



**SEDONA-OAK CREEK  
AIRPORT AUTHORITY**

**Airport Terminal Conference Room  
Minutes of the Special Meeting – November 7, 2019  
Pursuant to A.R.S. §38-431.01(B)**

**Directors Present:** President Harold Idell, Vice President Pam Fazzini, Director David Cooper, Director Steve Hein, and Director Scott Schroeder.

**Staff Present:** Business Manager Nelson Durkee.

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

**Agenda Item #II. –Consent Agenda.** Director Cooper made a motion to approve all items on the Consent Agenda, including the minutes of the October 28, 2019 Regular Meeting and Executive Session, as submitted. The motion was seconded by Vice President Fazzini and unanimously approved.

**Agenda Item #III. – Report: Presentation of the Nominating Committee Revised Report to the Sedona-Oak Creek Airport Authority Board of Directors.** Vice President Fazzini reported that three additional exhibits have been added to the original report provided to the Board on October 28, 2019. These exhibits include an Affidavit of Publication, an initial screening applicant email and a sample tally sheet for candidate interviews. Ms. Fazzini stated Mr. David Palm, who had previously been recommended by the committee to the SOCAA Board, has since withdrawn his name from consideration. A summary of the report is attached to these minutes and the complete report has been posted to Dropbox and is also available in the Business Office. Director Cooper made a motion the Board accept the revised report and defer further action until later in the meeting. The motion was seconded by Director Hein and unanimously approved.

**Agenda Item #IV. – Report: Presentation of the Board Process Review Committee Report to the Sedona-Oak Creek Airport Authority Board of Directors.** Committee Member Mr. John Steward presented the committee approved report to the Board of Directors. Members of the committee consisted of Harold Idell President, SOCAA Board of Directors, Adam Diebel Owner, Sedona Car Rentals and himself. A summary of the report is attached to these minutes and the complete report has been posted to Dropbox and is also available in the Business Office. Director Cooper made a motion the Board accept the report and defer further action until later in the meeting. The motion was seconded by Vice President Fazzini and unanimously approved.

**Agenda Item #V. – Call to the Public:** Mr. John Steward spoke on the subject of the previously submitted review committee report. Even though it has been determined there was never any mandate or action directed by the Yavapai County Board of Supervisors or any action or approval from the Board of Directors on the selection and approval process of new applicants to the Board, Mr. Steward suggested the Board should continue to use the process which was used for some former vacancies.

Mr. Dave Swartwout requested the public be given more advanced notice of future meetings and called for reducing the terms of the Directors.

**Agenda Item #VI. Call for vote to convene Executive Session pursuant to A.R.S. §38-431.03(A)(1), (A)(3) & (A)(4).** Vice President Fazzini made a motion the Board convene in Executive Session pursuant to the aforementioned statutes. The motion was seconded by Director Cooper and unanimously approve. The Executive Session was convened at 2:42 p.m. The meeting was reconvened back to the public session at 3:29

**Continuation of Agenda Item #V – Call to the Public:** President Idell noted that Assistant County Administrator Jack Fields was present and was available to answer any questions the Board Members might have on matters relating to the filling of Board vacancies. Vice President Fazzini asked Mr. Fields to comment on whether the County had ever mandated a process for filling Board vacancies. Mr. Fields stated that he had reviewed video of a 2014 Board of Supervisors meeting in which the issue was discussed at length but that the Board of Supervisors did not specify or mandate a process at that time. Director Cooper asked Mr. Fields if the Board of Supervisors had specified a selection process since 2014, and he responded that it had not. He further stated that the County’s approval of a process for filling Board vacancies was not required under the Lease agreement between the County and the Airport Authority.

**Agenda Item #VII. – Motions/Possible Action/Votes on items discussed in Executive Session**

a. Director Cooper moved the board ratify and approve the appointment, activities, report and recommendations of the Nominating Committee and the name of Board applicant Timothy Miller be forwarded to the County for approval, noting that Board applicant David Palm withdrew his name from consideration after the Nominating Committee completed its report. Further, having completed its charge, the Nominating Committee shall be disbanded. The motion was seconded by Director Schroder. Directors Fazzini, Cooper and Schroeder voted for approval of the motion. Directors Idell and Hein voted not to approve the motion. Because a 75 % majority was needed for approval, the vote failed.

b. Director Cooper moved the President appoint a committee comprised of three Board members charged with developing a written policy for the Board’s review and approval setting forth fair and orderly procedures for filling Board vacancies. In fulfilling its charge, the Committee shall consider, but not necessarily be bound by, procedures followed in filling prior Board vacancies and shall provide an opportunity for public input prior to submission of the policy to the Board. Such policy shall be developed and approved before any further Board vacancies are filled, noting that time is of the essence. All meetings of the Committee shall be subject to applicable statutes of the Arizona Open Meetings and Public Record statutes. The motion was seconded by director Hein. Directors Idell, Cooper, Hein and Schroeder voted for approval, Director Fazzini abstained. The motion was approved. President Idell then requested volunteers to serve on the committee. Director Hein was the only volunteer for the committee. Director Idell asked everyone to think it over and consider volunteering before he would be required to nominate members.

**Agenda Item #V. – Adjournment:** There being no further business before the Board, President Idell declared the meeting adjourned at 3:57 p.m.

**Certified as Accurate and Correct:**

Dated this 2 Day of December 2019  
Sedona-Oak Creek Airport Authority

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

Minutes Approved  
BY: *Harold Idell*  
President Harold Idell