



December 6, 2018

CANCELLATION NOTICE OF THE REGULAR MEETING AND
CALL AND NOTICE OF A SPECIAL MEETING
OF THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTICE is hereby given that the regular meeting of the Burbank-Glendale-Pasadena Airport Authority scheduled for Monday, December 17, 2018, at 9:00 a.m., has been canceled.

NOTICE is hereby given that a special meeting of the Burbank-Glendale-Pasadena Airport Authority will be held Monday, December 10, 2018, at 9:00 a.m., in the Airport Skyroom of Hollywood Burbank Airport, 2627 N. Hollywood Way, Burbank, California 91505.

Terri Williams, Board Secretary
Burbank-Glendale-Pasadena Airport Authority



SPECIAL COMMISSION MEETING

AGENDA

DECEMBER 10, 2018

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

Special Meeting of Monday, December 10, 2018

9.00 A.M.

The public comment period is the opportunity for members of the public to address the Commission on agenda items and on airport-related non-agenda matters that are within the Commission's subject matter jurisdiction. At the discretion of the presiding officer, public comment on an agenda item may be presented when that item is reached.



Members of the public are requested to observe the following decorum when attending or participating in meetings of the Commission:

- *Turn off cellular telephones and pagers.*
- *Refrain from disorderly or boisterous conduct, including loud, threatening, profane, or abusive language, clapping, whistling, stamping, or other acts that disrupt or otherwise render unfeasible the orderly conduct of the meeting.*
- *If you desire to address the Commission during the public comment period, fill out a speaker request card and present it to the Board Secretary.*
- *Confine remarks to agenda items or to airport-related non-agenda matters that are within the Commission's subject matter jurisdiction.*
- *Limit comments to five minutes or to such other period of time as may be specified by the presiding officer.*



The following activities are prohibited:

- *Allocation of speaker time to another person.*
- *Video presentations requiring use of Authority equipment.*



Any disclosable public records related to an open session item on a regular meeting agenda and distributed by the Authority to the Commission less than 72 hours prior to that meeting are available for public inspection at Hollywood Burbank Airport (2627 Hollywood Way, Burbank) in the administrative office during normal business hours.



In accordance with the Americans with Disabilities Act of 1990, if you require a disability-related modification or accommodation to attend or participate in this meeting, including auxiliary aids or services, please call the Board Secretary at (818) 840-8840 at least 48 hours prior to the meeting.

AGENDA

1. ROLL CALL
2. PLEDGE OF ALLEGIANCE
3. APPROVAL OF AGENDA
4. PUBLIC COMMENT
5. CONSENT CALENDAR
 - a. Committee Minutes
(For Note and File)
 - 1) Operations and Development Committee
 - (i) October 15, 2018 **[See page 1]**
 - (ii) October 18, 2018 **[See page 3]**
 - 2) Finance and Administration Committee
 - (i) October 15, 2018 **[See page 6]**
 - 3) Legal, Government and Environmental Affairs Committee
 - (i) August 20, 2018 **[See page 8]**
 - b. Commission Minutes
(For Approval)
 - 1) November 5, 2018 **[See page 11]**
 - c. Treasurer's Report
 - 1) August 2018 **[See page 17]**
 - d. Consent to Sublease Between Ameriflight LLC
and Delux Public Charter LLC **[See page 41]**
6. ITEMS FOR COMMISSION APPROVAL
 - a. Award of Design-Build Agreement to Charles Pankow
Builders, LTD. - Award of Purchase Order to
G&S Airport Conveyor for Terminal B Security Checkpoint
and Ticket Counter Renovation Project Number E18-15 **[See page 55]**
 - b. Approval of Change Order #2 to The Stone Collector
for Building #36 Data Server Room Upgrades
Project Number E17-01 **[See page 60]**

- c. Award of Contract - Elevators Etc. LP for Elevator, Escalator and Moving Walkway Inspection, Maintenance and Repair Services **[See page 67]**
- d. Award of Contract Amendment - RS&H California, Inc. Replacement Passenger Terminal Project Environmental Impact Statement **[See page 70]**
- e. Award of Professional Services Agreement – MIG, Inc. For Public Design Charrette Workshops Facilitator **[See page 71]**
- 7. ITEMS FOR COMMISSION DISCUSSION
 - a. Update: FAA Community Meetings of November 7 and 8 **[See page 77]**
- 8. ITEMS FOR COMMISSION INFORMATION
 - a. Announcement of New Vehicle Charging Stations **[No Staff Report]**
 - b. September 2018 Parking Revenue Statistics **[No Staff Report]**
 - c. October 2018 Parking Revenue Statistics **[No Staff Report]**
 - d. September 2018 Transportation Network Companies (“TNC”) **[No Staff Report]**
 - e. October 2018 Transportation Network Companies (“TNC”) **[No Staff Report]**
 - f. September 2018 Passenger/Cargo and Regional Airport Passenger Statistics **[See page 94]**
 - g. October 2018 Passenger/Cargo and Regional Airport Passenger Statistics **[See page 97]**
- 9. CLOSED SESSION
 - a. PUBLIC EMPLOYEE PERFORMANCE EVALUATION (California Government Code Section 54957(b))
Title: Executive Director
 - b. CONFERENCE WITH LABOR NEGOTIATOR (California Government Code Section 54957.6)
Authority Representative: Terence R. Boga, Esq.
Unrepresented Employee: Frank R. Miller
- 10. COMMISSIONER COMMENTS
(Updates and information items, if any)
- 11. ADJOURNMENT

Approved November 5, 2018

**MINUTES OF THE REGULAR MEETING OF THE
OPERATIONS AND DEVELOPMENT COMMITTEE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**

MONDAY, OCTOBER 15, 2018

A regular meeting of the Operations and Development Committee was called to order on this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 8:38 a.m., by Chairman Brown.

ROLL CALL

Present: Commissioners Brown and Tornek

Absent: Commissioner Devine

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Sumi Spurlock, Supervisor, Airport Security; Denis Carvill, Deputy Executive Director, Operations and Airline Relations

1. Approval of Agenda There were no adjustments to the agenda.

2. Public Comment There were no public speakers.

3. Approval of the Minutes
a. September 17, 2018 Commissioner Tornek moved approval of the minutes of the September 17, 2018, meeting, seconded by Commissioner Brown. The minutes were approved (2-0, one absent).

4. Contract and Leases
a. Award of Professional Services Agreement for Airport Consumer Item Inspection Services to Universal Protection Service, LP dba Allied Universal and Approval of Inspection Services Reimbursement Agreement with MCS Burbank LLC and HG Burbank JV Staff presented to the Committee for approval an Award of Professional Services Agreement ("Agreement") Airport Consumer Item Inspection Services Universal Protection Service LP dba Allied Universal ("Allied") and Approval of Approval of Inspection Services Reimbursement Agreement with MCS Burbank LLC ("MCS") and HG Burbank JV ("Hudson").
All items and/or equipment of the respective vendors and concessionaires that are sold, consumed or used beyond the terminal security checkpoint are subject to inspection for any prohibited items.

The proposed Agreement is for a two-year term with two one-year extension options available to the Commission at its discretion at a not-to-exceed contract price of \$321,485 for the initial two years. The cost of these services under the proposed Reimbursement Agreement will be fully reimbursed by MCS and Hudson, with MCS responsible for 69% of the cost and Hudson 31%.

Staff recommended that the Committee recommend to the Commission that it approve a Professional Services Agreement with Allied Universal and the Inspection Services Reimbursement Agreement with MCS and Hudson for the Airport Consumer Item Inspection Services and authorize the President to execute the same.

Motion

Commissioner Tornek moved approval of Staff's recommendation, seconded by Commissioner Brown.

Motion Approved

The motion was approved unanimously (2-0, one absent).

This item has been placed on the Authority's agenda for its October 15, 2018, meeting immediately following the Committee's meeting.

5. Items for Information

a. Metrolink Transportation Shuttle Services Update

Staff provided an update to the Committee regarding the status of the shuttle service from the Burbank Airport-North Metrolink Station at the Airport. At the Committee meeting held August 20, 2018, the Committee expressed its concerns on the cost of busing people to and from the Metrolink Station and the Airport terminal. At that meeting, the Committee suggested a three-month deal with SuperShuttle to operate that service, with that contract ending November 21. During this time, Staff put out a bid for on-demand service between the Metrolink Station and The Airport and received no bids on that request.

Staff further reported, that they are currently working with some of the Authorities existing vendors to come up with a workable solution and they will report back at the Committees next meeting scheduled for November 5.

6. Adjournment

There being no further business, the meeting adjourned at 8:45 a.m.

Approved November 5, 2018

**MINUTES OF THE SPECIAL MEETING OF THE
OPERATIONS AND DEVELOPMENT COMMITTEE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**

THURSDAY, OCTOBER 18, 2018

A special meeting of the Operations and Development Committee was called to order on this date in the Buena Vista Room of the Burbank Public Library, 300 N. Buena Vista Street, Burbank, California 91505, at 6:00 p.m., by Chairman Brown.

ROLL CALL

- Present:** Commissioners Brown and Tornek
- Absent:** Commissioner Divine
- Also Present:** Staff: Frank Miller, Executive Director;
John Hatanaka, Senior Deputy Executive Director;
Patrick Lammerding, Deputy Executive Director,
Planning and Development; Mark Hardymont,
Director, Government and Environmental Affairs
- Landrum & Brown Inc., Aviation Consultants:
Rob Adams, Executive V.P. and Christian Valdes,
Managing Consultant

Commissioner Tornek, the Presiding Officer, addressed members of the public in response to concerns raised by Burbank citizens and residents of surrounding communities at the Committee's special meeting held, March 29, 2018. The Authority retained aviation consulting firm Landrum & Brown Inc., to prepare an independent study to respond to community concerns about the recent increase in overflights as a result of the SoCal Metroplex project implementation. Aviation Consultants; Rob Adams, Executive V.P. and Christian Valdes, Managing Consultant, presented the final results of that study.

The Presiding officer also introduced Member of Congress, Brad Sherman, who addressed the community residents and the Committee.

1. Items for Discussion

- a. Landrum & Brown "Flight Path Analysis, Final Report" Regarding NextGen Impact**
- Following the Committee's opening remarks and a brief introduction of Staff, the platform recused to Aviation Consultants, Rob Adams and Christian Valdes, of Landrum & Brown Inc.
- The Landrum & Brown consultants highlighted the purpose of the analysis and responded to community concerns about the recent increase

in overflights as a result of the SoCal Metroplex project implementation. The presentation covered the following topics: Roles and Responsibilities, Community Input, Number of Operations over Time, Flight Corridor and Concentration, Frequency of Flights, Noise Monitor Levels, Altitude Analysis, FAA Comments and Conclusion. background information on the various components of the study they've been contracted to perform for the Airport Authority regarding the aircraft noise issues around the Airport. Following their introduction, the consultants answered various questions posed to the Committee by members of the public.

**2. Remarks by the Honorable
Brad Sherman, Member of
Congress, United States Congress**

Commissioner Tornek addressed members of the public and introduced Landrum & Brown Inc., Aviation Consultants: Rob Adams, Executive V.P. and Christian Valdes, Managing Consultant, along with members of the audience, including Burbank City Councilmembers, Jess Talamantes, Sharon Springer, and Bob Frutos; Burbank City Manager, Ron Davis; Airport Authority Commissioners, Ray Adams and Dr. Ross Selvidge, who were all present for the discussion, before continuing the ongoing dialogue with residents about concerns related to Nextgen and Airport operations.

Staff heard from residents from Burbank, Studio City and Van Nuys regarding their concerns. The Committee along with the Landrum & Brown Consultants, committed to follow up with them with additional information and a response to any unanswered questions and concerns at a future date.

3. Public Comment

Staff heard from the following residents regarding their concerns about Nextgen and Airport operations: Henrik Helgesen, Burbank resident; David Kamin, Studio City resident; Brad Schreiber, Studio City resident; Stephanie Baio, Studio City resident; Kimberly Turner, Studio city resident; Roy Wiegand, Burbank resident; Geraldine Simon, Studio City resident; Jeanie Love, Studio City resident; Eric McLeod, Studio City resident;

Jay Pennick, Van Nuys resident; Audrey Geiger-Ford, Burbank resident; Claudia Keene, Burbank resident; Lauri Trapp, Burbank resident; Heidi McKay, Studio City resident; Suellen Wagner, Studio city resident; Alan Lorimer, Burbank resident; Glenn Ochenkoski, Burbank resident; Mike Moynahan, Burbank resident.

4. Adjournment

There being no further business, the meeting adjourned at 8:06 p.m.

Approved November 5, 2018

**MINUTES OF THE REGULAR MEETING OF THE
FINANCE AND ADMINISTRATION COMMITTEE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**

MONDAY, OCTOBER 15, 2018

A regular meeting of the Finance and Administration Committee was called to order this date in the Airport Skyroom, 2627 Hollywood Way, Burbank, California, at 10:50 a.m., by Chairman Gharpetian.

AB 23 Disclosure: The Deputy Executive Director announced that, as a result of the convening of this meeting of the Finance and Administration Committee, each Committee member is entitled to receive and shall be provided \$200.

ROLL CALL

Present:

Commissioners Gharpetian and Selvidge

Absent:

Commissioner Adams

Also Present:

Staff: Kathy David, Deputy Executive Director,
Finance and Administration

1. Approval of Agenda

There were no adjustments to the agenda.

2. Public Comment

There were no public speakers.

3. Approval of Minutes

a. October 1, 2018

Draft minutes for the October 1, 2018, Finance and Administration Committee meeting were presented for approval.

Motion

Commissioner Selvidge moved approval of the minutes, seconded by Commissioner Gharpetian.

Motion Approved

There being no objection, the minutes were approved (2-0, one absent).

4. Treasurer's Report

a. August 2018

A copy of the August 2018 Treasurer's Report was included in the agenda packet for the Committee's review.

Motion

Commissioner Selvidge moved approval; seconded by Commissioner Gharpetian.

Motion Approved

There being no objection, the Committee voted (2-0, one absent) to recommend that the report be forwarded to the Commission for note and file.

5. Other Contracts and Leases

There were no other contracts and leases to be discussed.

6. Adjournment

There being no further business, the meeting was adjourned at 10:58 a.m.

Approved November 5, 2018

**MINUTES OF THE REGULAR MEETING OF THE
LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**

MONDAY, AUGUST 20, 2018

A regular meeting of the Legal, Government and Environmental Affairs Committee was called to order on this date in the Burbank Room, 2627 N. Hollywood Way, Burbank, California, at 10:15 a.m., by Chairman Wiggins.

AB 23 Disclosure: The Assistant Board Secretary announced that, as a result of the convening of this meeting of the Legal, Government and Environmental Affairs Committee, each Committee member in attendance is entitled to receive and shall be provided \$200.

ROLL CALL

Present:

Commissioners Wiggins, Madison and Sinanyan

Absent:

None

Also Present:

Staff: Frank Miller, Executive Director;
John Hatanaka Senior Deputy Executive Director;
Ed Skvarna, Director of Public Safety/Chief, Airport
Authority Police; Commander Jorge Martinez, Airport
Authority Police; Sarah Sheehy, Senior Director,
Government and Public Affairs; Lucy Burghdorf,
Director of Public Affairs and Communications; Scott
Kimball, Director, Operations and Maintenance;
Michael Johnston, Business Development Specialist

Airport Authority Legislative Consultant
(via teleconference): Kristian Foy, Michael J. Arnold
& Associates

1. Approval of Agenda

The agenda was approved as presented.

2. Public Comment

There were no public speakers.

3. Approval of Minutes

a. July 16, 2018

Commissioner Wiggins moved approval of the minutes of the June 4, 2018, meeting. The minutes were approved unanimously (3-0).

5. Items for Discussion

Staff requested that agenda item 5.a., be taken out of order. There being no objection from the Committee, the next agenda item was 5.a., State Legislative Update, followed by agenda item 5.b.

a. State Legislative Update

Via teleconference Kristian Foy of Michael J. Arnold & Associates, the Authority's Sacramento legislative consultant updated the Committee and answered various questions on current airport-related legislative issues which they have been monitoring.

b. Public Art at the Regional Intermodal Transportation Center

Staff updated the Committee regarding the status of the public art panels for the Regional Intermodal Transportation Center ("RITC") and recommended that this item required further deliberation in selecting the artwork and artist for the RITC panel display. Staff further recommended that the artist is paid per the Authority's contractual obligation.

Commissioners Sinanyan, Madison and Wiggins all concurred with Staff's recommendation.

4. Contracts and Leases

a. Resolution No. 479 – Authorizing Acceptance of Transportation Security Administration Grant Funding

Staff reported that since 1999, the Commission has authorized a small number of senior personnel to execute documents accepting Federal Aviation Administration ("FAA") grant funding on the Authority's behalf. Initially, pursuant to Resolution No. 353, this authorization was given to the Executive Director and the Director of Engineering. In 2004, by Resolution No. 394, this authorization was extended to the Deputy Executive Director and the Controller. In 2013, Resolution No. 456 updated the list to add the Senior Deputy Executive Director and to reflect changes in certain personnel titles.

The Authority has now received several TSA grant awards for security-related Airport improvement projects. These projects include installation of new digital video surveillance system workstations in TSA's on-site offices, as well as the ongoing baggage recapitalization system modification to accommodate new CTX machines. In anticipation of future TSA grant awards, the attached Resolution No. 479 will establish, for TSA grant funding, document execution authorization that is equivalent to the document execution authorization for FAA grant funding. This resolution will authorize the following senior personnel to execute documents for acceptance of TSA grant awards: The Executive Director; the Senior Deputy Executive Director; the Deputy Executive Director – Finance and Administration; and the Director of Financial Services. These are the same positions that the Commission has given document execution authorization for FAA

grant funding and has given expenditure authorization under the Authority Expenditure Policy.

Adoption of Resolution No. 479 will enable Staff to process more efficiently documents associated with TSA grant funding, including documents associated with extensions of such funding.

Therefore, Staff recommended that the Committee recommend to the Commission adoption of Resolution No. 479 authorizing designated senior personnel to execute documents for acceptance of TSA grant funding.

Motion

Commissioner Sinanyan moved approval of Staff's recommendation to move this item to the Commissions Consent Calendar, seconded by Commissioner Madison.

Motion Approved

The motion was approved unanimously (3-0).

Mr. Hatanaka left the meeting at 10:47 a.m. to return to the Finance and Administration Committee meeting after briefing the Legal, Government and Environmental Affairs Committee on Resolution No.479.

6. Closed Session

The meeting recessed to closed session at 10:47 a.m. to discuss items listed on the closed session agenda.

Meeting Reconvened

Commissioner Wiggins reconvened the meeting to open session at 11:02 a.m. with the same Commissioners present.

Closed Session Report

Commissioner Wiggins announced that no reportable action was taken in closed session.

7. Adjournment

There being no further business, the meeting adjourned at 11:02 a.m.

**MINUTES OF THE SPECIAL MEETING OF THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**

MONDAY, NOVEMBER 5, 2018

A special meeting of the Burbank-Glendale-Pasadena Airport Authority was called to order this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 9:00 a.m., by President Sinanyan.

1. ROLL CALL

Present: Commissioners Brown, Adams, Gharpetian, Tornek, Sinanyan, Devine, Wiggins and Selvidge

Absent: Commissioner Madison

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Anthony Defrenza, Director, Engineering and Maintenance; Tom Janowitz, Manager, Parking Development

2. PLEDGE OF ALLEGIANCE Commissioner Brown led the assembly in the recitation of the Pledge of Allegiance to the Flag.

3. APPROVAL OF AGENDA The agenda was approved as presented.

4. PUBLIC COMMENT Suellen Wagner of Studio City, Kimberly Turner of Studio City and Mike Nolan of Burbank commented on the issue of airport noise.

5. CONSENT CALENDAR

**a. Committee Reports
(For Noting and filing)**

1) Operations and Development Committee Approved minutes of the Operations and Development Committee meeting for September 17, 2018, were included in the agenda packet for information purposes.

**(i) September 17,
2018**

- | | |
|--|--|
| <p>2) Finance and Administration Committee</p> <p style="padding-left: 40px;">(i) October 1, 2018</p> | <p>Approved minutes of the Finance and Administration Committee meeting for October 1, 2018, were included in the agenda packet for information purposes.</p> |
| <p>b. Commission Minutes (For Approval)</p> <p style="padding-left: 40px;">1) October 15, 2018</p> | <p>Minutes of the October 15, 2018, Commission meeting were included in the agenda packet for review and approval.</p> |
| <p>c. Proposed Letter to Federal Aviation Administration – Confirmation of Project for Environmental Impact Statement</p> | <p>Staff introduced a proposed letter to the Federal Aviation Administration (“FAA”) confirming the description of the Replacement Passenger Terminal (“RPT”) Project to be used in the Environmental Impact Statement currently being prepared by the FAA. The purpose of the proposed letter is to ensure there is no misunderstanding about a connection between the RPT project and the California High Speed Rail project.</p> <p>Recently, FAA staff requested that the Authority clarify the scope of the RPT project and any connection to the CHSR project.</p> <p>The proposed letter responds to FAA’s request and specifically states that, “The project does not have any connection to any proposed component of CHSR, including any CHSR station that may be planned for development adjacent to or in the vicinity of the Airport Authority’s property.”</p> |
| <p>d. Treasurer’s Report</p> <p style="padding-left: 40px;">July 2018</p> | <p>The Finance and Administration Committee reviewed the July 2018 Treasurer’s Report at its meeting on October 15, 2018, and voted unanimously (2–0, one absent) to accept the Treasurer’s Report and recommend to the Authority that the report be noted and filed.</p> |
| <p>MOTION</p> | <p>Commissioner Adams moved approval of the Consent Calendar, seconded by Commissioner Wiggins.</p> |
| <p>MOTION APPROVED</p> | <p>The motion was approved (8–0, one absent).</p> |

AYES: Commissioners Brown, Adams, Gharpetian, Tornek, Sinanyan, Devine, Wiggins and Selvidge

NOES: None

ABSENT: Commissioner Madison

6. ITEMS FOR COMMISSION APPROVAL

a. Issuance of Purchase Order for On-Demand Shuttle Services – Burbank Airport – North Metrolink Station and Hollywood Burbank Airport

On May 7, 2018, Staff advised the Commission of a three-month trial shuttle service between the Airport and the Station, effective with the opening of the Station on May 14, 2018.

SuperShuttle was initially contracted to provide three months of shuttle service on a month-to-month basis. During this initial period, Staff analyzed ridership figures with the goal of identifying an appropriate level of shuttle service. Based on the results, the Commission directed Staff to investigate an on-demand shuttle service.

A Request for Quotes for on-demand shuttle service was issued and no responses were received. Staff approached the Authority's existing vendors for parking and busing, and requested a proposal for the shuttle service. Both vendors responded with SP+ providing the best proposal at \$3,340 per month.

