

TUCSON AIRPORT AUTHORITY | Nominating Council Meeting
Wednesday, October 13, 2021 | 9:00 a.m. | Remote Participation Only

Pursuant to A.R.S. § 38-431.02, notice is hereby given to the members of the Tucson Airport Authority (TAA) and to the public that the Nominating Council will hold a meeting open to the public on **Wednesday, October 13, 2021, beginning at 9:00 a.m.** The meeting will be held by video and telephonically via the remote participation platform Webex. A link for members of the public to view the meeting will be posted along with the agenda at the web address below no less than 24 hours prior to the meeting.

<https://www.flytucson.com/taa/public-meeting-information/>

The agenda for the meeting is as follows:

1. CALL TO ORDER | ROLL CALL

- | | |
|---|--|
| <input type="checkbox"/> Lisa Lovallo, Chair | <input type="checkbox"/> Michael Duran |
| <input type="checkbox"/> Steve Cole, Vice Chair | <input type="checkbox"/> Vance Falbaum |
| <input type="checkbox"/> Keri Silvyn | <input type="checkbox"/> Ellen Wheeler |
| <input type="checkbox"/> Rob Draper | |

2. APPROVAL OF MINUTES

- a. Approve the minutes from the Nominating Council meeting held on September 29, 2021.

3. NOMINATIONS | APPLICATIONS

- a. **APPLICATIONS FOR EMERITUS MEMBERSHIP:** The Council will consider and may make recommendations for consideration and action to the Board of Directors regarding any applications received from Members who wish to transition to Emeritus Member.
- b. **APPLICATIONS FOR CONTINUING MEMBERSHIP, NEW MEMBER NOMINATIONS, AND DIRECTOR NOMINATIONS:** The Council will consider and may make recommendations for consideration and action to the TAA Membership at the January 2022 TAA Annual Membership meeting on the following:
- i. Applications for continuing TAA membership.
 - ii. Nominations for new TAA members.
 - iii. Nominations for the Board of Directors, together with the recommended term for each Director.
- c. **NOMINATION OF CORPORATE OFFICERS FOR 2022:** The Council will consider and may make recommendations for consideration and action to the Board of Directors regarding the slate of corporate officers for 2022.

4. NEXT MEETING

If necessary, the Nominating Council will choose the date, time, and location of the next meeting or direct the TAA Clerk to schedule the next meeting.

5. ADJOURN

**TUCSON AIRPORT AUTHORITY | Nominating Council Meeting
Wednesday, September 29, 2021 | 3:00 p.m. | Remote Meeting**

THIS ADVISORY COUNCIL MEETING WAS HELD BY REMOTE PARTICIPATION ONLY, WITH COUNCIL MEMBERS ATTENDING VIA THE REMOTE PARTICIPATION PLATFORM WEBEX. MEMBERS OF THE PUBLIC WERE PROVIDED A WEBEX LINK AND PHONE NUMBER/CODE INCLUDED IN THE PUBLIC MEETING NOTICE IN ORDER TO ATTEND.

1. CALL TO ORDER | ROLL CALL | WELCOME AND INTRODUCTIONS

Chair Lovallo called the meeting to order at 3:01 p.m.

Members Present: Chair Lisa Lovallo, Vice Chair Steve Cole, Council Member Keri Silvyn, Council Member Michael Duran, Council Member Vance Falbaum, and Council Member Ellen Wheeler

Members Absent: Council Member Rob Draper

Others Present: None

Staff Present: President/Chief Executive Officer Danette Bewley, Vice President/General Counsel Christopher Schmaltz, Deputy General Counsel Kim Ryan, IT Systems Administrator Matt Chandler, and TAA Clerk Byron Jones

2. APPROVAL OF MINUTES

a. Approve the minutes of the Nominating Council meeting held on July 20, 2021.

MOTION BY Council Member Wheeler, SECONDED BY Council Member Silvyn, to APPROVE the minutes of the Nominating Council meeting held on July 20, 2021, subject to the correction of Council Member Falbaum's last name, which was misspelled. The motion carried by the following vote:

Ayes 5 Chair Lovallo, Vice Chair Cole, Council Member Silvyn, Council Member Falbaum, and Council Member Wheeler

Nays 0

3. NOMINATIONS | APPLICATIONS

a. **APPLICATIONS FOR EMERITUS MEMBERSHIP:**

No applications for emeritus membership were received prior to the meeting.

b. APPLICATIONS FOR CONTINUING MEMBERSHIP, NEW MEMBER NOMINATIONS, AND DIRECTOR NOMINATIONS:

i. Applications for continuing TAA membership.

The Nominating Council considered the application for continuing membership submitted by Steve Cole. His initial 15-year term expires on January 23, 2022, and he is requesting to extend his active membership an additional five years as allowed under the Bylaws. There was no discussion. Council Member Cole abstained from the vote.

MOTION BY Council Member Falbaum, SECONDED BY Council Member Wheeler, to RECOMMEND to the full TAA Membership approval of Steve Cole’s request to serve an additional five years as an Active Member. The motion carried by the following vote:

Ayes	4	Chair Lovallo, Council Member Silvyn, Council Member Falbaum, and Council Member Wheeler
Nays	0	
Abstentions	1	Vice Chair Cole

ii. Nominations for new TAA members.

Several nominations for new TAA members were included in the agenda packet. It was noted that one application arrived after the packet was distributed and was not included in the materials the Council had to review. The consensus of the Council was to delay acting on new-member recommendations until after the nominating period closes on October 1. As a matter of fairness, this will allow the Council to weigh all the applications prior to the discussion.

Council Member Duran joined the meeting at 3:10 p.m.

iii. Nominations for the Board of Directors, together with the recommended term for each Director.

No director applications were received prior to the meeting.

The Council requested staff to email a final reminder to the Membership emphasizing the three director openings for next year, and that Members who want to serve on the Board must self-nominate themselves. The Council also suggested that the current directors consider candidates who might be interested and encourage those individuals to apply. President/CEO Danette Bewley committed to following up with Chair Dusenberry and Vice Chair Hammond.

The Council discussed how the Bylaw amendments the Board of Directors will consider at their meeting on October 6 will impact the nominating process. One of the proposed changes is to move the deadline for the Nominating Council to finalize its recommendations from November 30 to November 15. If the Board decides that the changes should go into effect immediately, the Council's meeting on November 18 would need to be re-scheduled to earlier in the month. Chair Lovallo stated that the Council should strive to complete its work at the Council meeting scheduled on October 13.

TAA Clerk Byron Jones was directed to extend the October meeting from 60 minutes to 90 minutes.

4. NEXT MEETING

Wednesday, October 13, 2021 | 9:00 a.m. | Remote participation via Webex

5. ADJOURN

There being no further business to discuss, Lovallo adjourned the meeting at 3:19 p.m.

Prepared by:

Byron M. Jones, CMC, TAA Clerk

Date: _____