

DRAFT ACTION MINUTES

Board Meeting Agenda

Thursday, April 3, 2025
9:00 AM

San Diego County Regional Airport Authority
Administration Building
First Floor – Board Room
2417 McCain Road
San Diego, California 92101

Board Members

Gil Cabrera (Chair)
James Sly (Vice-Chair)
Whitney Benzian
Lidia S. Martinez
Monica Montgomery Steppe
Rafael Perez
Esther C. Sanchez
Steve Vaus
Marni von Wilpert

Ex-Officio Board Members

Ann Fox
Col. R. Erik Herrmann
Michele Perrault

President/CEO

Kimberly J. Becker

Live webcasts of Authority Board meetings can be accessed at
<http://www.san.org/Airport-Authority/Meetings-Agendas/Authority-Board>

CALL TO ORDER: Chair Cabrera called the meeting to order at 9:02 a.m.

PLEDGE OF ALLEGIANCE: Chair Cabrera led the pledge of allegiance.

ROLL CALL: Perrault (Ex-Officio), Vaus and von Wilpert were ABSENT.

PRESENTATIONS:

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

- **AUDIT COMMITTEE:**
Committee Members: Huerta, Newsom (Chair), Montgomery Steppe, Perez, Sanchez, Vaus, Wong Nickerson
- **CAPITAL IMPROVEMENT PROGRAM OVERSIGHT COMMITTEE:**
Committee Members: Benzian, Martinez, Perez, Sanchez, von Wilpert (Chair)
- **EXECUTIVE PERSONNEL AND COMPENSATION COMMITTEE:**
Committee Members: Cabrera (Chair), Martinez, Sly
- **FINANCE COMMITTEE:**
Committee Members: Martinez, Sly (Chair), von Wilpert

ADVISORY COMMITTEES

- **AUTHORITY ADVISORY COMMITTEE:**
Liaisons: Benzian (Primary), Martinez

For reference only. This document is not the official action of the meeting and should not be maintained once the final minutes are adopted.

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- **ARTS ADVISORY COMMITTEE:**

Liaison: Martinez

LIAISONS

- **CALTRANS:**

Liaison: Fox

- **INTERGOVERNMENTAL AFFAIRS:**

Liaison: Cabrera

- **MILITARY AFFAIRS:**

Liaison: Herrmann

- **PORT:**

Liaisons: Cabrera (Primary), von Wilpert

- **WORLD TRADE CENTER:**

Representative: Sly

BOARD REPRESENTATIVES (EXTERNAL)

- **SANDAG BOARD OF DIRECTORS:**

Representatives: Cabrera (Primary), Sly

- **SANDAG TRANSPORTATION COMMITTEE:**

Representatives: Sanchez (Primary), Perez

CHAIR REPORT:

PRESIDENT/CEO REPORT:

NON-AGENDA PUBLIC COMMENT:

CONSENT AGENDA (ITEMS 1-9):

[ACTION: 7-0 to approve the Consent Agenda, noting Vaus and von Wilpert as ABSENT.]

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the March 6, 2025, regular meeting.

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2. 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.

(Office of the Authority Clerk: Annette Fagan Ortiz, Authority Clerk)

3. AWARDED CONTRACTS AND APPROVED CHANGE ORDERS FROM FEBRUARY 7, 2025, THROUGH MARCH 6, 2025, AND REAL PROPERTY AGREEMENTS GRANTED AND ACCEPTED FROM FEBRUARY 7, 2025, THROUGH MARCH 6, 2025:

RECOMMENDATION: Receive the report.

(Procurement: Jana Vargas, Director)

4. APRIL 2025 LEGISLATIVE REPORT:

RECOMMENDATION: Adopt Resolution No. 2025-0016, approving the April 2025 Legislative Report.

