

SWAAAE Board of Directors Meeting
Ocotillo B Meeting Room, Arizona Grand Hotel | Phoenix, Arizona
Tuesday, May 16, 2023 | 8:30 – 11:30 a.m.

MEETING MINUTES

I. Call to Order, Roll Call, Review Agenda

- a. President Nystrom called the meeting to order at 8:31 a.m. after verifying a quorum was present. It was requested to review and discuss the ZØØ Visual and Audio Production Committee report during agenda item VI., section A., “2023-2024 Budget Draft”. Second Vice President Johnson requested adding a third agenda discussion item to section VI. titled “Policy Decisions”.

Board of Directors: President Corinne Nystrom, Second Vice President Courtney Johnson, Immediate Past President Jorge Rubio, Director Harry Barrett, Director Gladys Brown, Director Brett Godown, Corporate Director Mike Hill, Director Graham Ritz, Director Alex Smith, Corporate Director David Sperling, Director Welton Trang

AAAE Representation: AAAE Director Jennifer Maples, BOE Representative At Large Mark Witsoe, Nominating Committee Representative Jon Stout

Committee Members: Leadership Development Committee Chair Alice Bimrose, 2024 Winter and Summer Conference Committee Chair Loriann Chace, ZØØ Visual and Audio Production Committee Chair Cole Hartfiel, Legislative Committee Chair Ken Moen

Staff: Executive Director Cathy Herring

II. Action Items

- a. Minutes of the Board of Directors Meeting held on Sunday, January 22, 2023
 - i. Director Godown requested clarification to item VI., section A, subitem iii. It was proposed to amend the minutes and change “convert” to “discussing”, as well as “manage” to “meet”.
ACTION: Second Vice President Johnson made a motion to approve the minutes with both amendments reflected. Director Brown seconded the motion, which passed unanimously.
- b. Strategic Planning (Ad Hoc)
 - i. SWAAAE Foundation Bylaws
 1. Ad Hoc Chair Witsoe referenced the report included in the handout packet and noted the draft bylaws presented were reviewed by AAAE; the committee used the AAAE Foundation’s bylaws as a template for the SWAAAE Foundation bylaws. Immediate Past President Rubio suggested the following bylaw amendment, “Foundation Chair to be appointed by the 501c6 Chapter President (President vs. Chair)” and a discussion took place. **ACTION:** Director Hill made a motion to approve the SWAAAE Foundation Bylaws, including the proposed amendment, “Chair” to “President”. Director Godown seconded the motion. Discussion took place about potential bylaw amendments in the future; it was stated the bylaws, as presented, allow for amendments with Board of Directors’ approval. The motion passed unanimously. Witsoe recognized the work of the Ad Hoc committee; President Nystrom thanked Witsoe, Kovacs and the entire committee for their efforts.
 2. Further discussion took place and it was clarified the 501c6 Board of Directors would serve as the 501c3 Foundation Board of Directors. Second Vice President Johnson suggested scaling the 501c3 Foundation Board of Directors down to possibly the 501c6 Executive Committee members only (President, First Vice President, Second Vice President and Immediate Past President). A discussion took place regarding the benefits of having the same members sit on both Board of Directors. Director Hill suggested at least one Corporate Director be included on the 501c3 Foundation Board, should the number of Board members be reduced.
 3. Director Ritz commented more engagement will be required by the Scholarship Committee to carry the program forward under the new Foundation. Discussion took place on the Foundation funding source, including the donated funds the Chapter received from AAAE. It was suggested to form and launch the Foundation first before setting internal goals. **ACTION:** Director Barrett made a motion to approve Executive Director Herring to file the paperwork required to form the Foundation in the state of Arizona and to confirm the necessary insurance policies. Director Brown seconded the motion, which passed unanimously.

