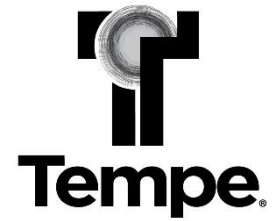


Minutes

TEMPE INDUSTRIAL DEVELOPMENT AUTHORITY



Minutes of the October 22, 2018 regular meeting of the Board of Directors ("Board") of the Tempe Industrial Development Authority ("IDA"). The meeting took place at 3:00 pm at the Tempe Public Library, 3500 S. Rural Road, Tempe, Arizona, 85282.

MEMBERS PRESENT:

Jennifer Settles, President and Chair
Richard Watson, Vice President
Chris Rosner, Treasurer
Matthew McCormick
Brian Jackson
Peter Means

MEMBERS ABSENT:

Dawn Thacker

STAFF PRESENT:

Jill Buschbacher, Economic Development Program Manager

Chair Jennifer Settles called the meeting to order.

1. CALL TO THE PUBLIC

A call to the public was made. No members of the public addressed the Board.

2. INTRODUCTION OF NEW BOARD MEMBER

New Board member Brian Jackson was introduced to the Board and welcomed. Mr. Jackson provided information about his background and experience. Mr. Jackson was appointed to the Board on August 9, 2018.

3. ARMORY/ARIZONA STRATEGIES PRESENTATION

A presentation was made by Phillip Potter of The Armory and Trevor Barger of Arizona Strategies, regarding a non-profit organization run by Mr. Potter called The Armory, which serves as an incubator for veteran-owned businesses. The group discussed the organization and its potential future expansion. No formal action was requested or taken. Mr. Potter and Mr. Barger then left the meeting.

4. APPROVAL OF BOARD OF DIRECTORS MEETING MINUTES FOR THE JULY 25, 2018 MEETING

Minutes of the July 25, 2018 Board meeting were reviewed and approved.

Motion by Mr. Rosner; second by Mr. Watson. Motion passed unanimously on a voice vote of 5-0. Mr. Jackson abstained as he was not a member of the Board at the time of the July 2018 meeting.

5. TREASURER'S REPORT

Mr. Rosner presented the Treasurer's Report. The group discussed the checking and CD account balances and related expenses.

6. TREASURER'S UPDATE REGARDING IDA SCHOLARSHIP PROGRAM FOR THE 2018-2019 ACADEMIC YEAR

Mr. Rosner provided an update on the scholarship awards for the 2018/2019 academic year. It was noted that approximately 20% of the awarded scholarships for the fall semester were unclaimed due to students' failure to provide

the necessary proof of college enrollment. The group discussed ways to reduce such unclaimed scholarship awards in the future.

7. DISCUSSION OF IDA VISION, OBJECTIVES, AND MARKETING APPROACH

The group then discussed the broad objectives and goals of the Tempe IDA, including the desire to engage in further private activity bond transactions as the conduit bond issuer, and investing fee revenue from those transactions into various philanthropic programs to benefit the City of Tempe and Tempe residents and businesses, including the existing college scholarship program and possible other programs to be determined by the Board in the future. Ms. Settles noted that one of the City of Tempe's goals is to expand affordable and workforce housing opportunities and the Board discussed the IDA's interest in this area. The Board also discussed marketing activities of the Tempe IDA, and Mr. Watson agreed to create a Tempe IDA Facebook page and possible other social media.

8. PROPOSED RESOLUTION REGARDING WEBSITE DEVELOPMENT AND WEBSITE DEVELOPMENT AND WEB HOSTING CONTRACT

Ms. Settles advised that she has obtained quotes from two companies to provide website development and hosting services. Upon discussion of the fees and services, the Board adopted the following resolution:

Whereas, the Board desires to have a website designed and developed for the Tempe Industrial Development Authority ("IDA"), and further desires for such website to be hosted by a third party host.

Now, therefore, it is resolved, that the Board hereby authorizes and approves the creation and hosting of a website substantially in accordance with the estimate of Iron Springs Designs which has been provided to the Board prior to the date hereof and which may be updated from time to time, and hereby authorizes any one or more IDA officer or Board member to execute such documents, and take such other steps as may be necessary or appropriate in the circumstances in order to effectuate the creation and hosting of such website, including, without limitation, the creation of content and photos for such website.

Motion to approve by Mr. Rosner; second by Mr. Jackson. Motion passed unanimously on a voice vote of 6-0.

9. PROPOSED RESOLUTION REGARDING THE PURCHASE OF IDA MARKETING MATERIALS

The group then discussed the need for Tempe IDA marketing materials. Upon discussion, the Board adopted the following resolution:

Whereas, in order for the IDA to market its services, it is appropriate for the IDA to develop and purchase certain marketing materials, which materials may include, without limitation, such items as a logo, photos, banners, business cards, and other items customarily used for trade show and similar marketing purpose (collectively, the "Materials").

Now, therefore, it is resolved, that the Board hereby authorizes and approves the development and purchase of such Materials as may be determined appropriate by any one or more officer or Board member from time to time, in an aggregate amount not to exceed approximately \$5,000.

Motion to approve by Mr. McCormick; second by Mr. Watson. Motion passed unanimously on a voice vote of 6-0.

Mr. McCormick agreed to procure bids and obtain the marketing items.

10. NEW BUSINESS

Proposal to update the Articles of Incorporation and Bylaws at a subsequent meeting

Ms. Settles advised that based on input from various Board members, the IDA Bylaws could be updated to allow for telephonic or electronic attendance at Board meetings, and possibly other amendments or

updates. The group agreed that this would be appropriate and the matter was tabled to a future meeting. The group also discussed the availability of D&O coverage for IDA Board members under the City of Tempe's insurance policies, and Ms. Buschbacher agreed to investigate and report back to the Board on that topic.

Motion to adjourn the meeting by Mr. Means at 4:45 pm; second by Mr. Watson. Motion passed unanimously on a voice vote of 6-0.