



**SEDONA-OAK CREEK  
AIRPORT AUTHORITY**

**Airport Terminal Conference Room  
Minutes of the Regular Meeting – February 24, 2020  
Pursuant to A.R.S. §38-431.01(B)**

**Directors Present:** President Pam Fazzini, Vice President David Cooper, Secretary/Treasurer Scott Schroeder, Director Harold Idell, Director David Palm, and Director Tim Miller.

**Staff Present:** Interim General Manager/Operations Manager Ed Rose and Business Manager Nelson Durkee

**Agenda Item #I. – Call to Order:** The meeting was called to order by President Fazzini at 2:30 p.m.

**Agenda Item #II. – Consent Agenda.** President Fazzini stated the first order of business was to approve the Consent Agenda, including minutes of the December 2, 2019 and January 27, 2020 Executive Session, Minutes of the January 27, 2020 Special Meeting, Resolution 2020-2, Procurement Policy Payment Authorization and Resolution 2020-3, Procurement Policy Signatory Authorization. The President asked if any member wished to remove items from the Consent Agenda for discussion but there was no motion to do so. Director Idell moved for approval of the Consent Agenda as submitted. Director Miller seconded, and the motion carried unanimously.

**Agenda Item. #III. – Reports by:**

**President:** Nothing to report.

**Vice President:** Thanked all for their time and assistance in helping with work on the Procurement Policy, the General Manager's Executive Employment Agreement and participation in the Board Candidate Selection Process.

**Secretary/Treasurer:** Nothing to report.

**Interim General Manager/Operations Manager:** Mr. Rose's report is included as an attachment to these minutes.

**Business Manager:** Mr. Durkee stated the 2019 Audit is in progress, the draft report is due to the County by April 29, 2020 with the final report due by June 23, 2020. Mr. Durkee also briefly reported on the 2019 actual/budget Profit and Loss noting Revenue received exceeded budget by \$150,000 dollars; Expenses exceeded budget by \$312,000 mainly as a result of current litigation.

**Agenda Item #IV. – Old Business:**

a. Vacant Board Position: Discussion/Possible Action. President Fazzini asked Vice President Cooper to report on this Agenda item. Vice President Cooper noted that this had been the first opportunity to fill a vacancy pursuant to the procedures outlined in the recently adopted Board Candidate Selection Policy. He stated that once the Vacancy had been advertised, President Fazzini appointed a four-member Selection Committee comprised of himself, Director Scott Schroeder, and non-Board Members Jessica Tucker and Gene Comroe. The Committee met twice: the first time to review the applications received, to force rank the applicants as required by the Policy (only two applications were received), and to develop a standard list of questions to be asked of the Candidates; the second time to interview the Candidates. Upon conclusion of the interviews, the Selection Committee voted to recommend that Mike Schroeder be Nominated to fill the current Board Vacancy. Additional details about the process followed by the Selection Committee are contained in the nine-

page Report previously submitted for the Board's review. Vice President Cooper also noted that, procedurally, the new Policy proved to be quite workable, although the Board may want to consider a few minor changes to the Policy in light of the Selection Committee's recent experience. Those changes will be submitted at a later date. Vice President Cooper then moved that applicant Mike Schroeder's name be approved by the Board for submission to the County, along with a complete copy of the Selection Committee's Report. Director Idell seconded and the motion was unanimously approved.

b. Procurement Policy Dated 2/18/2020: Discussion/Possible Action. President Fazzini asked Vice President Cooper to report on this Agenda item. Mr. Cooper stated this Policy has been a long time in the making and has been reduced significantly from previous versions. The Policy has been vetted by Legal and has also been affirmed by our Auditor, and now appears ready for submittal to the County. Vice President Cooper moved to approve the Policy as written and send it to the County for approval. Director Palm seconded and the motion was unanimously approved.

**Agenda Item #V. – New Business: None**

**Agenda Item #VI. – Call to the Public:**

Ms. Ann-Marie Brunner spoke on behalf of Dakota Territory Tours (Dakota) and indicated Dakota had recently sent a Certified Letter to General Manager Rose and President Fazzini requesting Leased space at the Sedona Airport to conduct commercial aviation operations. Ms. Brunner further requested the Board schedule a Special Meeting to discuss the lease options available to Dakota.

**Agenda Item #VII. – Call for vote to convene Executive Session pursuant to A.R.S. §38-431.03(A)(1) & (A)(3).** Director Idell made a motion the Board convene in Executive Session pursuant to the aforementioned statutes. Director Miller seconded and the motion carried unanimously. The Executive Session was convened at 2:47 p.m. The meeting was reconvened back to the public session at 3:49 p.m.

**Agenda Item VIII. – Motions/Possible Action/Votes on items discussed in Executive Session.** Vice President Cooper moved the Board approve the employment of Mr. Rose as General Manager according to the terms of the Executive Employment Agreement negotiated between Mr. Rose and the Board Officers. Director Palm seconded and the motion carried unanimously.

**Agenda Item IX. – Adjournment.** There being no further business before the Board, President Fazzini requested a motion to adjourn. Director Idell moved the meeting be adjourned. Director Miller seconded and the motion carried unanimously. The meeting was adjourned at 3:51 p.m.

**Certified as Accurate and Correct:**

Dated this 20 Day of April 2020  
Sedona-Oak Creek Airport Authority

BY: David M Cooper  
David Cooper, Vice President  
SOCAA Board of Directors

Minutes Approved

BY: Pamela A. Fazzini  
Pam Fazzini, President  
SOCAA Board of Directors