

SANTA YNEZ VALLEY AIRPORT AUTHORITY, INC.
REGULAR MEETING MINUTES
December 6, 2018

Called to order by President Knight at 7:00 P.M.

Salute to the Flag

Directors Present:	President Knight	Treasurer Carrier
	Secretary McGowan	Director Jones
	Director Murphy	

Directors Absent:

Asst. Manager: Dave Romero - present

Reading of the last minutes: Director Murphy moved to approve the Organizational/Regular Board meeting minutes of October 2018 as amended. The amended portion is to add in Agenda Item #3 that the price increase effective date was December 2018. Director Jones seconded the motion and carried.

Report from Closed Session: No Closed Session.

At this point, Director Jones stated she would need to leave early and requested that the Board reschedule the Officer and Management reports as well as Public Comment until after the agenda item #1. President Knight questioned whether she would want to also have input on Agenda items #2 and #6. Director Jones answered in the affirmative. With the consent of the Board, President Knight moved Agenda Items #1, #2, and #6 as the first three agenda items with the intent to give reports after the action items.

Agenda Items

1. Membership –

- (a) Final Concurrence of Membership Committee Approved Membership Applications** - Secretary McGowan reported that there is a list of 25 membership applications that have received recommendation from the Membership Committee. Secretary McGowan distributed this list to the Board. Upon review, it was discovered that Bill Gnekow (NU) and Carol Millard (U) were currently members and were removed from the list. The current ratio of Users to Non-Users is 34.6% to 65.4% and a total membership of 332. The amended list awaiting final concurrence by the Board is 14 Non-Users and 9 Users.. Director Murphy moved to accept the amended list as submitted by Secretary McGowan. Treasurer Carrier seconded the motion and carried. Director Jones voted ‘nay’.
- (b) Discuss any rejected membership application and appropriate action** – The current By-Laws deviate from the Lease and Management Agreement (Agreement) in that the Agreement require a member to be an “elector” of the Santa Ynez Valley Union High School District and the Bylaws are silent on this requirement. Much discussion followed. Director Murphy made a motion in two parts: (1) to accept the

membership applications for Kevin Crosley and Eve Beaujolois subject to receiving County approval; and (2) to email the County and request their acceptance of this specific deviation from the By-Laws. Secretary McGowan seconded the motion and carried. President Knight and Director Jones voted 'nay'. Secretary McGowan requested that Director Murphy would draft the email to General Service.

- 2. Accept Membership Committee Recommendation of Board Applicants to Appoint One Director** - Secretary McGowan reported that the Membership Committee had approved four members for Director recommendation in November. There was no November Board meeting due to a lack of quorum. These four names are: Terry Kaslow, Alan Hammel, Jordi deWerd, and Steven Kiss. Since that time the Membership Committee continued to locate additional interested parties for recommendation. Three members were identified but one member has passed away. The remaining two members added to the Membership Committee recommendation list are Don Aldredge and Alan Anderson. Secretary McGowan stated his desire to see all six of the recommended names be considered for nomination by the Board.

Due to quorum considerations, Secretary McGowan felt it was important to get at least one Director appointed during this meeting. Discussion regarding the direction to go for the remaining three Director seats will be discussed during Agenda Item #3. Secretary McGowan moved to nominate Jordi deWerd for the full-term User position with the term being from 2018 to 2021. The Board voted to accept Jordi deWerd as a User Director serving the term 2018 – 2021. Director Murphy voted 'nay'.

- 3. Request of Membership That They Fill Remaining Director Positions From Membership** – President Knight and Director Murphy shared their concerns that the remaining Directors be filled by the Membership and not appointed. They felt a Board appointment would remove the voice of the membership and that the optics of such a move would give fuel to Director Jones' letter to the Authority's counsel regarding collusion and backroom deals. Director Murphy stated that a membership vote could be organized within 35 days.

Bob Perry stated that the original intent of the Membership Committee was to give the Board four names to fill two seats. He stated that the committee has now given the Board six names.

Secretary McGowan stated that By-Law 5.3.3 stated that membership could vote for the vacant Director seats but stated that By-Law provision was also made for Directors to appoint. He felt that membership did not perform its duty during the Annual Meeting and now it is incumbent upon the Board to fulfill its duty.

Secretary McGowan moved to convene a Special Meeting for December 12, 2018 with the specific purpose to appoint directors for the remaining three vacancies. Director Jones seconded the motion and carried. President Knight and Director Murphy voted 'nay'.

- 6. Brown Act Training** – Director Jones reported that Supervisor Hartman is scheduling Shane Stark to conduct an ethics and Brown Act training for the Board but encouraged all membership to attend. Mr. Stark will also look at the special considerations for airports.

- 4. Annual Budget Approval** - President Knight submitted the draft budget for Board review and stated that the budget was very similar to last years. Because Director deWerd had just joined the Board and had not had an opportunity to review the budget, the agenda item was tabled until the January Board meeting.

5. Full-Time Airport Manager – President Knight led a discussion of some of the considerations the Authority would be faced in going to a full-time Airport Manager. No action was taken at this time.

7. G-9 Roof Repair – Asst. Airport Manager, David Romero, stated he had secured several bids to repair the roof on G-9. He stated the bids included full removal and replace of current roof to coating the existing roof with a reflective product.

After discussion of the various options and a review of the bids, a motion was made to accept the bid of Action Roofing to install a new membrane over the existing roof. The motion was seconded and carried. Director deWerd abstained since he had used Action Roofing to repair his hangar roof.

8. Appoint Membership Committee Chair – Director McGowan reminded the Board that the current Membership Committee had been appointed in September for a one year term. Because they had successfully worked to achieve a quorum for the annual Membership Meeting and solicited the requested applicants for the Board, there did not seem to be any reason to make a change. No action was taken.

<u>Advisory Committees:</u>	
Document Review: (Fischer)	None.
Finance: (Murphy)	None.
Flight Ops: (Knight)	None
Membership: (Jones)	None.
Personnel/Safety: (Romero)	None.
Public Relations: (Jones)	None.
Real Estate/Deferred Maintenance: (Romero)	None.
Special Events: (Romero)	
Website: ()	None.
<u>Ad Hoc Committees:</u>	
Hangar Extension (Murphy)	None
Land Lease Review (Joos, Knight, Kunkle)	None
Master Lease Review (Murphy, Knight, Kunkle, Fischer)	None.

Next Meeting: The next meeting will be January 3, 2019.

Meeting Adjourned: Regular Session adjourned at 9:38 P.M.

**Respectfully Submitted,
Bruce McGowan, Secretary**