

SUBJECT: Election of Rio Salado Enhanced Services Officers

COMMENTS:

Attached is the proposed Resolution for the election of 1) Members and 2) Board of Directors and Officers of the Rio Salado Enhanced Services Commission.

Heidi has submitted her resignation from the Commission and has recommended that Matt Mooney serve as her replacement as Chairperson of the Board. Matt has accepted this nomination.

As a result of Matt Mooney's vacancy from President of the Commission, it is recommended that John Creer (Vice President of the Commission) now serve as President.

As a result of John Creer's vacancy from Vice President of the Commission, it is recommended that Don Bessler now serve as Vice President.

The Proposed 2015 ESC Board of Directors and Officers are:

- Matt Mooney, Chairperson of the Board, Area 1 Landowner Representative
- John Creer, President of the Commission, ASU Member
- Don Bessler, Vice President of the Board, City Member
- Ken Jones, Treasurer, City Member
- David Nakagawara, Secretary, City Member

And the remaining members proposed are:

- Jason Anzalone, Area 2 Landowner Representative
- Ted Rabban, Area 3 Landowner Representative
- Shelley Hearn, City Member
- Gordon Cresswell, Public Member
- Kelly Rafferty, City Member (non-voting)
- Kate Borders, Downtown Tempe Community Member (non-voting)
- Mark Clouch, At-Large Resident Owner (non-voting)

No other changes are proposed to the Members of the Board or its Officers.

**ANNUAL MEETING
of
THE MEMBERS OF THE BOARD OF DIRECTORS
of
RIO SALADO ENHANCED SERVICES COMMISSION**

ACTION BY THE PRIOR BOARD

RESOLVED, that the resolutions contained herein shall be adopted at the annual meeting of the members of the Board of Directors (the "Board") of the Rio Salado Enhanced Services Commission (the "Commission"), an Arizona nonprofit corporation.

RESOLVED, that the current members of the Board are:

<u>Member Name</u>	<u>Eligibility</u>
Ken Jones	City Member – Deputy City Manager, Chief Financial Officer
David Nakagawara	City Member – Community Development Director
Don Bessler	City Member – Public Works Director
Shelley Hearn	City Member – Community Services Director
Matt Mooney	Landowner Member (Area 1 Representative)
Vacant	Landowner Member (Area 2 Representative)
Heidi Kimball	Landowner Member (Area 3 Representative)
John Creer	ASU Member
Gordon Cresswell	Public Member
Kelly Rafferty	City Member – Community Services Deputy Director (non-voting)
Kate Borders	Downtown Tempe Community Member (non-voting)
Vacant	At-Large Residential Owner (non-voting)

and each shall serve until his or her successor is duly elected and qualified.

RESOLVED, that the current officers of the Commission are as follows:

Chairman of the Board	Heidi Kimball
President of the Commission	Matt Mooney
Vice President of the Commission	John Creer
Secretary of the Commission	David Nakagawara
Treasurer of the Commission	Ken Jones

RESOLVED, that the current Board finds and determines that the following members are continuing as, or have been appointed or elected, are eligible and qualified and are hereby made, members of the Board all in accordance with the Bylaws, as amended:

<u>Member Name</u>	<u>Eligibility</u>
Ken Jones	City Member – Deputy City Manager, Chief Financial Officer
David Nakagawara	City Member – Community Development Director
Don Bessler	City Member – Public Works Director
Shelley Hearn	City Member – Community Services Director
Matt Mooney	Landowner Member (Area 1 Representative)
Jason Anzalone	Landowner Member (Area 2 Representative)
Ted Rabban	Landowner Member (Area 3 Representative)
John Creer	ASU Member
Gordon Cresswell	Public Member
Kelly Rafferty	City Member – Community Services Deputy Director (non-voting)
Kate Borders	Downtown Tempe Community Member (non-voting)
Mark Clouch	At-Large Residential Owner (non-voting)

and each shall serve until his or her successor is duly appointed and qualified.

RESOLVED, that each of the foregoing resolutions shall be effective from and after the date hereof.

The undersigned, being all of the members of the Board of Directors of Rio Salado Enhanced Services Commission, an Arizona nonprofit corporation, pursuant to Arizona Revised Statutes Section 10-3821, do hereby consent to the adoption of the above and foregoing corporate resolutions and direct that the same be placed in the official minutes and records of the Commission as official resolutions of the members of the Board of Directors of the Commission.

Dated this 13th day of November, 2015.

DIRECTORS (PRIOR BOARD):

David Nakagawara

Kate Borders

Shelly Hearn

Matt Mooney

John Creer

Vacant (Area 2)

Heidi Kimball

Don Bessler

Gordon Cresswell

Kelly Rafferty

Ken Jones

Vacant (At-Large Resident)

ACTIONS OF THE NEW BOARD

RESOLVED, that the new and continuing members of the Board of Directors (the "Board") of the Rio Salado Enhanced Services Commission (the "Commission") as listed in the Resolutions of the prior Board adopted this date do hereby accept and acknowledge their appointment, election and eligibility as set forth in the Resolutions of the prior Board adopted this date.

RESOLVED, that the following are elected as the officers of the Board, and each of them shall serve until the next annual meeting of the Board or until their successors are duly elected and qualified:

Chairman of the Board	Matt Mooney
President of the Commission	John Creer
Vice President of the Commission	Don Bessler
Secretary of the Commission	David Nakagawara
Treasurer of the Commission	Ken Jones

RESOLVED, that all acts of the directors and officers of the Commission during the preceding year are hereby ratified and confirmed.

RESOLVED, that each of the foregoing resolutions shall be effective from and after the date hereof.

[ALL SIGNATURES ARE ON THE FOLLOWING PAGE]

The undersigned, being all of the voting members of the Board of Directors of Rio Salado Enhanced Services Commission, an Arizona nonprofit corporation, pursuant to Arizona Revised Statutes Section 10-3821, do hereby consent to the adoption of the above and foregoing corporate resolutions and direct that the same be placed in the official minutes and records of the Commission as official resolutions of the members of the Board of Directors of the Commission.

Dated this 13th day of November, 2015.

DIRECTORS (NEW BOARD):

David Nakagawara

Kate Borders

Shelly Hearn

Matt Mooney

John Creer

Jason Anzalone

Ted Rabban

Don Bessler

Gordon Cresswell

Kelly Rafferty

Ken Jones

Mark Clouch