

TUCSON AIRPORT AUTHORITY | Board of Directors Regular Meeting Wednesday, September 6, 2023 | 3:00 p.m. | TAA Board Room and Microsoft Teams

THIS MEETING OF THE TUCSON AIRPORT AUTHORITY (TAA) BOARD OF DIRECTORS WAS HELD IN A HYBRID MANNER, WITH BOARD MEMBERS PRESENT IN THE TAA BOARD ROOM OR VIRTUALLY VIA MICROSOFT TEAMS. MEMBERS OF THE PUBLIC WERE ABLE TO ATTEND IN PERSON. MEMBERS OF THE PUBLIC WHO COMPLETED A REGISTRATION FORM RECEIVED A LINK TO VIEW THE MEETING VIA MICROSOFT TEAMS OR TO LISTEN TELEPHONICALLY.

THE TAA BOARD ROOM IS LOCATED ON THE DEPARTURE LEVEL OF THE TUCSON INTERNATIONAL AIRPORT TERMINAL BETWEEN THE SOUTHWEST AIRLINES AND DELTA AIRLINES TICKET OFFICES, AND BEHIND THE ARROYO TRADING POST. THE ADDRESS IS 7250 SOUTH TUCSON BOULEVARD, TUCSON, ARIZONA, 85756.

1. CALL TO ORDER | ROLL CALL

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

Directors Present: Chair Keri Silvyn, Vice Chair Mike Hammond, Secretary Phil Swaim, Treasurer Vance Falbaum, Director/Immediate Past Chair Bruce Dusenberry, Director Sally Fernandez, Director Calline Sanchez, Director Fran Katz, and Director Rhonda Piña

Directors Absent: Director Judy Rich and Director Todd Jackson

Others Present: TAA Member Lydia Aranda, TAA Member Nancy McClure, Attorney James Murphy, and Attorney Michael Foy

Staff Present: President/CEO Danette Bewley, Executive Vice President/Chief Operating Officer Bruce Goetz, Vice President/General Counsel Chris Schmaltz, Vice President/Chief Revenue Officer John Voorhees, Vice President/Chief People Officer Twyla Salaiz, Vice President of Planning and Engineering Ken Nichols, Vice President/Chief Financial Officer Kim Allison, Deputy General Counsel Kim Outlaw Ryan, Chief Information Officer Anthony Casella, Chief Communications Officer Austin Wright, and TAA Clerk Byron Jones

2. CONSENT AGENDA

- a. Approval of Minutes
- **b.** FY 2024 PSPRS Pension Funding Policy
- c. FAA Part 26 DBE Policy Statement and Participation Goals for FY 2024-2026
- d. FAA Part 21 Nondiscrimination Program and Policy Statement

Motion by Treasurer Falbaum, seconded by Director Katz, to approve the Consent Agenda. The motion carried by the following vote:



Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Dusenberry, Fernandez, Sanchez, Katz, and Piña

Nays (0)

3. BOARD CHAIR REPORT

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

Chair Keri Silvyn reported the following:

Phillip Karhoff recently joined TAA as the new Director of Infrastructure and
Special Systems.

- ☐ Vice President/General Counsel Chris Schmaltz earned the Accredited Airport Executive certification.
- ☐ TAA was nominated and received the Official Gold Seal of Good Health Keeping Renewal Award.
- ☐ The TAA Fire Department honored Director Bruce Dusenberry with a water salute in recognition of his last flight as a pilot.

4. PRESIDENT/CEO REPORT

State of the Industry | Update

President/CEO Danette Bewley reported the following:

- ☐ The FAA Reauthorization Bill, a five-year bill, has passed the United States Senate and the United States House of Representatives; however, the reconciliation process has not yielded a final bill.
- ☐ TUS is approaching a full recovery from the COVID-19 pandemic. 3.7M passengers will travel through TUS in 2023 compared to 3.8M in 2019. TUS is also expected to reach 60 peak flights per day.
- ☐ The Monument Sign Project has been restarted after a two-year pause due to increased construction costs. Completion is expected by the end of 2023.

5. PRESENTATION/DISCUSSION

Member Advocacy Plan | Update

Chief Communications Officer Austin Wright gave an overview of the new Member Advocacy Plan. The goal is for TAA Members to become vocal Champions in their personal and professional circles, highlighting the critical role TAA plays in the region's economy. The key messages include:

- 1. Addressing market leakage to Sky Harbor (PHX) and Phoenix-Mesa Gateway (AZA).
- 2. Educating the public on TUS and RYN as economic engines for Southern Arizona.