III. President’s Report

- a. President Nystrom attended the AAAE Chapter Officers meeting and reported other Chapters had all Executive Committee members in attendance at the meeting. Topics discussed included a potential membership structure change with AAAE; when a member joins AAAE, they automatically gain

membership to their Chapter. Those in attendance discussed potential benefits should a change be made between AAAE and the regional Chapters.

- b. AAAE is focused on succession planning. Committee Chair Bimrose commented an increase to succession planning efforts is a common goal of the Leadership Development Committee. Nominating Committee Representative Stout added the committee is focused on opening up eligibility to allow for more potential candidates at the National level.
- c. President Nystrom provided updates to the following two projects that began prior to her presidency:
 - i. Foundation formation: Ad Hoc Committee is moving forward to form the SWAAAE Foundation.
 - ii. Training and certification program for GA airports: stated clarification from AAAE was needed regarding changes to certification programs to include GA airports. Witsoe stated a decision was made to develop curriculum to include an ACE GA certification. **ACTION ITEM:** President Nystrom and/or Representative Witsoe to follow up with AAAE.

IV. Executive Director's Report

- a. Membership
 - i. Non-Executive Memberships
 - 1. Executive Director Herring referenced the report included in the handout packet and presented a total of 19 non-Executive members for ratification. **ACTION:** Immediate Past President Rubio made a motion to ratify all members as presented. Director Sperling seconded the motion, which passed unanimously.
 - ii. Executive Membership Applications
 - 1. Executive Director Herring referenced the report included in the handout packet and presented a total of six Executive members for approval. **ACTION:** Director Sperling made a motion to approve all Executive members as presented. Director Smith seconded the motion, which passed unanimously.
 - 2. Executive Emeritus Membership Request
 - a. **ACTION:** Director Brown made a motion to approve Barney Helmick as an Executive Emeritus member. Second Vice President Johnson seconded the motion, which passed unanimously.
 - iii. Membership by Class Report
 - 1. Executive Director Herring referenced the report included in the handout packet and reported a total of 726 members as of May, 2023 compared to 697 members in May, 2022. Herring noted a link to access the contact information for new members was included in the packet for Board member outreach.

V. Financial Report

- a. 2022-23 Third Quarter Financial Reports
 - i. Second Vice President Johnson referenced the reports included in the handout packet and recapped outstanding expenses remaining for the current fiscal year.

VI. Discussion Items

- a. 2023-24 Budget Draft
 - i. Second Vice President Johnson referenced the draft budget included in the handout packet and advised the Board to first discuss the Technology line item and seed money contribution to the Foundation. ZØØ Visual and Audio Production Committee Chair Hartfiel presented the report included in the handout packet and a discussion took place regarding equipment required to support split conference sessions, as well as future Chapter conferences. It was stated the committee can support split sessions with the current equipment and/or work within the budget set by the Board for the next fiscal year. **ACTION ITEM:** ZØØ Visual and Audio Production Committee is to submit a revised budget request for the Finance Committee's review. The final draft budget is to be presented at the next Board of Directors' meeting for approval.
- b. Governance
 - i. Bylaw Amendments
 - 1. Second Vice President Johnson referenced the report included in the handout packet and the committee's timeline for presentation of bylaw amendments. It was confirmed Corporate members discussed the potential addition of a third Corporate Board of Director member.
 - ii. Chapter Committee Procedures
 - 1. Second Vice President Johnson referenced the report included in the handout packet and stated an updated Procedures Manual will be presented to the Board of Directors for review in July, 2023.
 - iii. **Policy Decisions**
 - 1. Second Vice President Johnson recommended considering the creation of a policy decision regarding future split conference sessions and the budget, equipment and

resources required to support split sessions. **ACTION ITEM:** The Finance Committee is to schedule a call with Alice Bimrose (as the Chair of a previous Chapter conference), the 2024 Winter Conference Committee Chair and the ZØØ Visual and Audio Production Committee to discuss possible next steps.

