

**SWAAAE Board of Directors Meeting  
Monterey Plaza Hotel | Carmel Meeting Room  
Sunday, January 21, 2024 | 8:00 to 11:00 a.m. PT**

**MEETING MINUTES**

**I. Call to Order, Roll Call and Quorum, Review Agenda**

President Chen called the meeting to order at 8:04 a.m. after verifying a quorum was present.

**Board of Directors:** President TJ Chen, First Vice President Courtney Johnson, Second Vice President Gladys Brown, Immediate Past President Corinne Nystrom, Director Brett Godown, Director Angi Daus, Director Mark Gibbs, Corporate Director Mike Hill, Director Gretchen Kelly, Corporate Director Ken Moen, Director Graham Ritz, Director Alex Smith, Director Welton Trang

**AAAE Representation:** At-Large Board member of AAAE Harry Barrett Jr., BOE Representative Rosalyn Bond, AAAE Director Judy Ross, AAAE Nominating Committee Representative Jon Stout, AAAE Director Mark Witsoe

**Committee Chairs/Vice Chairs, Committee Members:** Alice Bimrose, James Cullison, Cole Hartfiel, Loup Giang Nguyen

**Staff:** Executive Director Cathy Herring

**Guests:** Samonae Carter, Allen Dishman, Chris Read

**II. Action Items**

- a. Minutes of the Board of Directors Meeting held on Friday, September 22, 2023, at Sacramento International Airport in Sacramento, CA
  - i. **ACTION:** Director Moen made a motion to approve the minutes as presented. Second Vice President Brown seconded the motion, which passed unanimously.
- b. Nominating
  - i. AAAE Nominating Committee Representative Election by the Board of Directors
    1. Immediate Past President and Nominating Committee Chair Nystrom referenced the report included in the meeting packet. The committee reviewed the applications received for the Chapter's AAAE Nominating Committee representative and recommended the Board elect Jon Stout to serve another term. Nystrom confirmed the position is elected at the Board level only. Candidate Stout addressed the Board. **ACTION:** Immediate Past President Nystrom made a motion to elect Jon Stout as the Chapter's AAAE Nominating Committee representative to serve another one-year term. Second Vice President Brown seconded the motion, which passed unanimously.
    - ii. Nystrom stated the election for AAAE Director will take place during the general membership meeting in conjunction with the Airport Management Short Course Conference on Monday, January 22; Director Ross' two-year term is ending. Nystrom and the Board thanked Ross for her dedication and support to the chapter on the Board and National level. Two applications were received, reviewed, and approved by the nominating committee for the available AAAE Director position: submitted by Darrin Griffin and Chad Makovsky. Absentee ballots were sent out per the bylaws; votes will be tallied during the election.
- c. Governance
  - i. Policy Decisions
    1. Second Vice President Brown presented the amended Policy Decisions included in the meeting packet and noted a policy decision regarding the new SWAAAE Foundation policy will be added in the future. **ACTION:** First Vice President Johnson made a motion to approve all Policy Decision amendments as presented. Director Smith seconded the motion, which passed unanimously. AAAE Director Witsoe suggested reviewing the Policy Decisions in the future to see if any should live in the procedures manual and/or bylaws. A discussion took place.

### III. Discussion Items

- a. Board Member Onboarding
  - i. Second Vice President Brown presented the new Board member onboarding slides for review and summarized the content within the presentation. Brown confirmed an overview of the SWAAAE Foundation was included as a newly formed, separate entity. Future onboarding will be led by the Second Vice President and supported by KCA; can be conducted virtually. A discussion took place on procedures following initial onboarding; procedures to include an overview of committees and getting committee chairs/vice chairs engaged with new Board members. **ACTION ITEM:** Staff to upload the Board member onboarding slide deck to the SWAAAE website and share with interested candidates when soliciting for chapter Board elections.
- b. Chapter Committee Structure
  - i. Second Vice President Brown referenced the report included in the meeting packet for review and Board discussion. A discussion took place supporting the proposed restructuring/consolidation of chapter committees. First Vice President Johnson stated the restructuring would allow volunteer committee members to focus more on industry issues and goals and less on administrative tasks, which would shift to be managed by KCA, the chapter's association management company. President Chen encouraged Board members to review and provide feedback to ensure the chapter runs as efficiently as possible moving forward. Brown requested feedback be submitted by mid-March; restructuring could be implemented at the start of the 2024-25 fiscal year (July 1) if approved. A discussion took place. Second Vice President Brown confirmed next steps would include meeting with committee chairs/vice chairs to confirm the restructuring aligns with future goals and does not overload one committee vs. another. Should the Board approve, the changes would be discussed with the general membership at the July meeting. **ACTION ITEM:** President Chen requested committee restructuring be presented to the Board at the next meeting for formal approval. Second Vice President Brown confirmed she will send a draft to the Board for feedback prior to the meeting.
  - ii. A brief discussion took place on current requirements to serve as a committee chair/vice chair, specific to chapter Board member involvement/experience.
- c. Foundation Task Force
  - i. President Chen appointed Immediate Past President Nystrom to lead a task force to review the SWAAAE Foundation bylaws and governing documents. Nystrom referenced the report included in the meeting packet, recognized volunteer task force members (also noted in report), and summarized the specific requests given to the group. A discussion took place on Foundation Board positions, terms, and time commitment of those on both the chapter Executive Committee/Board and Foundation Board. A discussion took place on succession planning for the chapter and the possible burden of adding additional responsibilities for the separate entity. The task force suggested the SWAAAE Foundation hire KCA for administrative support separate from the chapter. It was suggested the initial Foundation Board members be elected or appointed by the chapter Board, then elected by Foundation Board members moving forward. Director Daus discussed the state and federal requirements for a 501c3 vs. c6, the importance of following said requirements, and offered to assist as needed. **ACTION ITEM:** The task force is to present amendments to the Foundation bylaws to the chapter Board for consideration/approval at the next meeting.

