

MINUTES
WAYNE COUNTY AIRPORT AUTHORITY
SPECIAL BOARD MEETING
October 31, 2011

I. Roll Call

Meeting of the Wayne County Airport Authority (WCAA) Board was called to order at 1:30 p.m. at the Westin Hotel, McNamara Terminal, Detroit Metropolitan Airport:

Reneè Axt, Chairperson
Samuel Nouhan, Vice Chairperson (arrived during Closed Session at 1:48 p.m.)
Suzanne Hall, Secretary
Mike Jackson
Bernard Parker
Charlie Williams
Mary Zuckerman

Also Present: See attached sign-in sheet.

II. Closed Session

Chairperson Axt asked for a motion to go into Closed Session at 1:31 p.m. to consider the legal opinion of Airport Authority counsel as a matter of attorney client privilege in accordance with Section 15.268(h) of the Michigan Open Meetings Act.

Bernard Parker motioned to go into Closed Session.

Motion by Bernard Parker; Supported by Mary Zuckerman
Motion unanimously approved.

Roll Call was taken.

Ray Sterling, Sterling Attorneys at Law, introduced himself as Turkia Mullin's attorney. Mr. Sterling asked Chairperson Axt if the Closed Session pertains to employment aspects of Ms. Mullin's contract and requested the reason for the Closed Session. Ray Sterling also asked if the Closed Session involves Ms. Mullin and if it has anything to deal with her employment with the Airport Authority. Reneè Axt referred Mr. Sterling's questions to the Airport Authority's counsel. John Cashen, Airport Authority's Outside Counsel with Bodman, LLP, responded that the Chairperson's motion stated the basis for the Closed Session,

it is a matter of attorney client privilege and that is sufficient notice for purposes of a vote for a Closed Session.

Board meeting was recalled to order at 3:00 p.m. and Roll Call was taken.

III. Consideration of Employment of Chief Executive Officer (CEO)

Bernard Parker reported that Section 8(a) of the Open Meetings Act states that whenever disciplinary suspension or dismissal is considered that the person has a right to make a statement and answer questions either in a public forum or in a Closed Session. Mr. Parker extended the opportunity to Turkia Mullin to speak in public forum and answer questions or go into a Closed Session.

Ray Sterling responded, on Turkia Mullin's behalf, that they would like an open session on everything pertaining to her employment and that the public has a right to know what, if any, charges the Airport Authority has against Ms. Mullin, and that she has a due process right to be able to respond. Mr. Sterling further remarked that he continues his objection to the illegality of the Closed Session just held, the Airport Authority did not identify the specific legal matter to be discussed, and it was pretty apparent that Ms. Mullin's employment was discussed, and that the Airport Authority did not answer any questions about what the intent or purpose of the Closed Session was.

Bernard Parker asked Turkia Mullin if she would like to make any statement on the record of her leadership with the Airport Authority. Ray Sterling responded to Mr. Parker's question. Bernard Parker commented that he asked Turkia Mullin a question and Mr. Sterling responded, not Ms. Mullin. There was a debate between Bernard Parker and Ray Sterling of who had the floor to speak and Chairperson Axt called the meeting to order and referred it back to Mr. Parker. Bernard Parker further commented that his question was directed to Turkia Mullin and he asked that Ms. Mullin respond to him directly initially and then, if she would like to, defer it to her counsel. Mr. Parker reiterated the question to Turkia Mullin - would you like to have it in an open meeting to make any statements and answer questions. Turkia Mullin responded yes, and Mr. Sterling also responded that Ms. Mullin has already answered through her counsel and that she also just indicated yes. In response to the comment about Ms. Mullin's leadership at the Airport, Mr. Sterling asked are you considering terminating her employment today. Bernard Parker responded that he has no more questions.

Samuel Nouhan commented that he understood this open session right now is to serve the purpose of affording Turkia Mullin the opportunity to respond to any questions that Board Members may have and then asked Chairperson Axt for a point of clarification if there were any other Board Members, other than Board Member Parker, who intended to ask Ms. Mullin questions. Renee Axt asked the Board Members if there are any other questions. Samuel Nouhan responded he thought the Board was supposed to ask questions. Ray Sterling responded that

Turkia Mullin would be glad to talk about her qualifications, and if she is asked a question, she will answer any questions that the Board or anyone else in the public has about her leadership at the Airport. Mr. Sterling then asked if Turkia Mullin's employment is being considered to be terminated here today. Ray Sterling further commented that the agenda states consideration of the employment, and does not say consideration of the termination.

