

**SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY
SPECIAL EXECUTIVE PERSONNEL AND
COMPENSATION COMMITTEE MEETING
MINUTES
THURSDAY, OCTOBER 11, 2012
BOARD ROOM**

CALL TO ORDER:

Chair Desmond called the special meeting of the Executive Personnel and Compensation Committee to order at 10:03 a.m. on Thursday, October 11, 2012, in the Board Room of the San Diego International Airport, Commuter Terminal, 3225 N. Harbor Drive, San Diego, CA 92101.

PLEDGE OF ALLEGIANCE:

ROLL CALL:

PRESENT: Committee Members: Boland, Desmond, Smisek
 Board Members: Gleason

ABSENT: Committee Members: Cox

ALSO PRESENT: Thella F. Bowens, President/CEO; Breton K. Lobner, General Counsel; Lorraine Bennett, Assistant Authority Clerk II; Linda D. Gehlken, Assistant Authority Clerk I

NEW BUSINESS

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the September 27, 2012 special meeting.

ACTION: Moved by Board Member Boland and seconded by Board Member Smisek to approve staff's recommendation. Motion carried unanimously, noting Board Member Cox as ABSENT.

2. DEVELOPMENT OF A PROCESS FOR THE RENEGOTIATION/EXTENSION OF THE EMPLOYMENT CONTRACT FOR THE PRESIDENT/CEO:

Jeff Lindeman; Senior Director, Organizational Performance and Development, provided a presentation on the talent strategy for development of a process for the renegotiation/extension of the employment contract for the President/CEO which included an overview of the Current President/CEO Contract, Current Business Priorities, and recommended processes on extension/renegotiation.

Chair Desmond suggested the formation of a sub-Committee comprised of members of the Executive Personnel and Compensation Committee to engage in the President/CEO's contract negotiation.

In response to Board Member Boland regarding whether currently a consultant was designated to assist with the process, Jeff Lindeman, Senior Director, Organizational Performance and Development, stated that there is no consultant to assist, but if needed, a consultant could be secured expeditiously.

Board Member Gleason stated that having a third party validating the process for the President/CEO contract re-negotiation, would be helpful.

Board Member Boland recommended having a consultant on board, to ensure that all parties are well served throughout the process, and to have staff return with recommendations to the Committee.

Thella F. Bowens, President/CEO, stated that she supports having a third party involved in the process.

ACTION: Moved by Board Member Boland and seconded by Chair Desmond to solicit for a third party consultant and to direct staff to come back with options for consideration by the Committee. Motion carried unanimously, noting Board Member Cox as ABSENT.

Chair Desmond stated, with Committee consensus, that he would serve on an Ad Hoc Committee along with Board Members Boland and Gleason, for the renegotiation/extension of the employment contract for the President/CEO.

COMMITTEE MEMBER COMMENTS: None.

ADJOURNMENT: The meeting was adjourned at 10:25 a.m.

APPROVED BY A MOTION OF THE EXECUTIVE PERSONNEL AND COMPENSATION COMMITTEE OF THE SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY THIS 1ST DAY OF NOVEMBER, 2012.


JEFFREY WOODSON
VICE PRESIDENT, ADMINISTRATION

APPROVED AS TO FORM:


LORRAINE BENNETT
ASSISTANT AUTHORITY CLERK II