

**THE INDUSTRIAL DEVELOPMENT AUTHORITY  
OF THE COUNTY OF PIMA**

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**APPLICATION RELATING TO THE ISSUANCE  
OF BONDS BY THE AUTHORITY**

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**APPLICATION**

The Application should contain sufficient amount of the following information to allow the Authority to review the Applicant and the Project. The Application must be accompanied by a signature of an authorized officer of the Applicant.

Up to and prior to the issuance of bonds, if the Authority considers the application to be incomplete or for any reason, the Authority reserves the right to request from the Applicant any additional information the Authority deems necessary for approval of the application and/or issuance of bonds.

**SECTION 1  
IDENTITY OF PARTICIPANTS**

- 1.1 Applicant's Legal Name: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_
- 1.2 Applicant's Counsel: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.3 Placement Agent or Underwriter: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.4 Placement Agent's or Underwriter's Counsel: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.5 Applicant's Independent Certified Public Accountant:  
\_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.6 Suggested Bond Counsel: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.7 Suggested Trustee: \_\_\_\_\_  
Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

1.8 Suggested Other Professionals on Financing Team:  
\_\_\_\_\_

Business Address: \_\_\_\_\_  
Principal Contact(s): \_\_\_\_\_  
Telephone Number(s) of Contact(s): \_\_\_\_\_  
Facsimile Number(s) of Contact(s): \_\_\_\_\_  
E-mail Address(es): \_\_\_\_\_  
Web Site: \_\_\_\_\_

## **SECTION 2 FINANCING SUMMARY**

2.1 Provide a short, plain statement of the type of business or businesses engaged in by the Applicant and a description of the Applicant's corporate structure and management. If the Applicant is a subsidiary corporation or has subsidiaries, include a short, concise description of the business of all affiliated companies.

2.2 Provide a short, plain description of the Project.

2.3 List the principal amount of financing requested.

2.4 Brief statement of the estimated sources and uses for the Project, and whether any other funding source will be used.

2.5 Credit Enhancement, if any.

2.6 Will any of the bond proceeds be used to repay or refinance an existing mortgage or outstanding loan? If yes, indicate particulars.

2.7 Sale of Bonds:

2.7.1 Public Offering or Private Placement

2.7.2 Underwriter/Placement Agent/Purchaser

2.7.3 Restrictions on Investors: \_\_\_\_ Yes \_\_\_\_ No

2.8 Proposed Schedule from Applicant:

2.8.1 Preliminary approval by Authority;

2.8.2 TEFRA Hearing;

2.8.3 Finalization of any preliminary Official Statement or other offering document;

- 2.8.4 Applicant approval of Bonds;
- 2.8.5 Authority Final Approval of Bonds;
- 2.8.6 Pima County Board of Supervisors' Approval of Bonds;
- 2.8.7 Pricing;
- 2.8.8 Expected construction and completion of the Project (if applicable);  
and
- 2.8.9 Issuance of Bonds.

**SECTION 3  
DETAILED INFORMATION  
REGARDING THE APPLICANT**

**(NOTE: If the Bonds are to be Guaranteed/or a parent entity of the Applicant provides credit or tax status, the information required by this Section should also be supplied by that party.)**

- 3.1 Applicant's form of business organization (check one):
- |  |  |
|--|--|
| <input type="checkbox"/> Corporation                                   | <input type="checkbox"/> General Partnership       |
| <input type="checkbox"/> Limited Partnership                           | <input type="checkbox"/> Limited Liability Company |
| <input type="checkbox"/> Joint Venture (fill out for all participants) | <input type="checkbox"/> Sole Proprietorship.      |

Date of formation: \_\_\_\_\_  
 State where incorporated or organized: \_\_\_\_\_

3.2 Provide a list of all executive or managing officers and directors of the Applicant. If any such officer or director has been convicted – or is currently under indictment or complaint alleging commission – of a felony or of a misdemeanor involving moral turpitude in any court of any state or of the courts of the United States or Canada or is now or has ever been charged or convicted of any civil, administrative or criminal offense regarding or growing out of the conduct of the business of the Applicant or any similar concern or out of the issuance, sale or solicitation or sale of any type of security, the application must so state.

