

CENTER OF GRAVITY

FY2014 ACTION PLAN

EXHIBIT A



Greater Phoenix
ECONOMIC COUNCIL



Renewable
Energy



Biomedical/
Personalized
Medicine



Advanced
Business
Services



Manufacturing
& Logistics



Mission
Critical



Aerospace
& Aviation



Emerging
Tech

MEMBER COMMUNITIES

MARICOPA COUNTY
APACHE JUNCTION
AVONDALE
BUCKEYE
CASA GRANDE

CHANDLER
FOUNTAIN HILLS
GILA BEND
GILBERT
GLENDALE

GOODYEAR
MARICOPA
MESA
PHOENIX
PEORIA

QUEEN CREEK
SCOTTSDALE
SURPRISE
TEMPE
TOLLESON

WICKENBURG
YOUNGTOWN

GPEC MISSION

Attract quality businesses to the Greater Phoenix region from around the world, and advocate and champion foundational efforts to improve the region's competitiveness.

WHAT TO EXPECT IN THE FOLLOWING PAGES

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FY13 MILESTONES

Momentum gained in the last year—select achievements and key benchmarks

FY14 ACTION ITEMS

Sample of activities that adhere to a five-year vision and result in progress

DRIVES THESE FY14 METRICS

Shows relationship between action items and annual performance goals

EXECUTIVE SUMMARY AND FIVE-YEAR STRATEGIC PLAN OVERVIEW

CENTER OF GRAVITY

One of GPEC's most unique and differentiating traits is our ability to convene public and private-sector leaders around the same table to develop and implement strategies that will transform Greater Phoenix's economic landscape. At GPEC, aspirations of greatness are shared, common ground is found and collectively stood upon, and risks are taken together. In the natural ebb and flow of business and economic cycles, GPEC remains a constant force, striving to outperform other markets for investment, serving our communities through job creation and championing a marked change in the state and region's competitive position. Your leadership, support and participation have made GPEC a center of gravity.

As GPEC approaches our 25th year as the region's economic development authority, we are resolute in our endeavors to maintaining and celebrating a model that has proven its effectiveness time and again.

VISION AND PROGRESS

As approved by GPEC's Board of Directors in FY11, these strategic pillars will guide the organization's fiscal year activities, and by 2016, lead to the following vision statements:

Strategic Pillar	By 2016
Market Intelligence	GPEC's market intelligence model will be best-in-class.
Next Generation	GPEC will elevate Greater Phoenix as a leading center of emerging technologies.
Attraction	GPEC will maintain its reputation as a credible, respectable and "go to" organization.
International	GPEC's foreign direct investment approach will be a national best practice.
Regional Brand	GPEC will successfully define Greater Phoenix as a region that is forward-thinking, innovative and business-friendly.
GPEC Brand	GPEC will be the nation's premier agency and leader in the economic development realm. In Arizona, GPEC will be the principal leadership organization.
Capital Markets / Venture Formation	GPEC will develop a science and technology-based fund that will drive regional innovation activity.

GPEC STAKEHOLDERS*

MEMBER COMMUNITIES

Maricopa County
Apache Junction
Avondale
Buckeye
Casa Grande
Chandler

Fountain Hills
Gila Bend
Gilbert
Glendale
Goodyear
Maricopa

Mesa
Phoenix
Peoria
Queen Creek
Scottsdale
Surprise

Tempe
Tolleson
Wickenburg
Youngtown

PLATINUM

Alliance Bank of Arizona
APS
Arizona Cardinals
Arizona Diamondbacks
Arizona Republic/
Gannett Foundation
Arizona State University
Bank of America
Banner Health
BBVA Compass
Chase
Cox Communications
D.L. Withers Construction

Dignity Health
DMB Associates
Ernst & Young
Freeport McMoRan
Copper & Gold Inc.
Henry & Horne
Hines
Intel Corporation
Job Brokers Inc.
Kitchell
Maracay Homes
Maricopa Community
Colleges

Mayo Clinic
Meritage Homes
MidFirst Bank
PetSmart
Phoenix Suns
Polsinelli PC
Power One
Republic Services
SCF Arizona
Squire Sanders
SRP
University of Phoenix
US Airways

