

DRAFT

**SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY
SPECIAL EXECUTIVE PERSONNEL AND
COMPENSATION COMMITTEE MEETING
MINUTES
THURSDAY, NOVEMBER 1, 2012
BOARD ROOM**

CALL TO ORDER:

Chair Desmond called the special meeting of the Executive Personnel and Compensation Committee, and the special meeting of the Board to order at 12:25 p.m. on Thursday, November 1, 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, Cox, Desmond, Smisek
 Board Members: Gleason, Hubbs

ABSENT: Committee Members: None

ALSO PRESENT: Thella F. Bowens, President/CEO; Breton K. Lobner, General Counsel; Tony R. Russell, Director, Corporate Services/Authority Clerk; Lorraine Bennett, Assistant Authority Clerk II

NEW BUSINESS

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the October 11, 2012 special meeting.

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

2. DISCUSSION AND DIRECTION TO STAFF ON THE SELECTION OF A CONSULTANT TO SUPPORT THE BOARD IN THEIR RENEGOTIATION/EXTENSION OF THE PRESIDENT/CEO'S EMPLOYMENT CONTRACT:

Jeff Lindeman, Senior Director, Organizational Performance and Development, summarized the three proposals received from Barney & Barney, LLC, LTC Performance Strategies, and Quatt Associate, for solicitation to work with the designated ad hoc committee as a resource during the renegotiation of the President/CEO's contract. He recommended that the proposal from Quatt Associates be considered, based on the firm's extensive experience in the non-profit arena.

Board Member Boland stated that he could not support staff's recommendation of the firm of Quatt and Associates, based upon its fee for services, and that they are located out of state, which could increase costs. He suggested awarding the contract to Barney & Barney.

Thella Bowens, President/CEO, suggested that Barney & Barney not be considered based on her experience with them through ACI-NA.

Board Member Smisek expressed concern regarding Quatt Associate's lack of airport experience.

Board Member Hubbs stated his preference for a consultant who is familiar with airports.

Chair Desmond recommended, with Committee consensus, that he and Board Member Gleason will narrow the scope of work and interview the proposed firms by phone and come back to the Committee with a recommendation.

Chair Desmond requested that the Authority Clerk schedule a meeting of the Committee on December 13, 2012 at 9:00 a.m. for discussion and possible action. He also requested a Closed Session to discuss the performance evaluation of the President/CEO.

RECOMMENDATION: Provide direction to staff.

ACTION: No action taken.

COMMITTEE MEMBER COMMENTS

Board Member Hubbs recommended a future Workshop to discuss health and retirement benefits for Authority employees. He also questioned whether another advisory committee should be created to review employee benefits.

Board Member Gleason stated that the matter will be scheduled for discussion at a future Board Meeting early in 2013.

ADJOURNMENT: The meeting was adjourned at 12:56 p.m.

APPROVED BY A MOTION OF THE EXECUTIVE PERSONNEL AND
COMPENSATION COMMITTEE OF THE SAN DIEGO COUNTY REGIONAL
AIRPORT AUTHORITY THIS 13TH DAY OF DECEMBER, 2012.

JEFFREY WOODSON
VICE PRESIDENT, ADMINISTRATION

APPROVED AS TO FORM:

LORRAINE BENNETT
ASSISTANT AUTHORITY CLERK II