

**SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY
SPECIAL BOARD AND
EXECUTIVE AND FINANCE COMMITTEE MEETING MINUTES
THURSDAY, DECEMBER 20, 2018
BOARD ROOM**

CALL TO ORDER: Chairman Boling called the Special Board and Executive-Finance Committee Meeting to order at 9:02 a.m., on Thursday, December 20, 2018, in the Board Room of the San Diego International Airport, Administration Building, 3225 N Harbor Drive, San Diego, CA 92101.

PLEDGE OF ALLEGIANCE: Board Member Schiavoni led the Pledge of Allegiance.

ROLL CALL:

Board

Present: Board Members: Boling (Chair), Cox, Kersey, Lloyd Robinson, Schiavoni, Schumacher, West

Absent: Board Members: Binns (Ex-Officio), Desmond, Dockery (Ex-Officio), Wong-Hernandez (Ex-Officio)

Executive Committee

Present: Committee Members: Boling (Chair), Robinson, Schumacher

Absent: Committee Members: None

Finance Committee

Present: Committee Members: Cox, Lloyd, Schiavoni, West

Absent: Committee Members: None

Also Present: Kimberly J. Becker, President/CEO; Amy Gonzalez, General Counsel; Linda Gehlken, Assistant Authority Clerk I; Martha Morales, Assistant Authority Clerk I

NON-AGENDA PUBLIC COMMENT:

KAMRAN HAMIDI, SAN DIEGO, provided a presentation and handout and spoke regarding insurance for taxis and in support of opening the airport to all taxis.

BOARD NEW BUSINESS:

A. APPOINTMENT TO THE SOUTHERN CALIFORNIA ASSOCIATION OF GOVERNMENTS AVIATION TASK FORCE:

Angela Shafer-Payne, Vice President/Chief Operating Officer, provided an overview of the SCAG Aviation Task Force.

RECOMMENDATION: Adopt Resolution No. 2018-0140, making an appointment to the Southern California Association of Governments Aviation Task Force.

ACTION: Moved by Board Member Cox and seconded by Board Member Schiavoni to appoint Chairman Boling to the Southern California Association of Governments Aviation Task Force. Motion carried by the following votes: YES – Boling, Cox, Kersey, Lloyd, Robinson, Schiavoni, Schumacher, West; NO – None; ABSENT – Desmond; (Weighted Vote Points: YES – 88; NO – 0; ABSENT – 12).

EXECUTIVE COMMITTEE NEW BUSINESS:

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the November 26, 2018 regular meeting.

ACTION: Moved by Board Member Robinson and seconded by Board Member Schumacher to approve staff's recommendation. Motion carried unanimously.

FINANCE COMMITTEE NEW BUSINESS:

2. REVIEW OF THE UNAUDITED FINANCIAL STATEMENTS FOR THE FIVE MONTHS ENDED NOVEMBER 30, 2018:

Kathy Kiefer, Senior Director, Finance and Asset Management, provided a presentation on the Review of the Unaudited Financial Statements for the Five Months Ended November 30, 2018 which included Enplanements, Gross Landing Weight Units, Operating Revenue, Total Operating Revenue, Operating Expenses, Total Operating Expenses, Net Operating Income, Nonoperating Revenue & Expenses, and Statements of Net Position.

3. REVIEW OF THE AUTHORITY'S INVESTMENT REPORT AS OF NOVEMBER 30, 2018:

Geoff Bryant, Manager, Airport Finance, provided a presentation on the Authority's Investment Report as of November 30, 2018 which included Portfolio Characteristics, Sector Distribution, Quality & Maturity Distribution, Investment Performance, and Bond Proceeds.

EXECUTIVE COMMITTEE NEW BUSINESS:

4. **PRE-APPROVAL OF TRAVEL REQUESTS AND APPROVAL OF BUSINESS AND TRAVEL EXPENSE REIMBURSEMENT REQUESTS FOR BOARD MEMBERS, THE PRESIDENT/CEO, THE CHIEF AUDITOR AND GENERAL COUNSEL:**

RECOMMENDATION: Pre-approve travel requests and approve business and travel expense reimbursement requests.

ACTION: Moved by Board Member Robinson and seconded by Board Member Schumacher to approve staff's recommendation. Motion carried unanimously.

REVIEW OF FUTURE AGENDAS:

5. **REVIEW OF THE DRAFT AGENDA FOR THE JANUARY 3, 2019 BOARD MEETING:**

Kimberly J. Becker, President/CEO, provided an overview of the draft agenda for the January 3, 2019, Board Meeting. She stated that Policy 5.02 and 8.30 were removed from Item 7 regarding Adoption of Amendments to Authority Policies.

6. **REVIEW OF THE DRAFT AGENDA FOR THE JANUARY 3, 2019 AIRPORT LAND USE COMMISSION MEETING:**

Kimberly J. Becker, President/CEO, provided an overview of the draft agenda for the January 3, 2019, ALUC Meeting.

WORKSHOP:

7. **REVIEW PROPOSED AMENDMENTS TO AUTHORITY POLICIES 3.30 AND 3.40 BUSINESS AND TRAVEL REIMBURSEMENT:**

Matt Harris, Senior Director, Strategy & Policy provided a presentation with the comparison between the current Policies 3.30 and 3.40 and the proposed combined Policy 3.30.

RECOMMENDATION: Review proposed amendments, provide possible direction to staff, and forward to the Board with a recommendation for approval.

ACTION: Moved by Board Member Robinson and seconded by Board Member Schumacher to approve staff's recommendation. Motion carried unanimously.

8. **REVIEW PROPOSED AMENDMENTS TO AUTHORITY CODES AND POLICIES:**

Tony R. Russell, Director, Board Services/Authority Clerk, provided a presentation with a summary of the amendments to Authority Codes and Policies.

RECOMMENDATION: Review proposed amendments, provide possible direction to staff, and forward to the Board with a recommendation for approval.

ACTION: Moved by Board Member Robinson and seconded by Board Member Schumacher to approve staff's recommendation. Motion carried unanimously.

CLOSED SESSION: The Board recessed into Closed Session at 10:07 a.m. to discuss Items 9 and 10.

9. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION:

(Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Cal. Gov. Code §54956.9)

Number of potential cases: 1

10. CONFERENCE WITH REAL PROPERTY NEGOTIATORS:

Property: Airline Operating and Lease Agreement - San Diego International

Airport Agency Negotiator: Kim Becker, Scott Brickner, John Dillon, Kathy Kiefer,

Amy Gonzalez Negotiating Parties: Alaska Airlines, Allegiant Airlines, American

Airlines, British Airways, Delta Airlines, FedEx, JetBlue Airlines, Southwest

Airlines, United Airlines

Under Negotiation: price and terms of payment

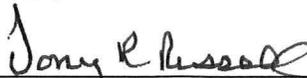
REPORT ON CLOSED SESSION: The Board adjourned out of Closed Session at 11:36 a.m. There was no reportable action.

BOARD AND COMMITTEE MEMBER COMMENTS: None.

ADJOURNMENT: The meeting adjourned at 11:36 a.m.

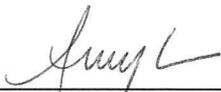
APPROVED BY A MOTION OF THE SAN DIEGO COUNTY REGIONAL AIRPORT
AUTHORITY BOARD THIS 7TH DAY OF FEBRUARY, 2019.

ATTEST:



TONY R. RUSSELL
DIRECTOR, BOARD SERVICES/
AUTHORITY CLERK

APPROVED AS TO FORM:



AMY GONZALEZ
GENERAL COUNSEL