

Sedona-Oak Creek Airport Authority

Airport Terminal Conference Room Minutes of the Regular Meeting, April 27, 2026 Pursuant to A.R.S. §38-431.01(B)

Directors Present: President Pam Fazzini, Vice-President David Cooper, Treasurer Mike Schroeder, Director Timothy Miller, Director Jerry Barber, Director Scott Brewster, and Director Jack Ross.

Directors Absent: None.

Staff Present: General Manager Ed Rose, Deputy General Manager Cameron Atkins, Business Office Assistant Marlene Lloyd, Business Manager Shannon Lane, and Special Projects Coordinator Mark Allen.

Consultants Present: None

Agenda Item I. Call to Order. The meeting was called to order by President Fazzini at 2:30 p.m. immediately followed by the Pledge of Allegiance.

Agenda Item II. Roll Call. Roll was called and it was determined a quorum was present.

Agenda Item III. Consent Agenda. Items on the Consent Agenda included minutes of the Special SOCAA Board Meeting held March 9, 2026, and minutes of the Executive Session on March 9, 2026. Director Jack Ross moved to approve items on the consent agenda; Director Tim Miller seconded, and the motion carried unanimously.

Agenda Item IV. Reports.

- a. **General Manager.** Mr. Ed Rose reported operations at the Airport are up ten percent compared to this time last year. The Airport is currently averaging 3,050 operations a month. Next, he introduced the newly hired Business Manager Shannon Lane who has decades of general business management experience, experience with not-for-profit organizations, and a focus on finance and business analytics. He is also a resident of the Village of Oak Creek. The Board joined Mr. Rose in welcoming Mr. Lane.

- The annual hangar inspection has been completed and there were very few violations. Deputy General Manager Mr. Atkins will report under new business.

- The Fire Water Suppression Project is moving forward. Mr. Rose awarded the construction bid to Ligon Excavation, LLC, and is negotiating a contract with them. Mr. Rose also negotiated a Construction Administration Agreement with Dibble Engineering which will be considered under New Business. Groundbreaking for the project is anticipated on or around May 6.

- There have been issues with both of Red Rock Aviation's fuel trucks. The 100LL truck had a thermostat failure that put the truck out of service overnight. The jet truck has a diesel engine and is experiencing problems with the regen system. A loaner vehicle has been provided by AvFuel while our truck goes to Phoenix for service.

- Projects listed on the Airport Capital Improvement Plan for 2026 have been accelerated. A preliminary meeting with Yavapai County and the engineers took place with further discussions with ADOT and the FAA planned for May 19.

- Sedona Airport hosted the Arizona Commerce Authority, the Verde Valley Regional Economic Organization, Chambers of Commerce, and visiting decisionmakers as part of Arizona Tech Week to promote use of the Sedona Airport for businesses considering relocating here and to promote our area for its quality of life.

- There was an incident on the airport involving a Cessna 421 earlier this month. Red Rock Aviation coordinated with the Sedona Fire Department to handle it. No one was injured, but there was damage to some of the Airport's property when the airplane departed the runway. An invoice was issued to the airplane's owner and SOCAA received a check for around \$15,000 in reimbursement for damages.

b. Business Manager's Report. Mr. Lane introduced himself as the newly hired Business Manager and shared his financial goals for SOCAA and the Airport:

1. To excel in facilitating financial analysis
2. To gain strategic insights
3. To use that knowledge to make the best business decisions

Mr. Lane reviewed his reports for the first quarter. He noted all statements now use terminology appropriate for non-profits; for example, it is not appropriate for non-profits to refer to "profit and loss." He will provide a guide to help everyone understand the terminology to be used going forward.

Mr. Lane highlighted two significant items for First Quarter 2026:

1. SOCAA achieved record revenue of \$1.6 million, a 32% increase over revenue for First Quarter 2025.
2. Cumulative lifetime assets (similar to shareholder equity) exceeded \$14 million for the first time in SOCAA's history.

Mr. Lane noted the Financial Audit for 2025 is in progress and is showing an increase in assets and income. He also expects the audit will include some suggestions to enhance internal controls.