Reneè Axt again offered the Board the opportunity to ask Ms. Mullin questions and there were no further questions.

Suzanne Hall distributed a proposed resolution to the Board and asked that the Board review it before she reads it out loud. Ray Sterling requested a copy of the resolution and Mr. Nouhan gave him a copy. Suzanne Hall read the proposed resolution to terminate the employment of Turkia Mullin from the position of CEO of the Wayne County Airport Authority, effective immediately, pursuant to Section 7f(i) of Ms. Mullin's Employment Agreement. Samuel Nouhan requested that Suzanne Hall further identify which aspect, or particular component, of Section 7f(i) does the proposed resolution pertain to. Ms. Hall clarified that her proposed resolution pertains to the entire sentence of Section 7f(i). Mr. Nouhan then asked, for purposes of the Board's understanding and what it is voting on, that Suzanne Hall identify the one or more of the components of Section 7f(i) that she is seeking to rely on in her motion. Ms. Hall responded that she put her proposed resolution on the floor and asked that each Board Member vote yes or no on it.

Bernard Parker commented that he was disappointed that Turkia Mullin did not take the opportunity to speak to the Board Members and/or the public and answer some questions and, without that information, he will be supporting the resolution proposed by Suzanne Hall.

Samuel Nouhan commented that there is no evidence that Turkia Mullin violated any provision of her Airport contract and no evidence that she acted in a way that violates any part, sub-part, component of Section 7f(i) of her Employment Agreement and he has not heard anything identified that would place any of Ms. Mullin's conduct within any of the categories listed in Section 7f(i). Mr. Nouhan further commented that the proposed resolution is unbelievably vague and ambiguous and unfair to both the Airport Authority and to Turkia Mullin, and in reality the facts show just the opposite that Ms. Mullin has faithfully and admirably served as Airport CEO under the terms of her Agreement. Samuel Nouhan provided additional information in regard to Turkia Mullin's accomplishments and remarked that she has shown the energy, enthusiasm and effort that the Airport Authority expected when she was hired and has achieved remarkable results in a mere 6 to 8 weeks after starting. Mr. Nouhan reported that Delta Air Lines publicly described Turkia Mullin as an "excellent choice" for Airport CEO and their continuing endorsement validates the Board's selection of Ms. Mullin and confirms in fact that she has performed all of her duties well and

shows that there is no distraction preventing her from performing her duties. Samuel Nouhan reiterated that Turkia Mullin was and is an excellent choice for Airport CEO. Mr. Nouhan further remarked that Ms. Mullin has done nothing wrong at the Airport and the motion, if passed, would expose the Airport Authority to millions of dollars in potential legal costs, settlements or judgments and he will not support the motion to terminate Turkia Mullin's contract as CEO.

At the request of Samuel Nouhan, a Roll Call vote was taken.

Motion by Suzanne Hall; Supported by Mary Zuckerman

Ayes: Axt, Hall, Parker, Williams, Zuckerman

Nays: Jackson, Nouhan

Motion approved.

[Approved Resolution No. 11 – 113]

Mary Zuckerman commented now that the Board made the decision to move in a new direction relative to the CEO of the Airport, it is incredibly important to provide overall stability to the organization and appoint an Interim CEO to assume the day-to-day leadership responsibilities until the Board can determine the next steps in selecting a permanent CEO. Ms. Zuckerman further commented that one of the most critical issues facing the Board and the Airport Authority at this point is the implementation of a very aggressive budget that was approved at the last Board meeting and the Airport Authority needs an interim leader who has the understanding and the tenacity to follow through on the implementation. Mary Zuckerman made a motion to appoint Thomas Naughton, the Airport Authority's current Chief Financial Officer, to the position of Interim CEO.