3.3 A statement describing any pending litigation either by or against the company or its subsidiaries (other than ordinary litigation concerning matters which would generally have little bearing on the earnings of the Applicant). If any litigation of any nature is pending or threatened concerning either the Project site, the Project or the Bonds sought to be issued, such litigation must be noted.

3.4 The application shall also include the following attachments:

1. Applicant's financial statement (audited) for the previous three years or for the full life of the Applicant, if the Applicant has not been in business for three full years.
2. Applicant's most recent quarterly statement.
3. Applicant's annual reports for the past three years.

3.5 If the Applicant is required to file periodic reports or disclosure statements under the Securities Exchange Act of 1934 or any similar law in any state or any other similar law of the United States, attach a copy of the most recent reports.

## **SECTION 4 PROJECT INFORMATION**

4.1 Project name.

4.2 Location of Project, including address and legal description.

4.3 Provide a detailed description of the Project.

1. Location and present zoning and a statement detailing any zoning changes which may be necessary before construction may begin, including a timetable for such approval;
2. Intended use;
3. Present and projected number of employees of the Applicant at the Project and in Pima County as a whole;
4. Present ownership of the Project site and the Applicant's interest therein—if the Applicant is purchasing the property, a statement of the terms of the purchase;
5. A statement of the environmental impact to be caused by the Project, and if the statement shows the Project will adversely effect the surrounding environment, that fact shall be fully explained and justified; and

6. Whether any other review of the Project or its financing are being conducted by any public agency or authority and whether the applicant has applied to any other entity (either public or private) for the financing of the Project and financing has been denied.

4.4 Set forth how the public purposes will be met by the Project.

4.5 If the Applicant is not now the owner of the Project site, does the Applicant have an option or contract to purchase the site and any buildings on the site? If yes, indicate the date of option agreement or contract, purchase price, the expiration date of the option, and/or the closing date.

4.6 Is there a blood or legal relationship or common control or ownership between or among (A) the Applicant and the seller, lessor, or lessee of the Project site; (B) the Authority's officers, directors or counsel, and anyone listed in response to Sections 3.2, 3.3, or 3.4; (C) the County or any member of its Board of Supervisors or other elected or appointed official of the County of Pima and the seller, lessor, or lessee of the Project site; (D) the County or any member of its Board of Supervisors or other elected or appointed official of the County of Pima and the Applicant or anyone listed in response to Sections 3.2, 3.3, or 3.4; and (E) the Authority's officers, directors, counsel and the Applicant and/or the seller, lessor, or lessee of the Project site? If yes, describe in full detail.

4.7 If previously prepared, provide an appraisal or environmental assessment

4.8 If the Project to be financed through the issuance of the Authority's bonds has additional sources of funding, explain the status of each other source, including expected closing date.

**SECTION 5  
ADDITIONAL INFORMATION  
REGARDING THE PROPOSED BONDS**

5.1 List the following information for all tax-exempt financings previously arranged by or for the benefit of the Applicant.

Issuer and Date of Issue	Original Principal Amount	Current Principal Amount Outstanding	Status of Project

5.2 Has the Applicant or any affiliate or related person thereof previously been denied financing, whether conventional, tax-exempt or otherwise, for the proposed or a similar Project? If yes, please describe.

5.3 Has the Applicant or any affiliate or related person thereof ever defaulted on any debt obligation including, without limitation, any public or private bond, mortgage, note, or debenture? If yes, please describe.

