

**THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE CITY OF TUCSON, ARIZONA**  
**Legal Action Report of the Special Meeting**  
**of the Board of Directors**

**May 28, 2015**

3:00 P.M.

at the

Ward VI Council Offices - East Conference Room  
 3202 East First Street  
 Tucson, Arizona 85719

**Present:**

<b>Board Members</b>	Marilyn Robinson Gary Bachman Emily Nottingham Judy Clinco Larry Lucero Evelia Martinez (left at 4:40 p.m.) Adam Weinstein (arrived 3:05 p.m. left at 3:40 p.m.)
<b>Staff</b>	Charles Lotzar, Lotzar Law Firm, PC Gary Molenda, Business Development Finance Corporation Karen Valdez, Business Development Finance Corporation Gabriel Gomez, Business Development Finance Corporation
<b>Guests</b>	Wiley Cornell, El Presidio Neighborhood Association Andy Squire, City of Tucson

The Special Meeting of the Board of Directors of The Industrial Development Authority of the City of Tucson, Arizona (the “**Authority**”) was held on **May 28, 2015**, at the Ward VI Council Office - West Conference Room, 3202 E. First Street, Tucson, Arizona. All Authority’s Board Members and the general public were duly notified of the meeting. C. Lotzar had informed the Authority’s Board of Directors that Arizona’s Open Meeting Laws allow for members of the Authority’s Board of Directors and legal counsel to appear and participate in the meeting telephonically so long as all participants in the meeting can hear and be heard.

ITEM	ACTION TAKEN/TO BE TAKEN
<b>1. Call to Order</b> The meeting was called to order by Marilyn Robinson, with a quorum present.	The meeting was called to order at <b>3:02 p.m.</b>
<b>2. Request for resolution to approve the minutes of the Regular Meeting of April 9, 2015.</b>	A <b>MOTION</b> was made and seconded (L. Lucero / J. Clinco) to approve the meeting minutes of the <b>April 9, 2015</b> regular meeting as presented. <b>Approved 6-0.</b>
<b>3. Request for resolution to approve the payment of invoices and the notification of items to be paid on the Authority’s behalf by third parties.</b>	A <b>MOTION</b> was made and seconded (E. Martinez / L. Lucero) to approve payment of invoices and notification of items to be paid as presented. <b>Approved 6-0.</b>
<b>4. \$7,940,000 The Industrial Development Authority of the City of Tucson, Arizona Education Revenue Bonds, Series 204A and \$770,000 the Industrial Development Authority of the City of Tucson, Arizona Education Revenue Bonds, Taxable Series 2004A-T - request for resolution authorizing the execution and delivery of an Acknowledgement &amp; Consent to the refunding of the Bonds.</b>	A <b>MOTION</b> was made and seconded (G. Bachman / E. Martinez) to approve the execution and delivery of the Acknowledgement & Consent to

	the refunding of the Bonds. <b>Approved 7-0.</b>
<b>5. Status Report and recommendation of the Loan Review Committee regarding a loan request from Business Development Finance Corporation (“BDFC”) for a participation agreement with BDFC in an amount not to exceed \$150,000 related to BDFC’s loan to CB Real Estate Investments, LLC, an Arizona limited liability company and request for all actions related thereto.</b>	A <b>MOTION</b> was made and seconded (E. Nottingham / L. Lucero) to: <b>1)</b> approve participation in a BDFC loan to CB Real Estate Investments, LLC and the form of Participation Agreement with BDFC, in an amount not to exceed <b>\$150,000</b> ; and <b>2)</b> cover the gap in the Community Loan Funds from the Authority’s General Fund. <b>Approved 7-0.</b>
<b>6. Status Report and request for resolution authorizing an amendment to the participation agreement with BDFC in an amount not to exceed \$25,000 related to BDFC’s loan to Gibson’s Market, LLC, and for all actions related thereto.</b>	A <b>MOTION</b> was made and seconded (E. Nottingham / L. Lucero) to authorize an amendment to the participation agreement with BDFC, funding an additional <b>\$25,000</b> , contingent upon: <b>1)</b> BDFC’s approval/funding of the increase in loan funds requested by Borrower, and <b>2)</b> receipt of an updated credit memo with regard to the amendment requested. <b>Approved 6-0.</b> ( <b>1</b> abstention: A. Weinstein).
<b>7. Status Report related to development of the Request for Qualifications/Request for Proposal (“RFQ/RFP”) or other process related to the potential development of Block 174 and/or Block 175 and request for resolution for any actions related thereto. Pursuant to Arizona Revised Statutes Section 38-431.03(A)(1)(3) and/or (4), the Board may vote to recess and meet in executive session for the purpose of discussion or consultation with and to provide direction to the Board’s legal counsel in connection with this item. Any action taken by the Board regarding this matter will be taken in open meeting session (either at this meeting or at a later date) after the adjournment of the executive session.</b>	No action taken
<b>8. Status report by the Authority’s Advisor concerning the Authority’s financial performance through the Authority’s 3<sup>rd</sup> quarter ending March 31, 2015, including a comparison of budget to actual results.</b>	No action taken
<b>9. President’s Report: Brief Summary of current events, including items brought to the President’s attention or matters that required handling by the President since the last meeting, including: the scheduling of a Special Meeting for the purpose of conducting a Board of Directors’ Planning Session / Retreat.</b>	No action taken
<b>10. Call to the audience</b> There was no one in the audience who wished to address the Authority.	No action taken
<b>11. Adjourn</b>	A <b>MOTION</b> to adjourn was made and seconded (L. Lucero / J. Clinco) to adjourn the meeting at <b>5:14 p.m. Approved 5-0.</b>

Submitted by:  
Karen J. Valdez  
Business Development Finance Corporation

Approved by:  
Marilyn Robinson, President  
The Industrial Development Authority of the  
City of Tucson, Arizona