The Right of Entry Agreement with Metro provides the Authority with the discretion to determine the frequency of its shuttles.

The cost of the shuttle service was not included in the adopted FY 2019 budget. Staff is currently seeking alternate funding sources to support the shuttle service; however, if other funding sources are not obtained, a budget amendment may be required in the future.

Staff recommended that the Committee recommend to the Commission issuance of a Purchase Order to SP+ in the amount of \$3,340 per month for on-demand shuttle services between the Airport and the Burbank Airport - North Metrolink Station and

authorization for the Executive Director to issue the same.

MOTION

Commissioner Tornek moved approval;
Commissioner Wiggins seconded the motion.

MOTION APPROVED

The motion was approved (8–0, one absent).

AYES: Commissioners Brown, Adams,
Gharpetian, Tornek, Sinanyan,
Devine, Wiggins and Selvidge

NOES: None

ABSENT: Commissioner Madison

**b. Exercise of Second Option
- Landscaping Service
Agreement – Parkwood
Landscape Maintenance,
Inc.**

Staff presented to the Commission for authorization the second of two, one -year extension options for the Landscaping Service Agreement between the Burbank-Glendale-Pasadena Airport Authority and Parkwood Landscape Maintenance, Inc., and authorization for the Executive Director to issue the required extension notice.

The Service Agreement has two, one-year option periods at the fixed price of \$149,940 per year with terms and provisions of the Service Agreement applying to the extension period. Parkwood remains in good standing with its obligations to the Authority and has maintained a satisfactory level of service throughout the first extension period.

MOTION

Commissioner Adams moved approval,
seconded by Commissioner Gharpetian.

MOTION APPROVED

There being no objection, the motion was approved (8–0, one absent).

AYES: Commissioners Brown, Adams,
Gharpetian, Tornek, Sinanyan,
Devine, Wiggins and Selvidge

NOES: None

ABSENT: Commissioner Madison

7. ITEMS FOR COMMISSION DISCUSSION

a. Presentation: Metrolink SCORE Program

Staff introduced representatives of the Southern California Regional Rail Authority (Metrolink) Mr. Ronnie Campbell, Chief Financial Officer and Mr. Scott Johnson, Public Affairs Officer. The Commission received a presentation on the Metrolink Southern California Optimized Rail Expansion (SCORE) program.

8. ITEMS OR COMMISSION INFORMATION

a. Hollywood Burbank Airport Replacement Passenger Terminal – Concept Validation Report and Cost Estimate

Staff introduced Mr. David Herd, Managing Director, Buro Happold Consulting Engineers, Inc., who presented the Concept Validation Report for the new Replacement Passenger Terminal. The presentation provided an overview of the methodology and findings of the report.

Staff followed the presentation with an initial review of the cost estimate.

10. COMMISSIONER COMMENTS

Commissioner Tornek commented on the special public meeting of the Operations and Development Committee which was held on Thursday, October 18 at 6:00 p.m. at the Burbank Library in the Buena Vista meeting room regarding the issue of flight patterns, noise and NexGen.

9. CLOSED SESSION

The meeting recessed to close session at 10:23 a.m.

a. PUBLIC EMPLOYEE PERFORMANCE EVALUATION (California Government Code Section 54957(b))

Title: Executive Director

b. CONFERENCE WITH LABOR NEGOTIATOR (California Government Code Section 54957.6)

Authority Representative: Emily Milder, Esq.

Unrepresented Employee: Frank R. Miller

Meeting Reconvened to Open Session

The meeting reconvened to open session at 10:35 a.m. with the same members present.

Closed Session Report

President Sinanyan advised there was nothing to report from closed session.

11. ADJOURNMENT

There being no further business, the meeting was adjourned at 10:35 a.m.

Zareh Sinanyan, President

Ross Selvidge, Secretary

Date

Date



December 10, 2018

Burbank-Glendale-Pasadena Airport Authority
2627 Hollywood Way
Burbank, CA 91505

Dear Commissioners:

The attached report, covering the month of August 2018, fulfills the legal requirements of the California Code and our Investment Policy. Based on projected income and expenses, as well as investment liquidity, there will be sufficient funds available to meet the needs of the Airport Authority for the six month period following the date of the attached report.

Sincerely,

[To be signed]

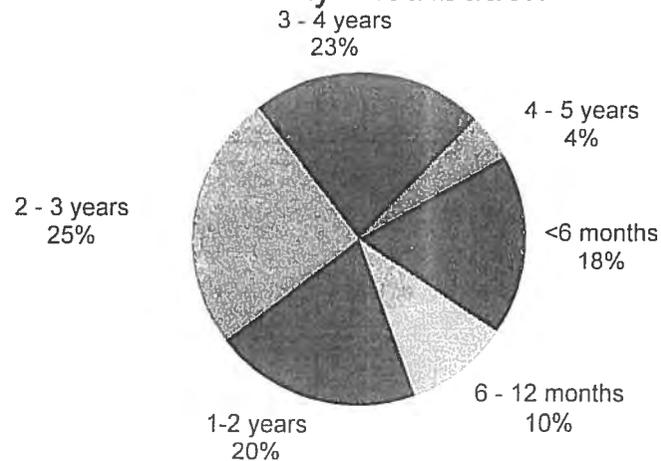
Vartan Gharpetian
Treasurer

Attachments

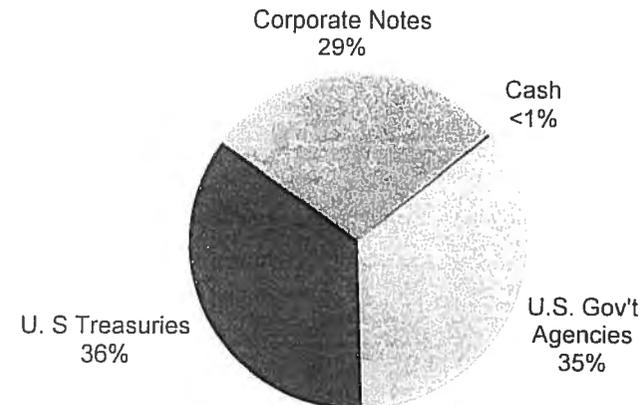
Operating Portfolio Investment Guidelines Conformance as of August 31, 2018

| | Legal Max Maturity | Actual Max Maturity | Policy Maximum | Policy Actual |
|--|--------------------|---------------------|----------------|---------------|
| U.S. Gov Agencies | 5 Years | 3.60 Years | 70% | 35% |
| Corporate Notes | 5 Years | 4.37 Years | 30% | 29% |
| LAIF | N/A | N/A | \$20 mil | N/A |
| Bankers Acceptances | 6 Months | N/A | 15% | N/A |
| Negotiable Certificates of Deposit | 5 Years | N/A | 15% | N/A |
| Non-Negotiable Certificates of Deposit | 5 Years | N/A | 15% | N/A |
| Commercial Paper | 270 Days | N/A | 15% | N/A |
| Repurchase Agreements | 1 Year | N/A | 10% | N/A |
| Money Market Fund | N/A | N/A | 15% | <1% |
| U.S. Gov Securities (Treasuries) | 5 Years | 4.08 Years | No Limit | 36% |

Maturity Distribution



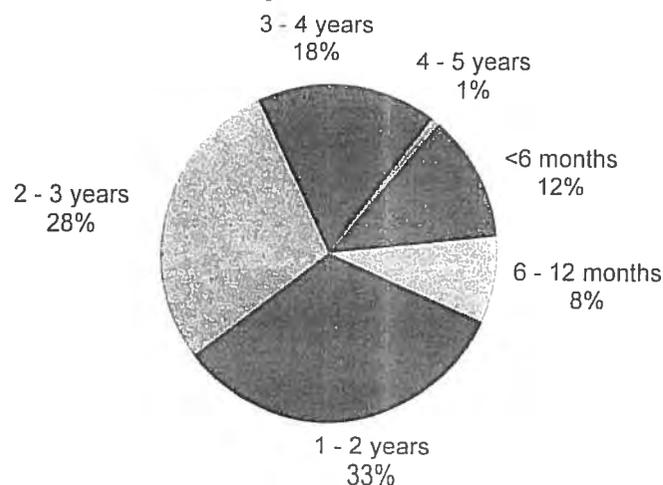
Sector Allocation



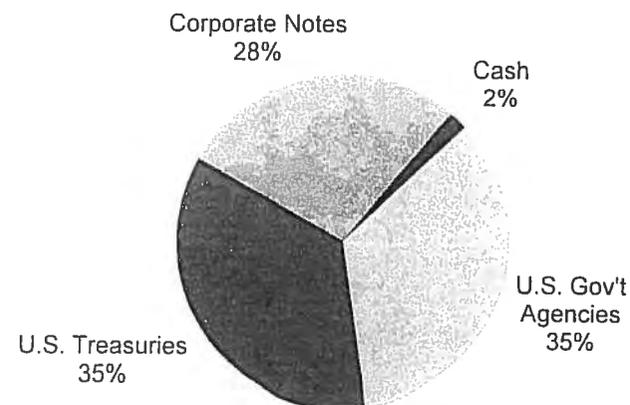
PFC Portfolio Investment Guidelines Conformance as of August 31, 2018

| | Legal Max Maturity | Actual Max Maturity | Policy Maximum | Policy Actual |
|--|--------------------|---------------------|----------------|---------------|
| U.S. Gov Agencies | 5 Years | 3.60 Years | 70% | 35% |
| Corporate Notes | 5 Years | 4.37 Years | 30% | 28% |
| LAIF | N/A | N/A | \$20 mil | N/A |
| Bankers Acceptances | 6 Months | N/A | 15% | N/A |
| Negotiable Certificates of Deposit | 5 Years | N/A | 15% | N/A |
| Non-Negotiable Certificates of Deposit | 5 Years | N/A | 15% | N/A |
| Commercial Paper | 270 Days | N/A | 15% | N/A |
| Repurchase Agreements | 1 Year | N/A | 10% | N/A |
| Money Market Fund | N/A | N/A | 15% | 2% |
| U.S. Gov Securities (Treasuries) | 5 Years | 3.42 Years | No Limit | 35% |

Maturity Distribution



Sector Allocation



Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff. Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|----------------------------------|------------|--------|---------------|----------------|------------|---------------|--------------|----------------------|-------|-------------------|-------------|
| 08/31/18 | Columbia Treasury Reserves | 097101307 | 0.000 | 08/31/18 | 08/31/18 | \$ 551,081 | \$ 551,081 | \$ 551,081 | \$ - | 0.00% | 0 | 0.26% |
| 03/02/16 | Johnson & Johnson | 478160BW3 | 1.325 | 03/01/19 | 09/01/18 | 1,500,000 | 1,502,346 | 1,502,291 | (55) | 2.30% | 1 | 0.70% |
| 04/24/18 | Wells Fargo & Company | 949746RT0 | 3.365 | 03/04/21 | 09/04/18 | 1,000,000 | 1,026,435 | 1,023,805 | (2,630) | 2.73% | 4 | 0.48% |
| 04/28/16 | American Express Credit Corp | 0258M0DY2 | 2.171 | 09/14/20 | 09/14/18 | 1,000,000 | 1,007,630 | 1,011,307 | 3,677 | 2.86% | 14 | 0.47% |
| 03/20/17 | Citigroup Inc | 17325FAB4 | 1.492 | 03/20/19 | 09/20/18 | 450,000 | 450,000 | 450,621 | 621 | 2.43% | 20 | 0.21% |
| 03/22/18 | FFCB | 3133EHZK2 | 1.872 | 09/25/20 | 09/25/18 | 5,000,000 | 5,002,955 | 4,999,725 | (3,230) | 2.16% | 25 | 2.34% |
| 01/21/16 | Oracle Corporation | 68389XAR6 | 1.000 | 01/15/19 | 10/15/18 | 1,170,000 | 1,173,824 | 1,172,470 | (1,354) | 2.39% | 45 | 0.55% |
| 04/03/18 | General Electric Capital Corp | 36966THX3 | 3.148 | 04/15/20 | 10/15/18 | 1,300,000 | 1,307,731 | 1,308,750 | 1,019 | 2.75% | 45 | 0.61% |
| 04/19/16 | FNMA | 3135G0E58 | 1.125 | 10/19/18 | 10/19/18 | 6,569,000 | 6,578,874 | 6,560,572 | (18,302) | 2.08% | 49 | 3.07% |
| 04/24/18 | US Bank NA | 90331HNQ2 | 2.682 | 04/26/21 | 10/26/18 | 1,175,000 | 1,175,000 | 1,179,465 | 4,465 | 2.54% | 56 | 0.55% |
| 11/03/15 | Microsoft Corporation | 594918BF0 | 1.300 | 11/03/18 | 11/03/18 | 650,000 | 649,898 | 648,998 | (900) | 2.19% | 64 | 0.30% |
| 05/06/16 | Apple Inc | 037833AP5 | 1.334 | 05/06/19 | 11/06/18 | 1,200,000 | 1,196,747 | 1,202,920 | 6,173 | 2.28% | 67 | 0.56% |
| 07/03/18 | QualComm Inc | 747525AL7 | 2.881 | 05/20/20 | 11/20/18 | 500,000 | 502,525 | 502,006 | (519) | 2.67% | 81 | 0.23% |
| 04/13/16 | Commonwealth Edison Company | 202795JC5 | 2.150 | 01/15/19 | 12/15/18 | 1,000,000 | 1,018,088 | 998,787 | (19,301) | 2.47% | 106 | 0.47% |
| 09/25/15 | Manufacturers & Traders Trust Co | 55279HAE0 | 2.300 | 01/30/19 | 12/30/18 | 1,000,000 | 1,013,451 | 998,378 | (15,073) | 2.69% | 121 | 0.47% |
| 12/01/15 | Treasury Note | 912828A75 | 1.500 | 12/31/18 | 12/31/18 | 8,150,000 | 8,134,256 | 8,131,429 | (2,827) | 2.19% | 122 | 3.80% |
| 06/10/16 | John Deere Capital Corp | 24422ETE9 | 1.950 | 01/08/19 | 01/08/19 | 1,200,000 | 1,222,064 | 1,198,426 | (23,638) | 2.32% | 130 | 0.56% |
| 07/01/15 | Treasury Note | 912828SD3 | 1.250 | 01/31/19 | 01/31/19 | 4,000,000 | 4,003,594 | 3,983,747 | (19,847) | 2.23% | 153 | 1.86% |
| 12/24/15 | Simon Property Group LP | 828807CQ8 | 2.200 | 02/01/19 | 02/10/19 | 950,000 | 961,032 | 948,291 | (12,741) | 2.63% | 163 | 0.44% |
| 01/14/16 | IBM Corp | 459200HT1 | 1.950 | 02/12/19 | 02/12/19 | 1,150,000 | 1,164,229 | 1,147,424 | (16,805) | 2.45% | 165 | 0.54% |
| 02/26/16 | Cisco Systems Inc | 17275RAE2 | 4.950 | 02/15/19 | 02/15/19 | 1,050,000 | 1,156,947 | 1,061,353 | (95,594) | 2.54% | 168 | 0.50% |
| 06/30/16 | Treasury Note | 912828P53 | 0.750 | 02/15/19 | 02/15/19 | 5,000,000 | 5,008,984 | 4,966,813 | (42,171) | 2.24% | 168 | 2.32% |
| 01/21/15 | Union Pacific Corporation | 907818DW5 | 2.250 | 02/15/19 | 02/15/19 | 1,050,000 | 1,078,576 | 1,048,220 | (30,356) | 2.63% | 168 | 0.49% |
| 07/11/16 | JP Morgan Chase & CO | 46625HQU7 | 1.850 | 03/22/19 | 02/22/19 | 1,900,000 | 1,921,250 | 1,893,124 | (28,126) | 2.51% | 175 | 0.89% |
| 09/15/14 | Unitedhealth Group Inc | 91324PCB6 | 1.625 | 03/15/19 | 03/15/19 | 720,000 | 706,025 | 716,222 | 10,197 | 2.61% | 196 | 0.33% |
| 12/07/15 | FHLMC | 3137EACA5 | 3.750 | 03/27/19 | 03/27/19 | 6,000,000 | 6,332,700 | 6,047,478 | (285,222) | 2.35% | 208 | 2.83% |
| 04/16/16 | Lowe's Companies Inc | 548661DL8 | 1.150 | 04/15/19 | 04/15/19 | 1,000,000 | 998,565 | 991,348 | (7,217) | 2.56% | 227 | 0.46% |
| 09/12/14 | Public Service Electric And Gas | 74456QBG0 | 1.800 | 06/01/19 | 05/01/19 | 1,129,000 | 1,122,407 | 1,118,816 | (3,591) | 2.66% | 243 | 0.52% |
| 07/20/18 | FNMA | 3135G0AZE6 | 1.750 | 06/20/19 | 06/20/19 | 3,000,000 | 2,985,240 | 2,984,190 | (1,050) | 2.42% | 293 | 1.40% |
| 12/08/14 | Target Corporation | 87612EBB1 | 2.300 | 06/26/19 | 06/26/19 | 1,005,000 | 1,027,143 | 1,002,788 | (24,355) | 2.57% | 299 | 0.47% |
| 11/01/16 | Treasury Note | 912828WW6 | 1.625 | 07/31/19 | 07/31/19 | 4,000,000 | 4,034,688 | 3,970,638 | (64,050) | 2.46% | 334 | 1.86% |
| 03/17/15 | FNMA Bench | 3135G0ZG1 | 1.750 | 09/12/19 | 09/12/19 | 4,500,000 | 4,545,910 | 4,465,053 | (80,857) | 2.52% | 377 | 2.09% |
| 11/20/17 | FHLB | 3130A9EP2 | 1.000 | 09/26/19 | 09/26/19 | 3,000,000 | 2,956,556 | 2,953,407 | (3,149) | 2.48% | 391 | 1.38% |
| 10/30/16 | Honeywell International Inc | 438516BJ4 | 1.400 | 10/30/19 | 10/30/19 | 250,000 | 249,803 | 246,294 | (3,509) | 2.70% | -425 | 0.12% |
| 04/01/16 | Treasury Note | 912828F62 | 1.500 | 10/31/19 | 10/31/19 | 4,175,000 | 4,236,706 | 4,126,411 | (110,295) | 2.53% | 426 | 1.93% |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff. Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|------------------------------------|-----------|--------|---------------|----------------|------------|---------------|--------------|----------------------|-------|-------------------|-------------|
| 11/07/16 | Procter & Gamble Company | 742718EG0 | 1.900 | 11/01/19 | 11/01/19 | 1,325,000 | 1,348,771 | 1,313,075 | (35,696) | 2.69% | 427 | 0.61% |
| 05/26/15 | Arizona Public Service Company | 040555CR3 | 2.200 | 01/15/20 | 12/15/19 | 1,000,000 | 1,006,693 | 989,632 | (17,061) | 3.01% | 471 | 0.46% |
| 01/19/16 | Treasury Note | 912828G95 | 1.625 | 12/31/19 | 12/31/19 | 4,250,000 | 4,326,504 | 4,198,888 | (127,616) | 2.55% | 487 | 1.96% |
| 11/01/17 | Treasury Note | 912828UF5 | 1.125 | 12/31/19 | 12/31/19 | 4,000,000 | 3,946,797 | 3,926,749 | (20,048) | 2.54% | 487 | 1.84% |
| 04/21/16 | Pepsico Inc | 713448BN7 | 4.500 | 01/15/20 | 01/15/20 | 1,300,000 | 1,445,831 | 1,330,372 | (115,459) | 2.75% | 502 | 0.62% |
| 04/28/17 | FNMA | 3135G0A78 | 1.625 | 01/21/20 | 01/21/20 | 4,725,000 | 4,743,801 | 4,663,759 | (80,042) | 2.58% | 508 | 2.18% |
| 04/25/16 | Medtronic Inc | 585055BG0 | 2.500 | 03/15/20 | 03/15/20 | 1,200,000 | 1,241,267 | 1,192,230 | (49,037) | 2.93% | 562 | 0.56% |
| 07/16/18 | Treasury Note | 912828W63 | 1.625 | 03/15/20 | 03/15/20 | 3,000,000 | 2,953,594 | 2,956,975 | 3,381 | 2.58% | 562 | 1.38% |
| 05/08/15 | United Technologies Corporation | 913017BR9 | 4.500 | 04/15/20 | 04/15/20 | 1,150,000 | 1,283,710 | 1,176,483 | (107,227) | 3.03% | 593 | 0.55% |
| 07/25/18 | FHLMC Reference Notes | 3137EADR7 | 1.375 | 05/01/20 | 05/01/20 | 375,000 | 366,882 | 367,417 | 535 | 2.62% | 609 | 0.17% |
| 05/11/17 | Intel Corp | 458140AZ3 | 1.850 | 05/11/20 | 05/11/20 | 1,000,000 | 999,620 | 985,226 | (14,394) | 2.75% | 619 | 0.46% |
| 03/08/16 | Public Service Company of Colorado | 744448CD1 | 3.200 | 11/15/20 | 05/15/20 | 1,080,000 | 1,135,784 | 1,081,979 | (53,805) | 3.11% | 623 | 0.51% |
| 05/04/17 | State Street Corporation | 857477AS2 | 2.550 | 08/18/20 | 08/18/20 | 1,150,000 | 1,174,001 | 1,141,160 | (32,841) | 2.96% | 718 | 0.53% |
| 06/13/18 | FHLB | 3130ACE26 | 1.375 | 09/28/20 | 09/28/20 | 3,250,000 | 3,160,134 | 3,160,755 | 621 | 2.68% | 759 | 1.48% |
| 02/21/17 | Ace InA Holdings Inc | 00440EAT4 | 2.300 | 11/03/20 | 10/03/20 | 1,000,000 | 1,000,960 | 984,637 | (16,323) | 3.04% | 764 | 0.46% |
| 04/21/16 | Travelers Cos Inc | 89417EAG4 | 3.900 | 11/01/20 | 11/01/20 | 900,000 | 984,933 | 914,059 | (70,874) | 3.15% | 793 | 0.43% |
| 04/02/18 | Coca-Cola Company (The) | 191216AR1 | 3.150 | 11/15/20 | 11/15/20 | 1,300,000 | 1,315,548 | 1,308,353 | (7,195) | 2.83% | 807 | 0.61% |
| 11/01/17 | Treasury Note | 912828PC8 | 2.625 | 11/15/20 | 11/15/20 | 8,000,000 | 8,211,250 | 7,994,267 | (216,983) | 2.67% | 807 | 3.74% |
| 06/25/18 | Chevron Corp | 166764AY6 | 2.419 | 11/17/20 | 11/17/20 | 900,000 | 889,488 | 891,607 | 2,119 | 2.86% | 809 | 0.42% |
| 01/12/18 | FHLMC Reference Bond | 3137EAEK1 | 1.875 | 11/17/20 | 11/17/20 | 4,000,000 | 3,968,800 | 3,930,732 | (38,068) | 2.69% | 809 | 1.84% |
| 12/19/17 | Metlife Inc | 59156RAX6 | 4.750 | 02/08/21 | 02/08/21 | 1,000,000 | 1,071,340 | 1,036,257 | (35,083) | 3.19% | 892 | 0.48% |
| 03/06/18 | Exxon Mobil Corp | 30231GAV4 | 2.222 | 03/01/21 | 03/01/21 | 725,000 | 714,118 | 713,629 | (489) | 2.87% | 913 | 0.33% |
| 11/10/17 | Praxair Inc | 74005PAY0 | 4.050 | 03/15/21 | 03/15/21 | 404,000 | 429,143 | 413,524 | (15,619) | 3.08% | 927 | 0.19% |
| 12/05/16 | PNC Bank NA | 6935REW4 | 2.150 | 04/29/21 | 03/30/21 | 1,200,000 | 1,185,804 | 1,169,770 | (16,034) | 3.14% | 942 | 0.55% |
| 01/25/18 | Bank of New York Mellon Corp | 06406FAA1 | 2.500 | 04/15/21 | 04/15/21 | 1,000,000 | 995,270 | 985,628 | (9,642) | 3.07% | 958 | 0.46% |
| 06/13/18 | FNMA | 3135G0K69 | 1.250 | 05/06/21 | 05/06/21 | 3,000,000 | 2,883,300 | 2,889,129 | 5,829 | 2.69% | 979 | 1.35% |
| 10/05/17 | Florida Power Corporation | 341099CP2 | 3.100 | 08/15/21 | 05/15/21 | 705,000 | 728,709 | 704,052 | (24,657) | 3.15% | 988 | 0.33% |
| 03/01/18 | Fifth Third Bank | 31677QBG3 | 2.250 | 06/14/21 | 06/14/21 | 1,000,000 | 977,850 | 974,352 | (3,498) | 3.22% | 1018 | 0.46% |
| 06/20/18 | WalMart Inc | 931142EJ8 | 3.125 | 06/23/21 | 06/23/21 | 1,300,000 | 1,299,935 | 1,306,374 | 6,439 | 2.94% | 1027 | 0.61% |
| 05/31/18 | Treasury Note | 912828WR7 | 2.125 | 06/30/21 | 06/30/21 | 12,500,000 | 12,338,867 | 12,310,515 | (28,352) | 2.69% | 1034 | 5.76% |
| 08/07/18 | 3M Company | 88579YAU5 | 1.625 | 09/19/21 | 09/19/21 | 1,000,000 | 960,330 | 961,484 | 1,154 | 2.95% | 1115 | 0.45% |
| 08/31/18 | Treasury Note | 912828T34 | 1.125 | 09/30/21 | 09/30/21 | 2,000,000 | 1,907,422 | 1,907,720 | 298 | 2.70% | 1126 | 0.89% |
| 12/23/16 | Federal Home Loan Banks | 3130AABG2 | 1.875 | 11/29/21 | 11/29/21 | 15,000,000 | 14,742,129 | 14,597,100 | (145,029) | 2.08% | 1186 | 6.82% |
| 01/23/17 | Pfizer Inc | 717081DZ3 | 2.200 | 12/15/21 | 12/15/21 | 1,500,000 | 1,498,845 | 1,466,514 | (32,331) | 2.92% | 1202 | 0.69% |
| 01/23/17 | Comcast Corporation | 20030NBV2 | 1.625 | 01/15/22 | 12/15/21 | 1,500,000 | 1,437,900 | 1,422,093 | (15,807) | 3.26% | 1202 | 0.66% |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff. Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|---------------------------------------|-----------|--------|---------------|----------------|---------------|---------------|---------------|----------------------|-------|-------------------|-------------|
| 06/23/17 | FHLMC | 3137EADB2 | 2.375 | 01/13/22 | 01/13/22 | 4,500,000 | 4,613,235 | 4,442,634 | (170,601) | 2.77% | 1231 | 2.08% |
| 08/15/18 | Berkshire Hathaway Finance Corp | 084670BF4 | 3.400 | 01/31/22 | 01/31/22 | 1,500,000 | 1,521,795 | 1,521,006 | (789) | 2.99% | 1249 | 0.71% |
| 02/03/17 | Treasury Note | 912828H86 | 1.500 | 01/31/22 | 01/31/22 | 2,450,000 | 2,386,645 | 2,353,862 | (32,783) | 2.71% | 1249 | 1.10% |
| 08/06/18 | PacifiCorp | 695114CP1 | 2.950 | 02/01/22 | 02/01/22 | 1,000,000 | 991,823 | 993,216 | 1,393 | 3.16% | 1250 | 0.46% |
| 02/21/17 | Walt Disney Co | 25468PCT1 | 2.550 | 02/15/22 | 02/15/22 | 1,200,000 | 1,207,588 | 1,175,737 | (31,851) | 3.17% | 1264 | 0.55% |
| 04/17/17 | BB&T Corp | 05531FAX1 | 2.750 | 04/01/22 | 03/01/22 | 1,000,000 | 1,009,060 | 982,002 | (27,058) | 3.29% | 1278 | 0.46% |
| 05/15/18 | Boeing Co | 097023BT1 | 2.125 | 03/01/22 | 03/01/22 | 1,000,000 | 963,020 | 971,857 | 8,837 | 2.98% | 1278 | 0.45% |
| 09/28/17 | FHLB | 313378CR0 | 2.250 | 03/11/22 | 03/11/22 | 4,000,000 | 4,059,140 | 3,929,956 | (129,184) | 2.77% | 1288 | 1.84% |
| 05/18/17 | Federal National Mortgage Association | 3135G0T45 | 1.875 | 04/05/22 | 04/05/22 | 4,500,000 | 4,502,732 | 4,359,510 | (143,222) | 2.79% | 1313 | 2.04% |
| 10/03/17 | Home Depot Inc | 437076BG6 | 2.625 | 06/01/22 | 05/01/22 | 650,000 | 661,334 | 640,786 | (20,548) | 3.03% | 1339 | 0.30% |
| 09/25/17 | Caterpillar Financial Services | 14913QAA7 | 2.400 | 06/06/22 | 06/06/22 | 718,000 | 720,492 | 698,137 | (22,355) | 3.19% | 1375 | 0.33% |
| 08/01/17 | Treasury Note | 912828XQ8 | 2.000 | 07/31/22 | 07/31/22 | 1,300,000 | 1,309,851 | 1,265,165 | (44,686) | 2.73% | 1430 | 0.59% |
| 09/25/17 | National Rural Utilities Coop | 63743HEQ1 | 2.300 | 09/15/22 | 08/15/22 | 1,000,000 | 995,979 | 964,069 | (31,910) | 3.26% | 1445 | 0.45% |
| 05/18/18 | Merck & Co Inc | 589331AT4 | 2.400 | 09/15/22 | 09/15/22 | 1,500,000 | 1,448,384 | 1,461,570 | 13,186 | 3.08% | 1476 | 0.68% |
| 10/03/17 | Treasury Note | 9128282W9 | 1.875 | 09/30/22 | 09/30/22 | 9,000,000 | 8,976,444 | 8,704,122 | (272,322) | 2.73% | 1491 | 4.07% |
| 07/25/18 | Bank of America Corp | 06051GEU9 | 3.300 | 01/11/23 | 01/11/23 | 300,000 | 296,210 | 297,514 | 1,304 | 3.51% | 1594 | 0.14% |
| | Subtotal | | | | | \$201,651,081 | \$202,342,322 | \$199,240,287 | \$(3,102,035) | 2.57% | 682 | 93.16% |
| | Local Agency Investment Fund (LAIF) | | | | | 14,665,984 | 14,665,984 | 14,638,513 | (27,471) | 1.94% | 194 | 6.84% |
| | Subtotal | | | | | \$216,317,065 | \$217,008,306 | \$213,878,800 | \$(3,129,506) | 2.53% | 649 | 100.00% |
| | Operating Bank Balance | | | | | | 4,414,489 | | | | | |
| | TOTAL | | | | | | \$221,422,795 | | | | | |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Purchases - Maturities - Sales
As of 08/31/18