Mr. Lane referred to the request for the Board to approve an invoice for auto insurance renewal which will be discussed under New Business. The cost of standard coverage will be around \$8,000 and was procured by our insurance broker Tim Hutter. The cost increased approximately ten percent over last year's cost, due in part to SOCAA's acquisition of a new truck. Next year, Mr. Lane plans to instruct Mr. Hutter to shop auto coverage for us.

c. Special Projects Coordinator Mark Allen. Ms. Fazzini asked Mr. Allen to provide a quick overview of the upcoming Great Sedona Fly-In and she encouraged everyone's participation, reminding pilots that wing points are viewed favorably when renewing insurance coverage.

Mr. Allen reported the Fly-In is scheduled for Friday, April 30 through Sunday, May 3. The FAAST team will be offering classes on Saturday and Sunday mornings at 9 a.m. Additionally, there will be classes offered by Michael Wolford with Untethered Aviation regarding mountain flying at Sedona Airport, and by Neil Davison, balloonist and Designated Pilot Examiner, who will advise fixed-wing pilots on what they need to know about sport balloons.

There will be some great prizes offered from Untethered Aviation, Sedona Car Rental, LuxAir Detail, and a warbird flight from Ed Kettler available only to attendees. Additionally, Red Rock Aviation is offering a one dollar per gallon discount for 100LL on Saturday only.

Agenda Item V. Call to the Public.

Bob Stephens reported what he sees as maintenance issues on the Airport in need of immediate attention. He requested staff and Board Members walk taxi lanes G, H, and I to directly assess their condition, which he describes as marginal. He is fearful if left untreated until their designated time for maintenance, the pavement will be in terrible condition. He also reminded everyone the lock on the bathroom door has been broken for over a year despite requests for it to be repaired.

Agenda Item VI. Unfinished Business. Items postponed during previous meetings.

- a. Proposal to form a Foundation to accept and disperse donations made to benefit SOCAA and/or the Sedona Airport.
- b. Professional Services Agreement with Spencer and Fane, LLP, to form a not-for-profit foundation to accept and disperse donation to benefit SOCAA and/or the Sedona Airport.

Mr. Rose explained he had reversed his earlier support for the project and stated his belief that now was not the time for it. Ms. Fazzini agreed there was more work to be done before SOCAA retained a law firm to create a not-for-profit foundation. She is reluctant to initiate acceptance of non-cash donations because the Airport has no room to display, maintain, and insure non-cash items or to locate and hire expert appraisers to determine the value of various items which may be donated. She believes SOCAA adopted a gift policy years ago when Rob Probst was General Manager. We need to locate this document, review it, and spell out how and if we want to solicit donations before turning this matter over to attorneys.

Vice-President Cooper offered his opinion that a gift policy might provide a viable alternative to a foundation.

Mr. Schroeder offered to assist in selling bricks to help fund artwork at the overlook if fundraising moves forward to help pay for the already completed project.

Items (a) and (b) failed for lack of action.

Agenda Item VII. New Business.

- a. Request from Business Office to approve renewal of SOCAA's automobile insurance policy which expires before the end of this month. Amount requested not to exceed \$8,240. After a brief review, Mr. Ross moved to approve the request; Mr. Schroeder seconded, and the motion carried 7 to 0.
- b. Construction Administration Agreement with Dibble Engineering for the Fire Suppression Water Project. Discussion: The Construction Phase of the Fire Suppression Water Project already has been already approved by both the SOCAA Board and the Yavapai County Board of Supervisors. The Construction Administration Agreement with Dibble Engineering is in the amount of \$396,109.55. Mr. Rose hired Evictio Consulting Partners to perform an Independent Fee Estimate which provided ammunition to negotiate reduction of Dibble's originally quoted administration fee. David Cooper moved to approve the Construction Agreement as presented; Tim Miller seconded, and the motion carried unanimously.

