

**SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY BOARD
MINUTES
THURSDAY, DECEMBER 2, 2021
SAN DIEGO INTERNATIONAL AIRPORT
BOARD ROOM**

CALL TO ORDER: Chair Cabrera called the meeting of the San Diego County Regional Airport Authority Board to order at 9:00 a.m. on Thursday, December 2, 2021, electronically and via teleconference pursuant to the provisions of California Assembly Bill 361 and Resolution No. 2021-0123 at the San Diego International Airport, Administration Building, 3225 North Harbor Drive, San Diego, CA 92101.

ROLL CALL:

PRESENT: Board Members: Blakespear, Cabrera, Casillas Salas, McNamara, Robinson, Schiavoni, Vargas, von Wilpert

ABSENT: Board Members: Bedell (Ex-Officio), Dallarda (Ex-Officio), Lloyd, Miller (Ex-Officio)

ALSO PRESENT: Kimberly J. Becker, President/CEO; Amy Gonzalez, General Counsel; Tony R. Russell, Director, Board Services/Authority Clerk; Miranda Roper, Assistant Authority Clerk I

NEW BUSINESS:

1. **CONSIDERATION OF WHETHER TO CONTINUE VIRTUAL MEETINGS FOR AUTHORITY BOARD AND COMMITTEE MEETINGS PURSUANT TO AB 361:**
RECOMMENDATION: Adopt Resolution No. 2021-0133, finding that it is in the best interest of the Authority and the public it serves to continue to hold virtual public meetings of the Board and its Committees because a declared state of emergency is ongoing and continues to directly impact the ability of the Board and its Committees to meet safely in person and state and local officials recommend measures to promote social distancing.

ACTION: Moved by Board Member Robinson and seconded by Board Member Schiavoni to approve staff's recommendation. Motion carried by the following votes: YES – Blakespear, Cabrera, Casillas Salas, McNamara, Robinson, Schiavoni, von Wilpert; NO – None; ABSENT –Lloyd, Vargas; (Weighted Vote Points: YES – 84; NO – 0; ABSENT – 16)

PRESENTATIONS:

A. 2021 BOND SALE OUTCOME:

Scott Brickner, Vice President/Chief Financial Officer, provided a presentation on the 2021 Bond Sale Outcome that included Authority Bond Financing Requirements, Favorable Market Conditions, Feasibility Report and Preliminary Official Statements, Rating Agency Presentations and Credit Ratings, Marketing and Investor Outreach, November 17 Pricing Results, Upsizing 2021AB Bonds, 2021C Refunding Bonds, Authority GARB Deal Summaries and the 2021 Bonds Financing Team.

REPORTS FROM BOARD COMMITTEES, AD HOC COMMITTEES, AND CITIZEN COMMITTEES AND LIAISONS:

- **AUDIT COMMITTEE:** Committee Member Vann reported that the Committee met on November 15th and heard several items and voted to forward those items to the Board for acceptance and approval.
- **CAPITAL IMPROVEMENT PROGRAM OVERSIGHT COMMITTEE:** None.
- **EXECUTIVE PERSONNEL AND COMPENSATION COMMITTEE:** None.
- **FINANCE COMMITTEE:** Board Member von Wilpert reported that the Committee met on November 22nd where they reviewed the Unaudited Financial Statements and the Investment Report as of October 31, 2021, and heard an update provided on the Authority's revolving credit facility and outstanding balances.

ADVISORY COMMITTEES

- **AUTHORITY ADVISORY COMMITTEE:** None.
- **ARTS ADVISORY COMMITTEE:** Chris Chalupsky, Senior Manager, Arts Program, reported that the Arts Program, in collaboration with the Airport's Culture & Capability department, is set to resume New Hire airport tours this month.

LIAISONS

- **CALTRANS:** None.

Board Member Vargas joined the meeting at 9:32 a.m.