PURCHASES

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Par Value | Purchase Price | Purchase Cost | Prepaid Interest |
|------------------------|---------------------------------|-----------|--------|---------------|-------------------------|----------------|-------------------------|-----------------------|
| 08/06/18 | PacifiCorp | 695114CP1 | 2.950 | 02/01/22 | 730,000.00 | 99.22500 | \$ 724,342.50 | \$ (418.74) |
| 08/07/18 | 3M Company | 88579YAU5 | 1.625 | 09/19/21 | 1,000,000.00 | 96.03300 | 960,330.00 | (6,319.44) |
| 08/08/18 | PacifiCorp | 695114CP1 | 2.950 | 02/01/22 | 270,000.00 | 99.06700 | 267,480.90 | (199.13) |
| 08/15/18 | Berkshire Hathaway Finance Corp | 084670BF4 | 3.400 | 01/31/22 | 1,500,000.00 | 101.45300 | 1,521,795.00 | (2,408.33) |
| 08/31/18 | Treasury Note | 912828T34 | 1.125 | 09/30/21 | 2,000,000.00 | 95.37109 | 1,907,421.88 | (9,651.64) |
| 08/31/18 | Treasury Note | 912828A75 | 1.500 | 12/31/18 | 4,650,000.00 | 99.77734 | 4,639,646.45 | (12,509.51) |
| TOTAL PURCHASES | | | | | \$ 10,150,000.00 | | \$ 10,021,016.73 | \$ (31,506.79) |

MATURITIES

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Par Value | Purchase Price | Purchase Cost | Gain / (Loss) |
|-------------------------|---------------------------------|-----------|--------|---------------|------------------------|----------------|-------------------------|------------------------|
| 07/06/15 | Nevada Power Company | 641423BW7 | 6.500 | 08/01/18 | \$ 1,050,000.00 | 113.26333 | \$ 1,189,265.00 | \$ (139,265.00) |
| 08/07/15 | 3M Company | 88579YAP6 | 1.375 | 08/07/18 | 900,000.00 | 99.82200 | 898,398.00 | 1,602.00 |
| 12/18/15 | Berkshire Hathaway Finance Corp | 084664BY6 | 2.000 | 08/15/18 | 1,550,000.00 | 101.74523 | 1,577,051.00 | (27,051.00) |
| 08/18/15 | Treasury Note | 912828RE2 | 1.500 | 08/31/18 | 6,400,000.00 | 101.28333 | 6,482,132.81 | (82,132.81) |
| TOTAL MATURITIES | | | | | \$ 9,900,000.00 | | \$ 10,146,846.81 | \$ (246,846.81) |

SALES / REDEMPTIONS

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Sale Date | Par Value | Sale Price | Sale Amount | Purchase Cost | Gain / (Loss) |
|--------------------|--------------------|-------|--------|---------------|-----------|-------------|------------|-------------|---------------|---------------|
| | | | | | | | | \$ - | | \$ - |
| | | | | | | | | - | | - |
| | | | | | | | | - | | - |
| | | | | | | | | - | | - |
| | | | | | | | | - | | - |
| TOTAL SALES | | | | | | \$ - | | \$ - | \$ - | \$ - |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
08/01/18-08/31/18

| Type of Investment | | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Accrt For Period | Adjusted Total Int. Earned |
|----------------------------------|------|--------|---------------|------------------|------------------------------|----------------------------|-----------------|-----------------|-----------------------|----------------------------|
| FIXED INCOME | | | | | | | | | | |
| Nevada Power Company | NOTE | 6.500 | 08/01/18 | 34,125.00 | 34,125.00 | - | - | - | - | - |
| 3M Company | NOTE | 1.375 | 08/07/18 | 5,981.25 | 6,187.50 | - | - | 206.25 | - | 206.25 |
| Berkshire Hathaway Finance Corp | NOTE | 2.000 | 08/15/18 | 14,294.44 | 15,500.00 | - | - | 1,205.56 | - | 1,205.56 |
| Treasury Note | NOTE | 1.500 | 08/31/18 | 40,173.92 | 48,000.00 | - | - | 7,826.08 | - | 7,826.08 |
| 3M Company | NOTE | 1.625 | 09/19/21 | - | - | 6,319.44 | 7,312.50 | 993.06 | 800.68 | 1,793.74 |
| Berkshire Hathaway Finance Corp | NOTE | 3.400 | 01/31/22 | - | - | 2,408.33 | 4,391.67 | 1,983.34 | (245.48) | 1,737.86 |
| Treasury Note | NOTE | 1.125 | 09/30/21 | 40,173.92 | - | - | - | (40,173.92) | - | (40,173.92) |
| FNMA | NOTE | 1.125 | 10/19/18 | 20,938.69 | - | - | 27,097.13 | 6,158.44 | 403.45 | 6,561.89 |
| Microsoft Corporation | NOTE | 1.300 | 11/03/18 | 2,065.56 | - | - | 2,769.72 | 704.16 | 2.56 | 706.72 |
| Treasury Note | NOTE | 1.500 | 12/31/18 | 4,565.21 | - | 12,509.51 | 20,928.67 | 3,853.95 | 1,556.47 | 5,410.42 |
| John Deere Capital Corp | NOTE | 1.950 | 01/08/19 | 1,495.00 | - | - | 3,445.00 | 1,950.00 | (713.27) | 1,236.73 |
| Commonwealth Edison Company | NOTE | 2.150 | 01/15/19 | 955.55 | - | - | 2,747.22 | 1,791.67 | (566.04) | 1,225.63 |
| Oracle Corporation | NOTE | 1.000 | 01/15/19 | 1,612.85 | - | - | 4,553.94 | 2,941.09 | (115.37) | 2,825.72 |
| Manufacturers & Traders Trust Co | NOTE | 2.300 | 01/30/19 | 63.89 | - | - | 1,980.55 | 1,916.66 | (374.85) | 1,541.81 |
| Treasury Note | NOTE | 1.250 | 01/31/19 | 135.87 | - | - | 4,347.83 | 4,211.96 | (85.05) | 4,126.91 |
| Simon Property Group LP | NOTE | 2.200 | 02/01/19 | 10,450.00 | 10,450.00 | - | 1,741.67 | 1,741.67 | (357.85) | 1,383.82 |
| IBM Corp | NOTE | 1.950 | 02/12/19 | 10,527.29 | 11,212.50 | - | 1,183.54 | 1,868.75 | (404.57) | 1,464.18 |
| Cisco Systems Inc | NOTE | 4.950 | 02/15/19 | 23,966.25 | 25,987.50 | - | 2,310.00 | 4,331.25 | (3,056.13) | 1,275.12 |
| Treasury Note | NOTE | 0.750 | 02/15/19 | 17,299.72 | 18,750.00 | - | 1,732.34 | 3,182.62 | (290.12) | 2,892.50 |
| Union Pacific Corporation | NOTE | 2.250 | 02/15/19 | 10,893.76 | 11,812.50 | - | 1,050.00 | 1,968.74 | (687.24) | 1,281.50 |
| Johnson & Johnson | NOTE | 1.325 | 03/01/19 | 6,532.86 | - | - | 3,615.02 | (2,917.84) | (69.50) | (2,987.34) |
| Unitedhealth Group Inc | NOTE | 1.625 | 03/15/19 | 4,420.00 | - | - | 5,395.00 | 975.00 | 258.80 | 1,233.80 |
| Citigroup Inc | NOTE | 1.492 | 03/20/19 | 1,365.65 | - | - | 1,375.63 | 9.98 | - | 9.98 |
| JP Morgan Chase & CO | NOTE | 1.850 | 03/22/19 | 12,595.42 | - | - | 15,524.59 | 2,929.17 | (676.33) | 2,252.84 |
| FHLMC | NOTE | 3.750 | 03/27/19 | 77,500.00 | - | - | 96,250.00 | 18,750.00 | (10,891.13) | 7,858.87 |
| Lowe's Companies Inc | NOTE | 1.150 | 04/15/19 | 3,386.11 | - | - | 4,344.44 | 958.33 | 40.15 | 998.48 |
| Apple Inc | NOTE | 1.334 | 05/06/19 | 7,723.08 | 8,166.93 | - | 2,288.43 | 2,732.28 | 92.10 | 2,824.38 |
| Public Service Electric And Gas | NOTE | 1.800 | 06/01/19 | 3,387.00 | - | - | 5,080.50 | 1,693.50 | 90.00 | 1,783.50 |
| Target Corporation | NOTE | 2.300 | 06/26/19 | 2,247.29 | - | - | 4,173.55 | 1,926.26 | (509.90) | 1,416.36 |
| Treasury Note | NOTE | 1.625 | 07/31/19 | 176.63 | - | - | 5,652.17 | 5,475.54 | (497.46) | 4,978.08 |
| FNMA Bench | NOTE | 1.750 | 09/12/19 | 30,406.25 | - | - | 36,968.76 | 6,562.51 | (913.80) | 5,648.71 |
| FHLB | NOTE | 1.000 | 09/26/19 | 10,416.67 | - | - | 12,916.67 | 2,500.00 | 2,179.96 | 4,679.96 |
| Honeywell International Inc | NOTE | 1.400 | 10/30/19 | 884.72 | - | - | 1,176.39 | 291.67 | 5.49 | 297.16 |
| Treasury Note | NOTE | 1.500 | 10/31/19 | 15,826.43 | - | - | 21,101.90 | 5,275.47 | (1,313.70) | 3,961.77 |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
08/01/18-08/31/18

| Type of Investment | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Accrt For Period | Adjusted Total Int. Earned |
|------------------------------------|------------|---------------|------------------|------------------------------|----------------------------|-----------------|-----------------|-----------------------|----------------------------|
| Procter & Gamble Company | NOTE 1.900 | 11/01/19 | 6,293.75 | - | - | 8,391.67 | 2,097.92 | (663.98) | 1,433.94 |
| Treasury Note | NOTE 1.625 | 12/31/19 | 6,005.44 | - | - | 11,823.20 | 5,817.76 | (1,837.30) | 3,980.46 |
| Treasury Note | NOTE 1.125 | 12/31/19 | 3,913.04 | - | - | 7,703.80 | 3,790.76 | 2,550.69 | 6,341.45 |
| Arizona Public Service Company | NOTE 2.200 | 01/15/20 | 977.78 | - | - | 2,811.11 | 1,833.33 | (144.30) | 1,689.03 |
| Pepsico Inc | NOTE 4.500 | 01/15/20 | 2,600.00 | - | - | 7,475.00 | 4,875.00 | (3,292.49) | 1,582.51 |
| FNMA | NOTE 1.625 | 01/21/20 | 2,132.81 | - | - | 8,531.25 | 6,398.44 | (573.78) | 5,824.66 |
| Medtronic Inc | NOTE 2.500 | 03/15/20 | 11,333.33 | - | - | 13,833.33 | 2,500.00 | (884.28) | 1,615.72 |
| Treasury Note | NOTE 1.625 | 03/15/20 | 18,413.72 | - | - | 22,520.38 | 4,106.66 | 2,370.00 | 6,476.66 |
| General Electric Capital Corp | NOTE 3.148 | 04/15/20 | 1,927.11 | - | - | 5,441.26 | 3,514.15 | (323.44) | 3,190.71 |
| United Technologies Corporation | NOTE 4.500 | 04/15/20 | 15,237.50 | - | - | 19,550.00 | 4,312.50 | (2,441.44) | 1,871.06 |
| FHLMC Reference Notes | NOTE 1.375 | 05/01/20 | 1,289.06 | - | - | 1,718.75 | 429.69 | 383.53 | 813.22 |
| Intel Corp | NOTE 1.850 | 05/11/20 | 4,111.11 | - | - | 5,652.78 | 1,541.67 | 10.56 | 1,552.23 |
| QualComm Inc | NOTE 2.881 | 05/20/20 | 2,921.27 | 3,641.58 | - | 478.71 | 1,199.02 | (114.44) | 1,084.58 |
| FNMA | NOTE 1.750 | 06/20/19 | 5,979.17 | - | - | 10,354.17 | 4,375.00 | 1,354.13 | 5,729.13 |
| State Street Corporation | NOTE 2.550 | 08/18/20 | 13,277.71 | 14,662.50 | - | 1,058.96 | 2,443.75 | (608.12) | 1,835.63 |
| American Express Credit Corp | NOTE 2.171 | 09/14/20 | 4,514.16 | - | - | 7,429.57 | 2,915.41 | (165.73) | 2,749.68 |
| FFCB | NOTE 1.872 | 09/25/20 | 2,006.31 | 8,885.07 | - | 2,007.40 | 8,886.16 | (99.90) | 8,786.26 |
| FHLB | NOTE 1.375 | 09/28/20 | 15,268.23 | - | - | 18,992.19 | 3,723.96 | 3,304.06 | 7,028.02 |
| Travelers Cos Inc | NOTE 3.900 | 11/01/20 | 8,775.00 | - | - | 11,700.00 | 2,925.00 | (1,581.68) | 1,343.32 |
| Ace InA Holdings Inc | NOTE 2.300 | 11/03/20 | 5,622.22 | - | - | 7,538.89 | 1,916.67 | (22.12) | 1,894.55 |
| Coca-Cola Company (The) | NOTE 3.150 | 11/15/20 | 8,645.00 | - | - | 12,057.50 | 3,412.50 | (495.70) | 2,916.80 |
| Public Service Company of Colorado | NOTE 3.200 | 11/15/20 | 7,296.00 | - | - | 10,175.99 | 2,879.99 | (1,126.95) | 1,753.04 |
| Treasury Note | NOTE 2.625 | 11/15/20 | 44,510.87 | - | - | 62,201.09 | 17,690.22 | (5,899.78) | 11,790.44 |
| Chevron Corp | NOTE 2.419 | 11/17/20 | 4,475.15 | - | - | 6,289.40 | 1,814.25 | 379.95 | 2,194.20 |
| FHLMC Reference Bond | NOTE 1.875 | 11/17/20 | 15,416.67 | - | - | 21,666.67 | 6,250.00 | 916.75 | 7,166.75 |
| Metlife Inc | NOTE 4.750 | 02/08/21 | 22,826.39 | 23,750.00 | - | 3,034.72 | 3,958.33 | (1,895.66) | 2,062.67 |
| Exxon Mobil Corp | NOTE 2.222 | 03/01/21 | 6,712.29 | - | - | 8,054.75 | 1,342.46 | 313.00 | 1,655.46 |
| Wells Fargo & Company | NOTE 3.365 | 03/04/21 | 5,898.68 | - | - | 9,050.19 | 3,151.51 | (785.70) | 2,365.81 |
| Praxair Inc | NOTE 4.050 | 03/15/21 | 6,181.20 | - | - | 7,544.70 | 1,363.50 | (625.71) | 737.79 |
| Bank of New York Mellon Corp | NOTE 2.500 | 04/15/21 | 7,361.11 | - | - | 9,444.44 | 2,083.33 | 126.02 | 2,209.35 |
| US Bank NA | NOTE 2.682 | 04/26/21 | 519.91 | - | - | 3,238.49 | 2,718.58 | - | 2,718.58 |
| PNC Bank NA | NOTE 2.150 | 04/29/21 | 6,593.33 | - | - | 8,743.33 | 2,150.00 | 273.88 | 2,423.88 |
| FNMA | NOTE 1.250 | 05/06/21 | 8,854.17 | - | - | 11,979.17 | 3,125.00 | 3,359.88 | 6,484.88 |
| Fifth Third Bank | NOTE 2.250 | 06/14/21 | 2,937.50 | - | - | 4,812.50 | 1,875.00 | 578.33 | 2,453.33 |
| WalMart Inc | NOTE 3.125 | 06/23/21 | 3,836.81 | - | - | 7,222.22 | 3,385.41 | 1.82 | 3,387.23 |