(Strategy & Government Relations: Matt Harris, Director)

CLAIMS:

COMMITTEE RECOMMENDATIONS:

CONTRACTS AND AGREEMENTS:

5. APPROVE AND AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE A CONCESSION LEASE WITH COMPASS GROUP USA, INC. TO FINANCE, INSTALL, AND OPERATE AUTOMATED SNACK AND BEVERAGE VENDING MACHINES FOR A TERM OF FIVE (5) YEARS WITH ONE (1) FIVE (5) YEAR OPTION TO EXTEND THE TERM:

RECOMMENDATION: Adopt Resolution No. 2025-0017, approving and authorizing the President/CEO to negotiate and execute a concession lease with Compass Group USA, Inc. to finance, install, and operate automated snack and beverage vending machines for a term of five (5) years with one (1) five (5) year option to extend the term and authorizing the President/CEO to take all necessary actions to execute the concession lease.

(Terminal Business Development: Deanna Zachrisson, Director)

6. AWARD A LEGAL SERVICES AGREEMENT TO MARK ZEBROWSKI:

RECOMMENDATION: Adopt Resolution No. 2025-0018 awarding a legal services agreement to Mark Zebrowski, Esq. for a term of one (1) year with two (2) one-year options to renew and a not to exceed compensation amount of \$500,000.

(General Counsel: Amy Gonzalez, General Counsel)

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

7. APPROVE AND AUTHORIZE THE PRESIDENT/CEO TO EXECUTE A BATTERY ENERGY STORAGE SYSTEM SOFTWARE INSTALLATION AND OPERATION WITH CRITICAL LOOP, INC:

RECOMMENDATION: Adopt Resolution No. 2025-0019, approving and authorizing the President/CEO to execute an agreement with Critical Loop, Inc. for a term of three (3) years, with the option for two (2) one-year extensions exercisable at the discretion of the President/CEO, to provide professional services to assist in control, operation, and maintenance of a Battery Energy Storage System for a total not-to-exceed amount of \$1,700,000.00 under a "shared savings" arrangement.

(Facilities Management: Stephen Mosca, Director)

8. AWARD A CONTRACT TO S&L SPECIALTY CONSTRUCTION, INC. FOR QUIETER HOME PROGRAM PHASE 13, GROUP 12, PROJECT NO. 381312 TWENTY-FOUR (24) NON-HISTORIC SINGLE-FAMILY AND MULTI-FAMILY UNITS ON SEVENTEEN (17) RESIDENTIAL PROPERTIES LOCATED EAST AND WEST OF THE SAN DIEGO INTERNATIONAL AIRPORT:

RECOMMENDATION: Adopt Resolution No. 2025-0020, awarding a contract to S&L Specialty Construction, Inc. in the amount of \$1,530,400 for Phase 13, Group 12, Project No. 381312, of the San Diego County Regional Airport Authority's Quieter Home Program and making a finding that the project is exempt from the California Environmental Quality Act.

(Planning, Noise, and Environment: Sjohnna Knack, Director)

9. AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE AN AGREEMENT WITH WILLIAMS SCOTSMAN, INC. DBA WILLSCOT TO PROVIDE ONE (1) 6 PLEX MODULAR OFFICE BUILDING FACILITY FOR THE NEW AIRPORT SHUTTLE BUS PARKING LOT AND RESCIND RESOLUTION NO. 2024-0085:

RECOMMENDATION: Adopt Resolution No. 2025-0021, (1) rescinding Resolution 2024-0085, and (2) authorizing the President/CEO to negotiate and execute an agreement with Williams Scotsman, Inc. dba Willscot for one (1) 6 Plex modular office building facility, in an amount not-to-exceed \$2,087,950 in support of Project No. 413002, Shuttle Lot Relocation at San Diego International Airport.

(Airport Design & Construction: Bob Bolton, Director)

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PUBLIC HEARINGS:

OLD BUSINESS:

NEW BUSINESS:

The Board recessed at 9:17 a.m. and reconvened at 9:18 a.m.

CLOSED SESSION: The Board recessed into Closed Session at 9:19 a.m. to hear item 11.

10. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:

Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9

Name of Case: San Diego County Regional Airport Authority v. AQ US SW Holding Co., et al., San Diego Superior Court Case No. 37-2023-00032124-CU-BC- CTL

11. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION:

Initiation of litigation pursuant to paragraph (4) of subdivision (d) of Section 54956.9

Number of potential Cases: 1

REPORT ON CLOSED SESSION:

GENERAL COUNSEL REPORT:

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:

BOARD COMMENT:

ADJOURNMENT: The meeting adjourned at 9:59 a.m.