

*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.*

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

**Friday, November 9, 2012  
1:00 p.m. MST Regular Meeting At  
400 W. Congress Street, Room 222  
Tucson, Arizona 85701**

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**AGENDA**

1. **Pledge of Allegiance**
2. **Roll Call.** (2 min)
3. **Executive Session-** (1 Hour) Upon a public majority vote of members constituting a quorum, the Board of Directors may hold an executive session in accordance with A.R.S. §38-431.03 (A), (3) and (7) for legal advice concerning the following matters. To comply with §38-431.03(B), all electronic devices, including cell and smart phones, I pads, notebooks, tablets and laptops should be turned off and stored during Executive Session.

1. Litigation Claims and Mediation
  - i. COT Litigation/Settlement
  - ii. Kromko Litigation
2. Amendment of Administrative Rules.
3. Indemnification of prior Board members.

**Reconvene board meeting at 2:00pm**

4. **Projects Under Consideration-Possible Action** (10 Minutes)
  1. Rancho Chuk- Shon
  2. Mission Gardens
  3. Fifth and Congress
  4. Granada Infrastructure
  5. TCC Improvements

If the Rio Nuevo board approves an out of court settlement proposal for the city of Tucson to consider the Board would like to immediately move forward on these, and possibly other projects. The board may choose to discuss them and provide some direction to other parties on how to proceed.

5. **Amendment of Administrative Rules & Board Member Indemnification - Possible Action** (10 minutes)

1. The Board may consider amending Article 7 of the District's administrative rules regarding board member indemnification.

2. The Board may discuss and consider the issues of indemnifying and defending prior board members for their actions while members of the Board.

6. **Kromko Litigation** (5 minutes)

Under Kromko: The Superior Court has approved the Rio Nuevo motion to dismiss this lawsuit that alleged that the District violated the gift clause in the property transaction known as the Thrifty Block. The court upheld the District's assertion that Rio Nuevo is a tax levying district and is, therefore, exempt for the gift clause statute. The board will discuss the next steps in this case.

7. **COT Litigation/Settlement** (20 minutes)

The RN Board has received a counter proposal from the City of Tucson and will discuss a response.

8. **Adjournment**