Verizon Wireless
Walmart
Waste Management
Wells Fargo

GOLD

A1A Vista Tech
AAA Arizona
Abengoa/Abacus
Aetna
Arizona Business Bank
Avnet
BDO
BMO Harris Bank
BlueCross BlueShield of
Arizona
Cancer Treatment Centers
of America
Cassidy Turley/BRE Com-
mercial
Carlyle Development-
MetroCenter
CBIZ MHM
CBRE
CCS Presentation Systems

Celgene Corporation
Central AZ Commerce Park,
LLC
CenturyLink
Coe & Van Loo
Consultants, Inc.
Colliers International
Cushman & Wakefield
Deloitte
Deutsch Architecture Group
Digital Realty Trust
El Dorado Holdings
Empire Southwest
Gammage & Burnham
Gilbane Building Co.
Green Loop Solutions
Greenberg Traurig
Hensel Phelps
Hensley

Howard S. Wright
JE Dunn Construction
Jones Lang LaSalle
Keyser
Layton Construction
Lee and Associates
Lewis & Roca LLP
Macerich
The McShane Companies
Mortenson Construction
National Bank of Arizona
Nationwide Realty Investors
Oakland Construction
Phoenix Children's Hospital
Renaissance Companies
SmithGroup
Snell & Wilmer LLP
Southwest Airlines
Stinson, Morrison, Hecker

Sun Health
Sundt Construction
Thunderbird School
of Global
Management
Total Transit
University of Arizona
Ware Malcomb
Weitz Company
Wespac Construction, Inc.
Wood, Patel &
Associates, Inc.



SILVER

A.T. Still University
Air Products and
Chemicals, Inc.
All About People
Arizona Office Technologies
Bank of Arizona
Big D Construction
Bristol Global Mobility
Bryan Cave
Capital Commercial
Investment, Inc.
Capital Group Companies
Clark Hill PLC
Comerica Bank
CoStar Group

Dibble Engineering
DIRTT
Ellman Companies
Ensemble DevMan
of Arizona
Fennemore Craig
Fervor Creative
Golder Associates
Goodmans Interior
Structures
GPE Commercial Advisors
Grant Thornton
Green Card Fund
Kelly Services
KTAR

Kutak Rock
Land Advisors Organization
Merit Partners
MSS Technologies
Mutual of Omaha
On Q Financial
Osborn Maledon
The Plaza Companies
Quarles & Brady
Queen Creek/
Landmark Companies
Rose Law Group
Southwest Gas Corporation
Sun State Builders
Target Commercial

Interiors
Tratt Properties
Ultimate Staffing Services
Univita
USAA
Volo Holdings, LLC
WealthTrust Arizona
Willmeng Construction, Inc.
Wist Office Products

BRONZE

The Alter Group
American Solar Electric
Applied Economics
Carefree Partners
CORE Construction
Dircks Moving & Logistics
Gallagher & Kennedy

Guided Therapy Systems
Haworth
John C. Lincoln Health
Network
McCarthy Building
Companies
Midwestern University

Newmark Grubb
Night Frank
Plant Solutions
SkySong, Scottsdale
Innovation Center
Sunstate Equipment
Company

FY14 METRICS

	THRESHOLD	TARGET	STRETCH
Payroll Generated	\$194,283,011	\$213,711,312	\$235,082,443
Number of Jobs	4,597	5,057	5,562
High-wage Jobs	2,407	2,647	2,912
Average High-wage Salary	\$50,792	\$56,435	\$62,079
Qualified Prospects	206	227	250
Qualified International Prospects	37	40	44
Emerging Tech Assists	8	10	12
Reach of Editorial Placements	222M	247M	271M