3. Advocating the use of new nonstop routes. Consistent demand makes it more likely that airlines will maintain new routes.

To ensure that everyone has the most current talking points, regular updates will be included in the monthly Member advisories. Members will also receive a link to the presentation as well as a link to the formal advocacy plan. Finally, Members will receive a wall-sized card with talking points that they can keep within easy reach.

6. ACTION ITEMS

a. New Air Service Incentive Program for FY 2024 and FY 2025

Chief Communications Officer Austin Wright stated that the new Air Service Incentive Program would improve TUS's competitiveness versus other airports and would simplify TAA's overall approach to air service development. A detailed memo was included in the agenda packet. There was no discussion by the Board.

Motion by Vice Chair Hammond, seconded by Director Sanchez, to adopt Resolution No. 2023-16 authorizing the President/CEO (or her designee[s]) to execute airline incentive agreements in accordance with the provisions of the new Air Service Incentive Program, effective October 1, 2023 and expiring September 30, 2025. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Dusenberry, Fernandez, Sanchez, Katz, and Piña

Nays (0)

b. TAA Compensation Plan

Vice President/General Counsel Chris Schmaltz explained that the Compensation Plan had been brought to the Board instead of the Executive Council due to changes to the Bylaws and Resolution on Delegated Authority. Because of these changes, the Council's primary function now is to review the President/CEO's compensation and benefits. Going forward, updates to the Compensation Plan will be brought to the Board in conjunction with the annual operating budget.

Vice President/Chief People Officer Twyla Salaiz presented:

TAA's last compensation study was completed in 2020. People Operations
continuously monitors market trends and believes that the bottom part of
the salary bands is competitive. There will be some impacts when Arizona's
minimum wage increase goes into effect, but the changes will be minimal.
The current proposal is to keep the hands in place but raise the ten of the

☐ The current proposal is to keep the bands in place but raise the top of the bands by five percent. This would shift the midrange up slightly and also



give People Operations the flexibility to negotiate a higher salary in exceptional circumstances.

TAA will commission another study in 2024 to ensure that the full salary bands remain competitive.

There was no discussion by the Board.

Motion by Secretary Swaim, seconded by Director Fernandez, to adopt Resolution No. 2023-17 approving the Tucson Airport Authority Compensation Plan dated October 1, 2023. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Dusenberry, Fernandez, Sanchez, Katz, and Piña

Nays (0)

c. FY 2024 Budget and Capital Improvement Program

Vice President/Chief Financial Officer Kim Allison presented:

☐ FY 2024 Budget Assumptions:

- Based on projections provided by the airlines, TAA is forecasting a
 6.8% increase in passenger volumes over FY 2023.
- Landed weight is forecasted to increase by 10.7% over FY 2023.
- o Increases in operating revenue are due to TAA bringing its rates and charges back to pre-pandemic levels and adjusting for inflation.
- Increases in operating expenses are attributable to several factors, including being able to more accurately project vacancies in personnel, cost-of-living adjustments, merit increases, inflation, and adding additional safety and security positions to comply with Transportation Security Administration mandates.
- To balance the budget, the FY 2024 landing fee will increase from \$1.15 to \$1.50. The airlines are in full support of the increase.

☐ FY 2024 Capital Improvements:

- TAA expects to spend \$34.8M on capital projects, with the Airfield Safety Enhancement (ASE) Program being the highest beneficiary.
 - \$21.7M from the Airline Reserve Fund.
 - \$18.4M from federal relief funds (CARES, CRRSAA, and ARPA).
 - \$3.1M of ASE funds which were previously approved but have not been spent.



 Because of efforts in recent years to control costs, there will be no new debt service in FY 2024.

☐ Environmental Remediation Program:

- As of September 2022, TAA's estimated liability for the Soils Remediation Project (SRP) and the Tucson Airport Remediation Project (TARP) was \$21.6M.
- The balance in the Insurance Reserve Fund—the fund used to pay for environmental remediation—is \$31M.

There was no discussion by the Board.