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
08/01/18-08/31/18

| Type of Investment | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Acrrt For Period | Adjusted Total Int. Earned |
|---------------------------------------|--------|----------------|----------------------|------------------------------|----------------------------|------------------------|----------------------|-----------------------|----------------------------|
| Treasury Note | NOTE | 2.125 06/30/21 | 23,097.83 | - | - | 45,473.85 | 22,376.02 | 4,440.10 | 26,816.12 |
| Florida Power Corporation | NOTE | 3.100 08/15/21 | 10,077.58 | 10,927.50 | - | 971.33 | 1,821.25 | (547.13) | 1,274.12 |
| Treasury Note | NOTE | 1.125 09/30/21 | - | - | 9,651.64 | 9,467.21 | (184.43) | - | (184.43) |
| Federal Home Loan Banks | NOTE | 1.875 11/29/21 | 48,437.51 | - | - | 71,875.01 | 23,437.50 | 5,398.51 | 28,836.01 |
| Pfizer Inc | NOTE | 2.200 12/15/21 | 4,216.67 | - | - | 6,966.67 | 2,750.00 | 19.66 | 2,769.66 |
| FHLMC | NOTE | 2.375 01/13/22 | 5,518.00 | - | - | 14,521.06 | 9,003.06 | (2,119.68) | 6,883.38 |
| Comcast Corporation | NOTE | 1.625 01/15/22 | 1,083.33 | - | - | 3,114.58 | 2,031.25 | 1,057.33 | 3,088.58 |
| Treasury Note | NOTE | 1.500 01/31/22 | 99.86 | - | - | 3,195.65 | 3,095.79 | 1,216.67 | 4,312.46 |
| PacifiCorp | NOTE | 2.950 02/01/22 | - | - | 617.87 | 2,458.33 | 1,840.46 | 157.46 | 1,997.92 |
| Walt Disney Co | NOTE | 2.550 02/15/22 | 14,110.00 | 15,300.00 | - | 1,360.00 | 2,550.00 | (126.89) | 2,423.11 |
| Boeing Co | NOTE | 2.125 03/01/22 | 8,854.17 | - | - | 10,625.00 | 1,770.83 | 831.64 | 2,602.47 |
| FHLB | NOTE | 2.250 03/11/22 | 35,000.00 | - | - | 42,500.00 | 7,500.00 | (1,107.38) | 6,392.62 |
| BB&T Corp | NOTE | 2.750 04/01/22 | 9,166.67 | - | - | 11,458.33 | 2,291.66 | (154.08) | 2,137.58 |
| Federal National Mortgage Association | NOTE | 1.875 04/05/22 | 27,187.50 | - | - | 34,218.75 | 7,031.25 | (46.64) | 6,984.61 |
| Home Depot Inc | NOTE | 2.625 06/01/22 | 2,843.75 | - | - | 4,265.63 | 1,421.88 | (206.55) | 1,215.33 |
| Caterpillar Financial Services | NOTE | 2.400 06/06/22 | 2,632.67 | - | - | 4,068.67 | 1,436.00 | (44.37) | 1,391.63 |
| Treasury Note | NOTE | 2.000 07/31/22 | 70.65 | - | - | 2,260.87 | 2,190.22 | (167.34) | 2,022.88 |
| Merck & Co Inc | NOTE | 2.400 09/15/22 | 13,600.00 | - | - | 16,600.00 | 3,000.00 | 1,127.78 | 4,127.78 |
| National Rural Utilities Coop | NOTE | 2.300 09/15/22 | 8,688.89 | - | - | 10,605.56 | 1,916.67 | 68.52 | 1,985.19 |
| Treasury Note | NOTE | 1.875 09/30/22 | 56,711.07 | - | - | 71,004.10 | 14,293.03 | 400.55 | 14,693.58 |
| Bank of America Corp | NOTE | 3.300 01/11/23 | 550.00 | - | - | 1,375.00 | 825.00 | 70.87 | 895.87 |
| Subtotal | | | \$ 973,196.23 | \$ 267,358.58 | \$ 31,506.79 | \$ 1,032,368.01 | \$ 295,023.57 | \$ (13,729.00) | \$ 281,294.57 |
| CASH EQUIVALENTS | | | | | | | | | |
| Blackrock Liquidity Funds | | | - | 2,957.11 | - | - | 2,957.11 | - | 2,957.11 |
| BOA Temp Overnight Deposit | | | - | 1.05 | - | - | 1.05 | - | 1.05 |
| Subtotal | | | \$ - | \$ 2,958.16 | \$ - | \$ - | \$ 2,958.16 | \$ - | \$ 2,958.16 |
| LAIF | | | | | | | | | |
| Local Agency Investment Fund | | | 25,143.48 | - | - | 50,030.59 | 24,887.11 | - | 24,887.11 |
| TOTAL | | | \$ 998,339.71 | \$ 270,316.74 | \$ 31,506.79 | \$ 1,082,398.60 | \$ 322,868.84 | \$ (13,729.00) | \$ 309,139.84 |

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|---------------------------------|------------|--------|---------------|---------------|------------|---------------|--------------|----------------------|-------|-------------------|-------------|
| 08/31/18 | Columbia Treasury Reserves | 097101307 | 0.000 | 08/31/18 | 08/31/18 | \$ 651,822 | \$ 651,822 | \$ 651,822 | \$ - | 0.00% | 0 | 1.84% |
| 03/02/16 | Johnson & Johnson | 478160BW3 | 1.325 | 03/01/19 | 09/01/18 | 160,000 | 160,136 | 160,244 | 108 | 2.30% | 1 | 0.45% |
| 04/24/18 | Wells Fargo & Company | 949746RT0 | 3.365 | 03/04/21 | 09/04/18 | 225,000 | 230,948 | 230,356 | (592) | 2.73% | 4 | 0.65% |
| 03/20/17 | Citigroup Inc | 17325FAB4 | 1.492 | 03/20/19 | 09/20/18 | 250,000 | 250,000 | 250,345 | 345 | 2.43% | 20 | 0.71% |
| 03/22/18 | FFCB | 3133EHZK2 | 1.872 | 09/25/20 | 09/25/18 | 350,000 | 350,207 | 349,981 | (226) | 2.16% | 25 | 0.99% |
| 04/03/18 | General Electric Co | 36966THX3 | 3.148 | 04/15/20 | 10/15/18 | 200,000 | 201,189 | 201,346 | 157 | 2.75% | 45 | 0.57% |
| 01/21/16 | Oracle Corporation | 68389XAR6 | 1.000 | 01/15/19 | 10/15/18 | 175,000 | 175,728 | 175,369 | (359) | 2.39% | 45 | 0.50% |
| 12/24/15 | Simon Property Group LP | 828807CQ8 | 2.200 | 02/01/19 | 11/01/18 | 152,000 | 153,346 | 151,727 | (1,619) | 2.63% | 62 | 0.43% |
| 01/21/16 | Microsoft Corporation | 5594918BF0 | 1.300 | 11/03/18 | 11/03/18 | 100,000 | 100,032 | 99,846 | (186) | 2.19% | 64 | 0.28% |
| 05/06/16 | Apple Inc | 037833AP5 | 1.334 | 05/06/19 | 11/06/18 | 143,000 | 142,668 | 143,348 | 680 | 2.28% | 67 | 0.41% |
| 08/04/16 | Caterpillar Financial Services | 14912L6M8 | 1.800 | 11/13/18 | 11/13/18 | 135,000 | 137,086 | 134,852 | (2,234) | 2.34% | 74 | 0.38% |
| 07/03/18 | Qualcomm Inc | 747525AL7 | 2.881 | 05/20/20 | 11/20/18 | 90,000 | 90,455 | 90,361 | (94) | 2.67% | 81 | 0.26% |
| 05/31/17 | US Bank NA/Cincinnati OH | 90331HNE9 | 1.612 | 05/24/19 | 11/24/18 | 250,000 | 250,000 | 250,160 | 160 | 2.40% | 85 | 0.71% |
| 04/13/16 | Commonwealth Edison Company | 202795JC5 | 2.150 | 01/15/19 | 12/15/18 | 115,000 | 117,094 | 114,861 | (2,233) | 2.47% | 106 | 0.32% |
| 11/16/15 | Treasury Note | 912828A75 | 1.500 | 12/31/18 | 12/31/18 | 600,000 | 604,953 | 598,633 | (6,320) | 2.19% | 122 | 1.69% |
| 09/25/15 | BB&T Corp | 05531FAQ6 | 2.250 | 02/01/19 | 01/02/19 | 110,000 | 111,642 | 109,876 | (1,766) | 2.52% | 124 | 0.31% |
| 06/30/16 | John Deere Capital Corp | 24422ETE9 | 1.950 | 01/08/19 | 01/08/19 | 160,000 | 163,115 | 159,790 | (3,325) | 2.32% | 130 | 0.45% |
| 04/01/15 | Treasury Note | 912828SD3 | 1.250 | 01/31/19 | 01/31/19 | 900,000 | 905,625 | 896,343 | (9,282) | 2.23% | 153 | 2.53% |
| 01/14/16 | IBM Corp | 459200HT1 | 1.950 | 02/12/19 | 02/12/19 | 160,000 | 160,909 | 159,642 | (1,267) | 2.45% | 165 | 0.45% |
| 02/26/16 | Cisco Systems Inc | 17275RAE2 | 4.950 | 02/15/19 | 02/15/19 | 150,000 | 164,276 | 151,622 | (12,654) | 2.54% | 168 | 0.43% |
| 11/01/16 | Treasury Note | 912828P53 | 0.750 | 02/15/19 | 02/15/19 | 500,000 | 498,164 | 496,681 | (1,483) | 2.24% | 168 | 1.40% |
| 01/21/15 | Union Pacific Corporation | 907818DW5 | 2.250 | 02/15/19 | 02/15/19 | 165,000 | 168,822 | 164,720 | (4,102) | 2.63% | 168 | 0.47% |
| 07/11/16 | JP Morgan Chase & CO | 46625HQU7 | 1.850 | 03/22/19 | 02/22/19 | 240,000 | 242,332 | 239,131 | (3,201) | 2.51% | 175 | 0.68% |
| 09/15/14 | Unitedhealth Group Inc | 91324PCB6 | 1.625 | 03/15/19 | 03/15/19 | 175,000 | 173,100 | 174,082 | 982 | 2.61% | 196 | 0.49% |
| 08/31/16 | FHLMC | 3137EACA5 | 3.750 | 03/27/19 | 03/27/19 | 400,000 | 428,344 | 403,165 | (25,179) | 2.35% | 208 | 1.14% |
| 04/20/16 | Lowes Companies Inc | 548661DL8 | 1.150 | 04/15/19 | 04/15/19 | 140,000 | 139,491 | 138,789 | (702) | 2.56% | 227 | 0.39% |
| 09/12/14 | Public Service Electric And Gas | 74456QBG0 | 1.800 | 06/01/19 | 05/01/19 | 124,000 | 123,022 | 122,882 | (140) | 2.66% | 243 | 0.35% |
| 07/25/18 | FNMA | 3135G0ZE6 | 1.750 | 06/20/19 | 06/20/19 | 325,000 | 323,271 | 323,287 | 16 | 2.42% | 293 | 0.91% |
| 01/21/15 | Target Corporation | 87612EBB1 | 2.300 | 06/26/19 | 06/26/19 | 185,000 | 188,482 | 184,593 | (3,889) | 2.57% | 299 | 0.52% |
| 07/29/16 | Treasury Note | 912828WWW6 | 1.625 | 07/31/19 | 07/31/19 | 800,000 | 817,703 | 794,128 | (23,575) | 2.46% | 334 | 2.24% |
| 01/28/15 | FNMA Bench | 3135G0ZG1 | 1.750 | 09/12/19 | 09/12/19 | 990,000 | 1,004,663 | 982,312 | (22,351) | 2.52% | 377 | 2.78% |
| 06/23/17 | FHLB | 3130A9EP2 | 1.000 | 09/26/19 | 09/26/19 | 1,000,000 | 990,820 | 984,469 | (6,351) | 2.48% | 391 | 2.78% |
| 10/30/16 | Honeywell International Inc | 438516BJ4 | 1.400 | 10/30/19 | 10/30/19 | 150,000 | 149,882 | 147,776 | (2,106) | 2.70% | 425 | 0.42% |
| 04/01/16 | Treasury Note | 912828F62 | 1.500 | 10/31/19 | 10/31/19 | 935,000 | 940,998 | 924,118 | (16,880) | 2.53% | 426 | 2.61% |

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|------------------------------------|-----------|--------|---------------|---------------|-----------|---------------|--------------|----------------------|-------|-------------------|-------------|
| 11/07/16 | Procter & Gamble Company | 742718EG0 | 1.900 | 11/01/19 | 11/01/19 | 175,000 | 178,140 | 173,425 | (4,715) | 2.69% | 427 | 0.49% |
| 05/26/15 | Arizona Public Service Company | 040555CR3 | 2.200 | 01/15/20 | 12/15/19 | 150,000 | 150,301 | 148,445 | (1,856) | 3.01% | 471 | 0.42% |
| 09/02/16 | National Rural Utilities Coop | 637432NC5 | 2.000 | 01/27/20 | 12/27/19 | 150,000 | 151,841 | 148,247 | (3,594) | 2.85% | 483 | 0.42% |
| 01/11/16 | Treasury Note | 912828G95 | 1.625 | 12/31/19 | 12/31/19 | 960,000 | 975,537 | 948,455 | (27,082) | 2.55% | 487 | 2.68% |
| 09/26/16 | Treasury Note | 912828UF5 | 1.125 | 12/31/19 | 12/31/19 | 700,000 | 697,922 | 687,181 | (10,741) | 2.54% | 487 | 1.94% |
| 12/14/15 | Pepsico Inc | 713448BN7 | 4.500 | 01/15/20 | 01/15/20 | 225,000 | 241,021 | 230,257 | (10,764) | 2.75% | 502 | 0.65% |
| 04/05/17 | FNMA | 3135G0A78 | 1.625 | 01/21/20 | 01/21/20 | 1,100,000 | 1,103,600 | 1,085,743 | (17,857) | 2.58% | 508 | 3.07% |
| 09/02/16 | PNC Funding Corp | 693476BJ1 | 5.125 | 02/08/20 | 02/08/20 | 165,000 | 182,818 | 169,873 | (12,945) | 3.01% | 526 | 0.48% |
| 05/18/17 | FHLB | 313378J77 | 1.875 | 03/13/20 | 03/13/20 | 1,650,000 | 1,651,489 | 1,630,791 | (20,698) | 2.65% | 560 | 4.61% |
| 04/25/16 | Medtronic Inc | 585055BG0 | 2.500 | 03/15/20 | 03/15/20 | 200,000 | 204,756 | 198,705 | (6,051) | 2.93% | 562 | 0.56% |
| 05/30/17 | Treasury Note | 912828W63 | 1.625 | 03/15/20 | 03/15/20 | 550,000 | 552,156 | 542,112 | (10,044) | 2.58% | 562 | 1.53% |
| 05/18/15 | United Technologies Corporation | 913017BR9 | 4.500 | 04/15/20 | 04/15/20 | 150,000 | 166,595 | 153,454 | (13,141) | 3.03% | 593 | 0.43% |
| 09/25/15 | American Express Credit Corp | 0258M0DT3 | 2.375 | 05/26/20 | 04/25/20 | 150,000 | 151,913 | 148,263 | (3,650) | 3.06% | 603 | 0.42% |
| 10/25/16 | FHLMC Reference Notes | 3137EADR7 | 1.375 | 05/01/20 | 05/01/20 | 1,350,000 | 1,339,018 | 1,322,700 | (16,318) | 2.52% | 609 | 3.74% |
| 05/11/17 | Intel Corp | 458140AZ3 | 1.850 | 05/11/20 | 05/11/20 | 150,000 | 149,943 | 147,784 | (2,159) | 2.75% | 619 | 0.42% |
| 03/08/16 | Public Service Company of Colorado | 744448CD1 | 3.200 | 11/15/20 | 05/15/20 | 150,000 | 156,290 | 150,275 | (6,015) | 3.11% | 623 | 0.42% |
| 10/02/17 | Manufacturers & Traders Trust Co | 55279HAN0 | 2.050 | 08/17/20 | 07/17/20 | 250,000 | 250,163 | 244,744 | (5,419) | 3.16% | 686 | 0.69% |
| 05/04/17 | State Street Corporation | 524144AS2 | 2.550 | 08/18/20 | 08/18/20 | 175,000 | 178,652 | 173,655 | (4,997) | 2.96% | 718 | 0.49% |
| 09/29/17 | FHLB | 3130ACE26 | 1.375 | 09/28/20 | 09/28/20 | 1,000,000 | 991,915 | 972,540 | (19,375) | 2.68% | 759 | 2.75% |
| 02/21/17 | Ace InA Holdings Inc | 00440EAT4 | 2.300 | 11/03/20 | 10/03/20 | 150,000 | 150,144 | 147,696 | (2,448) | 3.04% | 764 | 0.42% |
| 04/21/16 | Travelers Cos Inc | 89417EAG4 | 3.900 | 11/01/20 | 11/01/20 | 100,000 | 109,437 | 101,562 | (7,875) | 3.15% | 793 | 0.29% |
| 04/02/18 | Coca-Cola (The) | 191216AR1 | 3.150 | 11/15/20 | 11/15/20 | 200,000 | 202,392 | 201,285 | (1,107) | 2.83% | 807 | 0.57% |
| 10/27/17 | Treasury Note | 912828PC8 | 2.625 | 11/15/20 | 11/15/20 | 1,525,000 | 1,564,256 | 1,523,907 | (40,349) | 2.67% | 807 | 4.31% |
| 06/25/18 | Chevron Corp | 166764AE0 | 2.419 | 11/17/20 | 11/17/20 | 150,000 | 148,248 | 148,601 | 353 | 2.86% | 809 | 0.42% |
| 03/01/18 | FHLMC Reference Bond | 3137EAEK1 | 1.875 | 11/17/20 | 11/17/20 | 1,350,000 | 1,330,451 | 1,326,622 | (3,829) | 2.69% | 809 | 3.75% |
| 01/25/18 | MelLife Inc | 59156RAX6 | 4.750 | 02/08/21 | 02/08/21 | 150,000 | 159,602 | 155,439 | (4,163) | 3.19% | 892 | 0.44% |
| 03/06/18 | Exxon Mobil Corp | 30231GAV4 | 2.222 | 03/01/21 | 03/01/21 | 150,000 | 147,749 | 147,647 | (102) | 2.87% | 913 | 0.42% |
| 11/10/17 | Praxair | 74005PAY0 | 4.050 | 03/15/21 | 03/15/21 | 131,000 | 136,341 | 134,088 | (2,253) | 3.08% | 927 | 0.38% |
| 01/25/18 | Bank of New York Mellon Corp | 06406FAA1 | 2.500 | 04/15/21 | 04/15/21 | 200,000 | 199,054 | 197,126 | (1,928) | 3.07% | 958 | 0.56% |
| 01/24/18 | Treasury Note | 912828Q78 | 1.375 | 04/30/21 | 04/30/21 | 1,200,000 | 1,163,789 | 1,160,161 | (3,628) | 2.68% | 973 | 3.28% |
| 05/31/18 | FNMA | 3135G0K69 | 1.250 | 05/06/21 | 05/06/21 | 925,000 | 891,013 | 890,815 | (198) | 2.69% | 979 | 2.52% |
| 05/08/18 | General Dynamics Corporation | 369550BE7 | 3.000 | 05/11/21 | 05/11/21 | 150,000 | 149,107 | 149,733 | 626 | 3.07% | 984 | 0.42% |
| 06/20/18 | WalMart Inc | 931142EJ8 | 3.125 | 06/23/21 | 06/23/21 | 225,000 | 224,989 | 226,103 | 1,114 | 2.94% | 1027 | 0.64% |
| 10/02/17 | Florida Power Corporation | 341099CP2 | 3.100 | 08/15/21 | 05/15/21 | 150,000 | 155,102 | 149,798 | (5,304) | 3.15% | 988 | 0.42% |

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 08/31/18

| Purchase Date | Type of Investment | CUSIP | Coupon | Maturity Date | Eff Mat. Date | Par Value | Purchase Cost | Market Value | Unrealized Gain/Loss | YTM | Days to Eff. Mat. | % Mkt Value |
|---------------|---------------------------------|-----------|--------|---------------|---------------|---------------|---------------|---------------|----------------------|-------|-------------------|-------------|
| 03/01/18 | Fifth Third Bank | 31677QBG3 | 2.250 | 06/14/21 | 06/14/21 | 200,000 | 195,570 | 194,870 | (700) | 3.22% | 1018 | 0.55% |
| 12/23/16 | Treasury Note | 912828WR7 | 2.125 | 06/30/21 | 06/30/21 | 1,500,000 | 1,488,668 | 1,477,262 | (11,406) | 2.69% | 1034 | 4.18% |
| 08/07/18 | 3M Company | 88579YAU5 | 1.625 | 09/19/21 | 09/19/21 | 175,000 | 168,058 | 168,260 | 202 | 2.95% | 1115 | 0.48% |
| 07/05/18 | Treasury Note | 912828T34 | 1.125 | 09/30/21 | 09/30/21 | 1,550,000 | 1,477,813 | 1,478,483 | 670 | 2.70% | 1126 | 4.18% |
| 12/23/16 | Federal Home Loan Banks | 3130AABG2 | 1.875 | 11/29/21 | 11/29/21 | 1,525,000 | 1,497,278 | 1,484,039 | (13,239) | 2.75% | 1186 | 4.19% |
| 01/23/17 | Pfizer Inc | 717081DZ3 | 2.200 | 12/15/21 | 12/15/21 | 225,000 | 224,533 | 219,977 | (4,556) | 2.92% | 1202 | 0.62% |
| 01/23/17 | Comcast Corporation | 20030NBV2 | 1.625 | 01/15/22 | 12/15/21 | 250,000 | 239,790 | 237,016 | (2,774) | 3.26% | 1202 | 0.67% |
| 08/15/18 | Berkshire Hathaway Finance Corp | 084670BF4 | 3.400 | 01/31/22 | 01/31/22 | 275,000 | 278,996 | 278,851 | (145) | 2.99% | 1249 | 0.79% |
| 02/03/17 | Treasury Note | 912828H86 | 1.500 | 01/31/22 | 01/31/22 | 1,085,000 | 1,052,581 | 1,042,425 | (10,156) | 2.71% | 1249 | 2.95% |
| 08/06/18 | PacifiCorp | 695114CP1 | 2.950 | 02/01/22 | 02/01/22 | 175,000 | 173,564 | 173,813 | 249 | 3.16% | 1250 | 0.49% |
| 02/21/17 | Walt Disney Co | 25468PCT1 | 2.550 | 02/15/22 | 02/15/22 | 225,000 | 224,937 | 220,451 | (4,486) | 3.17% | 1264 | 0.62% |
| 05/15/18 | Boeing Co | 097023BT1 | 2.125 | 03/01/22 | 03/01/22 | 165,000 | 158,897 | 160,356 | 1,459 | 2.98% | 1278 | 0.45% |
| 03/01/18 | Federal National Mortgage Assoc | 3135G0T45 | 1.875 | 04/05/22 | 04/05/22 | 500,000 | 486,036 | 484,390 | (1,646) | 2.79% | 1313 | 1.37% |
| 10/03/17 | Home Depot Inc | 437076BG6 | 2.625 | 06/01/22 | 05/01/22 | 150,000 | 152,590 | 147,874 | (4,716) | 3.03% | 1339 | 0.42% |
| 05/18/18 | Merck & Co Inc | 589331AT4 | 2.400 | 09/15/22 | 09/15/22 | 250,000 | 241,397 | 243,595 | 2,198 | 3.08% | 1476 | 0.69% |
| 04/25/18 | Bank of America Corp | 06051GEU9 | 3.300 | 01/11/23 | 01/11/23 | 275,000 | 271,353 | 272,721 | 1,368 | 3.51% | 1594 | 0.77% |
| | Subtotal | | | | | \$ 35,886,822 | \$ 35,848,130 | \$ 35,382,272 | \$ (465,858) | 2.61% | 662 | 100.00% |
| | PFC Bank Balance | | | | | | 1,171 | | | | | |
| | TOTAL | | | | | | \$ 35,849,301 | | | | | |