FY14 BUDGET

JULY 1, 2012 - JUNE 30, 2013

Revenues	FY12-13 Forecast	% of Total	FY 2014 Budget	% of Total	FY 2013 Budget	\$ Change	Change
Public Funds	\$ 2,101,000	42.8%	\$ 2,095,000	42.1%	\$ 2,101,000	\$ (6,000)	(.3%)
Private Funds	2,300,000	46.9%	2,300,000	46.2%	2,300,000	—	
New Pledge Revenue	250,000	5.1%	250,000	5.0%	250,000	—	
In-Kind Pledges	92,000	1.9%	92,000	1.8%	92,000	—	
Special Events, Prog. & Spon.	152,000	3.1%	240,000	4.8%	140,000	100,000	71.4%
Other	12,000	0.2%	5,000	0.1%	5,000	—	
Total Revenues	\$ 4,907,000	100%	\$ 4,982,000	100%	\$ 4,888,000	\$ 94,000	1.9%
Operating Expenditures							
Business Attraction	357,000	7.3%	363,000	7.3%	357,000	6,000	1.7%
Marketing	240,000	4.9%	272,000	5.5%	240,000	32,000	13.3%
Research & Strategy	126,000	2.6%	150,000	3.0%	126,000	24,000	19%
External Relations	233,000	4.7%	230,000	4.6%	233,000	(3,000)	(1.3%)
Resource Management	233,000	4.7%	230,000	4.6%	233,000	(3,000)	(1.3%)
Personnel	3,318,000	67.6%	3,432,000	68.9%	3,318,000	114,000	3.4%
Facilities	448,000	9.1%	408,000	8.2%	417,000	(9,000)	2.2%
Total Expenses	4,955,000	101%	\$ 5,085,000	102.1%	\$ 4,924,000	\$ 161,000	3.3%
Net Loss	(48,000)		(103,000)		(36,000)	(67,000)	186.1%
Less: Capital Expenditures	(40,000)	(0.8%)	(10,000)	(0.2%)	(40,000)	30,000	(75.0%)
Amortization of Deferred Rent	(40,000)	(0.8%)	(43,000)	(0.9%)	(40,000)	(3,000)	7.5%
Add: Depreciation	25,000		25,000	0.5%	40,000	(15,000)	(37.5%)
Net Cash Flows	(103,000)	0.5%	(131,000)		(76,000)	(55,000)	
Beginning Cash	1,802,000		1,726,000		1,802,000	(76,000)	
Ending Cash	\$ 1,699,000		\$ 1,595,000		\$ 1,726,000	\$ (131,000)	(7.6%)

(1) Some reclassifications have been made in the current year

FY13 MILESTONES

California Dreamin'

Capitalized on CA's increase on personal income taxes by targeting CEOs with a CA 50 campaign. The result? A tremendous immediate response – more than 60 calls within the first week – so the campaign was extended to 100 CEOs of qualified companies. GPEC is currently working with approximately 35 CA CEOs who are at the helm of companies ranging in size from 300 to 10,000 employees and represent industries like financial services, manufacturing, life sciences and technology.

Mining Emerging Tech Opportunities

Still in its infancy stage, GPEC is further developing a system to uncover and pursue emerging tech firms that have a viable funding source. Early identification of these enterprises during the capital infusion process, will afford GPEC the chance to grow technologies within the region's innovation ecosystem.

Strong Deal Flow

Through April, GPEC has delivered on several business development metrics including number of jobs, high-wage jobs and average high-wage salary. Year-end projections suggest GPEC will finish strong—among one of the organization's top five job performances in the last decade.

BUSINESS DEVELOPMENT

Create and maintain high-quality jobs and investment through targeted, direct selling

Proactively pursue the best projects that meet community and regional objectives

FY14 ACTION ITEMS

Scale California Initiative

Substantial interest in GPEC's California 100 campaign has translated to more than two dozen companies evaluating Greater Phoenix. As GPEC looks to convert these prospects to locates, we will deploy more resources to California markets and articulate Arizona's business case to executives seeking to leave or expand out of the state.

Mine Opportunities in Chicago

GPEC will expand current efforts in Chicago, increasing our presence and outreach to the market that many Arizonans formerly called home. We will study market similarities and juxtapose those areas in which Greater Phoenix has a solid advantage. GPEC will also recalibrate our messaging, historically designed for site-selectors, and cast a more refined communications net targeted at executives.

