

- C. The Board will discuss and may make decisions regarding the draft Letter of Engagement from Piper Jaffray.** CEO Tobin presented the draft Letter of Engagement from Piper Jaffray. Motion was made by David Phelps to authorize CEO Tobin to sign and finalize the details on the Letter of Engagement from Piper Jaffray. Craig Fritsinger seconded, motion was approved.
- D. Board will discuss and may make decisions regarding the billing arrangements between the District and counsel, Rusing Lopez & Lizardi, P.L.L.C.** CEO Tobin presented the Letter of Representation from Rusing Lopez & Lizardi, P.L.L.C. This letter outlines the scope of services and billing. It includes the Records Retention Policy as well. This letter just specifies these items and clarifies expectations for the Board.
- E. Board will discuss receipt of Arizona State Railroad Museum request and may make decisions regarding whether or not to assign Finance Committee for analysis.** CEO Tobin presented the proposal from ASRM. Al Richmond addressed the Board. ASRM's relationship with the Board was discussed. Al Richmond discussed the current position of the ASRM, waiting upon the District's approval. Discussion was held on the next step for this proposal. The Finance Committee and their analysis is the next step. The need for a formal proposal was discussed. This proposal would have to be contingent upon the Finance Committee approval and Bond issuance. Discussion was held in regards to the ASRM pursuing the Bond issuance separate from any other projects in the District. Motion was made by Craig Fritsinger to authorize CEO to assign this to the Finance Committee for analysis and move forward for a formal Proposal for this project. David Phelps seconded, motion was approved.
- F. Board will discuss the Bond Market presented by P. Lopez, counsel to the District.** Counsel Lopez discussed the District and the possible projects with individuals in regards to the Bond Market. Reference was made that this is a good time for the Bond Market. The tourism industry is currently experiencing a positive market. The finance climate is also positive at this time. Michael Vasquez addressed the Board about the rates currently being at an all-time low, and may stay that way for a short period of time. There is interest in the Market for the kind of projects that may come from the District.
- G. The Board will hear a presentation from CEO Andy Tobin regarding the infrastructure challenges that may be present going forward that could provide early intelligence to Theme Park construction.** CEO Tobin

discussed the impact of the District and the potential projects. These projects will create infrastructure challenges in many areas. CEO Tobin suggested that the Board authorize him to begin discussion with agencies and entities that may be impacted by the District. Ken Edes made the motion to authorize CEO Tobin to engage and bring back to the Board these discussions. Craig Fritsinger seconded, motion was approved.

H. Board will discuss the Development of the District Budget presented by CEO Andy Tobin. CEO Tobin discussed the District Budget and the difficulty with addressing this issue when there is no funding and no projections yet. Director Phelps discussed the idea of an enterprise budget that is established on what we currently see and as the projects develop we can adjust the budget accordingly. Discussion was held on the Boards need for a Budget according to Statue. Motion was made to have CEO Tobin come back to the Board with a proposed Budget by David Phelps, seconded by Craig Fritsinger. Motion was approved.

IV. ADJOURN: Chairman Fritsinger adjourned the meeting at 4:25 pm.

Chairman Craig Fritsinger

Secretary Ken Edes