Motion by Director Piña, seconded by Director Katz, to adopt Resolution No. 2023-18 approving the Tucson Airport Authority budget and capital improvement program for the fiscal year beginning October 1, 2023 and ending September 30, 2024. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Dusenberry, Fernandez, Sanchez, Katz, and Piña

Nays (0)

7. <u>DIVISION UPDATES</u>

a. Finance and Regulatory Administration

Vice President/Chief Financial Officer Kim Allison referred the directors to the financial report for June 2023, which was included in the agenda packet. She also addressed a question from Director Rich from the previous meeting regarding the significant increase in expenses between 2019 and 2023.

Ц	The bulk of the	e increase (\$3.4	lM) was	due to pers	onnel	expenses	s related to
	cost-of-living	adjustments,	merit	increases,	and	adding	additiona
	employees.						

□ \$1.9M was for contracted services, \$900K for materials, and \$400K for insurance. Costs had increased due to inflation.

b. Planning and Engineering

A division report was included in the agenda packet.

c. Marketing and Strategic Communications

Chief Communications Officer Austin Wright reported the following:

☐ The division is shifting its external marketing efforts to emphasize stress-free travel. The campaign will make use of bus wraps, train



advertisements, and media formats such as radio, social media, and television.

☐ TAA has entered into marketing agreement with Arizona Onstage Productions ("Broadway in Tucson") to continue advertising in their show programs.

d. Air Service Development

Chief Communications Officer Austin Wright reported the following:

- Alaska Airlines will offer daily service to Orange County (SNA) beginning in December. They will also resume nonstop service to Portland (PDX) and Paine Field (PAE) beginning in October.
- ☐ Representatives from Southwest Airlines will visit TUS on September 20. Southwest will offer daily nonstop service to Dallas-Love Field (DAL) on peak travel days through the holiday season; they are also resuming service to Chicago Midway (MDW).
- ☐ A staff memo containing additional information was included in the agenda packet.

8. EXECUTIVE SESSION

- a. FAA Financial Compliance Review (Pursuant to A.R.S. § 38-431(A)(3) and (4)).
- b. Environmental Matters with EPA and ADEQ Tucson Airport Remediation Project, Soils Remediation Project, PFAS Issues (Pursuant to A.R.S. § 38-431(A)(3) and (4)).

Motion by Treasurer Falbaum, seconded by Vice Chair Hammond, to recess the public meeting and convene in executive session. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Dusenberry, Fernandez, Sanchez, Katz, and Piña

Nays (0)

Chair Silvyn recessed the public meeting and the Board convened in executive session at 3:55 p.m. Directors who were on site moved to the Executive Conference Room, and directors who were online were moved into a Microsoft Teams breakout room connected to the Executive Conference Room.

Mr. Murphy and Mr. Foy joined the executive session via Microsoft Teams at 4:18 p.m.



9. RETURN FROM EXECUTIVE SESSION

The executive session adjourned at 4:50 p.m. Chair Silvyn reconvened the public meeting at 4:51 p.m.

10. NEXT MEETING

Wednesday, November 1, 2023, 3:00 p.m. | Hybrid Meeting – TAA Board Room and Microsoft Teams

11. ADJOURN

There being no further business to discuss, Chair Silvyn adjourned the meeting at 4:51 p.m.

APPROVED BY:	Prepared by:
Phillip Swaim Phillip Swaim (Nov 2, 2023 17:52 PDT)	Byron M. Jones Byron M. Jones (Nov 2, 2023 17:50 PDT)
Phil Swaim, Secretary	Byron M. Jones, CMC, TAA Clerk
Date: November 2, 2023	Date: November 2, 2023





MEMBER ADVOCACY PLAN

CREATING EXTERNAL CHAMPIONS

September 6, 2023



ADVOCACY GOAL



Members serve as vocal Champions, both within the community at large and their personal circles, for the critical role TAA plays in the economic vitality of the region.





KEY MESSAGING



THE MESSAGES

1 | Tucson Market Leakage to Phoenix and Mesa is a Concern

- 32.7% of air journeys taken by the Tucson area now use Phoenix as their airport.
- We must change that dynamic in order to consistently grow our air service offerings at Tucson.

2 | TUS/RYN are an Economic Engine for Southern Arizona

• Each year TUS/RYN are responsible for an economic impact of \$8.3 BILLION dollars. (TUS: \$8.296B / RYN: \$35M)

3 | Nonstop for Tucson: Help Advocate for Use of New Nonstop Routes

When TUS secures a new flight, it is far from a guarantee to stay long term.
 Advocate for the community to fly our newest routes to show demand to the airline to maintain these new routes.