**SECTION 6**  
**BOND PROCEEDS TO BE USED BY**  
**SECTION 501(c)(3) ORGANIZATIONS**

**(NOTE: Questions 6.1 through 6.3 are to be completed only if the Applicant is an organization described in Section 501(c)(3). If an Applicant is not such an entity, then the Applicant should so indicate.)**

6.1 Attach a copy of the Applicant's Determination Letter from the Internal Revenue Service to the effect that the Applicant is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

6.2 Will the Applicant conduct at the Project any "unrelated trade or business," as that term is described in Section 513 of the Internal Revenue Code of 1986, as amended? If yes, indicate particulars.

6.3 Briefly describe the Applicant's history of operations, including a discussion of management's experience with the ownership and/or operation of facilities similar to the proposed Project, as well as a discussion of any limitations management may have which could adversely impact the operation of the proposed Project.

## INSTRUCTIONS

**1. Form; Questions.** The Authority has set forth a basic form, stating information it would like to have in the Application. If the Applicant has questions, a conference call can be scheduled to review the Application. Questions concerning this Application may be directed to the Authority's Counsel at any time.

**2. Format.** The Application form is designed to help the Applicant in providing the Authority with sufficient information on which to base its decision to consider preliminary approval of the issuance of the proposed bonds. If additional information not requested would be disclosed in a disclosure document or be helpful, the Applicant should include it.

**3. Number; Address.** Six (6) counterparts (one original and five copies) of the Application are to be provided to the Authority's counsel at the following address no fewer than eight (8) days prior to the Authority meeting at which consideration of the Application is requested:

The Industrial Development Authority  
of the County of Pima  
c/o Steven Russo  
Russo, Russo & Slania, P.C.  
6700 North Oracle Road, Suite 100  
Tucson, Arizona 85704

**4. Authority Meetings.** Regular meetings of the Authority are held on the 3rd Friday of each month, commencing at 12:00 p.m., at the Pima County Administrator's Conference Room, 10<sup>th</sup> Floor, 130 West Congress, Tucson, Arizona, or as otherwise indicated on a given meeting's notice or agenda. In appropriate circumstances, upon written request, the Authority may hold a special meeting to consider an Application.

**5. Applicant's Presentation.** Representatives of the Applicant may attend the meeting of the Authority at which the Application is to be considered in order to make a brief oral presentation of the proposed Project and related financing and to answer questions.

**6. Fees and Expenses.** The Authority's fees are as follows:

**A) Application Fee.** The complete fee for filing an Application is \$3,000, which is nonrefundable. One Thousand Dollars (\$1,000) is to be paid at the time the Application is filed and the balance within 10 days of the Authority's grant of preliminary approval to the issuance of the proposed bonds. If the preliminary

approval is denied, no further fees beyond the initial \$1,000 is required unless the application is resubmitted, and preliminary approval is subsequently given.

**B) Authority's and Authority's Counsel Fees.** By submitting an Application, the Applicant also agrees to pay all costs and expenses incurred by the Authority or its Board related to the issuance of the bonds.

**C) Annual Assessment of Authority's Administrative Expense.** Additionally, as a condition to the issuance of the Bonds, the Applicant must agree to pay a proportionate part of the Authority's administrative expenses during the period the bonds are outstanding.

**7. Further Information.** The Authority reserves the right to request that the Applicant provide the Authority with additional information about the Applicant's business, the Project and/or the financing, including, but not limited to, financial projections on the Applicant's business or the Project.

**8. Application Submission.** When the Applicant signs the Application to the Authority, the Applicant will be representing that all information therein is correct and that the Applicant be deemed to know, understand, and accept the Authority's procedures, as outlined in the Procedural Pamphlet.

**9. Open Meetings Law.** The Authority is subject to, and complies with, the Open Meeting laws of the state of Arizona. Therefore, all meetings are open to the public and all information discussed at such meetings, subject to exceptions in such laws, is available to the public. The agenda for each meeting of the Authority must be posted at least 24 hours prior to the meeting.