

**SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY
SPECIAL EXECUTIVE PERSONNEL COMMITTEE MINUTES
WEDNESDAY, JANUARY 9, 2008
TUSKEGEE CONFERENCE ROOM**

CALL TO ORDER:

Chairperson Watkins called the Special meeting of the Executive Personnel Committee to order at 9:16 a.m., Wednesday, January 9, 2008, at the San Diego International Airport, Commuter Terminal, Tuskegee Conference Room, 3225 North Harbor Drive, San Diego, CA 92101.

PLEDGE OF ALLEGIANCE: Board Member Finnila led the pledge of allegiance.

ROLL CALL:

PRESENT: Committee Members: Finnila, Miller, Watkins
 Board Members: Boland

ABSENT: Committee Members: None

ALSO PRESENT: Thella F. Bowens, President/CEO; Breton Lobner, General Counsel; Tony R. Russell, Director, Corporate Services/ Authority Clerk; Linda Gehlken, Administrative Assistant II

PUBLIC COMMENT: None

NEW BUSINESS:

1. APPROVAL OF MINUTES:

RECOMMENDATION: Approve the minutes of the November 6, 2007, Executive Personnel Committee meeting.

ACTION: Moved by Board Member Finnila and seconded by Board Member Miller to approve the minutes of the November 6, 2007, Executive Personnel Committee meeting. Motion carried unanimously.

2. DISCUSSION REGARDING BOARD COMPENSATION AND RELATED ISSUES IN REGARDS TO SENATE BILL 10:

Jeffrey Woodson, Vice President, Administration, provided an overview of the proposed implementation of Senate Bill 10 Board compensation provisions.

Chairperson Watkins distributed a hand out titled the "Proposed Implementation of Senate Bill 10 Board Compensation Provisions". He stated that the provisions are intended to address possible gray areas by relying on an honorary system; addressing the need for Board Members to attend required meetings with the understanding that some may be missed at times due to valid excused absences; and reflecting an opportunity to review the provisions and allow for necessary adjustments within a certain period of time.

In response to Board Member Finnilla regarding who excuses a Board Member that is unable to attend a specific meeting, Chairperson Watkins stated that this responsibility will be conferred to the Board or Committee Chair or Board Vice Chair.

Board Member Finnilla stated that defining what qualifies as "*a day of service*" is important, and that it would be useful to clarify this in advance to avoid concerns later.

Mr. Lobner stated that attendance to any Brown Act meeting qualifies as "*a day of service*". He stated that sub sections 2 to 6 need reporting, and he also stated that attendance of events or meetings in the following four categories qualified as a day of service: 1) Brown Act meetings; 2) agency meetings; 3) calendared events; and 4) special/public events.

Board Member Boland expressed concern that time constraints may impact the ability for Board Members to secure pre-approval from the Board to attend required functions.

Board Member Finnilla stated that Board Members should be compensated when requested to attend functions representing the Authority.

Chairperson Watkins stated that Board Members can be selective in deciding what functions are attended each month because required attendance to most meetings is communicated ahead of time by agencies and staff.

In response to Board Member Miller regarding whether Board Members serving in the capacity of liaison qualify for compensation, Chairperson Watkins stated that liaisons will be compensated.

In response to Board Member Finnila regarding whether compensation is given to both the primary and alternate representative attending the same meeting, Chairperson Watkins stated that if both were requested to attend, each should be compensated.

Board Member Finnila expressed concern regarding "single day of service" compensation if Board Members need to attend multiple meetings on the same day. She stated that consideration should be given to the amount of preparation that is required by a Board Member to attend each meeting. She also suggested that special events be defined.

Board Member Miller suggested that all known meetings or events be identified and approved by the Board.

Breton Lobner, General Counsel, provided an overview regarding "*a day of service*" as outlined in Senate Bill 10.

Thella F. Bowens, President/CEO suggested adding language to include Authority sanctioned and/or sponsored events.

ACTION: Moved by Board Member Finnila and seconded by Board Member Miller to recommend that the Board approve the proposed compensation implementation provisions listed below, with the amendments offered at the meeting.

PROPOSED COMPENSATION:

- Approval of a \$200 per day of service compensation level for Board Members.
- Approval of an additional \$500 per month compensation for the Board Chair.
- Adoption of a resolution approving for an initial six-month period Board Member representation at all of the types of meetings and events identified in SB 10.
- A requirement that Board Members attend scheduled Board meetings and meetings of the Board Committees to which they are assigned in order to receive their total allowable level of compensation (if Board Members miss a required meeting, that would reduce their allowable days of service in that month by one day for each required meeting day missed).

- **Each month, Board Members submit a written report detailing each meeting/day of service for approval at the following month's Board meeting via a consent agenda item. Subsequently, Authority staff will make one monthly distribution of compensation for each approved day of service.**
- **After the initial six-month period, a review will be conducted by the Audit Committee of the written day of service reports submitted by Board Members. The Audit Committee may suggest changes to the compensation policy based on that review. If it is decided to continue the policy unchanged, the Board could adopt a long-term resolution approving Board Member representation at the types of meetings and events as identified in SB 10.**

AMENDMENTS OFFERED AT THE MEETING:

The motion was amended identifying the division of the four types of meetings covered as 1) Brown Act meetings of the Authority, 2) other agency meetings that are Brown Act related, 3) calendared events sanctioned and/or sponsored by the Authority and 3) special public events; that special events be included in an activity report and be compensated if they are sponsored by the Authority; that all attendees to a meeting be compensated; multiple events are considered separate if they are noticed separately; and to define as many of the various types ad hoc and special meetings as much as possible.

Further direction was given that Executive Committee members are authorized to pre-approve unexpected special and public events that are scheduled.

Motion carried unanimously.

The Committee also requested that the new compensation be retroactive to January 1, 2008.

In response to Board Member Boland regarding the Committee's position on the termination of health care benefits coverage for Board Members pursuant to Senate Bill 10, Chairperson Watkins stated that this issue is being reviewed, and that there is a possibility that the benefits may be reinstated through a "clean-up" bill being presented in Sacramento.

Breton Lobner, General Counsel, stated that there will be a provision to purchase the coverage; however it will be an expensive option.

PUBLIC HEARINGS: None

CLOSED SESSION: The Committee recessed into Closed Session at 10:25 A.M. to discuss Item 3.

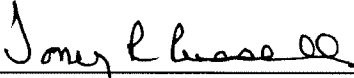
3. **PUBLIC EMPLOYEE PERFORMANCE EVALUATION
(Government Code 54957):**
Title: President/CEO, Chief Auditor, General Counsel

REPORT ON CLOSED SESSION: The Committee reconvened into Open Session at 11:20 A.M. There was no reportable action.

ADJOURNMENT:

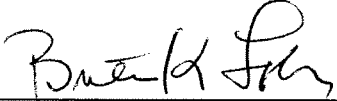
The meeting was adjourned at 11:21 A.M. The next regular meeting will be held on Wednesday, March 20, 2008 at 10:00 a.m., in the Tuskegee Conference Room at the San Diego International Airport, Commuter Terminal, 3225 N. Harbor Drive, San Diego, CA 92101.

APPROVED BY A MOTION OF THE EXECUTIVE PERSONNEL COMMITTEE OF THE SAN DIEGO COUNTY REGIONAL AIRPORT AUTHORITY THIS 20TH DAY OF MARCH, 2008.



TONY R. RUSSELL
DIRECTOR, CORPORATE SERVICES/
AUTHORITY CLERK

APPROVED AS TO FORM:



BRETON K. LOBNER
GENERAL COUNSEL