VII. Informational Items

- a. 2023 Summer Conference
 - i. Committee Chair Smith reported John Giles, Mayor of the City of Mesa, Arizona was confirmed as the conference keynote speaker. Sponsorships are coming in strong and the full conference program is coming together. The Goal Digger workshop is schedule for Sunday, July 23. It was stated the conference is hybrid and will be livestreamed via the conference app; a brief discussion took place on possible adjustments to virtual registration rates.
- b. 2024 Airport Management Short Course
 - i. Committee Chair Chase referenced the report included in the handout packet and stated the first planning meeting will take place after the Annual Summer Conference on July 26.
- c. AAAE Accreditation Update/Final Interview Workshops
 - i. A report was included in the meeting packet for reference.
- d. AAAE Update – Chapter AAAE Representatives
 - i. AAAE Director Maples reported the AAAE packet can no longer be included in the Chapter Board of Director meeting packets.
 - ii. AAAE met and reviewed President and CEO Todd Hauptli's compensation packet.
 - iii. A discussion took place on attendance at the AAAE Annual Conference Chapter meetings.
- e. Academic Relations Committee
 - i. Committee Chair Sperling stated there was nothing to report.
- f. Awards, Resolutions and Recognition
 - i. Committee Chair Godown encouraged Board members to submit nominations for the annual Chapter awards to be presented at the upcoming Summer Conference.
- g. Corporate Member Update
 - i. Director Hill referenced the report included in the handout packet and stated it has yet to be confirmed if the FAA/Consultant Forum will be held at the 2023 Summer Conference; it may be held annually at the Airport Management Short Course Conference only.
- h. Credentials
 - i. Committee Chair Brown stated there was nothing to report.
- i. Diversity, Equity and Inclusion
 - i. Committee Chair Barrett stated there was nothing to report.
- j. Engagement/Education
 - i. Committee Chair Smith referenced the report included in the handout packet.
- k. Ethics
 - i. Immediate Past President Rubio stated there was nothing to report.
- l. Executive
 - i. President Nystrom stated there was nothing to report.
- m. Leadership Development Committee
 - i. Committee Chair Bimrose referenced the report included in the handout packet and stated there was nothing additional to report that was not previously discussed.
- n. Legislative and Industry Engagement
 - i. A report was included in the packet for reference.
- o. Membership
 - i. Committee Chair Hastert was not in attendance and did not submit a report prior to the meeting.
- p. Nominating
 - i. Immediate Past President and Committee Chair Rubio stated about 10 individuals participated in the virtual forum SWAAAE hosted for interested Board of Director candidates. The deadline to submit candidate packets is May 26, 2023 for the upcoming election.
- q. Scholarship
 - i. A report was included in the packet for reference.
- r. Social Media (Ad Hoc)
 - i. A report was included in the packet for reference.
- s. Time and Place
 - i. A report was included in the packet for reference.
- t. Young Professionals
 - i. Committee Chair Ritz stated there was nothing to report.
- u. ZØØ Visual and Audio Production Committee
 - i. The report was previously reviewed.

VIII. Directors Comments

- a. Second Vice President Johnson expressed concerns with the Chapter's current succession planning efforts. Immediate Past President Rubio stated the Nominating Committee has a working list of eligible members for outreach. Director Smith mentioned the importance of justifying the benefit of serving on the Board of Directors to gain the support from employers.
- b. President Nystrom thanked Lisa Watada for her continued outreach to Hawaii to encourage their involvement in the Chapter.

IX. Members Comments

- a. Bimrose encouraged Board members to stop by the Goal Digger Workshop, scheduled for Sunday, July 23, to discuss how to get involved in the Chapter and/or what is involved in serving on a Board.

X. Adjourn

- a. **ACTION:** Second Vice President Johnson made a motion to adjourn the meeting at 11:07 a.m. Director Smith seconded the motion, which passed unanimously.

Respectfully submitted by: Executive Director Cathy Herring