio show to promote TIF merchants through paid advertising features in print, TV and radio. The Board may elect to direct its staff to take the actions necessary to accomplish this.

Pursuant to A.R.S. §38431.02, 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.

20) **Call to the Audience**

Presentations are limited to 3 minutes per speaker, for 15 minutes in sum. All those interested in speaking should submit a Speaker's Card that will be made available at the meeting.

21) **Budget Hearing** —(15 minutes)

The District is required to hold a public hearing on its proposed 2014 budget. The Board will hear public comment and testimony on the Budget by speaker card submission. Speaker presentations shall be limited to three minutes per speaker for a total of 15 minutes. All those interested in speaking should submit a Speaker's Card that will be made available at the meeting.

22) **2014 Budget-Possible Action** (15 Minutes)

After the Budget Hearing, Board will discuss and possibly vote upon on the 2014 budget presented in the public hearing.

Adjournment