PREPARE FOR TAKEOFF



HOW WE SHARE THIS INFO

Tactics:

- → Advocacy Plan
- Regular updates in the monthly Member Advisory with advocacy talking points.
 - → ADOT will update the TUS and RYN economic impact statistics soon, which we will communicate when available.
 - As new routes are announced, we will share them in the Member Advisory to ensure you have the latest information to communicate.
- A link to this presentation, with voiceover will be shared with all Members in the next Member Advisory including the formal written Advocacy Plan.
- → Each member will receive a card for their wallet to ensure the talking points are always within reach.



THANK YOU.

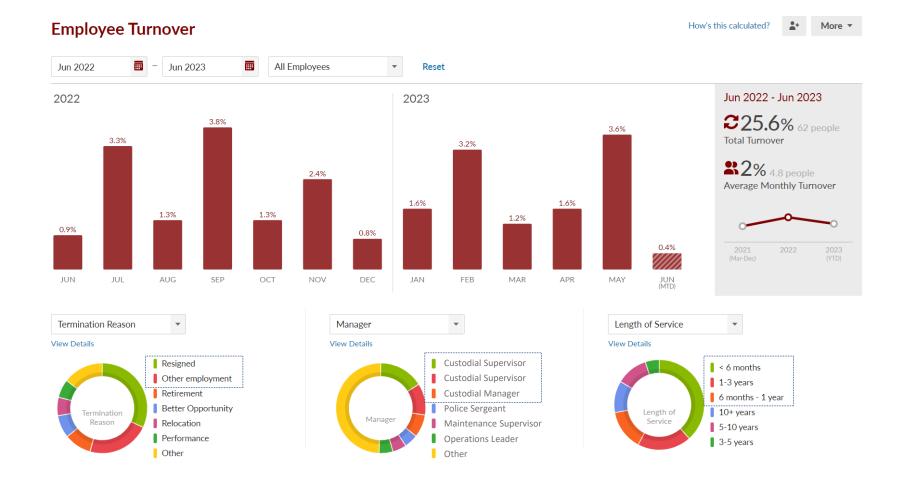
Q&A SESSION

Austin Wright
Chief Communications Officer



Attrition and Retention

Employee Attrition – July YTD



Employee Attrition – August YTD





TUCSON INTERNATIONAL AIRPORT • RYAN AIRFIELD

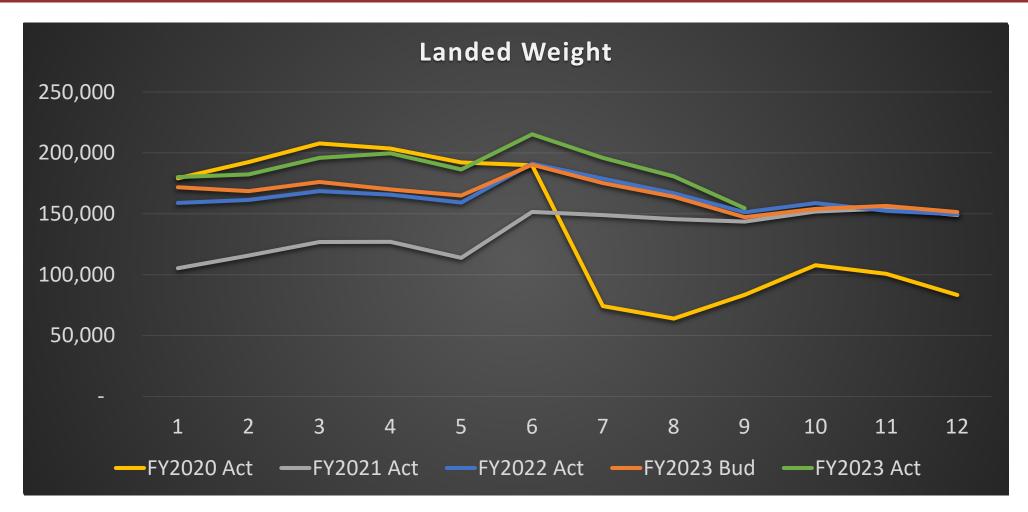
Financial Update

Board of Directors Meeting September 6, 2023

June 2023 Operating Highlights

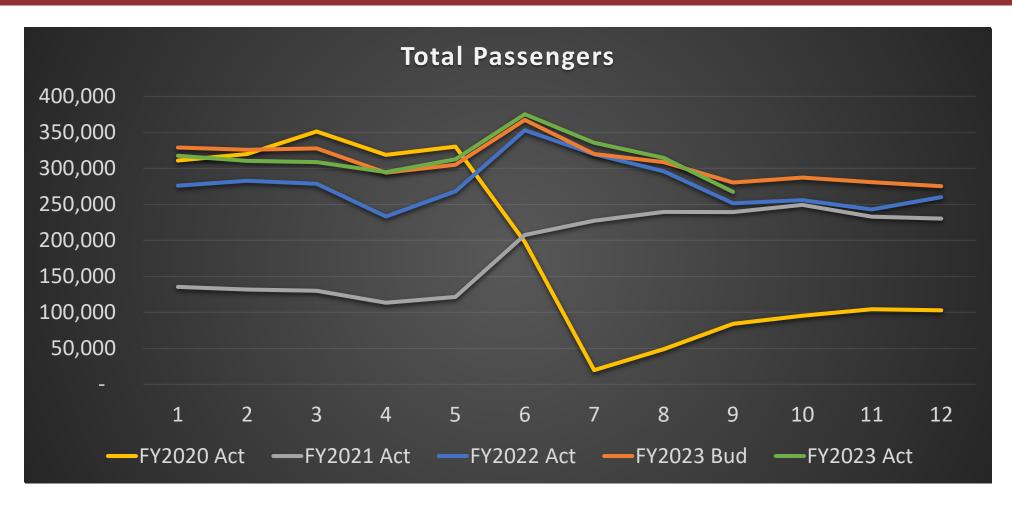
- Aviation Activity
 - Landing Activity in FY23
 - YTD FY23 landed weight 10.6% favorable to budget
 - June 2023 landed weight 5.0% favorable to budget
 - FY23 Load Factors
 - YTD: 85.2%
 - Month (June): 91.7%

FY 2023 Operating Statistics



- June Landed Weight is 5.0% above budget
- YTD Landed Weight is 10.6% above budget and 43.5% higher than FY2021

FY 2023 Operating Statistics



- June passenger volume is 4.6% below budget
- YTD passenger volume is 0.7% below budget and 83.5% higher than FY2021

