

Meeting Date: 11/5/14

Agenda Item Number: 4

**SUBJECT: Election of Rio Salado Enhanced Services Commission Officers**

**COMMENTS:** Attached are proposed Resolutions for the election of 1) Members and 2) Board of Directors and Officers of the Rio Salado Enhanced Services Commission.

Mark Sanford has served as the Chairman of the Board for two successive one-year terms. The position subject to a term limit identified in the Bylaws Article 5, Section 5. A new Chairman of the Board will be elected at the meeting. Mark Sanford also submitted his resignation from the Commission and recommended that Matt Mooney serve as his replacement on the commission.

Matt Mooney is recommended to replace Mark Sanford, HFL Landowner Member. John Creer is recommended to replace Neil Calfee, currently serving as the ASU Member. Heidi Kimball has expressed her willingness to serve as Chairperson, which give the proposed new private property members on the commission time to become familiar with roles and responsibilities of the Enhanced Services Commission.

The Proposed 2015 ESC Board of Directors and Officers are:

Heidi Kimball, **Chairperson** of the Board, Area 3 Landowner Member/Representative  
Matt Mooney, **President** of the Commission, Area 1 Landowner Member  
John Creer, **Vice President** of the Board, ASU Member  
Ken Jones, **Treasurer**, City Member  
David Nakagawara, **Secretary**, City Member

And the remaining members proposed to continue are:

Don Bessler, City Member  
Shelley Hearn, City Member  
Gordon Cresswell, Public Member  
Kelly Rafferty, City Member  
Kate Borders, Downtown Tempe Community Member

As a separate item on the Agenda, Item Number 3 a replacement of the At-Large Residential Member will be considered. 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
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)
Kate Borders	Downtown Tempe Community Member (non-voting)
Vacant	At-Large Residential 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 Kimball
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 – 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
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 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 5<sup>th</sup> day of November, 2014.

**DIRECTORS (PRIOR BOARD):**

\_\_\_\_\_  
David Nakagawara

\_\_\_\_\_  
Kate Borders

\_\_\_\_\_  
Shelly Hearn

\_\_\_\_\_  
Mark Sanford

\_\_\_\_\_  
Neil Calfee

\_\_\_\_\_  
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	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 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 5<sup>th</sup> day of November, 2014.

**DIRECTORS (NEW 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)