



SEDONA-OAK CREEK
AIRPORT AUTHORITY

Airport Terminal Conference Room
Minutes of the Special Meeting – September 6, 2018.
Pursuant to A.R.S. §38-431.01(B)

Directors Present: President Harold Idell, Vice President Pam Fazzini, Director Steve Hein, Director Allyson Thorn and Director David Cooper.

Directors Absent: Director DeGroff and Director Davis.

Counsel Present: Attorney Tony Cullum, Legal Assistant Dr. Richard Boyle and Attorney Kiersten Murphy.

Counsel Present Telephonically: Attorney Ellen Davis, Attorney Dan Campbell and Paralegal Natalie McKenney. Present for discussion during Agenda Item #IV only.

Staff Present: General Manager Deborah Abingdon, Business Manager Nelson Durkee and Operations Manager Damon Anderson.

Agenda Item #I. – Call to Order: The meeting was called to order by President Idell at 2:05 p.m.

Agenda Item #II. – Old Business: None.

Agenda Item #III. – New Business: SOCAA as a Public Body: Discussion/Possible Action.

Agenda Item #IV. – Call for vote to convene Executive Session pursuant to A.R.S. §38-431.03(A)(3): Vice President Pam Fazzini made a motion to move the meeting into Executive Session. The motion was seconded by Director Thorn and unanimously approved. The Executive Session was convened at 2:16 p.m. for discussion of the Sedona-Oak Creek Airport Authority's (SOCAA) recognition as a nonprofit that was validly organized as a body politic. Following conclusion of this discussion Vice President Fazzini moved the meeting be reconvened in the Public Session. The motion was seconded by Director Cooper and unanimously approved. The Public Session was reconvened at 2:40 p.m.

Agenda Item #V. - Motions/Possible Action/Votes on items discussed in Executive Session: The Sedona-Oak Creek Airport Authority (SOCAA) Board recognizes that it is a nonprofit corporation lessee of the Sedona Airport, organized pursuant to A.R.S. §28-8411 et seq. As stated in A.R.S. §28-8424, SOCAA is a "validly organized and existing body politic"; engaged "in a public purpose essential to transportation and communication" that "performs an essential governmental function as agency or instrumentality" of Yavapai County. SOCAA additionally recognizes, however, that SOCAA is an independent body politic, and that it is not the agent of the County for the purpose of imputed liability, as stated by the Arizona Supreme Court in *DBT Yuma LLC v. Yuma County Airport Authority*, 238 Ariz.394,361 P.3d 379 (2015).

Director Cooper made a motion the board ratify the aforementioned statement. The motion was seconded by Vice President Fazzini and unanimously approved.

Agenda Item #VI. – New Business: Open Meeting Laws/Public Documents: Discussion Possible Action:

Agenda Item #VII. – Call for vote to convene Executive Session pursuant to A.R.S. §38-431.03(A)(3): Vice President Fazzini made a motion to move the meeting into Executive Session. The motion was seconded by Director Thorn and unanimously approved. The second Executive Session was convened at 2: 52 p.m. to discuss Open Meeting Laws and Public Documents. At the conclusion of the discussion, Director Cooper moved the meeting be reconvened in the Public Session. The motion was seconded by Vice President Fazzini and unanimously approved. The Public Session was reconvened at 3:40 p.m.

Agenda Item #VIII. - Motions/Possible Action/Votes on items discussed in Executive Session: None.

Agenda Item #IX. - Call to the Public: None.

Agenda Item #X. – Adjournment. There being no further business before the board, President Idell called for a motion to adjourn. Vice President Fazzini made the motion to adjourn. The motion was seconded by Director Thorn and unanimously approved. The meeting was adjourned at 3:42 p.m.

Certified as Accurate and Correct:

Dated this 10th day of September 2018
Sedona-Oak Creek Airport Authority

BY: *Pamela A. Fazzini*
Pam Fazzini, Vice President

Minutes Approved

BY: *Harold Idell*
Harold Idell, President