
**TUCSON AIRPORT AUTHORITY | Nominating Council Meeting
Tuesday, June 7, 2022 | 1:00 p.m. | Virtual Meeting**

THIS ADVISORY COUNCIL MEETING WAS HELD VIRTUALLY, WITH COUNCIL MEMBERS ATTENDING VIA MICROSOFT TEAMS OR TELEPHONICALLY. MEMBERS OF THE PUBLIC WHO COMPLETED A REGISTRATION FORM RECEIVED A LINK TO VIEW THE MEETING VIA MICROSOFT TEAMS OR TO LISTEN TELEPHONICALLY.

1. CALL TO ORDER | ROLL CALL

Chair Lovallo called the meeting to order at 1:01 p.m.

Council Members Present: Chair Lisa Lovallo, Council Member Phil Swaim, Council Member Fran Katz, and Council Member Ellen Wheeler

Council Members Absent: Vice Chair Steve Cole, Council Member Rob Draper, and Council Member Rhonda Piña

Others Present: TAA Board Chair Bruce Dusenberry

Staff Present: President/Chief Executive Officer Danette Bewley, Deputy General Counsel Kim Ryan, IT Customer Support Technician Randy Janek, and TAA Clerk Byron Jones

2. APPROVAL OF MINUTES

MOTION BY Council Member Wheeler, SECONDED BY Council Member Katz, to APPROVE the minutes of the Nominating Council meeting held on October 13, 2021. The motion carried by the following vote:

Ayes 4 Chair Lovallo, Council Member Swaim, Council Member Katz, and Council Member Wheeler

Nays 0

3. DISCUSSION | PRESENTATION

a. OPEN MEETING LAW TRAINING:

Deputy General Counsel Kim Ryan presented an overview of the Tucson Airport Authority as a non-profit organization under Arizona law. The TAA is authorized to exercise governmental powers as an airport operator. Therefore, it is subject to Arizona's Open Meeting Law (OML) and public records laws. Council members can be held personally liable for violations of the OML, and may potentially be

subjected to fines, court costs, and removal from office. Therefore, members should refrain from discussing topics that may appear on the agenda, or past items which have not been acted upon, as these discussions can inadvertently involve a quorum of the body. Discussions and decisions should be made in an open meeting accessible to the public.

All communications pertaining to the TAA are considered public records and are subject to public records requests. This includes members' personal devices. Ryan cautioned the members to consider potential repercussions before sending any type of message.

b. NOMINATING PROCESS:

COUNCIL DISCUSSION

1. **How many open positions are there this year?** TAA Clerk Byron Jones stated that there are currently 57 active TAA members, leaving three open positions. Taking into consideration term expirations and emeritus requests, the Council may potentially nominate up to nine new members. This number is subject to increase or decrease as the nominating period continues and additional applications for emeritus membership are received.

President/CEO Danette Bewley reported that Member Steve Holmes will join Pima County in July as a deputy county administrator. This will trigger Section 2.1.3 of the TAA Bylaws, which states that "Individuals who are elected officials or high-level employees of any branch or level of government... are not eligible for TAA Membership." This may add an additional opening for nominations. The Council requested that Deputy General Counsel Kim Ryan obtain clarification on how the bylaw provision will work in this case.

2. **The Council should continue to focus on increasing ethnic diversity, gender diversity. Another priority should be to support economic development by nominating individuals from industries which are underrepresented or new to the area.**
3. **Despite the nominating period beginning earlier, there is not a lot of time between the close of the nominating period (October 1) and when the Council must report its nominations to the Board of Directors (November 20) for the Council to interact with potential nominees. How does this affect the Council's recruitment strategy?** Ryan explained that the Bylaws permit the Council to consider and act on applications received during the nominating period through November 20 if the actions are properly

agendized. This includes nominations of new members, requests to extend active membership, emeritus requests, and nominations for the Board of Directors.

The Council's consensus on its recruitment strategy for 2022 is as follows:

1. Continue to focus on diversifying the TAA's membership, including recruiting more women and ethnic minorities. It will also focus on engaging individuals from industries which are important to the region's economy but are not represented in the TAA's membership.
2. Review applications as they are received, but the Council will have no discussions until after the nominating period closes on October 1.
3. Staff should include the call for nominations in each member advisory that is sent out during the nominating period.
4. Council members should connect with TAA members who have large networks and may be able to recommend potential nominees.

The Council directed TAA Clerk Byron Jones to provide additional information about the TAA's membership, to include the following:

1. A summary of active members whose terms are expiring, their demographics and professional expertise.
2. An analysis of the TAA's demographic change with the departure of these active members.
3. The professional experience of active members who are listed as "retired."

4. ACTION ITEMS

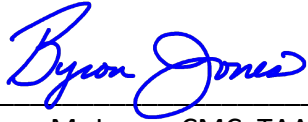
a. 2022 MEETING SCHEDULE:

The Council agreed to hold monthly meetings, and potentially bi-weekly meetings during the months of October and November. It directed TAA Clerk Byron Jones to survey the Council members and to schedule meeting dates for the remainder of the year.

5. ADJOURN

There being no further business to discuss, Chair Lovallo adjourned the meeting at 1:52 p.m.

PREPARED BY:



Byron M. Jones, CMC, TAA Clerk

Date: October 15, 2024