Bernard Parker expressed his concern with appointing someone that has not served in the CEO capacity before and that he still believes that the Airport Authority needs someone with economic development background and it is important also for the region. Mr. Parker commented that the Airport Authority has had four different people in the position of either CEO or Interim CEO in the last 16 months and remarked that Genelle Allen, who served in the capacity as the Interim CEO for a year, was praised by all of the Board Members on her performance during that time. Bernard Parker commented that he does not think that the Airport Authority needs another Interim CEO and he will have to vote no, with no reflection on Mr. Naughton. Mr. Parker further remarked that if Mary Zuckerman's motion is either defeated or withdrawn, he will make a motion to recommend Genelle Allen for the position of Interim CEO.

Mary Zuckerman clarified that her motion was speaking to an Interim CEO, recognizing that the Board needs to come together and determine the next steps to look for a permanent CEO. Ms. Zuckerman remarked that the Airport Authority is running an international airport, and with the operation, and for when unforeseen things happen such as a security incident, it is critically important to

truly have a leader in place. Mary Zuckerman further remarked that she perceives the Airport Authority's biggest challenge is to grapple with the implementation of the budget, and Mr. Naughton has intimate knowledge of the budget and was heavily involved and invested in the development of it.

Genelle Allen, Deputy CEO, remarked that she respectfully requested that she not be considered for the CEO position, while she appreciated Bernard Parker's suggestion. Ms. Allen commented that she agrees with Mary Zuckerman and believes that at this critical time, given the action that the Board has taken, that the Airport Authority does need a sense of stability and the budget is one of the main concerns. Genelle Allen further commented that she supports the Board and believes that Thomas Naughton, who has gone through the formal process, is an ideal candidate, and hopefully the Board will consider making him the permanent CEO. Reneè Axt thanked Genelle Allen for her service.

Motion by Mary Zuckerman; Supported by Suzanne Hall
Ayes: Axt, Hall, Jackson, Nouhan, Williams, Zuckerman
Nay: Parker
Motion approved.

[Approved Resolution No. 11 – 114]

IV. Election of Wayne County Airport Authority Board Officers

Reneè Axt reported that in accordance with Michigan Act 90, enabling legislation for the Airport Authority, the Board shall elect officers annually. Ms. Axt further reported that the Airport Authority's By-laws state that Board Members shall elect officers at the first Board meeting following October 1 of each calendar year. Chairperson Axt recommended to postpone the election of officers until a regular Board meeting and asked for a motion. Bernard Parker moved to postpone the election of officers.

Motion by Bernard Parker; Supported by Mary Zuckerman
Motion unanimously approved.

V. Public Comment

Chairperson Reneè Axt opened the floor for Public Comment at 2:25 p.m. No comment cards were submitted and Public Comment was closed at 2:25 p.m.

After the Board meeting had adjourned, Robert Davis approached Kristy Exner, Board meeting facilitator, and submitted a complaint that he raised his hand to comment and the Chairperson did not acknowledge him. Airport Authority staff addressed his concerns.

VI. Next meeting of the Wayne County Airport Authority Board is scheduled for Wednesday, November 16, 2011 at 1:30 p.m. at the Westin Hotel, McNamara Terminal, Detroit Metropolitan Airport.

VII. Adjourn

Meeting was adjourned at 3:24 p.m.

Motion by Bernard Parker; Supported by Mike Jackson
Motion unanimously approved.

ATTENDANCE RECORD

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Date/Time: Monday, October 31, 2011 - 1:30 PM

Place of Meeting: The Westin - Detroit Metropolitan Airport

NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Andrea Valentini	LC Smith-Mezz	WCAA	Paralegal	(734) 247-7105
Kristy Exner	LC Smith-Mezz	WCAA	Authority Affairs mgr	(734) 247-7223
Joni Wheeler	LC Smith-Mezz	WCAA	Authority Affairs mgr	(313) 247-7370
Karl Szymanski	L.C. Smith-Mezz	WCAA	UNIFIED Ops. DEPUTY DIRECTOR	(734) 942-3745
Michael Rosenfeld	WX427 20777 Wild Nile Sawfield, MI 48075	WX427	Reporter	248-763-6114
Ankur Dholcha	615 W. Cabarette Det News Detra	Detnews	Multimedia Prod	313-222-2772
Kent Saunders	WX427	WX427	Photographer	248-827-9407
Michelle C. Cooper	L.C. Smith	WCAA	Financial Anal.	734 955-8777
Mark Zinkivach	LC Smith	WCAA	FP&A	734-247-7460
James Massaro	-	Delta	Gen. Mgr	404 715 4674