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
08/01/18-08/31/18

| Type of Investment | Type | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Accrt For Period | Adjusted Total Int. Earned |
|---------------------------------|------|--------|---------------|------------------|------------------------------|----------------------------|-----------------|-----------------|-----------------------|----------------------------|
| FIXED INCOME | | | | | | | | | | |
| Nevada Power Company | NOTE | 6.500 | 08/01/18 | 3,737.50 | 3,737.50 | - | - | - | - | - |
| 3M Company | NOTE | 1.375 | 08/07/18 | 664.58 | 687.50 | - | - | 22.92 | - | 22.92 |
| Berkshire Hathaway Finance Corp | NOTE | 2.000 | 08/15/18 | 1,521.66 | 1,650.00 | - | - | 128.34 | - | 128.34 |
| Treasury Note | NOTE | 1.500 | 08/31/18 | 5,021.74 | 6,000.00 | - | - | 978.26 | - | 978.26 |
| Microsoft Corporation | NOTE | 1.300 | 11/03/18 | 317.78 | - | - | 426.11 | 108.33 | (0.96) | 107.37 |
| Caterpillar Financial Services | NOTE | 1.800 | 11/13/18 | 526.50 | - | - | 729.00 | 202.50 | (76.40) | 126.10 |
| Treasury Note | NOTE | 1.500 | 12/31/18 | 782.61 | - | - | 1,540.76 | 758.15 | (133.63) | 624.52 |
| John Deere Capital Corp | NOTE | 1.950 | 01/08/19 | 199.34 | - | - | 459.33 | 259.99 | (103.74) | 156.25 |
| Commonwealth Edison Company | NOTE | 2.150 | 01/15/19 | 109.89 | - | - | 315.93 | 206.04 | (65.40) | 140.64 |
| Oracle Corporation | NOTE | 1.000 | 01/15/19 | 241.24 | - | - | 681.14 | 439.90 | (32.18) | 407.72 |
| Treasury Note | NOTE | 1.250 | 01/31/19 | 30.57 | - | - | 978.26 | 947.69 | (142.46) | 805.23 |
| BB&T Corp | NOTE | 2.250 | 02/01/19 | 1,237.50 | 1,237.50 | - | 206.26 | 206.26 | (48.56) | 157.70 |
| Simon Property Group LP | NOTE | 2.200 | 02/01/19 | 1,672.00 | 1,672.00 | - | 278.66 | 278.66 | (50.81) | 227.85 |
| IBM Corp | NOTE | 1.950 | 02/12/19 | 1,464.67 | 1,560.00 | - | 164.67 | 260.00 | (4.45) | 255.55 |
| Cisco Systems Inc | NOTE | 4.950 | 02/15/19 | 3,423.76 | 3,712.50 | - | 330.00 | 618.74 | (419.16) | 199.58 |
| Treasury Note | NOTE | 0.750 | 02/15/19 | 1,729.97 | 1,875.00 | - | 173.23 | 318.26 | 68.08 | 386.34 |
| Union Pacific Corporation | NOTE | 2.250 | 02/15/19 | 1,711.90 | 1,856.25 | - | 165.00 | 309.35 | (101.32) | 208.03 |
| Johnson & Johnson | NOTE | 1.325 | 03/01/19 | 696.83 | - | - | 385.60 | (311.23) | (4.02) | (315.25) |
| Unitedhealth Group Inc | NOTE | 1.625 | 03/15/19 | 1,074.31 | - | - | 1,311.28 | 236.97 | 77.85 | 314.82 |
| Citigroup Inc | NOTE | 1.492 | 03/20/19 | 758.70 | - | - | 764.24 | 5.54 | - | 5.54 |
| JP Morgan Chase & CO | NOTE | 1.850 | 03/22/19 | 1,591.00 | - | - | 1,961.00 | 370.00 | (74.04) | 295.96 |
| FHLMC | NOTE | 3.750 | 03/27/19 | 5,166.67 | - | - | 6,416.67 | 1,250.00 | (917.28) | 332.72 |
| Lowes Companies Inc | NOTE | 1.150 | 04/15/19 | 474.05 | - | - | 608.22 | 134.17 | 17.49 | 151.66 |
| Apple Inc | NOTE | 1.334 | 05/06/19 | 920.34 | 973.23 | - | 272.71 | 325.60 | 9.13 | 334.73 |
| US Bank NA/Cincinnati OH | NOTE | 1.612 | 05/24/19 | 1,188.33 | 1,584.44 | - | 136.76 | 532.87 | - | 532.87 |
| Public Service Electric And Gas | NOTE | 1.800 | 06/01/19 | 372.00 | - | - | 558.00 | 186.00 | 15.51 | 201.51 |
| FNMA | NOTE | 1.750 | 06/20/19 | 647.74 | - | - | 1,121.70 | 473.96 | 160.09 | 634.05 |
| Target Corporation | NOTE | 2.300 | 06/26/19 | 413.68 | - | - | 768.27 | 354.59 | (68.00) | 286.59 |
| Treasury Note | NOTE | 1.625 | 07/31/19 | 35.32 | - | - | 1,130.44 | 1,095.12 | (507.43) | 587.69 |
| FNMA Bench | NOTE | 1.750 | 09/12/19 | 6,689.38 | - | - | 8,133.13 | 1,443.75 | (319.56) | 1,124.19 |
| FHLB | NOTE | 1.000 | 09/26/19 | 3,472.22 | - | - | 4,305.56 | 833.34 | 338.75 | 1,172.09 |
| Honeywell International Inc | NOTE | 1.400 | 10/30/19 | 530.83 | - | - | 705.83 | 175.00 | 3.29 | 178.29 |
| Treasury Note | NOTE | 1.500 | 10/31/19 | 3,544.36 | - | - | 4,725.81 | 1,181.45 | 39.12 | 1,220.57 |

Burbank-Glendale-Pasadena Airport Authority - PFC Account

Earnings Report

08/01/18-08/31/18

| Type of Investment | Type | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Accrt For Period | Adjusted Total Int. Earned |
|------------------------------------|------|--------|---------------|------------------|------------------------------|----------------------------|-----------------|-----------------|-----------------------|----------------------------|
| Procter & Gamble Company | NOTE | 1.900 | 11/01/19 | 831.25 | - | - | 1,108.33 | 277.08 | (87.69) | 189.39 |
| Treasury Note | NOTE | 1.625 | 12/31/19 | 1,356.53 | - | - | 2,670.66 | 1,314.13 | (370.89) | 943.24 |
| Treasury Note | NOTE | 1.125 | 12/31/19 | 684.79 | - | - | 1,348.17 | 663.38 | 76.32 | 739.70 |
| Arizona Public Service Company | NOTE | 2.200 | 01/15/20 | 146.66 | - | - | 421.67 | 275.01 | (3.03) | 271.98 |
| Pepsico Inc | NOTE | 4.500 | 01/15/20 | 450.00 | - | - | 1,293.75 | 843.75 | (409.85) | 433.90 |
| FNMA | NOTE | 1.625 | 01/21/20 | 496.53 | - | - | 1,986.11 | 1,489.58 | (110.85) | 1,378.73 |
| National Rural Utilities Coop | NOTE | 2.000 | 01/27/20 | 33.34 | - | - | 283.33 | 249.99 | (47.36) | 202.63 |
| PNC Funding Corp | NOTE | 5.125 | 02/08/20 | 4,063.70 | 4,228.13 | - | 540.26 | 704.69 | (447.45) | 257.24 |
| FHLB | NOTE | 1.875 | 03/13/20 | 11,859.37 | - | - | 14,437.50 | 2,578.13 | 98.82 | 2,676.95 |
| Medtronic Inc | NOTE | 2.500 | 03/15/20 | 1,888.89 | - | - | 2,305.55 | 416.66 | (104.05) | 312.61 |
| Treasury Note | NOTE | 1.625 | 03/15/20 | 3,375.85 | - | - | 4,128.74 | 752.89 | (65.09) | 687.80 |
| General Electric Co | NOTE | 3.148 | 04/15/20 | 296.48 | - | - | 837.12 | 540.64 | (49.75) | 490.89 |
| United Technologies Corporation | NOTE | 4.500 | 04/15/20 | 1,987.50 | - | - | 2,550.00 | 562.50 | (296.21) | 266.29 |
| FHLMC Reference Notes | NOTE | 1.375 | 05/01/20 | 4,640.63 | - | - | 6,187.50 | 1,546.87 | 296.52 | 1,843.39 |
| Intel Corp | NOTE | 1.850 | 05/11/20 | 616.67 | - | - | 847.92 | 231.25 | 1.59 | 232.84 |
| Qualcomm Inc | NOTE | 2.881 | 05/20/20 | 525.83 | 655.48 | - | 86.17 | 215.82 | (20.60) | 195.22 |
| American Express Credit Corp | NOTE | 2.375 | 05/26/20 | 643.22 | - | - | 940.10 | 296.88 | (43.93) | 252.95 |
| Manufacturers & Traders Trust Co | NOTE | 2.050 | 08/17/20 | 2,334.72 | 2,562.50 | - | 199.31 | 427.09 | (4.85) | 422.24 |
| State Street Corporation | NOTE | 2.550 | 08/18/20 | 2,020.52 | 2,231.25 | - | 161.15 | 371.88 | (92.54) | 279.34 |
| FFCB | NOTE | 1.872 | 09/25/20 | 140.44 | 621.96 | - | 140.52 | 622.04 | (6.99) | 615.05 |
| FHLB | NOTE | 1.375 | 09/28/20 | 4,697.92 | - | - | 5,843.75 | 1,145.83 | 224.79 | 1,370.62 |
| Travelers Cos Inc | NOTE | 3.900 | 11/01/20 | 975.00 | - | - | 1,300.00 | 325.00 | (175.74) | 149.26 |
| Ace InA Holdings Inc | NOTE | 2.300 | 11/03/20 | 843.33 | - | - | 1,130.83 | 287.50 | (3.32) | 284.18 |
| Coca-Cola (The) | NOTE | 3.150 | 11/15/20 | 1,330.00 | - | - | 1,855.00 | 525.00 | (76.26) | 448.74 |
| Public Service Company of Colorado | NOTE | 3.200 | 11/15/20 | 1,013.33 | - | - | 1,413.33 | 400.00 | (136.44) | 263.56 |
| Treasury Note | NOTE | 2.625 | 11/15/20 | 8,484.89 | - | - | 11,857.08 | 3,372.19 | (1,094.45) | 2,277.74 |
| Chevron Corp | NOTE | 2.419 | 11/17/20 | 745.86 | - | - | 1,048.23 | 302.37 | 63.32 | 365.69 |
| FHLMC Reference Bond | NOTE | 1.875 | 11/17/20 | 5,203.13 | - | - | 7,312.50 | 2,109.37 | 601.52 | 2,710.89 |
| Metlife Inc | NOTE | 4.750 | 02/08/21 | 3,423.96 | 3,562.50 | - | 455.21 | 593.75 | (264.50) | 329.25 |
| Exxon Mobil Corp | NOTE | 2.222 | 03/01/21 | 1,388.75 | - | - | 1,666.50 | 277.75 | 64.76 | 342.51 |
| Wells Fargo & Company | NOTE | 3.365 | 03/04/21 | 1,327.20 | - | - | 2,036.29 | 709.09 | (176.78) | 532.31 |
| Praxair | NOTE | 4.050 | 03/15/21 | 2,004.30 | - | - | 2,446.43 | 442.13 | (145.64) | 296.49 |
| Bank of New York Mellon Corp | NOTE | 2.500 | 04/15/21 | 1,472.22 | - | - | 1,888.89 | 416.67 | 25.20 | 441.87 |
| Treasury Note | NOTE | 1.375 | 04/30/21 | 4,169.84 | - | - | 5,559.78 | 1,389.94 | 1,003.46 | 2,393.40 |

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
08/01/18-08/31/18

| Type of Investment | Type | Coupon | Maturity Date | Previous Accrual | Realized Interest For Period | Interest Paid At Purc/Recv | Current Accrual | Interest Earned | Amrt/Accrt For Period | Adjusted Total Int. Earned |
|---------------------------------|------|--------|---------------|----------------------|------------------------------|----------------------------|----------------------|---------------------|-----------------------|----------------------------|
| FNMA | NOTE | 1.250 | 05/06/21 | 2,730.03 | - | - | 3,693.57 | 963.54 | 978.45 | 1,941.99 |
| General Dynamics Corporation | NOTE | 3.000 | 05/11/21 | 1,000.00 | - | - | 1,375.00 | 375.00 | 24.82 | 399.82 |
| Fifth Third Bank | NOTE | 2.250 | 06/14/21 | 587.50 | - | - | 962.50 | 375.00 | 115.66 | 490.66 |
| WalMart Inc | NOTE | 3.125 | 06/23/21 | 664.06 | - | - | 1,250.00 | 585.94 | 0.31 | 586.25 |
| Treasury Note | NOTE | 2.125 | 06/30/21 | 2,771.74 | - | - | 5,456.86 | 2,685.12 | 325.75 | 3,010.87 |
| Florida Power Corporation | NOTE | 3.100 | 08/15/21 | 2,144.17 | 2,325.00 | - | 206.67 | 387.50 | (117.46) | 270.04 |
| 3M Company | NOTE | 1.625 | 09/19/21 | - | - | 1,105.90 | 1,279.69 | 173.79 | 140.12 | 313.91 |
| Treasury Note | NOTE | 1.125 | 09/30/21 | 1,417.78 | - | 5,670.34 | 7,337.09 | 248.97 | 466.78 | 715.75 |
| Federal Home Loan Banks | NOTE | 1.875 | 11/29/21 | 4,924.47 | - | - | 7,307.29 | 2,382.82 | 591.23 | 2,974.05 |
| Pfizer Inc | NOTE | 2.200 | 12/15/21 | 632.50 | - | - | 1,045.00 | 412.50 | 9.35 | 421.85 |
| Comcast Corporation | NOTE | 1.625 | 01/15/22 | 180.55 | - | - | 519.10 | 338.55 | 182.45 | 521.00 |
| Berkshire Hathaway Finance Corp | NOTE | 3.400 | 01/31/22 | - | - | 441.53 | 805.14 | 363.61 | (45.00) | 318.61 |
| Treasury Note | NOTE | 1.500 | 01/31/22 | 44.23 | - | - | 1,415.22 | 1,370.99 | 648.02 | 2,019.01 |
| PacifiCorp | NOTE | 2.950 | 02/01/22 | - | - | 108.58 | 430.21 | 321.63 | 27.60 | 349.23 |
| Walt Disney Co | NOTE | 2.550 | 02/15/22 | 2,645.63 | 2,868.75 | - | 255.01 | 478.13 | 8.98 | 487.11 |
| Boeing Co | NOTE | 2.125 | 03/01/22 | 1,460.94 | - | - | 1,753.13 | 292.19 | 137.21 | 429.40 |
| Federal National Mortgage Assoc | NOTE | 1.875 | 04/05/22 | 3,020.83 | - | - | 3,802.08 | 781.25 | 284.38 | 1,065.63 |
| Home Depot Inc | NOTE | 2.625 | 06/01/22 | 656.25 | - | - | 984.38 | 328.13 | (47.15) | 280.98 |
| Merck & Co Inc | NOTE | 2.400 | 09/15/22 | 2,266.67 | - | - | 2,766.67 | 500.00 | 187.96 | 687.96 |
| Bank of America Corp | NOTE | 3.300 | 01/11/23 | 504.16 | - | - | 1,260.41 | 756.25 | 65.83 | 822.08 |
| Subtotal | | | | \$ 155,093.13 | \$ 45,601.49 | \$ 7,326.35 | \$ 171,946.27 | \$ 55,128.28 | \$ (132.76) | \$ 54,995.52 |
| CASH EQUIVALENTS | | | | | | | | | | |
| Blackrock Liquidity Funds | | | | - | 1,063.96 | - | - | 1,063.96 | - | 1,063.96 |
| BOA Temp Overnight Deposit | | | | - | 0.09 | - | - | 0.09 | - | 0.09 |
| Bond Cash Adjustment | | | | - | 34.15 | - | - | 34.15 | - | 34.15 |
| Subtotal | | | | \$ - | \$ 1,098.20 | \$ - | \$ - | \$ 1,098.20 | \$ - | \$ 1,098.20 |
| TOTAL | | | | \$ 155,093.13 | \$ 46,699.69 | \$ 7,326.35 | \$ 171,946.27 | \$ 56,226.48 | \$ (132.76) | \$ 56,093.72 |

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017**

| Monthly Performance | | | | | August 2018 | | | | | |
|---|----------------------|-------------------------------------|------------|----------------------------------|---|----------------------------|-----------------------|---------------------------------------|------------|----------------------------------|
| | | | | | Fiscal YTD Performance (July 2018 - August 2018) | | | | | |
| Actual \$ Aug 2018 | Budget Aug 2018 | Actual \$ Prior Year Aug 2017 | Note | Variance Actual Vs. Budget | | Actual \$ Fiscal YTD | Fiscal YTD Budget | Actual \$ Prior Year Fiscal YTD | Note | Variance Actual Vs. Budget |
| OPERATING ACTIVITY | | | | | | | | | | |
| CASH RECEIPTS FROM OPERATIONS | | | | | | | | | | |
| \$375,104 | \$390,416 | \$326,153 | (2) | (\$15,312) | Landing/Fuel Fees | \$676,622 | \$780,832 | \$672,564 | (2) | (\$104,210) |
| 1,837,338 | 1,815,753 | 1,819,887 | (3) | 21,585 | Parking Fees | 3,693,286 | 3,455,515 | 3,455,931 | (3) | 237,771 |
| \$1,091,282 | 1,013,713 | 1,163,238 | (4) | 77,569 | Rental Receipts - Terminal Building | \$2,376,855 | 2,027,426 | 2,342,331 | (4) | 349,429 |
| 973,531 | 1,013,787 | 1,113,177 | (5) | (40,256) | Rental Receipts - Other Buildings | 2,155,585 | 2,027,574 | 2,204,495 | (5) | 128,011 |
| 277,365 | 252,500 | 89,428 | (6) | 24,865 | Ground Transportation | 566,556 | 505,000 | 235,563 | (6) | 61,556 |
| 144,428 | 25,833 | 13,901 | (7) | 118,595 | Other Receipts | 111,736 | 51,666 | 135,750 | (7) | 60,070 |
| 4,184 | 283,333 | 280,917 | (8) | (279,149) | Investment Receipts - Treasurer/Other Interest Earned | 404,920 | 566,666 | 680,619 | (8) | (161,746) |
| <u>\$4,703,232</u> | <u>\$4,795,335</u> | <u>\$4,806,701</u> | <u>(1)</u> | <u>(\$92,103)</u> | | <u>\$9,985,560</u> | <u>\$9,414,679</u> | <u>\$9,727,253</u> | <u>(1)</u> | <u>\$570,881</u> |
| CASH DISBURSEMENTS FROM OPERATIONS | | | | | | | | | | |
| (\$89,358) | (\$105,160) | (\$120,805) | (10) | \$15,802 | Administrative Supplies & Costs | (\$148,427) | (\$191,320) | (\$237,359) | (10) | \$42,893 |
| (346,268) | (348,226) | (344,239) | (11) | 1,958 | Operating Supplies & Maintenance | (620,125) | (686,452) | (582,165) | (11) | 66,327 |
| (2,047,582) | (2,133,952) | (863,956) | (12) | 86,370 | Contractual Operating Costs | (4,327,425) | (4,577,904) | (1,691,678) | (12) | 250,479 |
| (370,410) | (371,408) | (1,634,032) | (13) | 998 | Contractual Professional Services | (1,789,302) | (2,030,816) | (1,813,134) | (13) | 241,514 |
| (436,192) | (460,000) | (484,378) | (14) | 23,808 | Wages & Benefits | (989,104) | (1,035,000) | (929,343) | (14) | 45,896 |
| (220,879) | (226,015) | (37,688) | (15) | 5,136 | Other Operating Costs | (243,467) | (277,030) | (307,649) | (15) | 33,563 |
| (380,292) | (380,292) | (380,479) | | 0 | Bond Debt Service - 2015 Bonds | (760,584) | (760,584) | (760,958) | | 0 |
| 0 | 0 | 0 | (16) | 0 | Parking Tax | (592,743) | (565,000) | (570,140) | (16) | (27,743) |
| <u>(\$3,890,981)</u> | <u>(\$4,025,053)</u> | <u>(\$3,865,577)</u> | <u>(9)</u> | <u>\$134,072</u> | | <u>(\$9,471,177)</u> | <u>(\$10,124,106)</u> | <u>(\$6,892,426)</u> | <u>(9)</u> | <u>\$652,929</u> |
| INCREASE (DECREASE) IN CASH FROM OPERATIONS | | | | | | | | | | |
| <u>\$812,251</u> | <u>\$770,282</u> | <u>\$941,124</u> | | <u>\$41,969</u> | | <u>\$514,383</u> | <u>(\$709,427)</u> | <u>\$2,834,827</u> | | <u>\$1,223,810</u> |
| FACILITY IMPROVEMENT / NOISE MITIGATION TRANSACTIONS | | | | | | | | | | |
| CASH DISBURSEMENTS | | | | | | | | | | |
| (\$151) | (\$50,000) | (\$371) | (17) | \$49,849 | Sound Insulation Program Costs | (\$302) | (\$100,000) | (\$512) | (17) | \$99,698 |
| (394,044) | (492,000) | (767,975) | (18) | 97,956 | Other Facility Improvement Program Project Costs | (1,351,944) | (1,192,000) | (2,438,629) | (18) | (159,944) |
| <u>(\$394,195)</u> | <u>(\$542,000)</u> | <u>(\$768,346)</u> | | <u>\$147,805</u> | | <u>(\$1,352,246)</u> | <u>(\$1,292,000)</u> | <u>(\$2,439,141)</u> | | <u>(\$60,246)</u> |
| CASH RECEIPTS FROM FUNDING SOURCES | | | | | | | | | | |
| \$0 | \$40,295 | \$0 | (17) | (\$40,295) | FAA Grants - Sound Insulation Program | \$0 | \$80,590 | \$0 | (17) | (\$80,590) |
| 123,449 | 161,398 | 0 | (19) | (37,949) | FAA Grants - Facility Improvement Program | 123,449 | 334,292 | 1,570,989 | (19) | (210,843) |
| 0 | 7,000 | 0 | (20) | (7,000) | Other Grants | 8,490 | 42,000 | 0 | (20) | (33,510) |
| 0 | 97,080 | 0 | (21) | (97,080) | Passenger Facility Charge Receipts/Reserves | 0 | 336,928 | 0 | (21) | (336,928) |
| 158,280 | 154,727 | 174,859 | (22) | 3,553 | Facility Development Fund (Authority Reserves) | 272,313 | 325,190 | 238,616 | (22) | (52,877) |
| <u>\$281,729</u> | <u>\$460,500</u> | <u>\$174,859</u> | | <u>(\$178,771)</u> | | <u>\$404,252</u> | <u>\$1,119,000</u> | <u>\$1,809,605</u> | | <u>(\$714,748)</u> |
| INCREASE (DECREASE) - FACILITY / NOISE MITIGATION TRANSACTIONS | | | | | | | | | | |
| <u>(\$112,466)</u> | <u>(\$81,500)</u> | <u>(\$593,487)</u> | | <u>(\$30,966)</u> | | <u>(\$947,994)</u> | <u>(\$173,000)</u> | <u>(\$629,536)</u> | | <u>(\$774,994)</u> |
| NET ACTIVITY VS. BUDGET | | | | | | | | | | |
| \$699,785 | \$688,782 | \$347,637 | | \$11,003 | | (\$433,611) | (\$882,427) | \$2,205,291 | | \$448,816 |
| <u>(\$158,280)</u> | <u>(\$154,727)</u> | <u>(\$174,859)</u> | | <u>(\$3,553)</u> | LESS USE OF AUTHORITY RESERVES | <u>(\$272,313)</u> | <u>(\$325,190)</u> | <u>(\$238,616)</u> | | <u>\$52,877</u> |
| NET INCREASE (DECREASE) IN CASH - TOTAL | | | | | | | | | | |
| <u>\$541,505</u> | <u>\$534,055</u> | <u>\$172,778</u> | | <u>\$7,450</u> | <i>(see note below)</i> | <u>(\$705,924)</u> | <u>(\$1,207,617)</u> | <u>\$1,966,675</u> | | <u>\$501,693</u> |