Size Up the Competition

GPEC will broaden its normal business development travel to include trips that delve into better understanding industries in the competitor markets of Austin, Salt Lake City, Las Vegas, Dallas and Denver. Austin, for example, has a storied past in technology yet continues to surface in rankings and maintain its reputation as an innovative city. Visits with market experts and research due diligence will help GPEC identify how Greater Phoenix stacks up.



Enhance Approach in China and Launch New International Markets

First introduced as the China Z Corridor Strategy, the China-Arizona Alliance has resulted in effective connections to companies and multipliers in Shanghai and its surrounding cities, which boasts the largest concentration of industries in China. The Alliance comprises Arizona Commerce Authority, Arizona State University, Tucson Regional Economic Opportunities and GreenCardFund. GPEC will continue to develop these relationships through a series of investment forums on doing business in Greater Phoenix, not only in China but also in other foreign markets within Western Europe and Western and Eastern Canada.

DRIVES THESE FY14 METRICS

- Pipeline of qualified prospects
- Total number of jobs created
- Number of high-wage jobs created
- Average high-wage salary
- Payroll generated
- Stakeholder satisfaction with business attraction

FY13 MILESTONES

The State of an Industry

Released findings from a pre-sequestration study that analyzed 114 of the region's most at-risk aerospace and defense companies. GPEC's market intelligence program on this effort received widespread praise among federal officials in Washington, D.C. and could serve as a future national model.

Unprecedented D.C. Mission

Record participation from more than 60 civic and business leaders, noteworthy attendance from Arizona's congressional delegation and a first-ever national panel discussion on immigration uniquely defined the 2013 Executive Mission to Washington, D.C. GPEC organized 44 key meetings over the course of three days.

Having the Innovation Conversation

Outcomes from the work of GPEC's Innovation Council included the launch of industry roundtables, which focused on education IT and healthcare IT, bringing increased attention to emerging technology clusters in the region.

COMPETITIVENESS

Guide new, strategic business opportunities through geographic and industry trend analyses

Evaluate targeted, sound economic development programs that enhance regional and state competitiveness

FY14 ACTION ITEMS

Advance the Market Intelligence Program

Following the rollout of our findings from the aerospace and defense analysis and pre-sequestration report, GPEC will continue monitoring this industry to assess the impact from sequestration. GPEC will also expand the market intelligence program to researching information communications technology (ICT). An in-depth look at the region's ICT assets and overall evaluation of industry trends will equip our communities with intelligence beneficial to their respective retention efforts.

Implement a Regional Science and Technology Initiative

Building on the work from FY13, GPEC will coalesce business and community leaders to execute an economic growth plan designed to transform Greater Phoenix into a knowledge-driven economy. The purpose of the initiative is to lead the nation and the world in new technologies and innovation, and ultimately increase the region's prospects for greater prosperity and economic sustainability.

Champion Shifts in Arizona's Competitiveness

GPEC will continue the quest for number one in the Mountain West, and seek the passage of a property tax reclassification tool at the Arizona legislature. Designed to attract export industries, which drive economic growth, this performance-based program will improve GPEC's ability to compete for investments and quality job creation.



Uphold a Compelling Research Model

Over the last several years, GPEC has earned a reputation for our ability to deliver valuable research and analyses to prospective companies, policymakers and business leaders. GPEC will apply our competency in evaluating and translating sophisticated research to increasingly important subjects like education, workforce and emerging industries.

DRIVES THESE FY14 METRICS

- Pipeline of qualified prospects
- Average high-wage salary
- Emerging technology assists
- Competitive position progress

FY13 MILESTONES

Incredible PR

Capitalized on key national and international themes, which led to an extraordinary 674-plus million media impressions. PR efforts surrounding the International Trade Commission hearing on solar tariffs in China, GPEC's CA 100 campaign in response to Prop 30, and the *Arizona Talks Immigration* panel in Washington, D.C. resulted in solid media placement for GPEC.

An International First

Created a first-ever international guide to doing business for foreign companies seeking to invest in the U.S. This comprehensive toolkit, compiled by some of the region's top experts, is available in print and online in English, Chinese and Spanish at www.gpec.org/toolkit.