### IV. President's Report – TJ Chen

- a. President Chen referenced the report included in the meeting packet and summarized updates from the recent AAAE Policy Review Committee meeting. A discussion took place on the status of an FAA Conference and dedicating time for FAA informational sessions/one on one meetings at the 2024 Summer Conference; it was recommended the chapter invite regional FAA staff to attend. **ACTION ITEM:** President Chen to continue conversations with Mark McClardy (the FAA) on ways to collaborate moving forward. The Summer Conference Committee to explore session options and present to the Executive Committee.

- b. A discussion took place on Caltrans being downgraded from Division to Program and the new FAA policy.
- c. President Chen reported AAAE provided each chapter with a \$20,000 check at the Issues Conference to support scholarship and leadership development.

## V. Executive Director's Report

- a. Membership
  - i. Non-Executive Memberships
    - 1. Executive Director Herring referenced the report included in the packet and presented a total of 15 non-Executive members for ratification. **ACTION:** First Vice President Johnsons made a motion to ratify all non-Executive members as presented. Second Vice President Brown seconded the motion, which passed unanimously.
  - ii. Executive Membership Applications
    - 1. Executive Director Herring presented a total of 53 Executive members for approval and noted new airport members who joined to receive the complimentary first-time attendee registration for the Airport Management Short Course. **ACTION:** Corporate Director Moen made a motion to approve all Executive members as presented. First Vice President Johnson seconded the motion, which passed unanimously.
  - iii. Membership by Class Report
    - 1. Executive Director Herring reference the report included in the packet and stated the chapter had a total of 726 members, an increase compared to the 719 members in January 2023. A brief discussion took place on the chapter adjusting airport member group pricing for GA airports, lesser fee for lesser group members.
  - iv. New Member Onboarding Review
    - 1. Herring referenced the link included in the meeting packet for Board members to access new member contact information for outreach. KCA is now copying regional directors when sending welcome emails to new members. A discussion took place regarding outreach to non-renewed members (link to view list of non-renewed members also included in meeting packet). **ACTION ITEM:** KCA to copy the Executive Committee when reaching out to non-renewed members.
- b. Time and Place
  - i. Executive Director Herring referenced the report included in the meeting packet Next Board meeting and highlighted upcoming event dates, including the next Board meeting on May 10 at Sacramento International Airport. All dates are listed on the SWAAAE website.

## VI. Finance Committee

- a. 2023-24 Q2 Financial Reports
  - i. First Vice President Johnson referenced the reports included in the meeting packet and noted most of the Airport Management Short Course income and expenses will be reflected in Q3, as well as the \$1,179 in income from the Accreditation workshop held in conjunction with AAAE back in September. The \$20,000 from AAAE will also be reflected in Q3 and deposited into the chapter savings account.
  - ii. Arizona did not host their traditional Aviation Day in 2024. A discussion took place on sponsoring the Arizona Airports Association's Spring Conference instead for \$500 under Board approved programs. **ACTION:** First Vice President Johnson made a motion to sponsor \$500 for AzAA's 2024 Spring Conference. Corporate Director Moen seconded the motion, which passed unanimously. Second Vice President Brown recused herself from the vote.