Notes: The FY 2019 adopted budget approved use of \$1,875,000 of Authority Reserves to provide funding for the Replacement Terminal Project

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017

General Comments

The Schedule of Cash Receipts and Disbursements ("Schedule") represents the cash basis activity for the month and fiscal year-to-date ("FYTD") compared to the allocation of the annual adopted budget.

The Schedule consists of two sections: Operating Activity and Facility Improvement/Noise Mitigation Transactions. Receipts are shown as positive amounts and disbursements as negative amounts. Favorable budget variances are shown as positive amounts and unfavorable variances as negative amounts. Because this Schedule is on a cash basis, cash timing differences may contribute to budget variances.

The Operating Activity receipts include charges for services (parking, landing fees and concessions), tenant rents, fuel flowage fees, other revenues and investment receipts. The Operating Activity disbursements include costs of services, materials, contracts, personnel and debt service.

Facility Improvement / Noise Mitigation Transactions represent the activity for the Authority's capital program, which consists of the Sound Insulation Program and Other Facility Improvement Program Projects.

The FY 2019 Capital Program expenditures are primarily funded by the following sources:

- FAA-approved Passenger Facility Charge ("PFC") program receipts/reserves;
- Grants;
- Facility Development Funds (Authority Reserves).

The notes below provide additional information regarding the performance results detailed in the "Schedule of Cash Receipts and Disbursements."

A Supplemental Schedule of Cash Receipts and Disbursements reflecting the activities related to the Series 2012 Bond debt service and repayment to the Authority of the loans provided to the Rent-A-Car Companies ("RACs") for the Regional Intermodal Transportation Center / Consolidated Rental Car Facility is also presented.

NOTE (1) – Cash Receipts from Operations

Cash receipts from operations are ahead of budget FYTD August. On an accrual basis, operating revenues are favorably ahead of budget FYTD August by \$979,791. See notes 2 through 8 for additional information regarding operating receipts.

NOTE (2) – Landing/Fuel Fees

Landing fees are based on landed weight of the aircraft. Fuel fees are charged at a rate of \$0.05 a gallon to non-signatory air carriers for fuel loaded at BUR. Landing fees and fuel fees are under budget FYTD August due to the timing of receipts. Accrual basis revenues are ahead of budget FYTD August by \$428.

NOTE (3) – Parking Fees

Parking fee revenues are performing ahead of the budget forecast. Accrual basis parking fees are \$225,321 ahead of budget FYTD August.

NOTE (4) – Rental Receipts - Terminal Building

Terminal Building rental receipts exceed the budget FYTD August due to the timing of receipts and additional concession revenues received above the minimum annual guarantee. Accrual basis terminal building rents are \$281,056 ahead of budget FYTD August. The positive FYTD August passenger growth of 12.10% has contributed to achieving the favorable performance results.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY**NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS****MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017****NOTE (5) – Rental Receipts - Other Buildings**

Other Buildings rental receipts exceed the budget FYTD August due to the timing of receipts. Accrual basis Other Building receipts are \$82,074 ahead of budget FYTD August.

NOTE (6) – Ground Transportation

This category consists of off-airport access fees and TNC activity. Ground Transportation receipts exceed the budget FYTD August. Accrual basis ground transportation receipts are \$89,935 ahead of budget FYTD August primarily due to TNC activity.

NOTE (7) – Other Receipts

This category consists primarily of film location revenues. Accrual basis other receipts are \$193,445 ahead of budget FYTD August.

NOTE (8) – Investment Receipts - Treasurer

This line item represents cash received from the investment of funds. These receipts fluctuate in response to interest rate and portfolio balance changes and the timing of coupon payments and individual investment maturities and sales. Accrual basis investment income, including the interest earned on loans to Rent-A-Car Companies, exceeds the budget by \$107,532 FYTD August.

NOTE (9) – Cash Disbursements from Operations

Overall operating disbursements are favorably under budget FYTD August. On an accrual basis operating disbursements are favorably within budget parameters. See additional information on operating disbursements in notes 10 through 16.

NOTE (10) – Administrative Supplies & Costs

This line item includes office supplies, printing, postage and delivery, office equipment service and lease, recruiting, membership, uniform, Commission meeting, conference and training costs.

NOTE (11) – Operating Supplies & Maintenance

This line item includes utilities, fuel, general repairs and maintenance, landscaping, supplies and telephone costs.

NOTE (12) – Contractual Operating Costs

This line item includes various contractual operating costs such as ARFF services, janitorial services, systems and vehicle repair, parking operations and the TBI Airport Management contract costs.

NOTE (13) – Contractual Professional Services

This line item includes various professional services such as legal, auditing, noise, financial and insurance.

NOTE (14) – Wages and Benefits

Wages and Benefits consist of payroll and fringe benefit costs for the Airport Police officers, and include the impact of the terms of the new Memorandum of Understanding effective February 2017. Wages and benefits include overtime for film location services which are recovered through the related film revenue.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017

NOTE (15) – Other Operating Costs

This line item includes public relations/advertising, air service retention, license and permits and bad debt expense.

NOTE (16) – Parking Tax

The 12% City of Burbank parking tax is paid quarterly for the prior three-month period. The July 2018 remittance, in the amount of \$592,743, covers parking activity for the months of April, May and June 2018. The next remittance, covering parking activity for the months of July, August and September 2018, is due October 2018.

NOTE (17) – Sound Insulation Program

The Sound Insulation program is funded primarily through FAA Airport Improvement Program ("AIP") grants and Passenger Facility Charge ("PFC") revenues. In December 2016, the FAA issued a Record of Approval on the Part 150 Study which has recently been recertified by FAA. Staff is awaiting FAA's decision to award a noise discretionary grant, the receipt of which will facilitate the restart of the program.

NOTE (18) – Other Facility Improvement Program Projects

Other Facility Improvement Program Projects costs exceed the budget FYTD August by \$159,944 due to the timing of payments for expenditures related to projects completed in fiscal year 2018.

NOTE (19) – FAA Grants – Other Facility Improvement Program Projects

FAA Grants are budgeted to partially fund the Taxiway C & D, GA Ramp Rehabilitation Project and Land Acquisition of Hollyona Property.

NOTE (20) – Other Grants

Other grants represent federal grants, other than FAA AIP grants, and local grants that fund or partially fund the Ground Access Study.

NOTE (21) – Passenger Facility Charge Receipts/Reserves

A number of capital projects are budgeted to be funded or partially funded by Passenger Facility Charges, including the Taxiway C & D and GA Ramp Rehabilitation Project, Terminal Ramp Rehabilitation and Airfield Lighting System Rehabilitation.

NOTE (22) – Facility Development Fund (Authority Reserves)

The FY 2019 adopted budget programmed the use of Authority Reserves as a funding source for the airport share of Replacement Terminal Project.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
SUPPLEMENT SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
REGIONAL INTERMODAL TRANSPORTATION CENTER / CONSOLIDATED RENTAL CAR FACILITY PAYMENTS AND COLLECTIONS
MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017

| Monthly Performance | | | | | August 2018 | Fiscal YTD Performance (July 2018 - August 2018) | | | | |
|-----------------------|--------------------|-------------------------------------|------|----------------------------------|---|--|----------------------|---------------------------------------|----------------------------------|----------------------------------|
| | | | | | | Actual \$ Fiscal YTD | Fiscal YTD Budget | Actual \$ Prior Year Fiscal YTD | Note | Variance Actual Vs. Budget |
| Actual \$ Aug 2018 | Budget Aug 2018 | Actual \$ Prior Year Aug 2017 | Note | Variance Actual Vs. Budget | | | | Note | Variance Actual Vs. Budget | |
| \$482,470 | \$450,000 | \$482,346 | (1) | \$32,470 | Customer Facility Charge Receipts | \$988,929 | \$900,000 | \$1,040,110 | (1) | \$88,929 |
| 59,297 | 60,648 | 85,385 | (2) | (1,351) | Facility Rent | 166,771 | 121,296 | 177,070 | (2) | 45,475 |
| (486,409) | (486,409) | (486,250) | | 0 | Payments to Bond Trustee for 2012 Bond Debt Service | (972,818) | (972,818) | (972,500) | | 0 |
| (23,699) | (24,239) | (20,794) | (3) | 540 | Loan Principal Repayments to the Authority | (49,872) | (48,478) | (43,122) | (3) | (1,394) |
| <u>\$31,659</u> | <u>\$0</u> | <u>\$60,687</u> | (4) | <u>\$31,659</u> | | <u>\$133,010</u> | <u>\$0</u> | <u>\$201,558</u> | (4) | <u>\$133,010</u> |

General Comments

The debt service on the 2012 Revenue Bonds and the repayment to the Authority of the loans to the Rent-A-Car Companies ("RACs") is payable from Customer Facility Charges ("CFCs") and Facility Rents. Under the terms of the Bond Indenture, as amended, all CFCs collected subsequent to July 1, 2014 are remitted to the Bond Trustee for the 2012 Bond debt service.

On July 1, 2014, the terms and conditions of the Non-Exclusive Concession and Lease Agreement with the respective Rent-A-Car Companies became effective, including the collection of Facility Rent.

Note (1) – Customer Facility Charge ("CFC") Receipts

CFCs of \$6 per day per transaction, up to a maximum of five days, are collected and applied to the 2012 Bond debt service. CFCs received FYTD August exceeded the budget due to better than expected car rental activity.

Note (2) – Facility Rent

Facility Rent exceeds the budget FYTD August due to the timing of receipts.

Note (3) – Loan Principal Repayments to the Authority

Repayments of the loan principal to the Authority from the Rent-A-Car Companies exceeds the budget FYTD August due to timing of receipts. The principal portion of the payment will be deposited as reimbursement to the Authority's Facility Development Fund. The interest portion of the loan repayment is recorded as investment income.

Note (4) – Net RITC / ConRAC Facility Payments and Collections

A positive amount in this line indicates that cash has been received above the required payment obligations. At fiscal year-end, upon conclusion of the required reconciliation, any excess surplus accumulated will be evaluated and applied toward the allowed uses under the terms and conditions of the Non-Exclusive Concession and Lease Agreement with the Rent-A-Car Companies.

In the event of a shortfall of receipts to meet the required payment obligations (i.e., CFC collections perform under budget projections), the Authority holds the right to adjust the Facility Rent paid by the rental car companies on a 30-day notice.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
SUPPLEMENT SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
REGIONAL INTERMODAL TRANSPORTATION CENTER / CONSOLIDATED RENTAL CAR FACILITY PAYMENTS AND COLLECTIONS
MONTH AND TWO MONTHS ENDED AUGUST 31, 2018 & 2017

| Monthly Performance | | | | | August 2018 | | Fiscal YTD Performance (July 2018 - August 2018) | | | | |
|-----------------------|--------------------|-------------------------------------|------------|----------------------------------|---|------------------|--|----------------------|---------------------------------------|------------------|----------------------------------|
| | | | | | | | Actual \$ Fiscal YTD | Fiscal YTD Budget | Actual \$ Prior Year Fiscal YTD | Note | Variance Actual Vs. Budget |
| Actual \$ Aug 2018 | Budget Aug 2018 | Actual \$ Prior Year Aug 2017 | Note | Variance Actual Vs. Budget | | | | Note | Variance Actual Vs. Budget | | |
| \$482,470 | \$450,000 | \$482,346 | (1) | \$32,470 | Customer Facility Charge Receipts | \$988,929 | \$900,000 | \$1,040,110 | (1) | \$88,929 | |
| 59,297 | 60,648 | 85,385 | (2) | (1,351) | Facility Rent | 166,771 | 121,296 | 177,070 | (2) | 45,475 | |
| (486,409) | (486,409) | (486,250) | | 0 | Payments to Bond Trustee for 2012 Bond Debt Service | (972,818) | (972,818) | (972,500) | | 0 | |
| (23,699) | (24,239) | (20,794) | (3) | 540 | Loan Principal Repayments to the Authority | (49,872) | (48,478) | (43,122) | (3) | (1,394) | |
| <u>\$31,659</u> | <u>\$0</u> | <u>\$60,687</u> | <u>(4)</u> | <u>\$31,659</u> | | <u>\$133,010</u> | <u>\$0</u> | <u>\$201,558</u> | <u>(4)</u> | <u>\$133,010</u> | |

General Comments

The debt service on the 2012 Revenue Bonds and the repayment to the Authority of the loans to the Rent-A-Car Companies ("RACs") is payable from Customer Facility Charges ("CFCs") and Facility Rents. Under the terms of the Bond Indenture, as amended, all CFCs collected subsequent to July 1, 2014 are remitted to the Bond Trustee for the 2012 Bond debt service.

On July 1, 2014, the terms and conditions of the Non-Exclusive Concession and Lease Agreement with the respective Rent-A-Car Companies became effective, including the collection of Facility Rent.

Note (1) – Customer Facility Charge ("CFC") Receipts

CFCs of \$6 per day per transaction, up to a maximum of five days, are collected and applied to the 2012 Bond debt service. CFCs received FYTD August exceeded the budget due to better than expected car rental activity.

Note (2) – Facility Rent

Facility Rent exceeds the budget FYTD August due to the timing of receipts.

Note (3) – Loan Principal Repayments to the Authority

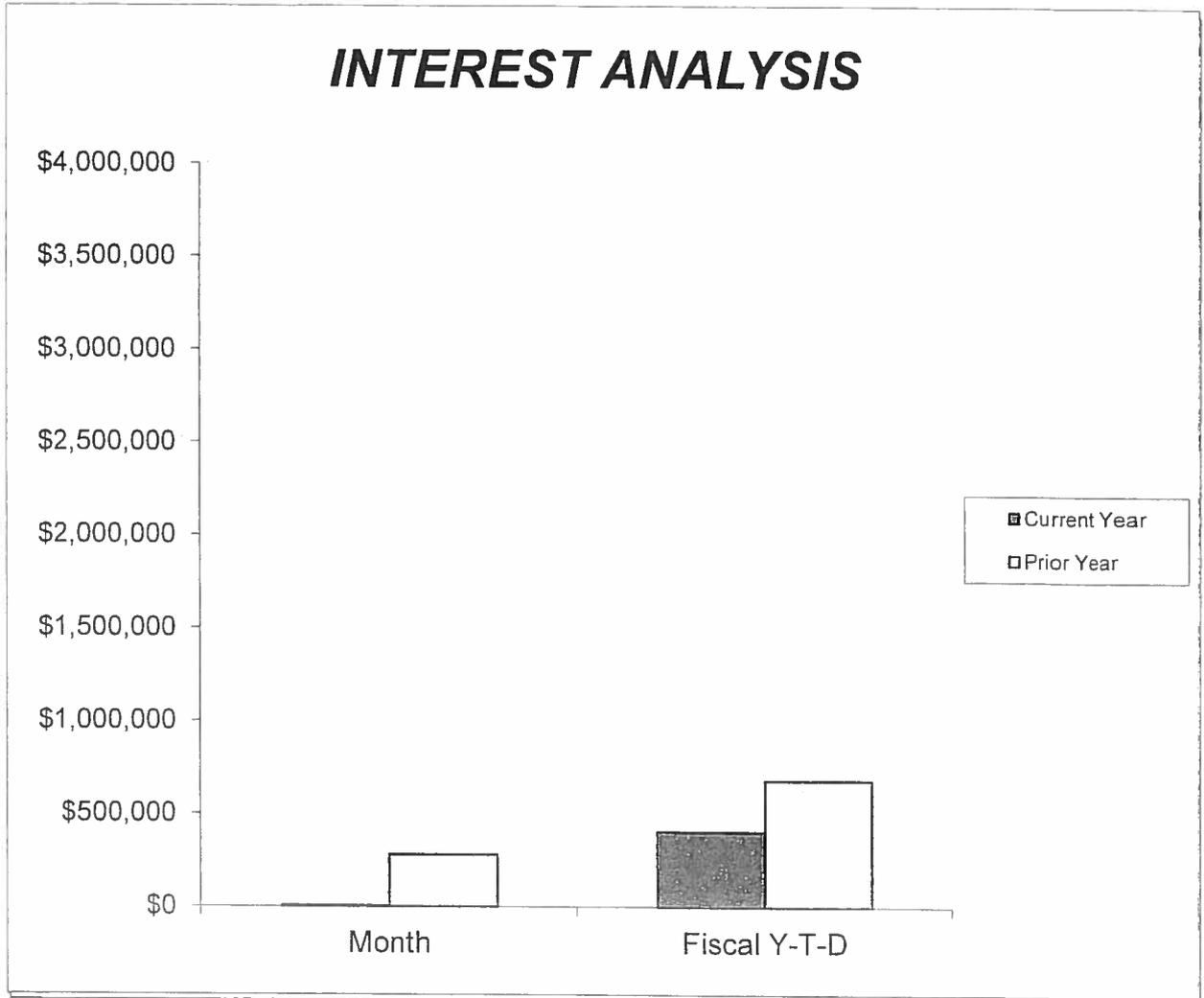
Repayments of the loan principal to the Authority from the Rent-A-Car Companies exceeds the budget FYTD August due to timing of receipts. The principal portion of the payment will be deposited as reimbursement to the Authority's Facility Development Fund. The interest portion of the loan repayment is recorded as investment income.

Note (4) – Net RITC / ConRAC Facility Payments and Collections

A positive amount in this line indicates that cash has been received above the required payment obligations. At fiscal year-end, upon conclusion of the required reconciliation, any excess surplus accumulated will be evaluated and applied toward the allowed uses under the terms and conditions of the Non-Exclusive Concession and Lease Agreement with the Rent-A-Car Companies.

In the event of a shortfall of receipts to meet the required payment obligations (i.e., CFC collections perform under budget projections), the Authority holds the right to adjust the Facility Rent paid by the rental car companies on a 30-day notice.

Burbank-Glendale-Pasadena Airport Authority



| | August 2018 | August 2017 |
|------------------------------------|---------------|---------------|
| Interest Receipts - - Month | \$4,184 | \$280,917 |
| Interest Receipts - - Fiscal Y-T-D | \$404,920 | \$680,619 |
| Month End Portfolio Balance | \$221,422,795 | \$213,291,101 |
| Yield to Maturity | 2.53% | 1.39% |

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**CONSENT TO SUBLEASE
BETWEEN
AMERIFLIGHT LLC AND DELUX PUBLIC CHARTER LLC**

SUMMARY

At the November 5, 2018, meeting of the Finance & Administration Committee ("Committee"), the Committee voted unanimously (3–0) to recommend that the Commission approve a Consent to Sublease (copy attached) that will allow Ameriflight, LLC ("Ameriflight") to sublease a portion of its ramp and automobile parking lot to Delux Public Charter, LLC ("JetSuite").

BACKGROUND

Ameriflight, which has been a tenant at the airport since 1979, was awarded a ten-year Aviation Hangar Lease ("Lease") on February 1, 2013, for the operation of its cargo business on approximately 316,000 square feet of ramp, including the Hanger 1 facility.

On or about April 11, 2016, the Authority awarded a three-year Lease to JetSuite for its Part 380/Part 135 public charter operation utilizing a portion of Hanger 2 and associated ramp area.

