

**TUCSON AIRPORT AUTHORITY | Board of Directors Regular Meeting
Wednesday, December 8, 2021 | 3:00 p.m. | Remote Meeting**

THIS BOARD MEETING WAS HELD BY REMOTE PARTICIPATION ONLY, WITH DIRECTORS 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

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

Members Present: Chair Bruce Dusenberry, Vice Chair Mike Hammond, Secretary Keri Silvyn, Treasurer Bill Assenmacher, Director/Immediate Past Chair Taunya Villicaña, Director Rob Draper, Director Phil Swaim, and Director Todd Jackson

Members Absent: Director Judy Rich and Director Sally Fernandez

Staff Present: President/Chief Executive Officer Danette Bewley, Executive Vice President/Chief Operating Officer Bruce Goetz, Vice President/Planning and Engineering Mike Smejkal, Vice President/General Counsel Christopher Schmaltz, Vice President/Chief Commercial Officer John Voorhees, Vice President/Chief Financial Officer Kirk Eickhoff, Deputy General Counsel Kim Ryan, IT Cloud and Systems Engineer Matt Chandler, and TAA Clerk Byron Jones

Secretary Silvyn joined the meeting at 3:17 p.m.

2. CONSENT AGENDA

- a. **APPROVAL OF MINUTES:** Approve the minutes from the Board of Directors Regular Meeting held on October 6, 2021.
- b. **UPDATED DISADVANTAGED BUSINESS ENTERPRISE PROGRAM POLICY STATEMENT AND AIRPORT CONCESSION DISADVANTAGED BUSINESS ENTERPRISE PROGRAM ASPIRATIONAL GOALS FOR FY 2022 THROUGH FY 2024:** Adopt Resolution No. 2021-26 approving the updated Tucson Airport Authority Disadvantaged Business Enterprise Policy Statement and approving the Airport Concession Disadvantaged Business Enterprise Program aspirational goals for FY 2022 through FY 2024.

MOTION BY Director Swaim, SECONDED BY Director Draper, to APPROVE the consent agenda. The motion carried by the following vote:

Ayes 7 Chair Dusenberry, Vice Chair Hammond, Treasurer Assenmacher, Director/Immediate Past Chair Villicaña, Director Draper, Director Swaim, and Director Jackson

Nays 0

3. CHAIRPERSON REPORT

a. TAA and Staff Recognition | New or Promoted Employees, Awards, and Acknowledgments

Chair Dusenberry reported on the following:

- ❑ Brian Kidd joined the TAA as the new Director of Air Service Development. Kidd previously worked for Oakland International Airport in its marketing and air service development department. He comes to the TAA with over 20 years of experience in these areas.
- ❑ In November, the TAA Police Department had their review by the Commission on Law Enforcement Agencies (CALEA). The Department was fully re-accredited and is compliant with all police standards and best practices. The Commission was extremely complimentary about the department's record keeping and how it manages its program.

4. PRESIDENT/CEO REPORT

President/CEO Danette Bewley presented on the following:

a. Aviation Industry | Update

- ❑ According to Fitch Ratings' 2022 Transportation Outlook, full enplanement recovery for U.S. airports is not expected until 2024. However, the firm noted that the lifting of the travel bans on November 8, 2021, for fully vaccinated non-U.S. citizens "should be a positive catalyst for air traffic recovery, and some leisure-based airports in warmer climates with less-stringent pandemic restrictions have already recovered or surpassed pre-pandemic levels."
- ❑ An average of two million passengers traveled each day during the busy Thanksgiving period, with a pandemic-record of over 2.4 million passengers screened on Sunday. U.S. airlines "streamlined operations and staffed up" ahead of the busy holiday travel weekend, which saw passenger volume reach approximately 90% of pre-pandemic levels.
- ❑ In an abundance of caution, President Joseph R. Biden has restricted travel from several African countries following discovery of the COVID-19 Omicron variant. Amid this rapidly evolving situation, aviation industry groups are working to ensure that U.S. government decisions regarding international travel restrictions and requirements are rooted in science.

b. TAA Airport System | Update

In mid-November President Joseph R. Biden signed the bipartisan infrastructure bill, which includes \$25B earmarked for the aviation industry. The portion allocated for TUS and RYN is approximately \$32M. Including the previous aid packages, the TAA has received approximately \$80M.

c. Blue Campaign | Sex Trafficking

The TAA has partnered with the U.S. Department of Homeland Security and many of the nation’s airports in the fight against global sex trafficking. The TAA will affix a hard, plastic sign in each restroom stall that gives a phone number to call if an individual is being forced to accompany others against their will. If the individual does not have a phone, they may ask other persons present to call the phone number on their behalf. In addition, Homeland Security is offering airport-wide training on how to spot sex trafficking, and the TAA Police Department is very watchful and will intervene accordingly when called or when they observe the signs of sex trafficking.

d. TUS “Wheels Up” Scholarship Recipients

The TAA started the “Wheels Up” scholarship program three years ago to be a community partner and support students in the aviation program at Pima Community College. The TAA scholarship awards three students \$2,500 each, with a maximum contribution of \$7,500 per year. The three students selected this year by the Pima County Scholarship Foundation are Eddie Contreras, Forest Korulski, and Joseph Harty.