## VII. Informational Items

- a. 2024 Winter Conference
  - i. Conference Committee Chair Hartfiel reported 233 total registrants, 44% airport attendees. There were 18 people who took advantage of the complimentary registration available for first time airport attendees. As of a few days ago, recorded income was 95% to budget.
- b. 2024 Summer Conference

- i. Board members and interested volunteers were encouraged to attend the planning kick off meeting on Wednesday, January 24 for the Sacramento Summer Conference.
- c. AAAE Accreditation Update/Final Interview Workshop
  - i. BOE Representative Bond reported a candidate successfully passed their final interview on Friday and another candidate is sitting for their final interview on Sunday.
  - ii. A virtual YoPro Accreditation and Certification session was hosted by the chapter and well attended.
- d. AAAE Leadership Development Committee
  - i. Committee Chair Bimrose referenced the report included in the meeting packet and recapped the focuses of the committee, including hosting a leadership development workshop at the 2024 Summer Conference and implementing a mentorship program. Director Godown added the committee is also focused on increasing member engagement.
- e. AAAE Update – Chapter AAAE Representatives
  - i. AAAE Director Ross reported Todd Hauptli recently celebrated 10 years as AAAE CEO and President.
  - ii. The AAAE DEI Scholarship was recently renamed in honor of Carl Newman.
  - iii. A brief discussion took place on AAAE contributing to the SWAAAE Foundation.
- f. Academic Relations Committee
  - i. Vice Committee Chair Ritz referenced the report sent to all Board members electronically and noted SWAAAE Board and committee members represented the chapter in person at the San Jose State industry event.
- g. Awards, Resolutions and Recognition
  - i. It was announced Director Trang is now Chair of the committee.
- h. Corporate Member Update
  - i. Corporate Director Moen referenced the report included in the meeting packet and stated Corporate members account for 23% of the total chapter membership. 12 active Corporate members are serving on chapter committees. 17 ACIPS are currently posted on the website, a Corporate member benefit.
  - ii. Corporate Director Moen led the Attorney workshop on Saturday, which was very successful.
  - iii. Corporate Director Hill encouraged the Board to submit nominees for the chapter's Corporate Member of the Year Awards.
- i. Credentials
  - i. Committee Chair Brown reported one application was recently received and is being reviewed by the committee; the committee is unsure if all eligibility requirements are met.
- j. Diversity, Equity, and Inclusion (DEI)
  - i. President Chen reported on Chair Watada's behalf and stated the committee is working on a mission and vision statement with AAAE Director Barrett's support to be approved by the Board and submitted to AAAE.
  - ii. The committee developed a marketing plan to send notices out to the membership; upcoming communications include Mentoring Month and Black History Month. Next steps include aligning initiatives with the Leadership Development and Education and Engagement committees.
- k. Engagement/Education
  - i. Committee Chair Smith referenced the report included in the meeting packet and stated 24 attendees participated in the YoPro Accreditation and Certification virtual chat.
- l. Ethics
  - i. Immediate Past President Nystrom stated there was nothing to report.
- m. Executive
  - i. President Chen stated there was nothing to report.
- n. Legislative and Industry Engagement
  - i. Committee Chair Moen referenced the report included in the meeting packet and stated the committee has been active in recent letter writing campaigns.
- o. Scholarship
  - i. Committee Chair Ritz reported three applicants received scholarships and will be awarded on Monday during the Airport Management Short Course opening ceremonies.

- p. Strategic Planning (Ad Hoc)
  - i. Committee Chair Witsoe reported SWAAAE Foundation efforts have moved to the task force chaired by Nystrom. The establishment of a GA Airport certification program is in the works, being produced by AAAE; will consist of four modules total.
- q. Young Professionals
  - i. It was reported the committee meets monthly and is working to schedule more virtual YoPro-focused workshops. A discussion took place on what the chapter/AAAE considers as "young professional" and suggested program updates to be more inclusive and non-age restrictive (early career vs. young professional).
- r. ZØØ Visual and Audio Production Committee
  - i. Committee Chair Cullison introduced new committee member Loup-Giang Nguyen and stated the new projector was purchased to be used during the Airport Management Short Course.
  - ii. Corporate Director Moen thanked ZØØ for their tech support throughout the Attorney Workshop.

#### **VIII. Director and Member Comment**

- a. First Vice President Johnson is reviewing potential changes to future chapter conferences, including a partnership with AAAE as SWAAAE is the only chapter that does not partner with AAAE on a regional conference.
- b. The upcoming Board election includes nominees from Northern California for Second Vice President. A discussion took place on eligibility requirements to run for a chapter Board and Executive Committee position, specifically the requirement of serving on the chapter Board for a minimum of one year to run for Second Vice President. Nominating Committee Representative Stout discussed election requirements at the national level.
- c. President Chen stated he extended invitations to Hawaii representatives to attend the 2024 Sacramento Summer Conference.

#### **IX. Adjourn**

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

*Respectfully submitted by: Executive Director Cathy Herring*