- **INTER-GOVERNMENTAL AFFAIRS:** Chair Cabrera reported that the White House continues negotiations with Congressional leaders on the overall size and scope of the budget bill that would fund the federal government and the Presidents policy priorities. He reported that the President recently unveiled a new \$1.75 trillion framework and urged Congress to vote on both the new package and the \$1.2 trillion infrastructure proposal. He also reported that the infrastructure package includes an additional \$25 billion for aviation, of which approximately \$10 billion is proposed for airport related infrastructure projects. He reported that State Legislature has adjourned until January 3rd, when the second year of the 2021-22 legislation session resumes.
- **MILITARY AFFAIRS:** None.
- **PORT:** None.
- **WORLD TRADE CENTER:** Hampton Brown, Vice President and Chief Revenue Officer, Marketing and Air Service Development, reported that the Committee met on November 16th where the Board voted to amend the bylaws to allow officers to authorize and execute required corporate documents. He reported there were updates on the 2020 Work Plan including License Holder Deliverables, the Global Compensative Council and the 2021 Work Plan which will continue to focus on route, development and retention support, continuation of the corporate travel survey and airline stewardship within the business community.

BOARD REPRESENTATIVES (EXTERNAL)

- **SANDAG BOARD OF DIRECTORS:** Chair Cabrera reported that at its last meeting the Board of Directors approved the submission of the proposed 2022 State Transportation and Improvement Program to the California Transportation Commission and the Board also approved the SANDAG Housing and Smart Growth Funding recommended by the Regional Planning Committee.
- **SANDAG TRANSPORTATION COMMITTEE:** None.

CHAIR'S REPORT Chair Cabrera reported that the Board of Building Owners and Managers Association has unanimously awarded the Airport Authority its annual Public Official of the Year Award for the recognition of the work on the new T1 where President Biden signed the \$1.2 trillion Infrastructure and Investment and Jobs Act that will potentially benefit the new T1 project by setting aside funds for airport terminal projects.

PRESIDENT/CEO'S REPORT: Kim Becker, President/CEO, reported that on November 21st, the "San Diego Flyer", the new all-electric shuttle bus carrying passengers between the Old Town Transit Center and SAN, launched and is an excellent last-mile connection from transit to the airport that is free to customers. She also reported that even before the San Diego Flyer was launched, it won its first award from Circulate San Diego recognizing the service with the Connectivity Award at its annual Momentum Awards earlier in the month. She reported that our Communications and Marketing Teams have won two Bronze Merit Awards from the Public Relations Society of America's San Diego/Imperial Counties chapter, the first award was in the "Media Relations: COVID Response" category, recognizing our "Let's Go Safely" campaign, which helped passengers navigate the airport during the early days of the pandemic, and the second award was in the "New Digital Platform" category for the annual Sustainability Report, noting that the Planning and Environmental Affairs team played a key role in the development of the Sustainability report, as well as Communications and Marketing. She reported that the Authority's Noise Team was recognized by ACI-NA with an Environmental Achievement Award in the "Outreach, Education, and Community Involvement category", the award was for the SAN Flight Procedure Study which was a pivotal achievement in helping to address aircraft noise on behalf of the airport's neighbors. She reported that the U.S. border opened to fully vaccinated visitors on November 8th, and that the number of international flights at SAN has increased since the border opening; that most of SAN's international carriers will be offering more flights in December than they did in November with Alaska Airlines adding its seasonal service to Cancun back in November; British Airways resuming its service in October with three flights a week and now increasing to daily flights. She also reported that SAN averaged a little more than 57,000 passengers coming and going from the airport beginning the Tuesday before and the Monday after Thanksgiving with the most people traveling on Tuesday and Sunday.

Board Member Blakespear' expressed concern regarding the message, promotion, and signage of the San Diego Flyer. She stated that not adequately messaging this service is a missed opportunity. She requests that staff report back to the Board at a future meeting on wayfinding improvements for this service.

Board Member von Wilpert invited staff to present to the city's Active Transportation and Infrastructure committee.

Board Member Schiavoni also suggested that the messaging emphasize that it is a free service.

NON-AGENDA PUBLIC COMMENT:

CONSENT AGENDA (Items 2-20):

Board Member Schiavoni announced her recusal on Item 14 due to a potential conflict of interest.

ACTION: Moved by Board Member Vargas and seconded by Board Member Robinson to approve the Consent Agenda, noting Board Member Schiavoni's RECUSAL on Item 14. Motion carried by the following votes: YES – Blakespear, Cabrera, McNamara, Robinson, Casillas Salas, Schiavoni, Vargas, von Wilpert; NO – None; ABSENT – Lloyd; (Weighted Vote Points: YES – 92; NO – 0; ABSENT – 8)

2. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the November 4, 2021, regular Board meeting.

