



**SEDONA-OAK CREEK
AIRPORT AUTHORITY**

**NOTICE OF A SPECIAL MEETING OF THE
SEDONA-OAK CREEK AIRPORT AUTHORITY
BOARD OF DIRECTORS**

January 24, 2022
2:30 p.m.

Pursuant to A.R.S. §38-431.02, notice is hereby given to the members of the Sedona-Oak Creek Airport Authority Board of Directors (Board) that the Board will hold a Special Meeting to be convened Monday, January 24, 2022, at 2:30 p.m. in the conference room of the Sedona Airport Terminal Building, Sedona, Arizona. Members of the public are welcome to attend; all attendees will be required to sign in. As indicated in the Agenda, pursuant to A.R.S. § 38-431.03 (A)(3), the Board will vote to go into Executive Session which will be closed to the public to discuss certain matters. The Board may also vote to hold an Executive Session for the purpose of obtaining legal advice from the Board's legal counsel on any matter listed on the agenda pursuant to A.R.S. § 38-431.03 (A)(1), (A)(3) and (A)(4). Board members, presenters, and/or attorney(s) may be present telephonically.

Notices of the meeting, as required by A.R.S. §38-431.02, have been appropriately posted in the main terminal building and on the web at www.sedonaairport.org. A copy of the Agenda is available during normal business hours in the Administrative Office at the Sedona Airport at least 24 hours in advance of the meeting.

The Agenda for the Special Meeting is as follows:

- I. Call to Order/Pledge of Allegiance.
- II. Roll call.
- III. Consent Agenda:
 - a. Minutes of the Annual and Regular Meeting held December 6, 2021.
 - b. Minutes of the Executive Session held December 6, 2021.
 - c. Minutes of the Special Meeting held January 3, 2022.
- IV. Reports by:
 - President
 - Vice-President
 - Secretary/Treasurer
 - General Manager
 - Business Manager
- V. Unfinished Business: Fuel Farm Project.
 - a. Financing: Consideration, review, and possible action on the following:
 1. Resolution of the Board of Directors authorizing the financing of certain capital improvements and related expenses through the issuance by the Sedona Oak-Creek Airport Authority, Inc. of its airport improvement revenue bond, Series 2022 (taxable); authorizing the sale of such bond through a private placement to a financial institution pursuant to a bond purchase and loan agreement.

2. Bond Purchase and Loan Agreement.
3. Security Agreement.
4. Placement Agreement.
5. Investor Letter.

- b. Notice to Proceed and Contracts: Consideration, review, and possible action on contracts with the following:
 1. KEAR Corporation.
 2. Dibble Engineering.
 3. Rural Electric.

VI. New Business:

- a. Airport Rescue Plan (ARPA) Grant, Letter of Acceptance. Review, discussion, vote to ratify signature.
- b. Fuel Supplier – Review, discussion, and possible vote on General Manager’s recommendation pursuant to his review and evaluation of bids submitted in response to RFP.
- c. Harrell Cooley LLC - Venue on the Mesa – The Board authorized General Manager Rose to negotiate a lease with Harrell Cooley, LLC at the August 6 Special Meeting last year for development of the former Masonic Lodge building. Review, discussion, and possible action on:
 1. Commercial Lease
 2. Development Agreement.

VII. Call to the Public: Individuals may address the Board for up to two minutes on any relevant issue within the Board’s jurisdiction. Pursuant to §A.R.S. 38-431.01(H), Board members shall not discuss or act on matters raised during the call to the public. The Board may direct staff to study the matter or direct that the matter be rescheduled for consideration at a later date.

VIII. Executive Session:


- a. Any matter on the agenda which the Board may seek legal advice. A.R.S. §38-431.03 (A)(3).
- b. Update on litigation provided by SOCAA’s attorneys A.R.S. §38-431.03 (A)(3).
- c. Annual Review of General Manager. A.R.S. §38-431.03 (A)(1).


IX. Possible action resulting from matters discussed in Executive Session.

X. Adjournment.

Dated this 19th day of January 2022

Agenda Approved:

By:  _____ FOR :
Pamela Fazzini, President
SOCAA Board of Directors

By:  _____ FOR :
David Cooper, Vice-President
SOCAA Board of Directors