Striking Gold in the Golden State

Immediately followed passage of CA's Prop 30, which significantly increased personal tax rates on incomes over \$250,000, with a CA 50 campaign targeted at CEOs. GPEC deployed PR, print advertising, email marketing and social media to promote the campaign, offering 50 qualified CA execs a first-rate market overview to evaluate the region for relocation and expansion opportunities. After non-stop calls within the first week, the campaign was extended to the first 100 qualified CEOs showing interest.

MARKETING & COMMUNICATIONS

Market and promote region's strengths and assets in new markets using non-traditional tools

Continue to position GPEC as a reliable resource for stakeholders, policy-makers, citizens and media on key economic development issues

FY14 ACTION ITEMS

Build Upon Success in California

An aggressive marketing campaign to lure executives from the Golden state resulted in a highly successful series of media stories about the region and an abundance of new California prospects. GPEC will follow this move with new tactics that include leveraging the support of partners to position the region's brand through digital, print and display mediums across California, as well as a continued media strategy to leverage ongoing opportunities.

Bridge the Region to International Markets

More so than in years past, GPEC will focus on implementing an international marketing campaign that includes increasing awareness for Greater Phoenix and our market offerings. We'll also strengthen ties with Washington, D.C.-based agencies that serve as points of entry for foreign companies, thereby gaining more immediate visibility among firms seeking to invest in the U.S.

Go Bigger in Chicago

GPEC will complement business development activity in Chicago with a more direct campaign targeting executives in the Windy City. Through electronic marketing and a potential, strategic media buy, GPEC will hone in on differentiating market characteristics and promote the benefits of doing business in Greater Phoenix.



Maintain a High Profile

Media placement for the region and GPEC has been off the charts thanks to more calculated, relevant positions on foreign direct investment (ie, trade and investment with China) and taxes (ie, California's Proposition 30). GPEC will continue to pursue national and international media by developing progressive, fact-based storylines that serve to improve the state and region's brand in outside markets.

Recapture the Conversation

GPEC will explore the revival of our "Convening the Community" series in support of our efforts to implement a regional science and technology initiative. In 2009, these town-hall type forums drew 800-plus attendees and 12,000 television viewers to an important dialogue on the region and state's competitiveness.

DRIVES THESE FY14 METRICS

- Pipeline of qualified prospects
- Pipeline of international prospects
- Total reach of editorial placements

STAKEHOLDER ENGAGEMENT

The active involvement by GPEC stakeholders carves a path for our region to become world-class and extraordinary. Stakeholder support enables GPEC to pursue economic opportunities while allowing investors to participate in key economic development activities.

GOVERNANCE

Board of Directors

Provides effective oversight of the organization and helps shape GPEC's influence as a regional thought leader.

Executive Committee

Acts on behalf of the Board of Directors, advising on strategic direction and overall performance of annual goals.

Board-Level Committees

- « Performance Committee
Evaluates the performance of the organization and the President & CEO.
- « Nominating Committee
Serves to nominate the At-Large Directors and Board officers.
- « Audit Committee
Assesses internal controls and oversees auditors and the annual audit.
- « Finance Committee
Sets financial objectives for the organization and recommends the annual budgets as part of the Action Plan.



LEADERSHIP COUNCILS AND ADVISORY GROUPS

The collective professional expertise of GPEC's councils and advisory groups helps shape the organization's key initiatives, leverages connections to further business development and competitiveness efforts, and supports implementation of programs.

Community Building Consortium*

Applies collective commercial real estate experience to help capture business development opportunities and increase the region's transactional capabilities.

Economic Development Directors Team

Advises CEO and staff on local economic development trends, offers insight on pulse of city/town council and partners with GPEC to finalize location decisions.

Education Council* (under consideration)

Reviews current workforce skills gaps, supports the advancement of a science and technology initiative and identifies education-to-career path solutions.

GPEC Next Leadership Council*

Ensures the organization operates in a model that is innovative, integrated and proactive.

Healthcare Leadership Council*

Works to advance a healthcare initiative for the region and establish Greater Phoenix as a center of excellence anchored by innovative assets and world-class leadership.

Innovation Council*

Leverages the region's expanding innovation ecosystem in an effort to foster growth in emerging industries and ultimately diversify the economy.