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Wendy Sutton	DTW	WCAAA	Real Estate	7-247 7233
Ryan Owen	DWC	DWC	dr	
Bill Bass	DWC	DWC	GM	
Joe Schaefer	DTW	DTW		
Arun Gulati	WCAAA	WCAAA	VP - Tech. Servs.	7-7379
Robert Davis				
Rhonda Kalemam	SIBA west service DR	Concessions MIUC	GM	(7)955-8665
Supp. Stinson	WCAAA		Director Risk Mgt	734 942 3749
Chels Kamil	WCAAA	WCAAA	Safety/Ed.	942-522
Jackie Kitcher	Unit here	Unit here	Staff	248-974-1407

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Connie Slack	LC Smith Terminal	WCAA	Treasury Manager	734-247-7909
Noah Ovshinsky	—	WDET	Reporter	—
Melchelle Plawicki	—	WCAA	Govt/Comm Rel	734-942-1503
Thomas A. Lockard	6000 W. LaFayette	Local 101	President	734-765-6050
Kevin MacDermott	Local 101	Local 101	C.M.	734-777-1840
JOHN W. CASTEN				
Mark V. Lewis			GM	—
Mike Bangs		AFSCME Local 1862	VP	313-680-8277
PAT FRAYE	Wuow Run	PSH	Sr. ENGR	734 484 0962
Barbara	CSII			517 484 6210

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Dianne Walker	L.C. Smith 3485 EDSEL TRENTON, MI 48183	WCAA	Detroit Airfield OPS	734 9423571
DENIS MARTIN	TRENTON, MI 48183	AFSCME LOCAL 1862	PRESIDENT	734-765-8922
MICHAEL CONWAY	SMITH DELTA	WCAA	COMMUNICATIONS	11 942 3558
Vera Maffucci	✓ ✓	✓ ✓	FPVA	
MAT McOWAN	LC Smith	WCAA		
Paul Redford	LC Smith	WCAA		
MARC KEMPER	DELTA	DELTA	REG DIR	612-266-5103
WAYNE SIELOFF	WCAA	WCAA	DIRECTOR - PLANNING/DESIGN	734-247-7371
FRAN WOOD	TRAVELERS AID	TRAVELERS AID	DIR OF VOC	(313) 414-6856
Shermin Manatel	Travelers Aid	Travelers Aid	Volunteer	(248) 219-3449

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
J. Wisely		Free Press		313-222-6825
R. Bodinus		CITIZEN		
Dennis Martin	WCAA	WCAA	Asst Gen Coun	
Gale La Roche	WCAA	WCAA	VP of HR	734-942-3728
Rosalind Wallace	WCAA	WCAA	Director - HR	
Peter Garajala	WCAA	WCAA	Director - Stgy Mgt	955-5705
Alaine Book Ben	WCAA	ISA	Mgr	53627
Kelly Fitzgerald	WCAA	WCAA	Dep Dir	77276
Matt Orzech	WCAA	WCAA	D.M. II	734-306-9539
Sen. [unclear]	WCAA	WCAA		

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Steve Abbry	L.C. Smith Term	WCAA	Dir Tech Svcs	247-7380
Marie Basra	WCAA	WCAA	Controller	247-6775
Esther Rahma	WCAA	WCAA	^{Internal} VP - Audit	247-7365
MICHAEL LACOSTE	916 W MICHIGAN AVE YPSILANTI, MI 48197	UNITE HERE LOCAL 24		
KEVIN D MOORE	2741 TROMBULL AVE Detroit MI 48216	Teamster's	President	313-965-8250
SCOTT WINTNER	L.C. Smith	WCAA	Comm. Manager	734-955-3145
D. Kelley Andrews	L.C. Smith	WCAA	Proc Director	734- ²⁴⁷⁻ 7900

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NAME	MAILING ADDRESS	REPRESENTING (Company, Community, etc.)	TITLE/POSITION	PHONE NUMBER
Emily Newberger	LE Smith-Mezz	WCAA	Sr VP + General COUNSEL	734-942- 3825