June 2023 Flight & Passenger Activity

<u>Month</u>	FY2023	<u>FY2022</u>	FY2021	FY2020	FY2019
Total Passengers	267,430	251,436	239,220	83,937	287,368
Average Load Factor	91.7%	87.8%	86.5%	60.5%	86.5%
Average Daily Departures	40.5	41.8	42.4	22.8	50.1
Average Daily Seat Capacity	5,099	4,926	4,764	2,410	5,632
Nine Months Year-To-Date					
Total Passengers	2,812,030	2,558,711	1,545,384	1,981,263	2,955,673
Average Load Factor	85.2%	86.5%	69.1%	69.6%	83.8%
Average Daily Seat Capacity	6,270	5,516	4,138	5,225	6,482
Average Seat Count per Departure	125.9	117.8	112.5	105.9	112.5

YTD 2023 Financial Results

	YTD (Oct-Jun) Actual	Total Annual Budget	<u>75%</u>
Operating Revenues	\$ 35,195,702	\$ 42,864,610	82.1%
Operating Expenses	28,568,936	39,128,979	73.0%

June (9^{th} month) / 12 months total = 75% Revenues above 75% = favorable. Expenses below 75% = favorable.

June 2023 Financial Results

<u>June</u>	Actual	Budget	Actual vs. Budget		Prior Year (2022)	Current vs. Prior Year	Pre-Covid June 2019
Operating Revenues Operating Expenses Operating Income (Loss)	\$ 3,866,523 3,036,794 \$ 829,730	\$ 3,628,827 3,101,990 \$ 526,837	\$ 237,696 65,197 \$ 302,893	6.6% 2.1%	\$ 3,520,096 2,907,010 \$ 613,087	•	\$ 3,762,112 5% 2,496,262 \$ 1,265,850
Nine Months Ended 6/2023							
Operating Revenues Operating Expenses Operating Income	\$ 35,195,702 28,568,936 \$ 6,626,766	\$ 32,088,609 29,701,122 \$ 2,387,487	\$3,107,093 1,132,186 \$4,239,279	9.7% 3.8%	\$32,391,417 24,929,059 \$7,462,358	\$ 2,804,285 8 (3,639,877) -14 \$ (835,592)	\$35,457,586 6% 21,854,168 \$13,603,418

