

**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)
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 elected and qualified.

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

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 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
Chad Weaver	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 15th day of November, 2016.

DIRECTORS (PRIOR 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

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	
President of the Commission	John Creer
Vice President of the Commission	Don Bessler
Secretary of the Commission	
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 15th day of November, 2016.

DIRECTORS (NEW BOARD):

Chad Weaver

Kate Borders

Shelly Hearn

Matt Mooney

John Creer

Jason Anzalone

Ted Rabban

Don Bessler

Gordon Cresswell

Kelly Rafferty

Ken Jones

Mark Clouch