

Board Members

Lydia Ball (Chair)
James Sly (Vice-Chair)
Whitney Benzian
Daniel Kuperschmid
Monica Montgomery Steppe
Rafael Perez
Esther C. Sanchez
Steve Vaus
Marni von Wilpert

DRAFT ACTION MINUTES **Board Meeting Agenda**

Thursday, June 4, 2026
9:00 AM

San Diego County Regional Airport Authority
Administration Building
First Floor – Boardroom
2417 McCain Road
San Diego, CA 92101

Ex-Officio Board Members

Ann Fox
Col. R. Erik Herrmann
Michele Perrault

President/CEO

Atif Saeed

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

CALL TO ORDER: Chair Ball called the Meeting to order at 9:06 a.m.

PLEDGE OF ALLEGIANCE: Chair Ball led the Pledge of Allegiance.

ROLL CALL: Board Members Benzian, Fox (Ex-Officio), Herrmann (Ex-Officio), and Perrault (Ex-Officio) were ABSENT.

PRESENTATIONS: None

Board Member Sanchez arrived at the meeting at 9:14 a.m.

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, Perez, Sanchez, von Wilpert (Chair)
- **EXECUTIVE PERSONNEL AND COMPENSATION COMMITTEE:**
Committee Member: Sly

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- **FINANCE COMMITTEE:**
Committee Members: Sly (Chair), von Wilpert

ADVISORY COMMITTEES

- **AUTHORITY ADVISORY COMMITTEE:**
Liaison: Benzian
- **ARTS ADVISORY COMMITTEE:**
Liaison:

LIAISONS

- **CALTRANS:**
Liaison: Fox
- **INTERGOVERNMENTAL AFFAIRS:**
Liaison:
- **MILITARY AFFAIRS:**
Liaison: Herrmann
- **PORT:**
Liaison: von Wilpert
- **WORLD TRADE CENTER:**
Representative: Sly

BOARD REPRESENTATIVES (EXTERNAL)

- **SANDAG BOARD OF DIRECTORS:**
Representative: Sly
- **SANDAG TRANSPORTATION COMMITTEE:**
Representatives: Sanchez (Primary), Perez

CHAIR REPORT:

PRESIDENT/CEO REPORT:

NON-AGENDA PUBLIC COMMENT:

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CONSENT AGENDA (ITEMS 1-12):

The Consent Agenda contains Items that are routine in nature and noncontroversial. Some Items may be referred by a standing Board Committee or approved as part of the budget process. The matters listed under 'Consent Agenda' may be approved by one motion. Any Board Member may remove an Item for separate consideration. Items so removed will be heard before the scheduled New Business Items, unless otherwise directed by the Chair.

[ACTION: 8-0 to approve the Consent Agenda, noting Board Member Benzian as ABSENT.]

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the Minutes of the April 16, 2026, Special Board Meeting, May 7, 2026, Regular Board Meeting and May 14, 2026, Special Board Meeting.

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.

3. AWARDED CONTRACTS AND APPROVED CHANGE ORDERS FROM APRIL 10, 2026, THROUGH MAY 7, 2026, AND REAL PROPERTY AGREEMENTS GRANTED AND ACCEPTED FROM APRIL 10, 2026, THROUGH MAY 7, 2026:

RECOMMENDATION: Receive the report.

4. JUNE 2026 LEGISLATIVE REPORT:

RECOMMENDATION: Adopt Resolution No. 2026-0029, approving the June 2026 Legislative Report.

5. APPOINTMENT TO BOARD COMMITTEES, LIAISON AND REPRESENTATIVE POSITIONS:

RECOMMENDATION: Adopt Resolution No. 2026-0030, making appointments to Board committees, liaison, and representative positions.

6. APPOINTMENT OF PUBLIC MEMBER TO THE AUDIT COMMITTEE:

RECOMMENDATION: Adopt Resolution No. 2026-0031, appointing Phillip Unthank as a public member to the Audit Committee to commence July 1, 2026, for a new three-year term.