5. EXECUTIVE SESSION

The Board of Directors, upon a majority vote, may convene into executive session for the following:

- a. Pursuant to A.R.S. §§ 38-431.03(A)(3) and (A)(4): For discussion or consultation with the TAA attorney or attorneys for legal advice and to consider TAA positions on contemplated litigation related to lease agreements with TAA tenants at Tucson International Airport and Ryan Airfield.
- b. Pursuant to A.R.S. §§ 38-431.03(A)(7): For discussion or consultation with designated representatives of the public body in order to consider its position and instruct its representatives regarding negotiations for the purchase, sale or lease of real property related to development projects known as “Project Penny” and “Project Payload.”

MOTION BY Treasurer Assenmacher, SECONDED BY Director Jackson, to CONVENE into executive session. The motion carried by the following vote:

Ayes 7 Chair Dusenberry, Vice Chair Hammond, Treasurer Assenmacher, Director/Immediate Past Chair Villicaña, Director Draper, Director Swaim, and Director Jackson

Nays 0

The regular meeting recessed, and the Board of Directors convened in executive session at 3:17 p.m.

6. RECONVENE IN REGULAR SESSION

The executive session adjourned, and the Board of Directors resumed the regular meeting at 4:16 p.m.

7. ACTION ITEMS

a. "PROJECT PENNY" LEASE AGREEMENT:

There was no discussion on this item.

MOTION BY Vice Chair Hammond, SECONDED BY Director Swaim, to ADOPT Resolution No. 2021-27 authorizing the President/CEO or her designee to execute a 30-year lease agreement with the company known as "Project Penny," subject to key business terms. The motion carried by the following vote:

Ayes 8 Chair Dusenberry, Vice Chair Hammond, Secretary Silvyn, Treasurer Assenmacher, Director/Immediate Past Chair Villicaña, Director Draper, Director Swaim, and Director Jackson

Nays 0

b. "PROJECT PAYLOAD" LEASE AGREEMENT:

This item was deferred until a later date.

c. REVIEW OF 2022 TAA NOMINATIONS AND POSSIBLE DIRECTION TO THE NOMINATING COUNCIL FOR RECONSIDERATION OF NOMINATIONS:

There was no discussion, and no motion was made to direct the Nominating Council to reconsider any of its nominations. The nominee slate will be forwarded as is for ratification by the full membership during the Annual Meeting on January 24, 2022.

d. AMENDMENTS TO THE TAA BYLAWS:

Vice President/General Counsel Christopher Schmaltz summarized the proposed bylaw amendments:

1. The term of the Board Chair will be extended from one year to two years.
2. The terms of the other Board officers will be one year, with no limit on the number of consecutive terms an individual may serve as an officer.
3. The maximum number of years a Member may serve as a director is increased to ten years.
4. Conflicting language regarding terms has been removed.
5. Out-of-date language addressing the transition from "Life Member" to "Emeritus Member" has been removed.

There was no discussion on this item.

MOTION BY Director Villicaña, SECONDED BY Director Jackson, to adopt Resolution No. 2021-29 amending the Bylaws of the Tucson Airport Authority relating to the terms of directors and corporate officers. The motion carried by the following vote:

Ayes 8 Chair Dusenberry, Vice Chair Hammond, Secretary Silvyn, Treasurer Assenmacher, Director/Immediate Past Chair Villicaña, Director Draper, Director Swaim, and Director Jackson

Nays 0

8. NEXT MEETING

Monday, January 24, 2022 | 10:15 a.m. or shortly following the TAA Annual Meeting | Hacienda del Sol Guest Ranch Resort, Hacienda Room

9. ADJOURN

There being no further business to discuss, Chair Dusenberry adjourned the meeting at 4:28 p.m.

APPROVED BY:

Michael S Hammond
[Michael S Hammond \(Feb 3, 2022 12:21 MST\)](#)

Michael S. Hammond, Secretary

Date: February, 03, 2022

Prepared by:

Byron M. Jones
[Byron M. Jones \(Feb 3, 2022 13:43 MST\)](#)

Byron M. Jones, CMC, TAA Clerk

Date: February, 03, 2022