International Leadership Council*

Advises on the direction and implementation of GPEC's foreign direct investment efforts, and provides guidance to increase program impacts.

Marketing Committee*

Offers guidance on the development of regional branding, and GPEC's marketing and media efforts in support of our core mission.

Mayors Council

Convenes mayors of GPEC's municipalities for regular updates on strategic initiatives.

AMBASSADORS

At the foundation of GPEC's engagement activity are Ambassadors, whose broad range of professional backgrounds lend critical assistance to regional business-climate improvement and business development efforts.

Ambassadors

Help communicate, educate and inform stakeholders, policy-makers, citizens and media about key regional economic development issues.

Certified Ambassadors

A qualifying program for Ambassadors who serve as an extension of the GPEC team and are given unique opportunities to interface more closely with GPEC's staff and board on program initiatives and mission-critical efforts.

Ambassador Steering Committee

Advises on strategic direction of Ambassadors Program; design activities relevant to and in support of GPEC's mission; serve as a sounding board for emerging initiatives and support implementation of programs.

** Eligibility determined by investment level or strategic appointment*

Like a whirl of shiny flakes sparkling in a snow globe, Hubble caught this glimpse of many hundreds of thousands of stars moving about in the globular cluster M13, one of the brightest and best-known globular clusters in the northern sky. These stars are packed so closely together in a ball, approximately 150 light-years across, that they will spend their entire lives whirling around in the cluster. Near the core of this cluster, the density of stars is about a hundred times greater than the density in the neighborhood of our sun.



Greater Phoenix
ECONOMIC COUNCIL

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greater phoenix economic
council (groups)



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You **Tube**

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EXHIBIT B
GPEC PERFORMANCE MEASURES
FY 2013-2014

Specific performance targets as established by the GPEC Executive Committee and Board of Directors:

1. Payroll Generated	\$194.3M
2. Total Number of Jobs Created	4,597
3. Total Number of High-Wage Jobs	2,407
4. Average High-Wage Salary	\$50,792
5. Emerging Tech Assists	8
6. Number of Qualified Prospects	206
7. Number of Qualified International Prospects	37
8. Total Reach of Editorial Placements/Exposures	222M

GPEC continues to target high-wage industries (Renewable Energy; Biomedical/Personalized Medicine; Advanced Business Services; Manufacturing & Logistics; Mission Critical; Areospace & Aviation; Emerging Tech)

EXHIBIT C

TARGETED INDUSTRIES

FY2013-2014

GPEC and our member communities have identified targeted industries on a local and regional level, incorporating these industries into a regional economic development plan. For fiscal year 2013-2014, GPEC will continue its emphasis on the following: Renewable Energy; Biomedical/Personalized Medicine; Advanced Business Services; Manufacturing & Logistics; Mission Critical; Aerospace & Aviation; Emerging Tech.

Member communities will target the following:

Apache Junction

Business services; environmental technologies research and manufacturing; standard and advanced manufacturing; regional and corporate centers; medical institutions and/or associated satellite operations; mining support facilities; resort/tourist-oriented development; filmmaking (location shooting); expanded retail opportunities

Avondale

Advanced business services/information technology; renewable energies; Bio/medical/life sciences; manufacturing; higher education/lifelong learning, amateur sports and tourism

Buckeye

Advanced business services; renewable energy; high tech (data center and services); environmental technology / sustainability; standard manufacturing; medical and educational institutions; transportation/distribution; small business/incubator; aerospace/aviation

Casa Grande

Aviation/aerospace; biosciences and sustainability; corporate/regional headquarters; healthcare and medical services; standard manufacturing and transportation and distribution

Chandler

Advanced business services; corporate/regional headquarters, high-tech electronics and software development; aerospace/aviation and advanced materials; biosciences and sustainability.