In response to changes in the activity levels of these tenants (Ameriflight experiencing a reduction and JetSuite experiencing growth), staff undertook a Safety Risk Assessment ("SRA") of the aircraft activity between their operations. The SRA results indicate that it would be beneficial to address the aircraft wingtip clearance between Ameriflight and JetSuite to increase the distance between their respective operations. Staff coordinated a discussion between the tenants to address this issue and they have negotiated a solution in which JetSuite will sublease from Ameriflight ramp space as well as automobile parking space. The sublease also addresses any JetSuite aircraft that remain overnight, as well as mitigating the number of runway crossing JetSuite has between Hangar 2 and the facilities it uses at Atlantic Aviation. This sublease between Ameriflight and JetSuite is on a month-to-month basis for the term of JetSuite's tenancy at the Airport.

Ameriflight's Lease prohibits it from subleasing any of its premises. Thus, Authority consent is necessary for the proposed sublease to JetSuite to become effective.

DETAILS

Key components of the proposed sublease are as follows:

Use: Access to Ameriflight's ramp for aircraft taxiing by JetSuite

Premises: A portion of the eastern half of Hangar 1 aircraft ramp

Commencement: Upon Authority consent to sublease

Expiration: Month-To-Month during JetSuite's tenancy at the Airport

Termination: Sublease will terminate if either tenant's Aviation Hangar Lease is terminated

BUDGET IMPACT

There is no impact to the revenues of the Authority from the consent to sublease.

RECOMMENDATION

At the November 5, 2018, meeting of the Finance & Administration Committee ("Committee"), the Committee voted unanimously (3-0) to recommend that the Commission approve a Consent to Sublease that will allow Ameriflight to sublease a portion of its ramp and automobile parking lot to JetSuite, and to authorize the President to execute same.

CONSENT TO SUBLEASE

The Burbank-Glendale-Pasadena Airport Authority (“Landlord”), as landlord under that certain Aviation Hangar Lease dated February 1, 2013 (the “Lease”), entered into by between Landlord and AMERIFLIGHT, LLC, as tenant (“Tenant”), **subject to and conditioned upon the following terms and conditions**, hereby grants its consent to that certain Sublease Agreement dated August 1, 2018 entered into by and between the Tenant, as sublessor, and DELUX PUBLIC CHARTER, LLC a Delaware corporation, as sublessee (“Sublessee”), a copy of which is attached hereto as “Facility Rental Agreement” (the “Sublease”), covering the premises (“Premises”) described in the Sublease.

The capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Lease. This Consent to Sublease (“Consent”) may be executed in counterparts, each of which shall be considered an original but shall constitute one and the same document.

As conditions to the consent of Landlord to the Sublease, it is understood and agreed as follows:

1. **No Release.** This Consent shall in no way release the Tenant or any person or entity claiming by, through or under Tenant, including Sublessee, from any of its covenants, agreements, liabilities and duties under the Lease (including, without limitation, all duties to cause and keep Landlord and others named or referred to in the Lease fully insured and indemnified with respect to any acts or omissions of Sublessee or its agents, employees or invitees or other matters arising by reason of the Sublease or Sublessee’s use or occupancy of the Premises), as the same may be amended from time to time, without respect to any provision to the contrary in the Sublease.
2. **Specific Provisions of Sublease.** This Consent does not constitute approval by Landlord of any of the provisions of the Sublease; nor shall the same be construed to amend the Lease in any respect, any purported modifications being solely for the purpose of setting forth the rights and obligations as between Tenant and Sublessee, but not binding Landlord.
3. **Amendment of Sublease.** Tenant and Sublessee shall not amend the Sublease without the prior written approval of Landlord.
4. **Limited Consent.** This Consent does not and shall not be construed or implied to be a consent to any other matter for which Landlord’s consent is required under the Lease, including, without limitation, any improvements or alterations.
5. **Tenant’s Continuing Liability.** Tenant shall be liable to Landlord for any default under the Lease, whether such default is caused by Tenant or Sublessee or anyone claiming by or through either Tenant or Sublessee, but the foregoing shall not be deemed to restrict or diminish any right which Landlord may have against Sublessee pursuant to the Lease, in law or in equity for violation of the Lease or otherwise, including, without limitation, the right to enjoin or otherwise restrain any violation of the Lease by Sublessee.
6. **Termination of Lease.** If at any time prior to the expiration of the term of the Sublease, as amended, the Lease shall terminate or be terminated for any reason (or Tenant’s right to

possession shall terminate without termination of the Lease), the Sublease, as amended, shall simultaneously terminate.

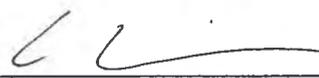
TENANT:

AMERIFLIGHT, LLC

By: 
Print Name: PAUL CHASE
Title: CEO

SUBLESSEE:

DELUX PUBLIC CHARTER, LLC

By: 
Print Name: Alex Wilcox
Title: CEO

LANDLORD:

BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY

By: _____
Print Name: _____
Title: _____

Facility Rental Agreement

WHEREAS, Ameriflight LLC, A Delaware Limited Liability Company (“AMF”) has excess ramp space and other associated facilities at the Burbank Airport (“BUR”); and

WHEREAS, Delux Public Charter, LLC, a Delaware Limited Liability Company (“Delux”) desires to rent such excess ramp space and other associated facilities;

NOW THEREFORE: the parties enter into this Facility Rental Agreement and in, in consideration of the mutual covenants and agreements set forth herein, the Parties hereby agree as follows:

TERMS:

Aircraft means the aircraft, which is/are directly owned, leased, managed, operated or otherwise in the care, custody and control of Delux (the “Aircraft”):

Ramp Space means non-dedicated, non-exclusive use of the outside ramp space for the purpose of operating and/or parking Aircraft.

Rental Facilities means those areas designed in Exhibits A, B, and C.

Rental Rate and Misc Commercial Terms means those terms defined in Appendix D

FURTHER PROVISIONS:

1. Each of Delux and AMF agree that it shall not engage in any activity that is prohibited by any material law, regulation or is a material violative of the Master Lease of the facilities (between BUR and AMF).
2. Each of Delux and AMF agree not to assign or otherwise transfer this agreement without the express written permission of the other. The terms of this lease may be amended by mutual consent.
3. Delux agrees that all facilities subject to this agreement are WHEREIS, AS IS, Delux agrees that they have inspected such facilities and find them appropriate for their intended use. No improvements shall be made to the facilities by AMF during the terms of this agreement.

4. Indemnification by Delux and AMF:

a. Delux shall indemnify, assume liability for, defend and hold harmless AMF from and against any and all Claims and shall pay on demand any Losses that AMF suffers or incurs as a result of, arising out of, caused by or occurring in connection with (or alleged to arise out of, be caused by or be occurring in connection with) any of the following: (i) the death of or injury to persons (including all invitees, guests, passengers on the facilities, and any delay or loss of or damage to property in each case occurring while such persons or property are under the control of, being on the rented facilities used by or in the custody of Delux. Such indemnification shall be satisfied solely from any policy of insurance maintained by Delux.

b. AMF shall indemnify, assume liability for, defend and hold harmless Delux from and against any and all Claims and shall pay on demand any Losses that Delux suffers or incurs as a result of, arising out of, caused by or occurring in connection with (or alleged to arise out of, be caused by or be occurring in connection with) any of the following: (i) the death of or injury to persons (including all invitees, guests, passengers on the facilities, and any delay or loss of or damage to property in each case occurring while such persons or property are under the control of, being on the rented facilities used by or in the custody of AMF. Such indemnification shall be satisfied solely from any policy of insurance maintained by AMF.

c. Notwithstanding any other provisions in this agreement, it is expressly agreed and understood that under no circumstances shall either party be liable to the other for indirect, incidental, consequential, special or exemplary damages, whether in contract or tort (including strict liability and negligence), such as but not limited to: loss of revenue, loss of use or anticipated profits, diminution or loss of value, or costs associated with substitution or replacement aircraft.

5. Minimum Insurance Coverage:

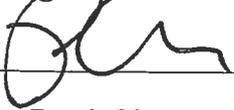
- a. Without limiting and in addition to any other insurance required to be maintained by each of Delux and AMF, shall at all times during the Term hereof, maintain, or cause to be maintained, in full force and effect policies of insurance with insurers of recognized reputation and responsibility, in each case:
 - i. A minimum liability limit of \$100,000,000
 - ii. A certificate evidencing coverage of Aviation General Liability insurance, including Aircraft Hull and Liability insurance by Delux.
 - iii. All such policies shall name AMF, et al, as an additional insured
 - iv. Provide evidence of War Risk Coverage.
- b. Workers' Compensation Insurance and Employer's Liability Insurance. Each of Delux and AMF shall maintain workers' compensation insurance providing the statutory coverage required by the appropriate jurisdiction and employer's liability with a limit of not less than one million dollars (\$1,000,000) each accident for bodily injury by accident or one million dollars (\$1,000,000) each employee for bodily injury by disease.
- c. Automobile Liability Insurance. Each of Delux and AMF shall maintain automobile liability insurance covering all owned, non-owned leased and hired vehicles with policy limits of not less than one million dollars (\$1,000,000) combined single limit per occurrence.
- d. Other Property and Liability Insurance. Each of Delux and AMF shall maintain other property and liability insurance coverages and any other property damage liability insurance, exclusive of any manufacturer's product liability insurance of the types and in the amounts that would be considered prudent for a business organization of each of Delux's and AMF's size and nature, under the insurance market conditions in effect at the time of placement, but in any event of the type and the amount that Delux or AMF, as the case may be, may require to prevent or minimize a disruption in the provision of its

services resulting from a casualty or liability incident related to any of Delux's operations.

- e. Deductibles. All coverages described above shall be placed with deductibles that are commercially reasonable. On the date hereof and on each anniversary hereof during the Term, each of Delux and AMF shall furnish to the other a list of the deductibles applicable for each such coverage and such other information reasonably requested.
 - f. Endorsements. Delux shall cause the liability policies required to be maintained pursuant to this agreement to be duly and properly endorsed by each of Delux's insurance underwriters as follows:
 - i. Subrogation Rights. To provide that the underwriters shall waive subrogation rights against AMF, except for their gross negligence or willful misconduct;
 - ii. Additional Insureds. To provide that AMF, shall be named as additional insured parties under Delux's liability coverage.
 - iii. Right of Contribution. To provide that such insurance shall be primary to and without right of contribution from any other insurance which may be available to the additional insureds;
 - iv. No Cancellation or Amendment. With respect to all of the insurance policies described above to provide that such policies shall not be canceled, terminated or the limits or coverage required hereunder be reduced (or subjected to an adverse change) until thirty (30) days after receipt by each AMF, of Notice from such insurers of such cancellation, termination or reduction.
 - v. Evidence of Insurance Coverage. On the date hereof and on each anniversary thereof during the Term, Each of Delux and AMF shall furnish to the other a certificate of insurance certifying that such insurance and endorsements are in full force and effect.
6. Other
- a. AMF has determined that BUR Airport Authority approval is a requirement under the master lease. Such approval is expected at the next scheduled BUR Airport Authority Meeting.

IN WITNESS WHEREOF, the authorized representatives of AMF and Delux have executed this agreement as of October 1, 2018.

Ameriflight LLC:

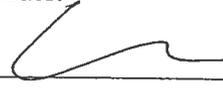


Name: Paul Chase

Title: CEO

Dated: 1 October, 2018

Delux:



Name: Alex Wilcox

Title: CEO

Dated: 1 October, 2018

EXHIBIT A, B, and C.

Exhibit A: Approximately 42,000 sq. ft. for JetSuite aircraft parking. AMF retains the right to use the wash rack to maintain our aircraft as needed, but agrees not to interfere with JetSuite aircraft activity.

Exhibit B: Approximately 31,000 sq. ft. of shared ramp space to be utilized by both JetSuite and AMF for aircraft movement, temporary parking, contract fuel truck parking/ staging.

Exhibit C: Vehicle parking, exclusive for JetSuite valet service. Twenty (20) parking stalls to be selected from the available spaces identified.

EXHIBIT 'A'

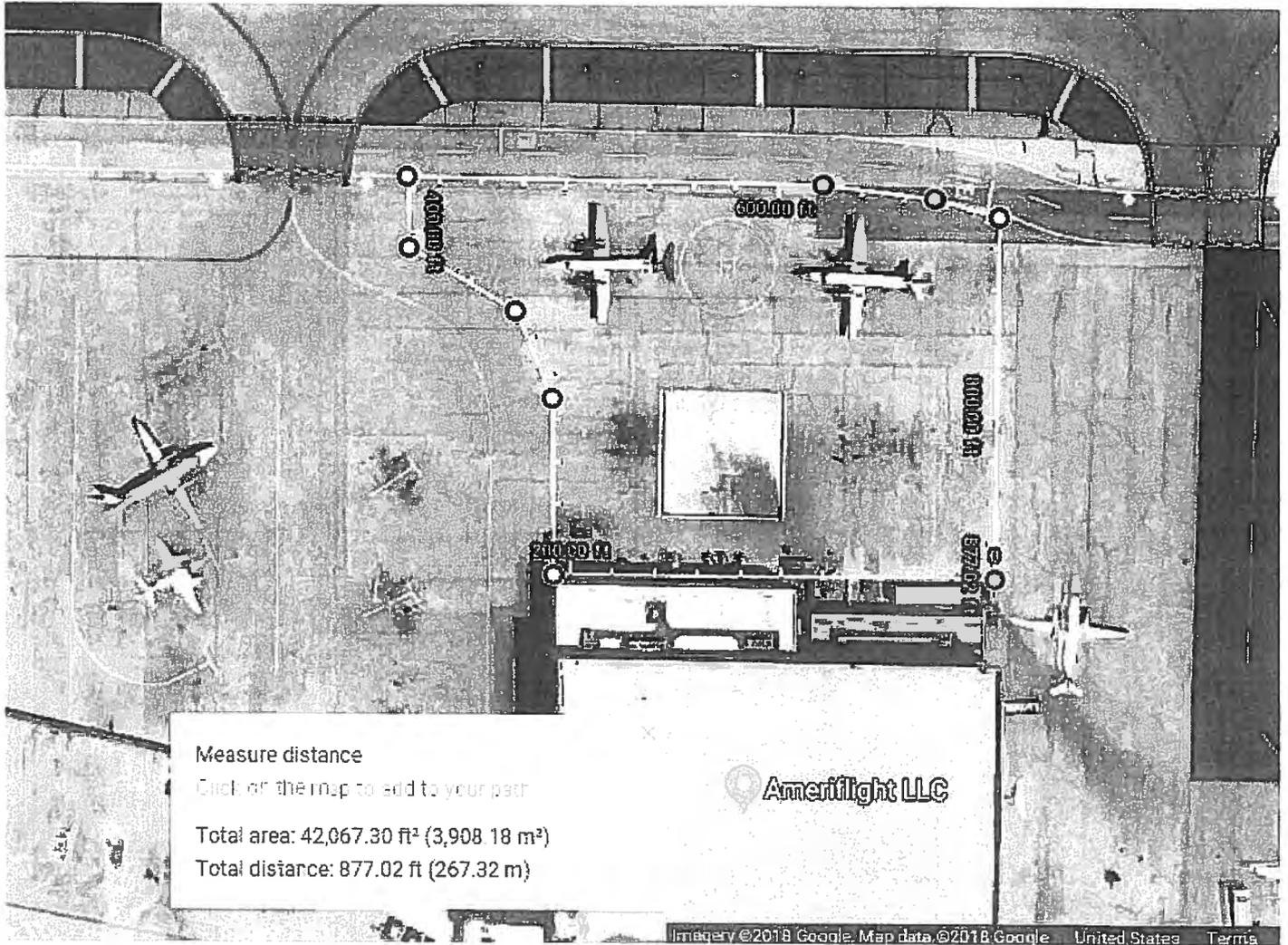


EXHIBIT 'B'



EXHIBIT 'C'

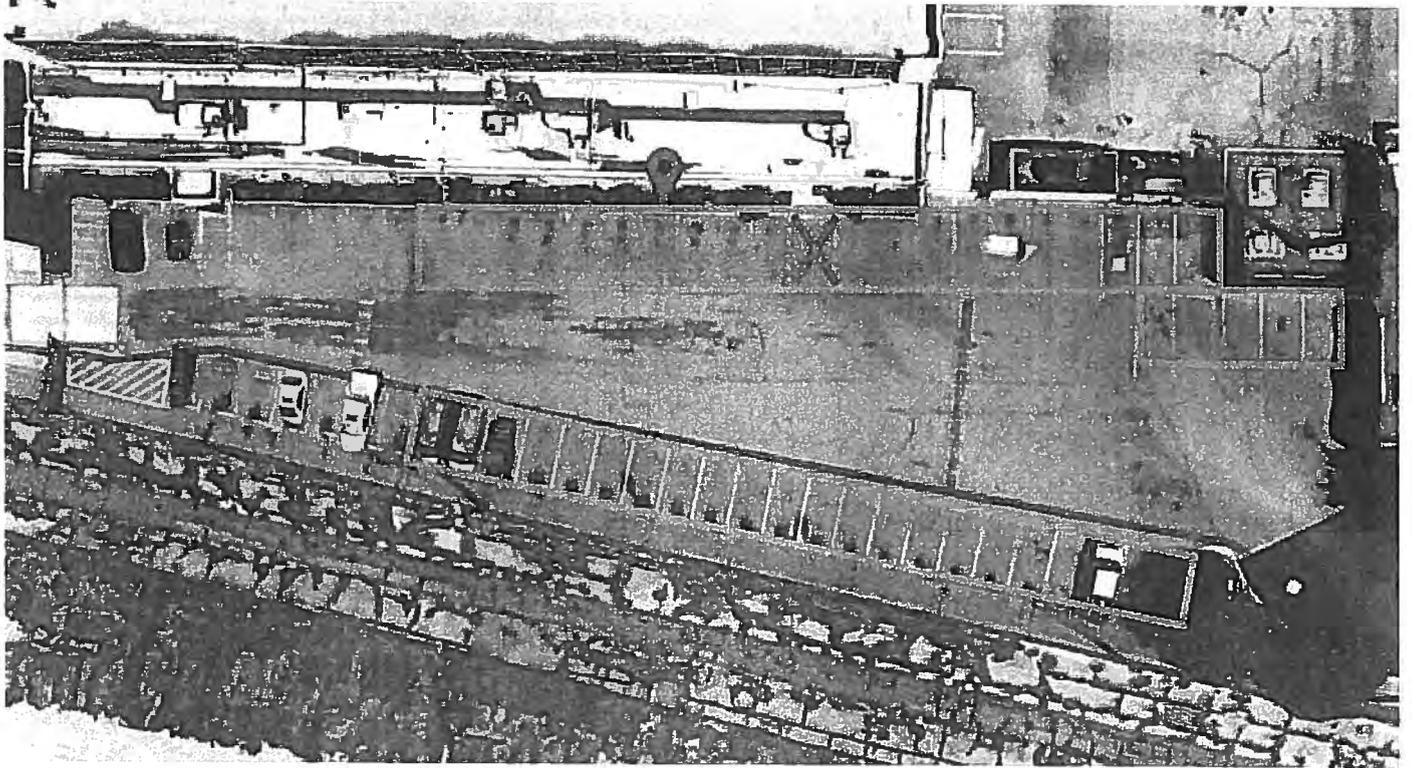


EXHIBIT D – COMMERCIAL TERMS

The Agreement shall run Month to Month, commencing August 1, 2018. A thirty (30) day notification to cancel by either party, with payment prorated for partial months.

All rents dues to commence from August 1, 2018. Payment is due no later than the 10th business day of the month and will become delinquent after the 15th of the month. For all delinquencies a 10% finance charge shall be assessed 30 days after the due date on the unpaid balance.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD.**

**AWARD OF PURCHASE ORDER TO
G&S AIRPORT CONVEYOR**

**FOR
TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER RENOVATION
PROJECT NUMBER E18-15**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks a Commission recommendation for the:

- i) Award of a Design-Build Agreement in the amount of \$526,777 to Charles Pankow Builders, Ltd. ("Pankow") for renovation of the Terminal B ticket counters and security checkpoint;
- ii) Award of a Purchase Order in the amount of \$85,860 to G&S Airport Conveyor ("G&S") for installation of a baggage conveyor belt extension and associated controls in connection with such renovation;
- iii) Approval of a project budget for relocation of associated IT hardware and support in the not-to-exceed amount of \$20,000;
- iv) Approval of a project budget for construction management and administration for a not-to-exceed amount of \$65,000;
- v) Approval of a project aggregate contingency of \$30,000; and
- vi) Authorization for the President to execute the contracts.

This project of \$727,637 was not contemplated during the FY 2019 Budget development however, due to airline schedule changes beginning with American Airlines service to Dallas-Ft. Worth next April and Southwest Airlines service to Nashville next June, the airlines have requested Staff to accommodate facility modifications to support the future air schedule.

BACKGROUND

In addition to the growth in passenger activity the past two fiscal years, the airlines serving the Airport have announced additional air service to current and new destinations. In order to accommodate the anticipated increase in passenger and baggage activity, Staff, in working with the airlines, have developed the proposed project for improvements to the

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

terminal B ticket counters, ticket counter baggage belt, and security screening processing facility.

The proposed improvements will allow the Alaska Airlines ticket counter operation to be relocated from Terminal A to Terminal B (the departure and arrival point for Alaska Airlines flights). Additionally, the proposed improvements will allow for the reallocation of Terminal A space to the remaining Terminal A airlines (American Airlines, JetBlue Airways and Southwest Airlines) to accommodate their increases in air service to their respective operations. The relocation and reallocation of airline operations is made simpler due to the Common Use Passenger Processing System ("CUPPS"), which provides the Authority the flexibility to assign, allocate, and manage the ticket and gate counters and well as aircraft gate assignments.

The Terminal B passenger security screening checkpoint currently has only two lanes for passenger processing and does not have a Transportation Security Administration ("TSA") Pre-Check lane. Additionally, passenger activity has increased, especially for the morning departures, which has impacted the ability of the checkpoint to process the increasing volume of passengers. The Terminal B airlines estimate that more than 40% of the morning passengers are TSA Pre-Check eligible customers.

PROJECT DESCRIPTION AND PHASING

The proposed project will modify and renovate facilities in Terminal B which by increasing the number of available ticket counter positions, extending the ticket counter baggage belt and controls, providing replacement airline ticket office space for Alaska Airlines, and adding a third passenger processing lane to the TSA Security Checkpoint which will be used to accommodate TSA Pre-Check eligible passengers. The proposed project will incorporate space which was formerly rental car counters and is currently vacant; remove an unused office next to the baggage claim belt; reconfigure the dividing wall between bag claim and ticket counter in the lobby; and reconfigure the dividing wall between passenger security screening lanes and the Gate B1 and B2 hold room which will slightly reduce the space within this hold room area.

Upon completion, the project will provide for the following changes:

- 1) Relocation of Alaska Airline passenger ticket counter from Terminal A to Terminal B;
- 2) Assignment of the processing of Alaska Airlines checked bags from Terminal A to Terminal B;
- 3) Relocation of Alaska Airlines ticket office from Terminal A to Terminal B;
- 4) Installation of an additional TSA passenger processing security screening lane to accommodate TSA Pre-Check eligible passengers which will reduce lobby congestion; and
- 5) Maximization of the available bag claim area for arriving passengers in Terminal B.