- c. Professional Services Agreement with Dibble Engineering for the design of structural repairs and site improvements based on their assessment of specified Airport-owned hangars. The design process will probably extend through 2026. Depending on bids and Board approval of those bids, construction isn't expected to commence until Spring of 2027. An Independent Fee Estimate performed by Evictio Consulting Partners affirmed Dibble Engineering's quoted price of \$183,732. In response to questions from the Board, Mr. Rose explained he won't have a total cost for the project until the process proceeds through the design phase, engineering based on the design, and bids for construction, but staff will strive to make the costs and process as transparent as possible. David Cooper moved and Tim Miller seconded to approve the Professional Services Agreement with Dibble Engineering for \$183,732. There was no further discussion and the motion carried unanimously.
- d. Report – Results of 2026 Hangar Inspections. Mr. Atkins provided a Power Point to illustrate his written report. Items covered in the inspection included fire extinguishers, fire hazards and safety, verification of based aircraft, access to hangars, and use of hangars that is compliant with FAA Guidelines. Staff completed the initial inspections in mid-March 2026. There were no concerns with any of the airport-owned hangars. Staff was unable to access two of the privately owned hangars; owners of those hangars have been contacted to arrange access. No aircraft were found in 26 of the privately owned hangars, something over which the airport has no control when hangars are privately owned. Neither does SOCAA have control of what is termed "ancillary non-aviation storage." Overall, there were no concerns. Following up, the business office will audit hangars for lease compliance, including sale of hangars, sub-leasing, insurance, lease renewals, and commercial operator licenses. The request was for the Board to review the results of the inspection; no action was taken.
- e. By-Law Amendments as proposed by SOCAA attorneys to provide a process for sanctioning unacceptable behavior by a director and establishing a process for removal of a director if sanctions are not effective. The procedure for amending SOCAA By-Laws calls for reading proposed amendments aloud at two consecutive meetings prior to a Board vote to present the proposed amendments to the Yavapai County Board of Supervisors for its approval. This was the first reading.
- f. Appointment of Selection Committee to fill upcoming vacancies on the SOCAA Board. President Fazzini read aloud an email she received on March 18th from Vice-President Cooper. He will be officially resigning from the Board on May 22, 2026, as he and his wife Patty will be moving from Yavapai County. As a result of the move, Mr. Cooper will no longer meet the residency requirements to serve on the Board. She expressed her great regret in accepting Mr. Cooper's resignation from the SOCAA Board and thanked him both for his service on the Board and in the Sedona community. David and Patty have made many contributions and many friends over the years. They will be sorely missed.

As a result of Mr. Cooper's resignation, it is the president's duty to name a selection committee as part of the board-adopted process of filling vacancies. Ms. Fazzini asked Directors Jerry Barber and Jack Ross to serve; Mr. Barber will chair the Selection Committee and prepare the recommendations and report for the Board. Mr. Bob Stephens will serve on the committee to represent Airport tenants. Ms. Fazzini asked Mr. Rose to please ask someone from the Chamber of Commerce to represent the Sedona Community at large. She also asked Mr. Rose to direct staff to prepare and publish the required notifications in a timely manner, review applicants to ensure each meets the requirements for service, and to assist the Selection Committee as needed.

Agenda Item VIII. Executive Session. Mr. Schroeder moved and Mr. Ross seconded a motion for the Board to convene in Executive Session. The motion was approved unanimously. Executive Session convened at 4:17 p.m. to seek legal advice pursuant to A.R.S. § 38-431.03 (A)(3) and (A)(4).

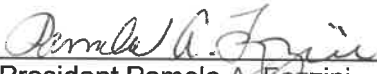
Agenda Item IX. Possible action resulting from matters discussed in Executive Session.

Upon return to Open Session at 4:47 p.m., the Board directed staff to follow advice offered by counsel in Executive Session.

Agenda Item X. Adjournment. With no objections, the Regular Meeting was adjourned at 4:48 p.m.

Certified as Accurate and Correct:

Dated this 22nd day of June 2026
Sedona-Oak Creek Airport Authority

BY: 
President Pamela A. Fazzini
SOCAA Board of Directors

BY: 
~~Vice-President David Cooper~~
SOCAA Board of Directors
Secretary Scott Brewster