Fountain Hills

Advanced business services (professional, technical, and scientific services including finance and insurance); healthcare, medical, bio-life sciences and wellness; medical and educational institutions; arts, entertainment and recreation; retail

Gila Bend

Clean technology (manufacturing/central station generation/R&D); warehousing/transportation/distribution; military supply chain; tourism/hospitality; standard manufacturing; agriculture/agri-biotechnology; food, fiber and natural products; aerospace/aviation; heavy industrial

Gilbert

Corporate/regional headquarters; advanced business services; high-tech/software (R&D, data center, services); next generation electronics (sensors, optics); aerospace and defense (satellite, FAA repair); biotechnology and life sciences (R&D, oncology, regenerative medicine, cardiovascular science, medical device); clean technology and renewable energy (R&D, algae, biodiesel)

Glendale

Advanced business services; aerospace and defense; education; healthcare/medical; hospitality; renewable energy; technology

Goodyear

Advance financial/business services; high-tech electronics and software development; aerospace/aviation; advanced materials; biosciences (treatment, medical diagnostics, research) and senior industries; food, fiber and natural products; transportation/distribution; standard manufacturing; environmental technology; sustainability

Maricopa (City)

High-wage employers (salaries averaging at least 125% of the median wage in Maricopa County) that generate at least 80% of income from exporting goods and services outside the region.

Mesa

Primary Target Industries: Healthcare, Education, Aerospace/Defense and Tourism/Technology

Secondary target industries: Advanced business services; standard and advance manufacturing; regional and corporate centers; environmental technology; research & development; bioscience; sustainability

Peoria

Advanced business services; high technology (data centers, R&D); life sciences and healthcare technologies; advanced medical services; educational institutions; advanced and standard manufacturing; clean technologies research and manufacturing; entertainment and tourism

Phoenix

Bio-life science; advance business services; manufacturing; sustainable industries and enterprises; high education; world business, trade and FDI; and established/emerging enterprises

Queen Creek

Aerospace and aviation; health and wellness; arts, culture and experience; education; clean and renewable energy and water; family/youth & children activity destinations

Scottsdale

Information technology/software; healthcare/biomedical; financial services; sports/lifestyle; solar/sustainable industries; education

Surprise

Environmental technology; advanced medical services; biotech; education and healthcare; transportation and distribution

Tempe

Advanced business services (financial services); high tech/software (R&D, data center and services); high-tech/next generation electronics; aerospace R&D/aviation; bioscience (research, drug development, treatment, medical diagnostics); corporate/regional headquarters; sustainability (environmental); advanced materials/plastics; senior industries; clean tech, renewable energy and manufacturing

Tolleson

Aerospace and advanced materials; food, fiber and natural products; transportation/distribution; standard manufacturing; environmental technology; sustainability

Wickenburg

Heavy industrial; standard manufacturing; transportation & distribution; rail services; food processing; mining support facilities; renewable energy; environmental technology research & manufacturing; healthcare and medical; educational institutions; tourism and filmmaking; expanded retail operations

EXHIBIT D

FY 2013-2014

REPORTING MECHANISM FOR CONTRACT FULFILLMENT

Monthly Activity Report - Month, Year

BUSINESS ATTRACTION PERFORMANCE METRICS:

GPEC Progress Toward Goals

Targeted Opportunities	Annual Contract Goal	Actual YTD	Goal YTD	% of Goal YTD
PAYROLL GENERATED (MILLIONS)				
AVERAGE HIGH WAGE SALARY				
NUMBER OF JOBS				
NUMBER OF HIGH-WAGE JOBS				
EMERGING TECHNOLOGY ASSISTS				
QUALIFIED PROSPECTS				
INTERNATIONAL PROSPECTS				
TOTAL REACH OF EDITORIAL PLACEMENTS				

GPEC continues to target high-wage industries (advanced business services, aerospace, life sciences, renewable energy, high-tech/IT)

KEY BUSINESS ATTRACTION ACTIVITIES AND OTHER GPEC ACTIVITIES

EXHIBIT E

INSURANCE REQUIREMENTS

The City's insurance requirements are minimum requirements for this Agreement and in no way limit the indemnity covenants contained in this Agreement. The City in no way warrants that the minimum limits required of GPEC are sufficient to protect GPEC from liabilities that might arise out of this Agreement for GPEC, its agents, representatives, employees or Contractors and GPEC is free to purchase such additional insurance as may be determined necessary.

A. Minimum Scope and Limits of Insurance. GPEC shall provide coverage at least as broad as the categories set forth below with limits of liability in amounts acceptable to the City.