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CLAIMS:

COMMITTEE RECOMMENDATIONS:

- 7. REVIEW OF AUTHORITY POLICY 4.20 – GUIDELINES FOR PRUDENT INVESTMENTS AND DELEGATION OF AUTHORITY TO INVEST AND MANAGE AUTHORITY FUNDS TO THE VICE PRESIDENT, CHIEF FINANCIAL OFFICER/TREASURER; AND AUTHORITY POLICY 4.40 - DEBT ISSUANCE AND MANAGEMENT POLICY:**
RECOMMENDATION: Adopt Resolution No. 2026-0032, approving amendments to Authority Policy 4.20 – Guidelines for Prudent Investments and delegation of authority to invest and manage Authority funds to the Vice President, Chief Financial Officer/Treasurer.
- 8. REQUIRED COMMUNICATION TO THE AUDIT COMMITTEE ON THE FINANCIAL AND COMPLIANCE AUDITS FOR THE FISCAL YEAR ENDED JUNE 30, 2026:**
RECOMMENDATION: The Audit Committee recommends that the Board accepts the information.
- 9. FISCAL YEAR 2026 THIRD QUARTER REPORT FROM THE OFFICE OF THE CHIEF AUDITOR:**
RECOMMENDATION: The Audit Committee recommends that the Board accepts the report.
- 10. RISK ASSESSMENT AND PROPOSED FISCAL YEAR 2027 AUDIT PLAN OF THE OFFICE OF THE CHIEF AUDITOR:**
Recommendation: The Audit Committee recommends that the Board adopt Resolution No. 2026-0033, approving the Fiscal Year 2027 Proposed Audit Plan of the Office of the Chief Auditor.

CONTRACTS AND AGREEMENTS:

- 11. APPROVE AND AUTHORIZE THE PRESIDENT/CEO TO NEGOTIATE AND EXECUTE AMENDMENTS TO EXISTING CONCESSION AGREEMENTS WITH HFF SAN T1, LLC (HIGH FLYING FOODS) FOR TERMINAL 1 PHASE 1B, INCLUDING CONCEPT MODIFICATIONS AND PHASING ADJUSTMENTS:**
RECOMMENDATION: Adopt Resolution No. 2026-0034, authorizing the President/CEO to negotiate and execute amendments to existing concession agreements with HFF SAN T1, LLC (High Flying Foods) for Terminal 1 Phase 1B, including concept modifications and the deferral of select concession units.

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

- 12. AWARD A CONTRACT TO G&G SPECIALTY CONTRACTORS, INC. FOR QUIETER HOME PROGRAM PHASE 14, GROUP 8, PROJECT NO. 381408 THIRTY-SIX (36) NON-HISTORIC SINGLE-FAMILY AND MULTI-FAMILY UNITS ON EIGHT (8) RESIDENTIAL PROPERTIES LOCATED EAST AND WEST OF THE SAN DIEGO INTERNATIONAL AIRPORT:**

RECOMMENDATION: Adopt Resolution No. 2026-0035, awarding a contract to G&G Specialty Contractors, Inc. in the amount of \$1,692,996 for Phase 14, Group 8, Project No. 381408, 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.

PUBLIC HEARINGS:

CONTINUED BUSINESS:

NEW BUSINESS:

- 13. BROWN ACT UPDATES RELATED TO CALIFORNIA SENATE BILL 707 AND ADOPTION OF A TECHNOLOGY DISRUPTION POLICY:**

RECOMMENDATION: Adopt Resolution No. 2026-0036 amending Policy 1.33, Public Participation in Meetings of the Board, and approving Policy 1.34, Technology Disruption Policy for Board, Airport Land Use Commission, and Committee Meetings, as required by the Ralph M. Brown Act, as amended by Senate Bill 707.

[ACTION: 8-0 to approve staff's recommendation, noting Board Member Benzian as ABSENT.]

- 14. APPROVAL AND ADOPTION OF THE OPERATING BUDGET FOR FISCAL YEAR 2027, THE CAPITAL PROGRAM FOR FISCAL YEARS 2027-2031, AND CONCEPTUAL APPROVAL OF THE OPERATING BUDGET FOR FISCAL YEAR 2028:**

RECOMMENDATION: Adopt Resolution No. 2026-0037 approving and adopting the Authority's Annual Operating Budget for Fiscal Year 2027, the Capital Program for Fiscal Years 2027-2031, and conceptually approving the Annual Operating Budget for Fiscal Year 2028.

