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**VIA PREMIER SUPPORT SERVICE**

October 4, 2017

Sharon Bronson, Chair  
Mr. Steve Christy  
Mr. Richard Elias  
Ms. Ally Miller  
Mr. Ramón Valadez

**PIMA COUNTY BOARD OF SUPERVISORS**

County Administration Building  
130 West Congress Street, 11<sup>th</sup> Floor  
Tucson, Arizona 85701

Re: The Industrial Development Authority of the County of Pima - Education  
Facility Revenue Bonds (Grande Innovation Academy Project), Series  
2017 - In the Principal Amount of \$20,000,000

Ms. Chair and Members of the Board:

As part of its program for financing Arizona charter schools, at a special meeting which was held on October 2, 2017, The Industrial Development Authority of the County of Pima (the "*Authority*"), granted its final approval to a resolution amending the final resolution approved on March 1, 2016, which authorized the issuance of its Education Facility Revenue Bonds (Grande Innovation Academy Project), Series 2016, (the "*Bonds*"), the proceeds of which will be loaned to The Grande Innovation Academy, Inc. (the "*Borrower*"), an Arizona nonprofit corporation which is exempt from taxation under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended (the "*Code*").

The Authority and the Board had previously adopted resolutions (the "*Resolutions*"), for these Bonds in connection with a project location at 950 North Peart Road, Casa Grande, Arizona (the "*Project*"). The Borrower has now indicated there is an increased cost to the Project, as disclosed in the original Resolution, (from \$17,000,000 to \$20,000,000) and they would like a different trustee. The series designation will also change. Because the Resolutions for the Bonds have already been approved, the Borrower is now requesting this amendment of the Project description to include the increased amount of the financing of the acquisition, costs, improvement and furnishings for the Project.

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This amendment to the Authority's Resolution is subject to the approval of the Pima County Board of Supervisors. Therefore, the Authority respectfully requests that this matter be placed on the Board of Supervisors' Regular Meeting Agenda scheduled for October 17, 2017, for the purpose of having the Board of Supervisors approve this amendment. Other than this sizing, change in series designation and the change of trustee, no other changes are being made to the Project description, or the terms of the Bonds. Enclosed herewith is the Amending Resolution of the Board of Supervisors.

In the opinion of Bond Counsel, no public hearing is required to be held pursuant to the Code and Federal Income Tax Regulations for the issuance of the Bonds.

As always, the Bonds are special limited obligations of the Authority. The Bonds will be payable solely from payments made by the Borrower pursuant to a loan agreement and will be secured by a deed of trust on the project site. Such payments will be pledged to the Bondholders pursuant to an indenture of trust between the Authority and UMB Bank, N.A., as trustee. Neither the faith and credit, nor the taxing power of the Authority or Pima County or any other political subdivision thereof, are pledged to the payment of the Bonds. The Authority has no taxing power.

I will be available prior to the meeting to answer any questions you may have, or to meet with you at your convenience. Thank you for your consideration of this matter.

Sincerely,

RUSSO, RUSSO & SLANIA, P.C.

/s/

Michael A. Slania  
Attorney for the Authority

MAS/jc  
Enclosures

c: Ms. Julie Castañeda (with enclosures)  
Regina Nassen, Esq., Counsel to the Board  
Charles Huckelberry, Pima County Administrator  
Jan Leshner, Deputy Pima County Administrator

**RESOLUTION NO. 2017-\_\_\_\_**  
**AMENDING RESOLUTION NO. 2016-9**

**A RESOLUTION OF THE BOARD OF SUPERVISORS OF PIMA COUNTY, ARIZONA AMENDING THE APPROVAL OF THE ISSUANCE OF THE INDUSTRIAL DEVELOPMENT AUTHORITY OF THE COUNTY OF PIMA EDUCATION FACILITY REVENUE BONDS (GRANDE INNOVATION ACADEMY PROJECT), SERIES 2017 AND DECLARING AN EMERGENCY**