1. Commercial General Liability - Occurrence Form
(Form CG 0001, ed. 10/93 or any replacements thereof)

General Aggregate/ per Project
Products-Completed Operations Aggregate
Personal & Advertising Injury
Each Occurrence
Fire Damage (Any one fire)
Directors and Officers
Medical Expense (Any one person) Optional

2. Automobile Liability - Any Auto or Owned, Hired and Non-Owned Vehicles (Form CA 0001, ed. 12/93 or any replacement thereof) Combined Single Limit Per Accident for Bodily Injury and Property Damage

3. Workers' Compensation and Employers' Liability
Workers' Compensation Statutory
Employers' Liability

B. Self-insured Retentions. Any self-insured retentions must be declared to and approved by the City. If not approved, the City may request that the insurer reduce or eliminate such self-insured retentions with respect to City, its officers, officials, agents, employees and volunteers.

C. **Other Insurance Requirements.** The policies are to contain, or be endorsed to contain, the following provisions:

1. Commercial General Liability

a. The City, its officers, officials, agents, employees and volunteers are to be named as additional insureds with respect to liability arising out of: activities performed by or on behalf of GPEC, including the City's general supervision of GPEC; products and completed operations of GPEC; and automobiles owned, leased, hired or borrowed by GPEC.

b. GPEC's insurance shall include broad form contractual liability coverage.

c. The City, its officers, officials, agents, employees and volunteers shall be additional insureds to the full limits of liability purchased by GPEC, even if those limits of liability are in excess of those required by this Agreement.

d. GPEC's insurance coverage shall be primary insurance with respect to City, its officers, officials, agents, employees and volunteers. Any insurance or self-insurance maintained by City, its officers, officials, employees or volunteers shall be in excess of GPEC's insurance and shall not contribute to it.

e. GPEC's insurance shall apply separately to each insured against whom claim is made or suit is brought, except with respect to the limits of the insurer's liability.

f. Coverage provided by GPEC shall not be limited to the liability assumed under the indemnification provisions of this Agreement.

g. The policies shall contain a waiver of subrogation against City, its officers, officials, agents, employees and volunteers for losses arising from work performed by GPEC for the City.

2. Workers' Compensation and Employers' Liability Coverage. The insurer shall agree to waive all rights of subrogation against City, its officers, officials, agents, employees and volunteers for any and all losses arising from work performed by the Contractor for the City.

- D. Notice of Cancellation.** Each insurance policy required by the insurance provisions of this Agreement shall provide the required coverage and shall not be suspended, voided, canceled by either party, reduced in coverage or in limits except after thirty (30) days' prior written notice has been sent to City at the address provided herein for the giving of notice. Such notice shall be by certified mail, return receipt requested.
- E. Acceptability of Insurers.** Insurance is to be placed with insurers duly licensed or approved unlicensed companies in the State of Arizona and with a "Best's" rating of not less than A-:VII. City in no way warrants that the above required minimum insurer rating is sufficient to protect GPEC from potential insurer insolvency.
- F. Verification of Coverage.** GPEC shall furnish City with Certificates of Insurance (ACORD form or equivalent approved by City) and with original endorsements effecting coverage as required by this Agreement. The certificates and endorsements for each insurance policy are to be signed by a person authorized by that insurer to bind coverage on its behalf. Any policy endorsements that restrict or limit coverage shall be clearly noted on the Certificate of Insurance.

All certificates and endorsements are to be received and approved by City before work commences. Each insurance policy required by this Agreement must be in effect at or prior to commencement of work under this Agreement and remain in effect for the duration of the project.

All certificates of insurance required by this Agreement shall be sent directly to City at the address and in the manner provided in this Agreement for the giving of notice. City's Agreement/Agreement number, GPEC's name and description of the Agreement shall be provided on the Certificates of Insurance. City reserves the right to require complete certified copies of all insurance policies required by this Agreement, at any time.

- G. Approval.** During the term of this Agreement, no modification may be made to any of GPEC's insurance policies which will reduce the nature, scope or limits of coverage which were in effect and approved by the City prior to execution of this Agreement.