

SUBJECT: Election of Rio Salado Enhanced Services Commission Board of Directors and Officers.

COMMENTS: Attached is a proposed resolution for the election of members of the Board of Directors, and Officers of the Rio Salado Enhanced Services Commission.

In the past year, three "City Members" have left employment with the City. Lisa Collins was the Acting Community Development Director and she has been replaced by David Nakagawara, Community Development Director. David is also being proposed to replace Lisa in her position as Secretary of the Commission. Kathy Berzins has been replaced by Shelley Hearn as Community Services Manager. Both will be voting members of the Enhanced Services Commission. Travis Dray has been replaced by Kelly Rafferty as Community Services Deputy Director and is a non-voting member of the Commission.

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 – Finance and IT Director
Lisa Collins	City Member – Acting Community Development Director
Don Bessler	City Member – Public Works Director
Kathy Berzins	City Member – Community Services Director
Mark Sanford	Landowner Member (Area 1 Representative)
Vacant	Landowner Member (Area 2 Representative)
Heidi Kimball	Landowner Member (Area 3 Representative)
Neil Calfee	ASU Member
Gordon Cresswell	Public Member
Travis Dray	City Member – Community Services Deputy Director (non-voting)
Nancy Hormann	Downtown Tempe Community Member (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	Mark Sanford
President of the Commission	Neil Calfee
Vice President of the Commission	Heidi Kimbal
Secretary of the Commission	Lisa Collins
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 – Finance and IT Director
David Nakagawara	City Member – Community Development Director
Don Bessler	City Member – Public Works Director
Shelley Hearn	City Member – Community Services Director
Mark Sanford	Landowner Member (Area 1 Representative)
Vacant	Landowner Member (Area 2 Representative)
Heidi Kimball	Landowner Member (Area 3 Representative)
Neil Calfee	ASU Member
Gordon Cresswell	Public Member
Kelly Rafferty	City Member – Community Services Deputy Director (non-voting)
Nancy Hormann	Downtown Tempe Community Member (non-voting)
Cheryl Hornyman	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, 2013.

DIRECTORS (PRIOR BOARD):

Lisa Collins

Nancy Hormann

Kathy Berzins

Mark Sanford

Neil Calfee

Vacant

Heidi Kimball

Don Bessler

Gordon Cresswell

Travis Dray

Ken Jones

Discretion

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	Mark Sanford
President of the Commission	Neil Calfee
Vice President of the Commission	Heidi Kimball
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, 2013.

DIRECTORS (NEW BOARD):

David Nakagawara

Mark Sanford (Area 1)

Shelley Hearn

Ken Jones

Don Bessler

Heidi Kimball (Area 3)

Neil Calfee

Vacant (Area 2)

Gordon Cresswell