June 2023 Operating Revenues

Operating Revenues

June			Actual vs.		
<u>June</u>	Actual	Budget	Budget		
Landing fees	\$ 200,773	\$ 178,866	\$ 21,907 12.	2%	
Space rentals	936,748	893,868	42,880 4.	8%	
Land rent	315,141	304,166	10,975 3.	6%	
Concession revenue	1,751,765	1,728,388	23,377 1.	4%	
Reimbursed Services	283,588	266,816	16,772 6.	3%	
Other Operating Revenue	378,508	256,723	121,785 47.	4%	
Total operating revenues	\$ 3,866,523	\$ 3,628,827	\$ 237,696 6.	6%	

2023 YTD Concession Revenue

Account Description	YTI	D Actual	YTE) Budget	-	Actuals vs. E	Budget
Rental Cars	\$	6,784,833	\$	6,226,779	\$	558,054	9.0%
Parking		7,174,372		6,318,175		856,197	13.6%
Ground Transportation		321,672		295,268		26,403	8.9%
Advertising		110,145		93,750		16,395	17.5%
Food & Beverage		637,796		337,149		300,647	89.2%
News & Gifts		887,096		813,547		73,549	9.0%
Transportation Network Company		607,687		532,587		75,100	14.1%
Peer-to-Peer Car Rental		28,799		-		28,799	0.0%
Other		83,092		77,416		5,677	7.3%
Total	\$	16,635,492	\$	14,694,672	\$:	1,940,820	13.2%

June 2023 Operating Expenses

Operating Expenses

lune			Actual vs.		
<u>June</u>	Actual	Budget	Budget		
Personnel expenses	\$ 2,053,180	\$ 1,974,233	\$ (78,947) -4.0%		
Contractual services	686,780	772,570	85,790 11.1%		
Materials and supplies	213,469	196,663	(16,806) -8.5%		
Other operating expenses	83,364	158,524	75,160 47.4%		
Total operating expenses	\$ 3,036,794	\$ 3,101,990	\$ 65,197 2.1%		

2023 YTD Revenue

Operating Revenues

YTD			Actual vs.		
110	Actual	Budget	Budget		
Landing fees	\$ 2,120,576	\$ 1,817,256	\$ 303,320	16.7%	
Space rentals	8,476,143	8,017,629	458,514	5.7%	
Land rent	2,793,491	2,737,498	55,993	2.0%	
Concession revenue	16,635,492	14,694,672	1,940,820	13.2%	
Reimbursed Services	2,358,954	2,401,340	(42,386)	-1.8%	
Other Operating Revenue	2,811,047	2,420,214	390,833	16.1%	
Total operating revenues	\$ 35,195,702	\$ 32,088,609	\$ 3,107,093	9.7%	

2023 YTD Expenses

Operating Expenses

YTD			Actual vs.	
110	Actual	Budget	Budget	
Personnel expenses	\$ 18,725,929	\$ 18,857,288	\$ 131,359 0.79	%
Contractual services	6,617,677	7,533,443	915,766 12.29	%
Materials and supplies	1,926,243	1,965,670	39,427 2.09	%
Other operating expenses	1,299,086	1,344,721	45,635 3.49	%
Total operating expenses	\$ 28,568,936	\$ 29,701,122	\$ 1,132,186 3.89	%

2023 vs 2022

	2023 Oct-Jun	2022 Oct-Jun	2023 vs 2022
Operating Revenues Operating Expenses	\$ 35,195,702	\$ 32,391,417	8.7%
	28,568,936	24,929,059	14.6%

2023 vs 2019 (Pre-Covid)

	2023 <u>Oct-Jun</u>	Pre-Covid Oct-Jun 2019	2023 vs 2019
Operating Revenues Operating Expenses	\$ 35,195,702	\$ 35,457,586	-0.7%
	28,568,936	21,854,168	30.7%

2023 vs 2019 Expenses

- Operating Expense Increase \$6,714,769
- \$3,374,511 Personnel-COLA, merit, new positions
- \$1,875,029 Contractual Services
- \$ 891,166 Materials and Supplies
- \$ 124,459 Dues and subscriptions
- \$ 400,609 Insurance
- \$ 48,995 Miscellaneous other expenses
- \$6,714,769 Total

Finance Update

Questions?