3. ACCEPTANCE OF BOARD AND COMMITTEE MEMBERS WRITTEN REPORTS ON THEIR ATTENDANCE AT APPROVED MEETINGS AND PRE-APPROVAL OF ATTENDANCE AT OTHER MEETINGS NOT COVERED BY THE CURRENT RESOLUTION:

RECOMMENDATION: Accept the reports and pre-approve Board Member attendance at other meetings, trainings and events not covered by the current resolution.

4. AWARDED CONTRACTS, APPROVED CHANGE ORDERS FROM OCTOBER 11, 2021 THROUGH NOVEMBER 7, 2021 AND REAL PROPERTY AGREEMENTS GRANTED AND ACCEPTED FROM OCTOBER 11, 2021 THROUGH NOVEMBER 7, 2021:

RECOMMENDATION: Receive the report.

5. DECEMBER 2021 LEGISLATIVE REPORT:

RECOMMENDATION: Adopt Resolution No. 2021-0134, approving the December 2021 Legislative Report.

6. APPOINTMENTS TO BOARD COMMITTEES, LIAISON POSITIONS, OTHER REPRESENTATIVE AND ALTERNATE POSITIONS:

RECOMMENDATION: Adopt Resolution No. 2021-0135, appointing Gil Cabrera as the primary advisory member and Johanna Schiavoni as the alternate advisory member to the SANDAG Board of Directors.

CLAIMS

7. REJECT THE CLAIM OF JENNIFER ADAMS:

RECOMMENDATION: Adopt Resolution No. 2021-0145, rejecting the claim of Jennifer Adams.

COMMITTEE RECOMMENDATIONS

8. ESTABLISH THE DATE AND TIME OF BOARD AND ALUC MEETINGS FOR 2022, AS INDICATED ON THE PROPOSED 2022 MASTER CALENDAR OF BOARD AND COMMITTEE MEETINGS:

RECOMMENDATION: The Executive Committee recommends that the Board adopt Resolution No. 2021-0136, establishing the date and time of Board and ALUC meetings; and Committee meetings for 2022 as indicated on the proposed 2022 Master Calendar of Board and Committee Meetings.

9. FISCAL YEAR 2022 FIRST QUARTER REPORT FROM THE OFFICE OF THE CHIEF AUDITOR:

RECOMMENDATION: The Audit Committee recommends that the Board accept the report.

10. REVISION TO THE FISCAL YEAR 2022 AUDIT PLAN OF THE OFFICE OF THE CHIEF AUDITOR:

RECOMMENDATION: The Audit Committee recommends that the Board Adopt Resolution No. 2021-0137, approving the revision to the Fiscal Year 2022 Audit Plan.

11. EXTERNAL AUDITORS FISCAL YEARS ENDED JUNE 30, 2021 REPORT: A) AUDITED FINANCIAL STATEMENTS, B) SINGLE AUDIT REPORTS, C) PASSENGER FACILITY CHARGES COMPLIANCE REPORT, D) CUSTOMER FACILITY CHARGE COMPLIANCE REPORT, AND E) LETTER TO THE BOARD:

RECOMMENDATION: The Audit Committee recommends that the Board accept the report.

12. REVIEW OF THE ANNUAL COMPREHENSIVE FINANCIAL REPORT (ACFR) FOR THE FISCAL YEAR ENDED JUNE 30, 2021:

RECOMMENDATION: The Audit Committee recommends that the Board accept the report.

CONTRACTS AND AGREEMENTS

13. AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE A SIXTH AMENDMENT TO AGREEMENT 209162-OS WITH SP PLUS CORPORATION FOR RENTAL CAR CENTER (RCC) BUS OPERATIONS:

RECOMMENDATION: Adopt Resolution No. 2021-0138, authorizing the President/CEO to negotiate and execute a Sixth Amendment to Agreement 209162-OS with SP Plus Corporation for Rental Car Center (RCC) Bus Operations to: 1) Extend the contract to September 30, 2022; 2) modify the per mile rate; 3) modify the management fee; and 4) Increase the maximum amount payable by \$8,000,000.00; from \$49,000,000 to \$57,000,000.

14. AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE A SECOND AMENDMENT TO AGREEMENT 210753-OS WITH ACE PARKING MANAGEMENT, INC. FOR AIRPORT SHUTTLE SERVICES:

RECOMMENDATION: Adopt Resolution No. 2021-0139, authorizing the President/CEO to negotiate and execute a Second Amendment to Agreement 210753-OS with Ace Parking Management, Inc. for Airport Shuttle Services to: 1) Extend the contract to September 30, 2022; and 2) Revise the Scope of Work to add the San Diego Flyer shuttle route.

15. GRANT AN EASEMENT FOR DRAINAGE FACILITIES TO THE CITY OF SAN DIEGO:

RECOMMENDATION: Adopt Resolution No. 2021-0140, approving and authorizing the President/CEO to negotiate and execute an easement for drainage facilities with the City of San Diego for the relocation of a portion of existing City owned storm drain infrastructure in support of the New T1 Airside Improvements project.

16. APPROVE AND AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE AN AMENDMENT TO A REIMBURSABLE AGREEMENT WITH THE DEPARTMENT OF TRANSPORTATION FEDERAL AVIATION ADMINISTRATION (FAA) FOR ENGINEERING AND TECHNICAL SUPPORT RELATED TO NEW T1 AIRSIDE IMPROVEMENTS:

RECOMMENDATION: Adopt Resolution No. 2021-0141, approving and authorizing the President/CEO to Negotiate and Execute an Amendment to a Reimbursable Agreement between the Department of Transportation Federal Aviation Administration (FAA) and the San Diego County Regional Airport Authority for engineering and technical support related to New T1 Airside Improvements.

CONTRACTS AND AGREEMENTS AND/OR AMENDMENTS TO CONTRACTS AND AGREEMENTS EXCEEDING \$1 MILLION

- 17. AWARD A CONTRACT TO S&L SPECIALTY CONSTRUCTION, INC. FOR QUIETER HOME PROGRAM PHASE 11, GROUP 7, PROJECT NO. 381107, FIFTY-THREE (53) NON-HISTORIC SINGLE-FAMILY & MULTI-FAMILY UNITS ON THIRTY-SIX (36) RESIDENTIAL PROPERTIES LOCATED EAST AND WEST OF THE SAN DIEGO INTERNATIONAL AIRPORT:**

RECOMMENDATION: Adopt Resolution No. 2021-0142, awarding a contract to S&L Specialty Construction, Inc. in the amount of \$1,653,249.76 for Phase 11, Group 7, Project No. 381107, of the San Diego County Regional Airport Authority's ("Authority") Quieter Home Program.

- 18. AWARD A CONTRACT TO G&G SPECIALTY CONTRACTORS, INC. FOR QUIETER HOME PROGRAM PHASE 11, GROUP 8, PROJECT NO. 381108 CONSISTING OF ONE-HUNDRED-TWELVE (112) NON-HISTORIC MULTI-FAMILY UNITS ON ONE (1) RESIDENTIAL PROPERTY LOCATED EAST OF THE SAN DIEGO INTERNATIONAL AIRPORT:**

RECOMMENDATION: Adopt Resolution No. 2021-0143, awarding a contract to G&G Specialty Contractors, Inc. in the amount of \$2,651,337.95 for Phase 11, Group 8, Project No. 381108, of the San Diego County Regional Airport Authority's ("Authority") Quieter Home Program.

- 19. APPROVE AND AUTHORIZE THE PRESIDENT/CEO TO EXECUTE AN ON-CALL AGREEMENT FOR ARCHITECTURAL AND ENGINEERING CONSULTING SERVICES WITH THE JONES PAYNE GROUP, INC., FOR THE QUIETER HOME PROGRAM AND QUIETER NON-RESIDENTIAL PROGRAM:**

RECOMMENDATION: Adopt Resolution No. 2021-0144, approving and authorizing the President/CEO to negotiate and execute an on-call architectural and engineering consultant services agreement with The Jones Payne Group, Inc., for an amount not-to-exceed \$30,000,000 for a term of three years, with the option for two one-year extensions exercisable at the discretion of the President/CEO in support of the Quieter Home Program and Quieter Non-Residential Program.