WHEREAS, The Industrial Development Authority of the County of Pima (the “*Authority*”) pursuant to the Industrial Development Financing Act, Title 35, Chapter 5, Arizona Revised Statutes, as amended (the “*Act*”), is authorized to issue and sell its Education Facility Revenue Bonds (Grande Innovation Academy Project), Series 2017, in one or more series or subseries (the “*Bonds*”), the proceeds of which were loaned to The Grande Innovation Academy, Inc. (the “*Borrower*”), an Arizona nonprofit corporation, for use in (i) financing or refinancing the costs of acquisition, construction, improvement, renovation, operation and equipping of land and charter school facilities at 950 North Peart Road in Casa Grande, Arizona, (ii) funding of any required reserves, as set forth in the Indenture (as hereinafter defined), (iii) paying capitalized interest, if any, on the Bonds, and (iv) paying certain issuance expenses (the “*2017 Project*”); and

WHEREAS, on February 19, 2016, the Authority resolved to issue the Bonds for the purposes expressed in such above resolution (the “*Resolution*”); and

WHEREAS, on March 1, 2016, the Pima County Board of Supervisors adopted Resolution No. 2016-9, which approved the issuance of the Bonds for the purposes expressed in such Resolution; and

WHEREAS, the Borrower has subsequently informed the Authority that, due to increased costs, the Borrower would like to increase the not to exceed principal amount of the Bonds to \$20,000,000, change the series designation and to change the trustee; and

WHEREAS, on October 2, 2017, the Authority amended its Resolution (the “*Amended Resolution*”) regarding the Bonds to increase the principal amount of the Bonds to \$20,000,000, change the series designation and to change the trustee, such Amended Resolution being conditioned upon, among other things, the granting of approval to the issuance of the Bonds by the Pima County Board of Supervisors; and

WHEREAS, the Amended Resolution authorizes, among other things, any necessary revision of the bond documents to so reflect such amended Bond sizing; and

WHEREAS, the Amended Resolution has been made available to the Pima County Board of Supervisors, and said Amended Resolution has been duly considered on this date; and

WHEREAS, the Pima County Board of Supervisors is being requested to amend its Resolution No. 2016-9 regarding the Bonds to amend the definition of the Project to increase the not to exceed principal amount of the Bonds to \$20,000,000, change the series designation and change the trustee; and

WHEREAS, the Pima County Board of Supervisors has been informed that said amendment has been reviewed by competent Bond Counsel, Kutak Rock LLP, and said Bond Counsel has determined that said amendment is permitted within the requirements of the Act and the Internal Revenue Code of 1986, as amended (the “Code”); and

WHEREAS, in accordance with Section 35-721.B of the Act, the proceedings of the Authority as amended under which the Bonds are to be issued require the approval of this Board of Supervisors of the issuance of the Bonds; and

WHEREAS, it is intended that this Resolution shall constitute approval by the Board of Supervisors with respect to the issuance of the Bonds pursuant to Section 35-721.B of the Act; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF SUPERVISORS OF PIMA COUNTY, ARIZONA, as follows:

1. The sizing for the Series 2017 Project related to the Bonds is hereby amended to increase the not to exceed principal amount of the Bonds to \$20,000,000, change the series designation and change the trustee and such amendment is approved with all proceedings pertaining thereto for all purposes under the Act and the Code.
2. The appropriate officers of the Board of Supervisors are hereby authorized and directed to do all such things to execute and deliver all such documents on behalf of Pima County as may be necessary or desirable to effectuate the intent of this Resolution and the Resolution of the Authority in connection with the Bonds.
3. This Resolution shall be in full force and effect from and after its passage as provided by law, and any provisions of any previous resolutions in conflict with the provisions herein are hereby superseded.
4. It is necessary for the preservation of the peace, health and safety of the County that this resolution become immediately effective and, accordingly, an emergency is hereby declared to exist, and this resolution shall be effective immediately upon its passage and adoption.

PASSED, ADOPTED AND APPROVED by the Board of Supervisors of Pima County,  
Arizona this \_\_\_\_ day of \_\_\_\_\_, 2017.

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Sharon Bronson, Chair  
PIMA COUNTY BOARD OF SUPERVISORS

ATTEST:

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Julie Castañeda, Clerk  
PIMA COUNTY BOARD OF SUPERVISORS

APPROVED AS TO FORM:

KUTAK ROCK LLP,  
Bond Counsel

By: \_\_\_\_\_

A handwritten signature in black ink, appearing to read "Chris Dadd", is written over a horizontal line.