
**TUCSON AIRPORT AUTHORITY | Board of Directors Special Meeting
Friday, July 26, 2024 | 10:00 a.m. | Remote Only**

THIS MEETING OF THE TUCSON AIRPORT AUTHORITY (TAA) BOARD OF DIRECTORS WAS HELD REMOTELY, WITH DIRECTORS 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 Silvyn called the meeting to order at 10:03 a.m.

Directors Present: Chair Keri Silvyn, Vice Chair Mike Hammond, Secretary Phil Swaim, Treasurer Vance Falbaum, Director Todd Jackson, Director Calline Sanchez, Director Fran Katz, Director Rhonda Piña, and Director Ellen Wheeler

Directors Absent: Director Judy Rich

Others Present: Attorney Michael Foy (*Salmon, Lewis, & Weldon, P.L.C.*) and Attorney James Murphy

Staff Present: President/CEO Danette Bewley, Executive Vice President/Chief Operating Officer (COO) Bruce Goetz, Executive Vice President/General Counsel Chris Schmaltz, Vice President/Chief Revenue Officer (CRO) John Voorhees, Vice President of Airport Development Ken Nichols, Deputy General Counsel Kim Outlaw Ryan, IT Customer Support Technician Hector Lopez, and TAA Clerk Byron Jones

At the discretion of Chair Silvyn, Item 4.a. was considered before Item 2 to permit employees not required for the executive session to leave the meeting.

Director Sanchez joined the meeting at 10:06 a.m.

2. EXECUTIVE SESSION

Agreement with the United States Environmental Protection Agency (EPA) (Pursuant to [A.R.S. § 38-431\(A\)\(3\) and \(4\)](#)).

Chair Silvyn noted that this issue has been discussed in previous executive sessions and covered in the confidential materials distributed for the executive session by Executive Vice President/General Counsel Chris Schmaltz. The option to enter into executive session was available but not required if none of the directors had questions.

Responding to an inquiry made by Secretary Swaim regarding the position of the Arizona Air National Guard, Mr. Schmaltz stated that TAA would be in a better position having executed the agreement than not. He also reiterated that this action item is not to approve the agreement but to authorize the President/CEO to execute the agreement once it is finalized.

3. RETURN FROM EXECUTIVE SESSION

The Board did not enter into executive session.

4. ACTION ITEMS

a. Raytheon Company Ground Lease | Engine Test Facility

Vice President/CRO John Voorhees referred the directors to the memorandum that was included in the agenda packet, which addressed in depth the history and recent events regarding this ground lease. Thanks to the intercession of Raytheon, TAA was able to negotiate a lease that moves Ascent Aviation from their current location on Ramp A-17 to a permanent facility on the east side of the airfield. This move provides them with additional space for their operations and remains within the airport's current noise contours.

Motion by Secretary Swaim, seconded by Director Jackson, to adopt Resolution No. 2024-10 authorizing the President/CEO or her designee(s) to execute a new ground lease with Raytheon Company to construct an Engine Test Facility on TAA-owned property, subject to key business terms. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Jackson, Sanchez, Katz, Piña, and Wheeler

Nays (0)

b. Agreement with the United States Environmental Protection Agency (EPA)

There were no questions or discussion on this matter. *

Motion by Vice Chair Hammond, seconded by Director Piña, to adopt Resolution No. 2024-11 authorizing the President/CEO or her designee(s) to execute an agreement (in substantially similar form as provided to the Board under attorney-client privilege protections) with the United States Environmental Protection Agency related to TAA per- and polyfluoroalkyl substances (PFAS) investigations and remediation planning. The motion carried by the following vote:

Ayes (9) Silvyn, Hammond, Swaim, Falbaum, Jackson, Sanchez, Katz, Piña, and Wheeler

Nays (0)

Executive Vice President/General Counsel Chris Schmaltz committed to keeping the Board informed as the process moves along and once the agreement is finalized.

5. NEXT MEETING

Wednesday, September 4, 2024, 3:00 p.m. | Hybrid Meeting – TAA Board Room and Microsoft Teams

6. ADJOURN

There being no further business to discuss, Chair Silvyn adjourned the meeting at 10:13 a.m.

APPROVED BY:

Phil Swaim
[Phil Swaim \(Sep 5, 2024 14:51 PDT\)](#)
Phil Swaim, Secretary

Date: September 5, 2024

Prepared by:

Byron Jones
[Byron Jones \(Sep 5, 2024 14:17 PDT\)](#)
Byron Jones, TAA Clerk

Date: September 5, 2024

***NOTE re: Item 4.b:** The Resolution No. 2024-11 was revised to strike reference to the executive session since it did not take place. A copy of the redlined resolution and the final resolution are attached to these minutes.

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE TUCSON AIRPORT AUTHORITY, INC., AUTHORIZING THE PRESIDENT/CEO OR HER DESIGNEE(S) TO EXECUTE AN AGREEMENT ~~(IN SUBSTANTIALLY SIMILAR FORM AS CONSIDERED AND DISCUSSED IN EXECUTIVE SESSION)~~ (SUBSTANTIALLY SIMILAR TO THE VERSION PROVIDED TO THE BOARD OF DIRECTORS UNDER ATTORNEY-CLIENT PRIVELEGE PROTECTION) WITH THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY RELATED TO TAA PER- AND POLYFLUOROALKYL SUBSTANCES (PFAS) INVESTIGATIONS AND REMEDIATION PLANNING.