[ACTION: 7-1 to approve staff's recommendation, noting Board Member Benzian as ABSENT.]

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The Board recessed at 11:27 a.m. and reconvened at 11:29 a.m.

CLOSED SESSION: The Board recessed into Closed Session at 11:30 a.m. to hear Items 17-19, 20 (1 case), and 21-23 .

- 17. PUBLIC EMPLOYEE PERFORMANCE EVALUATION:**
Cal. Gov. Code §54957
Title: President/Chief Executive Officer
- 18. PUBLIC EMPLOYEE PERFORMANCE EVALUATION:**
Cal. Gov. Code §54957
Title: General Counsel
- 19. PUBLIC EMPLOYEE PERFORMANCE EVALUATION:**
Cal. Gov. Code §54957
Title: Chief Auditor
- 20. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION:**
Initiation of litigation pursuant to paragraph (4) of subdivision (d) of Section 54956.9 Number of potential Cases: 3
- 21. 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
- 22. CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION:**
Paragraph (1) of subdivision (d) of Cal. Gov. Code §54956.9
Name of Case: *Flandez v. San Diego County Regional Airport Authority*, San Diego Superior Court Case No. 25CU010276C
- 23. CONFERENCE WITH REAL PROPERTY NEGOTIATORS:**
Property: Airline Operating and Lease Agreement - San Diego International Airport
Agency Negotiator: Atif Saeed, Scott Brickner, Maya Dayan, John Dillon, Lee Kaminetz, Amy Gonzalez
Negotiating Parties: Alaska Airlines, American Airlines, Breeze Airlines, British Airways, Delta Airlines, FedEx, Frontier Airlines, Hawaiian Airlines, Japan Airlines, JetBlue Airlines, Lufthansa, Southwest Airlines, United Airlines, KLM, Copa Airlines, Air Canada, WestJet, Sun Country
Under Negotiation: price and terms of payment

REPORT ON CLOSED SESSION: The Board reconvened out of Closed Session at 12:38 p.m.

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NEW BUSINESS CONTINUED:

15. PUBLIC EMPLOYEE COMPENSATION: DISCUSSION AND POSSIBLE ACTION CONCERNING COMPENSATION FOR THE GENERAL COUNSEL:

RECOMMENDATION: The Board will be discussing and possibly taking action regarding the performance of the General Counsel.

(Human Resources: Monty Bell, Director)

ACTION: Moved by Board Member Sly and seconded by Board Member Montgomery Steppe , as a result of exemplary performance, to award the General Counsel, a bonus of 25%. Motion carried by the following votes: YES - Ball, Montgomery Steppe, Perez, Sanchez, Sly, Vaus; NO - None; ABSENT - Benzian, Kuperschmid, von Wilpert; (Weighted Vote Points: YES - 62; NO - 0; ABSENT - 38)

16. PUBLIC EMPLOYEE COMPENSATION: DISCUSSION AND POSSIBLE ACTION CONCERNING COMPENSATION FOR THE CHIEF AUDITOR:

RECOMMENDATION: The Board will be discussing and possibly taking action regarding the performance of the Chief Auditor.

(Human Resources: Monty Bell, Director)

ACTION: Moved by Board Member Sly and seconded by Board Member Vaus, as a result of exemplary performance, to award the Chief Auditor, a merit increase of 5.0% to the base salary, a bonus of 19% and amend his employment contract to include first generation retiree medical and dental coverage. Motion carried by the following votes: YES - Ball, Montgomery Steppe, Perez, Sanchez, Sly, Vaus; NO - None; ABSENT - Benzian, Kuperschmid, von Wilpert; (Weighted Vote Points: YES - 62; NO - 0; ABSENT - 38)

GENERAL COUNSEL REPORT:

BOARD COMMENT:

ADJOURNMENT: The meeting adjourned at 12:40 p.m.