- 20. AUTHORIZE AN INCREASE IN THE PRESIDENT/CEO'S AUTHORITY TO NEGOTIATE AND EXECUTE A CONTRACT TO BIND COVERAGE FOR THE OWNER CONTROLLED INSURANCE PROGRAM:**

RECOMMENDATION: Adopt Resolution No. 2021-0146, authorizing an increase in the President/CEO's authority to negotiate and execute a contract for the Owner Controlled Insurance Program in an amount not to exceed from \$20,000,000 to \$25,000,000.

PUBLIC HEARINGS:

OLD BUSINESS:

NEW BUSINESS:

CLOSED SESSION: The Board recessed into Closed Session at 10:00 a.m. to discuss Item 25.

- 21. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
(Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9)
Name of Case: Reya-Bolanos b. San Diego County Regional Airport Authority
San Diego Superior Court Case No. 37-2020-00015247-CU-PO-CTL
- 22. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
(Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9)
Name of Case: Future DB International, Inc. v. San Diego County Regional Airport Authority, et al.
San Diego Superior Court Case No. 37-2018-00001531-CU-CR-CTL
- 23. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
(Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9)
Name of case: Neighbors Against Noise and Traffic v. City of El Cajon, et al., San Diego Superior Court Case No. 37-2021-00016823-CU-TT-CTL
- 24. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
(Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Cal. Gov. Code §54956.9)
Order No. WQ 2019-0005-DWQ by the State Water Resources Control Board pertaining to PFAS
Number of potential cases: 1
- 25. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
(Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9)
Name of Case: John Van De Walker v. Brian K. Widener, et al., United States District Court Case No. 21-cv-1829-BAS-BGS

26. CONFERENCE WITH REAL PROPERTY NEGOTIATORS:

(Government Code §54956.8)

Property: 2 parcels of land situated in the City of San Diego, County of San Diego, State of California, said parcels being a portion of that 231.21 acre tract of land acquired by Warranty Deed from San Diego Securities Company dated June 4, 1917 and recorded June 9, 1917 in Book 740 at page 61 of Deeds in the Office of the Recorder of San Diego County and a portion of that 180.34 acre tract of land acquired by Deed from the City of San Diego dated December 1, 1916 and recorded September 5, 1917 in Book 739 at page 307 of Deeds In the Office of the Recorder of San Diego County and said parcels being designated for the purpose of this description as Parcel 1 and Parcel 2. Parcel 1- approximately 14.03 acres of land and Parcel 2-approximately 2.39 acres of land as more specifically described in the Lease Agreement between the United States of America and the San Diego County Regional Airport Authority, Authority Lease No. LE-0107.

Agency negotiator: Hampton Brown, Matt Harris, Susan Diekman, Jim DeCock, Amy Gonzalez

Negotiating parties: David Bixler, Michael Oestericher, Russell Rang, Reid Merrill, Curtis Permito- United State of America, Department of the Navy

Under negotiation: Price and terms of payment

REPORT ON CLOSED SESSION: The Board adjourned out of Closed Session at 10:30 a.m. There was no reportable action.

GENERAL COUNSEL REPORT: None.

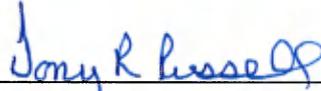
BUSINESS AND TRAVEL EXPENSE REIMBURSEMENT REPORTS FOR BOARD MEMBERS, PRESIDENT/CEO, CHIEF AUDITOR AND GENERAL COUNSEL WHEN ATTENDING CONFERENCES, MEETINGS, AND TRAINING AT THE EXPENSE OF THE AUTHORITY: None.

BOARD COMMENT: None.

ADJOURNMENT: The meeting adjourned at 10:30 a.m.

APPROVED BY A MOTION OF THE SAN DIEGO COUNTY REGIONAL AIRPORT
AUTHORITY BOARD THIS 6th DAY OF JANUARY, 2022.

ATTEST:



TONY R. RUSSELL
DIRECTOR, BOARD SERVICES /
AUTHORITY CLERK

APPROVED AS TO FORM:



AMY GONZALEZ
GENERAL COUNSEL