WHEREAS on April 17, 2024, the Environmental Protection Agency (EPA) promulgated hazardous substance designations, pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act, as amended, 42 U.S.C. §§ 9601-9675 (CERCLA), for per- and polyfluoroalkyl substances (PFAS) and contaminants, PFOA and PFOS, including their salts and structural isomers. The designation states that EPA reached this decision after evaluating the available scientific and technical information about PFOA and PFOS and determining that they may present a substantial danger to the public health or welfare or the environment when released; and

WHEREAS as a Part 139 commercial service airport, the Federal Aviation Administration (FAA) has regulatorily required all commercial service airports, including Tucson International Airport (TUS), to use PFAS containing aqueous film forming foam (AFFF) as part of maintaining TUS's aviation related firefighting responsibilities to protect the health and safety of the aviation and non-aviation users of TUS and the traveling public; and

WHEREAS TAA, while recognizing that PFAS contamination comes from a variety of sources that do not include AFFF, TAA embraces the important role that TUS has in southern Arizona as not only an economic engine, but as a key stakeholder in the community's health and safety, TAA is committed to being a community partner in the collective and comprehensive effort to address the PFAS presence in greater Tucson.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TUCSON AIRPORT AUTHORITY, INC., AS FOLLOWS:

The President/CEO or her designee(s) is authorized to execute an agreement ~~(in substantially similar form as considered and discussed in executive session)~~ (SUBSTANTIALLY SIMILAR TO THE VERSION PROVIDED TO THE BOARD OF DIRECTORS UNDER ATTORNEY-CLIENT PRIVELEGE PROTECTION) with the United States Environmental Protection Agency (EPA) related to TAA per- and polyfluoroalkyl substances (PFAS) investigation and remediation planning.

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PASSED AND ADOPTED by the Board of Directors of the Tucson Airport Authority, Inc., this twenty-sixth day of July, 2024.

Keri Silvyn, Chair of the Board

ATTEST:

APPROVED AS TO FORM:

Phil Swaim, Secretary

Christopher Schmaltz, Executive Vice
President and General Counsel

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE TUCSON AIRPORT AUTHORITY, INC., AUTHORIZING THE PRESIDENT/CEO OR HER DESIGNEE(S) TO EXECUTE AN AGREEMENT (SUBSTANTIALLY SIMILAR TO THE VERSION PROVIDED TO THE BOARD OF DIRECTORS UNDER ATTORNEY-CLIENT PRIVILEGE PROTECTION) WITH THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY RELATED TO TAA PER- AND POLYFLUOROALKYL SUBSTANCES (PFAS) INVESTIGATIONS AND REMEDIATION PLANNING.

WHEREAS on April 17, 2024, the Environmental Protection Agency (EPA) promulgated hazardous substance designations, pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act, as amended, 42 U.S.C. §§ 9601-9675 (CERCLA), for per- and polyfluoroalkyl substances (PFAS) and contaminants, PFOA and PFOS, including their salts and structural isomers. The designation states that EPA reached this decision after evaluating the available scientific and technical information about PFOA and PFOS and determining that they may present a substantial danger to the public health or welfare or the environment when released; and

WHEREAS as a Part 139 commercial service airport, the Federal Aviation Administration (FAA) has regulatorily required all commercial service airports, including Tucson International Airport (TUS), to use PFAS containing aqueous film forming foam (AFFF) as part of maintaining TUS's aviation related firefighting responsibilities to protect the health and safety of the aviation and non-aviation users of TUS and the traveling public; and


WHEREAS TAA, while recognizing that PFAS contamination comes from a variety of sources that do not include AFFF, TAA embraces the important role that TUS has in southern Arizona as not only an economic engine, but as a key stakeholder in the community's health and safety, TAA is committed to being a community partner in the collective and comprehensive effort to address the PFAS presence in greater Tucson.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE TUCSON AIRPORT AUTHORITY, INC., AS FOLLOWS:

The President/CEO or her designee(s) is authorized to execute an agreement (substantially similar to the version provided to the Board of Directors under attorney-client privilege protection) with the United States Environmental Protection Agency (EPA) related to TAA per- and polyfluoroalkyl substances (PFAS) investigation and remediation planning.


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PASSED AND ADOPTED by the Board of Directors of the Tucson Airport Authority, Inc., this twenty-sixth day of July, 2024.


Keri Silvyn (Aug 2, 2024 06:17 MDT)


Keri Silvyn, Chair of the Board

ATTEST:


Phil Swaim (Jul 31, 2024 10:46 PDT)

Phil Swaim, Secretary

APPROVED AS TO FORM:


Chris Schmaltz (Aug 5, 2024 08:04 PDT)

Christopher Schmaltz, Executive Vice
President and General Counsel