

**SPECIAL BOARD MEETING
MINUTES
SATURDAY, FEBRUARY 28, 2009
ALFRED MITCHELL ROOM
THE LODGE AT TORREY PINES**

CALL TO ORDER:

Chairperson Bersin called the Special Meeting of the Board to order at 10:05 a.m., Saturday, February 28, 2009, in the Alfred Mitchell Room at The Lodge at Torrey Pines, 11480 N. Torrey Pines Road, La Jolla, CA 92037.

PLEDGE OF ALLEGIANCE:

ROLL CALL:

PRESENT: Board Members: Bersin, Boland, Desmond, Finnila, Orso-Delgado (Ex-Officio), Panknin, Smisek, Sheehy (Ex-Officio), Watkins, Young

ABSENT: Board Members: O'Connor (Ex Officio), Zettel

ALSO PRESENT: Thella F. Bowens, President/CEO, Breton Lobner, General Counsel; Tony R. Russell, Director, Corporate Services/Authority Clerk; Sara Real, Assistant Authority Clerk I

Board Member Young arrived at 11:45 a.m.

PUBLIC COMMENT:

ADAM ENGLUND, ENCINITAS, spoke regarding the Authority's support for a grant for his floating airport proposal. He distributed a copy of his letter to Chairperson Bersin regarding his request.

BOARD WORKSHOP:

1. DISCUSSION REGARDING ORGANIZATIONAL GOALS AND STRATEGIES, BOARD COMMUNICATION AND GOVERNANCE:

Joe Sterling, Sterling Insights, welcomed the Board to the second day of the Board Workshop. He led the Board in an exercise regarding governance. The following areas were identified for the Board and the Authority to pick up/hold onto/bring in:

- Embrace regional cooperation
- Voice of all stakeholders
- Vote your conscience
- Dialogue/civil discourse and understand implications of decisions

- Involve stakeholders
- Use public relations tools/skills (clarify shared message)
- Build mutual respect

The Board recessed at 11:50 a.m. and resumed at 1:06 p.m.

Richard Sims, Human Systems Consulting, led the Board in a discussion on governance. His presentation included: What is Governance; SDCRAA Governance Model; Governance Responsibilities and Characteristics of Governance Effectiveness. The discussion also identified the need to improve relations with the San Diego Port District, and to create an Authority team to create a strategy to improve relations. The discussion also included Board-staff relations, Board internal relations and Board talent development.

Board Member Desmond left the meeting at 1:30 p.m.

Chairperson Bersin suggested that the President/CEO and he work to develop a strategy to build the Authority's relationship with the San Diego Port District.

The Board recessed at 3:05 p.m. and reconvened at 3:14 p.m.

Mr. Sterling identified the following implications from the Board discussions:

- Use Bill Swellbar to present
- Develop the Board's message
- Prioritize the Board's strategic initiatives
- Develop strategic agenda
- Board: More alignment

Mr. Sterling also identified the following next steps:

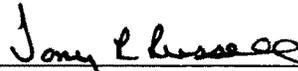
- Improve relations with the San Diego Port District
- Board relations
- Analysis of parking – develop a model

Board Member Watkins suggested that a follow-up meeting be scheduled within the next three months.

Board Member Finnila concurred, suggesting that a short workshop be scheduled to prioritize goals.

ADJOURNMENT: The meeting was adjourned at 3:34 p.m.

APPROVED BY A MOTION OF THE BOARD OF THE SAN DIEGO COUNTY
REGIONAL AIRPORT AUTHORITY THIS 8TH DAY OF MAY, 2009.



TONY R. RUSSELL
DIRECTOR, CORPORATE SERVICES/
AUTHORITY CLERK

APPROVED AS TO FORM:



BRETON K. LOBNER
GENERAL COUNSEL