The proposed design-build project scope includes development of permitted, construction ready design drawings, construction services, and quality control services associated with renovating the existing facility. In summary, the design-builder will perform the following tasks:

-2-

- Complete 100% construction ready design drawings based on the concept drawings provided by the Authority;
- Coordinate with Staff to incorporate requirements of the Airport, TSA, G&S, SIDA and airlines in the final design;
- Complete the plan check and permitting process within the City of Burbank;
- Coordinate with the Airport, TSA, G&S, SIDA and airlines for the placement and connection of their equipment; and
- Provide construction and quality control services.

PROCUREMENT

Staff publicly solicited responses to a Request for Proposals (“RFP”) on the Authority’s PlanetBids e-procurement website. Despite significant attendance at the mandatory pre-proposal meeting, only Pankow submitted a proposal.

G&S is currently under contract with the airlines to maintain the Airport’s existing baggage belts, carousels and conveyors. A necessary element of the proposed renovation is an extension of the existing baggage conveyor behind the proposed additional ticket counters. A quote was requested from G&S to provide and install the belt extension and associated controls and make necessary modifications to the existing system to accommodate the extension. This scope was specifically excluded from the design-builder’s scope as it requires integration with the existing system currently maintained by G&S.

SELECTION PROCESS

The proposal received from Pankow was reviewed by Staff from the Procurement and Engineering departments. The proposal met all of the requirements of the RFP and demonstrated that Pankow has appropriate experience and qualifications. However, Pankow’s proposed fee was \$720,577 and this price significantly exceeded Staff expectations. Staff invited Pankow to meet and discuss its proposal. Following the initial meeting, Staff undertook a detailed job walk with Pankow and its subcontractor team to clarify elements of the project. Based on these clarifications, Pankow submitted a reduced fee proposal of \$526,777.

OPERATIONAL IMPACTS

The project will require that work at Terminal B be performed at night between the hours of 9pm – 5am. This schedule should minimize operational impacts by allowing work to start after the completion of the last flight operation in Terminal B. All Terminal B functions are required to be fully available by 5am every day with liquidated damages within the contract for any delays experienced.

ENVIRONMENTAL REVIEW

Staff has reviewed the California Environmental Quality Act guidelines regarding exemptions applicable to this project and determined that this project is exempt pursuant to the Class 1 categorical exemption (14 C.C.R. § 15301). Among other things, that exemption covers

minor alteration of existing public facilities involving negligible or no expansion of use.

PROPOSED BUDGET

| CATEGORY OF WORK | AMOUNT |
|---|-------------------|
| Pankow Design-Build Agreement | \$ 526,777 |
| G&S Airport Conveyor Purchase Order | \$ 85,860 |
| Construction Management/Contract Administration | \$ 65,000 |
| Associated IT hardware and support | \$ 20,000 |
| Total | \$ 697,637 |
| Project Contingency (See Note below) | \$ 30,000 |
| Project Total | \$ 727,637 |

FUNDING

The adopted FY 2019 budget includes appropriations in the amount of \$100,000 for Terminal B Security Checkpoint Upgrades programmed to be funded through a pending PFC application. The originally contemplated scope included the addition of a new passenger security screening lane; however, the airline need for additional ticket counter space, office space and relocation were not envisioned at the time of budget development. The additional scope and compressed schedule associated with the need to accommodate next summer air service schedule by May 2019 are the drivers to the significant increase in the total project cost.

The total project is now expected to cost \$727,637. The project will be initially funded utilizing Airport Reserves pending reimbursement from an amended PFC Application.

SCHEDULE

The proposed design phase of the project will commence upon approval by the Commission and execution of the contract with Pankow. If the Committee recommends and the Commission approves the proposed project, then a Notice to Proceed to Pankow will be issued on December 11, 2018 with an anticipated mobilization to be on site in March 2019. It is Staff's expectation that Alaska Airlines check-in functions will be fully operational by the end of April 2019 with all remaining work necessary to obtain substantial completion finished by the end of May 2019.

RECOMMENDATION

Subject to the recommendation of the Operations and Development Committee at its meeting immediately prior to the Commission meeting, Staff recommends the Commission: 1) award of a Design-Build Agreement to Pankow in the amount of \$526,777 for the

-4-

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

Terminal B Security Checkpoint & Ticket Counter Renovation Project; 2) award of a Purchase Order to G&S in the amount of \$85,860 for installation of a baggage conveyor belt extension and associated controls; 3) approve a project budget for relocation of associated IT hardware and support in the not-to-exceed amount of \$20,000; 4) approve a project budget for construction management and administration for a not-to-exceed amount of \$65,000; 5) approve a project aggregate contingency of \$30,000; and 6) authorize the President to execute the contracts.

-5-

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**APPROVAL OF CHANGE ORDER #2
TO
THE STONE COLLECTOR
FOR
BUILDING #36 DATA SERVER ROOM UPGRADES
PROJECT NUMBER E17-01**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval for a Change Order #2, in the amount of \$74,871, to the contract with The Stone Collector for additional scope, revised phasing requirements, and delay costs associated with the Building #36 Server Room Upgrades project.

BACKGROUND

At its meeting on March 20, 2017, the Commission awarded a contract to The Stone Collector for the Building #36 Server Room Upgrades project. This project includes: installation of a new HVAC system; replacement of the existing wet sprinklers with a pre-action dry sprinklers system; installation of a fire suppression system; installation of clean-room specific ceiling tiles; sealing all entry points for cables and conduits to meet the air tightness requirements of the new fire suppression system; installation of Title 24 specific lighting; and necessary changes to certain electrical components.

The Stone Collector was given notice to proceed on May 22, 2017, with an expected project duration of 90 calendar days. However, the contractor was placed on hold the third week of June 2017 due to the need to evaluate changes to the project scope in response to the discovery of unanticipated electrical issues. This delay was compounded by impacts associated with the HVAC and electrical work being undertaken in the redundant server room located in the main terminal. In order for the work to proceed in Building #36, the redundant server room needed to be fully operational.

Since June 2017, work on the Building #36 Data Server Room Upgrades project has been advanced intermittently. Last May 2017, Change Order #1 was executed with The Stone Collector to include installation of anti-static flooring and painting of the server room. This change to the project scope was, in part, to address changes necessary to accommodate certain existing conditions discovered during work to modify the HVAC roof curb and condensate line routing. Change Order #1 was in the amount of \$23,176 and was within the \$46,600 aggregate project contingency approved by the Commission.

Separate from the discovery of existing conditions to be addressed, a recommendation to replace the DVSS servers was received due to the number of failures and downtime that began to occur. The electrical requirements for replacement DVSS servers included increased power capacity, power redundancy, and power regularity. To accommodate this power requirement, a change order was negotiated with Cal+Pac, the designer of the Building #36 Server Room Upgrade Project, in the amount of \$6,500 to incorporate a new dedicated 100-amp electrical power circuit. This dedicated 100-amp panel will meet the near and long-term needs of the new DVSS servers and the data contained therein.

The revised design drawings incorporating the 100-amp panel were completed and provided to The Stone Collector for pricing. The price proposed by the contractor exceeds the remaining uncommitted project budget authorized in 2017.

PROJECT DETAILS

The scope of the proposed Change Order #2 is as follows:

1. Install a dedicated circuit for the servers with a 100-amp panel in the Building #36 Data Server Room - \$18,500
2. Radio rack relocation power supply - \$4,998
3. Provide and install additional light fixtures - \$6,500
4. Remobilizations expense - \$11,373
5. HVAC Equipment Startup -\$3,500
6. Additional costs due to project delays - \$30,000

The above tasks to complete the project is \$74,871.

SCHEDULE

The work will begin as soon as possible after the execution of Change Order #2, with the work scheduled to be complete by June 30, 2019.

OPERATIONS IMPACTS

All work will be phased and coordinated with IT, Engineering, and Operations and Maintenance departments to have minimal impacts on airport operations.

BUDGET IMPACTS

The adopted FY 2019 budget includes PFC funded appropriations for the completion of this project in the amount of \$350,000. The revised FY 2019 cost to complete the project

(including proposed Change Order #2) is \$331,011. These costs will initially be funded through Airport Reserves pending approval of a previously submitted PFC Application.

The total cost of this multi-year project, including the proposed change order, is \$476,047.

RECOMMENDATIONS

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission approve Change Order #2, in the amount of \$74,871, to the contract with The Stone Collector for additional scope, revised phasing requirements, and delay costs associated with the Building #36 Server Room Upgrade Project.

**BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY**

CHANGE ORDER

PROJECT: Building 36 Server Room

CHANGE ORDER NUMBER:02

INITIATION DATE: November 15, 2018

TO: (Contractor)

PROJECT NUMBER:E17-01

The Stone Collector
2220 Skyline Drive
Fullerton, CA 92831

CONTRACT FOR:BLDG. 36 Server Room

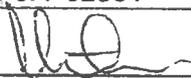
CONTRACT DATE: May 22, 2017

You are directed to make the following changes:

| | |
|---|--------------|
| 1 Install 100 Amp Panel Per Attached DWG | \$ 18,500.00 |
| 2 Radio Rack Relocation Power Supply | \$ 4,998.00 |
| 3 Provide & Install Add'l Lighting Fixtures per Attached DWG | \$ 6,500.00 |
| 4 Add'l time & Expenses Due to Project Delay | \$ 11,373.00 |
| 5 AC Equipment Start Up | \$ 3,500.00 |
| 6 Additional Costs Due to Project Delay | \$ 30,000.00 |
| 7 Project Extension of 365 Days from June 30, 2018 to June 30, 2019 | \$ - |

GRAND TOTAL \$74,871.00

| | |
|---|--------------|
| The original Contract Sum was..... | \$378,000.00 |
| Net change by previously authorized Change Orders..... | \$23,175.82 |
| The Contract Sum prior to this Change Order was..... | \$401,175.82 |
| The Contract Sum will be increased by this Change Order..... | \$74,871.00 |
| The new Contract Sum including this Change Order will be..... | \$476,046.82 |
| The Contract Time will be extended to June 30, 2019 | |

| | |
|--|-----------------------------------|
| <u>CONTRACTOR</u> | <u>OWNER</u> |
| The Stone Collector | Burbank-Glendale-Pasadena Airport |
| <u>ADDRESS</u> | <u>ADDRESS</u> |
| 2220 Skyline Drive | 2627 Hollywood Way |
| Fullerton, CA 92831 | Burbank, CA 91505 |
| BY  | BY |
| DATE 11/15/18 | DATE |

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF CONTRACT
ELEVATORS ETC. LP
FOR
ELEVATOR, ESCALATOR AND MOVING WALKWAY
INSPECTION, MAINTENANCE AND REPAIR SERVICES**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award an Airport Conveyance Equipment Services Agreement ("Agreement") to Elevators Etc. LP ("Elevators Etc.") for preventative maintenance services, on-call repair services, and emergency repair services for six elevators, two escalators, and six moving walkways located throughout the Airport. The Agreement will be for a three-year period with two one-year extension options available to the Authority. For preventative maintenance services during the three-year base term, the annual fee will be \$78,594 totaling to \$235,782 for the three-year period. The contract also includes rates for on-call repair and emergency services.

BACKGROUND

In November 2015, the Authority awarded two purchase orders to Excelsior Elevator ("Excelsior") for monthly inspection and preventative maintenance for the previously described conveyance systems and for time and material as-needed repairs cost. These conveyance systems are located in the elevated covered walkway and North Tower, the Replacement Parking Structure, the Short-Term Parking Structure, Building 10 of the terminal, and Building 36. There are escalators and elevators within the Regional Intermodal Transportation Center which are the responsibility of the rental car companies to maintain and are not included in the scope of the proposed contract.

REQUEST FOR PROPOSALS

In September 2018 Staff issued a Request for Proposals ("RFP") for the inspection, preventative maintenance, on-call repair and emergency repair services for elevators, escalators and moving walkways. Proposals were received from two firms, Elevators Etc. and Excelsior.

EVALUATION AND SELECTION PROCESS

Proposals were evaluated by a panel consisting of three staff members. The firms were scored based upon five selection criteria for a total of 100 maximum points possible as described below:

- SC-1 Experience and Past Performance (20 points)
- SC-2 Firm Capabilities (20 points)

- SC-3 Technical Approach (20 points)
- SC-4 Agreement Acceptance (10 points)
- SC-5 Price (30 points)

The average scores are presented in the table below and demonstrate that, despite the higher annual price for preventative maintenance, it is the determination of the evaluation panel that Elevators Etc. would provide the best value to the Authority.

| | Annual PM Price | SC-1 | SC-2 | SC-3 | SC-4 | SC-5 | Total |
|----------------------------|------------------|------|------|------|------|------|-------------|
| Max Points Possible | | 20 | 20 | 20 | 10 | 30 | 100 |
| Excelsior | \$ 39,906 | 15.7 | 14.0 | 11.0 | 10.0 | 27.0 | 77.7 |
| Elevators Etc. | \$ 78,594 | 19.7 | 20.0 | 20.0 | 10.0 | 20.0 | 89.7 |

The current annual preventative maintenance cost for the elevators, escalators, and moving walkways described above is \$49,962. However, to date, in the current fiscal year the Authority has already spent \$80,473.73 on repair service calls in addition to the monthly preventative service cost. It is staff's expectation that a more robust preventative maintenance service program will result in fewer service calls for repairs and less equipment downtime. Based on a review of the submitted proposals, the panel determined that Elevators Etc. presented a more complete preventative maintenance program which should improve the equipment reliability and reduce down time. The additional money spent on preventative maintenance is expected to be offset by a reduction in the amount of on-call and emergency repair services.

FUNDING

The annual cost for preventative maintenance services by Elevators Etc. is \$78,594. This amounts to \$235,782 for preventative services for the three-year base term of the contract. Any identified repairs will be charged at predetermined rate on an as-needed basis. It needs to be noted that the rental car companies are responsible for 90% of the annual preventative maintenance cost for the conveyance facilities for the elevated covered walkway. The remaining costs are the Authority's responsibility, which are part of the annual O&M budget which is passed onto the airlines.

RECOMMENDATION

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the

Commission award an Agreement to Elevators Etc. and authorize the President to execute the same.

-3-

\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF CONTRACT_ELEVATORS ETC. LP
ESCALATOR AND MOVING WALKWAY_INSPECTION,
MAINTENANCE AND REPAIR SERVICES

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF CONTRACT AMENDMENT
RS&H CALIFORNIA, INC.
REPLACEMENT PASSENGER TERMINAL PROJECT
ENVIRONMENTAL IMPACT STATEMENT**

SUMMARY

Staff seeks Commission approval of a contract amendment with RS&H California, Inc. ("RS&H"), which was selected by the Federal Aviation Administration ("FAA") to prepare an Environmental Impact Statement ("EIS") for the Replacement Passenger Terminal project. The proposed amendment will memorialize an expanded scope of services and a \$47,564 compensation increase specified by the FAA.

BACKGROUND

On April 16, 2018, in accordance with a selection by the FAA, the Commission awarded RS&H a contract in the amount of \$2,811,801 for preparation of an EIS for the Replacement Passenger Terminal project. FAA completion of an EIS pursuant to the National Environmental Policy Act ("NEPA") is a prerequisite for construction of the project. As the lead agency, the FAA is responsible for compliance with NEPA and the associated regulations. As the airport sponsor, the Authority is responsible for retaining an FAA-selected contractor to prepare the EIS.

After contract execution and commencement of the work, the FAA determined that it was necessary for RS&H to perform additional fieldwork in the northwest quadrant of the Airport. The FAA and RS&H agreed upon a revised scope of services and a \$47,564 fee increase for the additional work. That work is now complete and the proposed contract amendment (attached) will memorialize in the agreement the expanded scope of services and increased compensation that the FAA specified.

FUNDING

An Airport Improvement Program grant of \$2,417,700 was received by the Airport in Federal Fiscal Year 2017 for the EIS. Matching funds in the amount of \$582,300 have been applied for through a PFC application which is in process with the FAA. FAA anticipates that the additional costs incurred will be offset through cost-savings in other areas as the study progresses. If the anticipated savings are not achieved, FAA will address any funding shortfall.

RECOMMENDATIONS

Staff recommends that the Commission approve the proposed contract amendment with RS&H to memorialize an expanded scope of services and a \$47,564 compensation increase specified by the FAA.

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF CONTRACT AMENDMENT
RS&H CALIFORNIA INC.
REPLACEMENT PASSENGER TERMINAL PROJECT
ENVIRONMENTAL IMPACT STATEMENT

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF PROFESSIONAL SERVICES AGREEMENT
MIG, INC.
FOR
PUBLIC DESIGN CHARRETTE WORKSHOPS FACILITATOR**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award a Professional Services Agreement ("PSA") to MIG, Inc. ("MIG") in the amount of \$325,490 for Design Charrette Workshop Facilitator services for the replacement passenger terminal ("RPT").

BACKGROUND

With the approval of Measure B by Burbank voters on November 8, 2016, Hollywood Burbank Airport is working with the community and neighboring cities to build a 14-gate replacement terminal that meets current FAA safety standards for separation from runways and taxiways, and that also meets modern seismic standards. In the planning process for the replacement terminal, the Authority has completed the following:

- Certification of an Environmental Impact Report for the Project pursuant to the California Environmental Quality Act
- Negotiation of a Development Agreement and entitlements for the Project
- An affirmative vote by Burbank citizens ratifying the Development Agreement and entitlements for the Project
- Conditional Approval of the project from the FAA through the Airport Layout Plan
- Concept Validation Report and Cost Estimate

The next steps are:

- FAA completion of an Environmental Impact Statement pursuant to the National Environmental Policy Act (ongoing)
- Public Design Charrette Workshop process
- Finalization of project delivery method and funding
- Selection of Program Manager
- Start of design and construction services

In 2016, the Authority entered into a Development Agreement with the City of Burbank providing a vested right to build the RPT. One of the requirements of the Development Agreement is for the Authority to conduct a Public Design Charrette Workshop process, consisting of six workshops in the City of Burbank. The Authority has also chosen to conduct additional workshops in the Cities of Glendale, Pasadena, and Los Angeles.

PROJECT DETAILS

The Public Design Charrette Workshop process will provide information for the ultimate design of the replacement terminal, particularly in regard to aesthetics, amenities, and integration into the community. The workshops will be an iterative process, addressing large, medium, and small design aspects of the project. A successful workshop facilitator will guide attendees through a process that will create a useful and meaningful deliverable to inform a designer of the desires of the community for the new building. The deliverable will allow the final design to contain identifiable elements obtained from the workshop process.

SOLICITATION AND EVALUATION – 1ST STEP – REQUEST FOR QUALIFICATIONS

Utilizing a two-step procurement process, Staff issued a Request for Qualifications (“RFQ”) via PlanetBids on May 24, 2018, soliciting Statements of Qualifications (“SOQs”) from qualified consulting firms specializing in architectural design, public outreach and engineering, and advertised the competitive opportunity in several local newspapers, as well as public postings on the Internet and in the Burbank, Glendale, and Pasadena City Halls. Staff received SOQs from five (5) firms. Those five firms, listed alphabetically, are:

- Collaborate, Inc.
- Dudek
- Gruen Associates
- MIG, Inc.
- North Star Alliances

The first evaluation step was the review of the written SOQs received, to determine which 3 firms were most qualified based on the selection criteria listed in the RFQ: Management and Financial Strength (20 points), Firm Capability and Experience (30 points), Understanding of Design Charrettes Project as described (30 points), Firm Key Personnel's qualifications and background (20 points) – 100 potential points totals. The evaluation committee was comprised of three staff members; Mr. Patrick Prescott, Community Development Director, City of Burbank; Mr. Tom Flavin, CEO, Burbank Chamber of Commerce; and Ms. Sue Georgino of Georgino Consulting. The resultant cumulative averaged scoring was as follows: Collaborate Inc. – 45.0 points; Dudek – 94.0 points; Gruen Associates – 83.2 points; MIG Inc. – 89.5 points; and North Star Alliances – 57.0 points. This scoring resulted in Dudek, Gruen Associates, and MIG, Inc. being selected as the three most qualified firms to move onto the next step in the acquisition.

The detailed evaluation score sheet is attached. (Attachment 1)

SOLICITATION AND EVALUATION – 2ND STEP – REQUEST FOR PROPOSALS

A Request for Proposals (“RFP”) was issued on July 23, 2018 via PlanetBids to the three shortlisted firms identified through the RFQ process.

Once proposals were received, the proposals were reviewed and scored by the same evaluation panel as reviewed the SOQs. Scoring for proposal evaluation was as follows:

-2-

Overall Project Management Approach (20 points); Firm Capabilities (20 points); Technical Approach (20 points); PSA language acceptance (15 points); and Price (25 points) – 100 potential points totals. Additionally, the firms were each invited to participate in an interview to describe their approach to the project, introduce their teams, and answer any questions the evaluation committee may have had, for an additional 100 points in evaluation scoring, bringing the total potential score tally to 200 points. The panel conducting the interviews was the same as it was from the review of the SOQs and proposals, except for Tom Flavin, CEO, Burbank Chamber of Commerce, who was unable to attend the interviews due to schedule conflicts. After the interviews were conducted and scored, further evaluation was performed to compare the quality of services proposed by each of the respondents. Negotiations with MIG resulted in a reduction of the proposed price from the proposed \$392,445 to \$325,490.

The final scoring for the proposals and interviews is as follows:

| | |
|--------------|--------------|
| MIG Inc. | 177.3 points |
| Dudek | 172.5 points |
| Gruen Assoc. | 159.2 points |

The detailed evaluation score sheet is attached. (Attachment 2).

FUNDING

The adopted FY 2019 budget includes appropriations in the amount of \$285,000 as part of the Replacement Passenger Terminal project line item. The additional \$40,490 required to fund this agreement which totals \$325,490 will come from Airport Reserves.

RECOMMENDATIONS

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award a Professional Services Agreement to MIG, Inc., in the amount of \$325,490 for Design Charrette Workshop Facilitator services for the replacement passenger terminal.

| | | Management/ Financial Strength | Experience- Firm Capability | Conveyed understanding of project | Key personnel | TOTAL |
|--------|----------------------|--------------------------------------|-----------------------------------|---|------------------|-------|
| | Points Available | 20 | 30 | 30 | 20 | 100 |
| E1 | Collaborate Inc. | 0 | 28 | 0 | 19 | 47 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 20 | 30 | 30 | 20 | 100 |
| | MIG Inc | 20 | 28 | 28 | 19 | 95 |
| | North Star Alliances | 20 | 29 | 15 | 19 | 83 |
| E2 | Collaborate Inc. | 0 | 10 | 20 | 10 | 40 |
| | Dudek | 20 | 25 | 25 | 15 | 85 |
| | Gruen Associates | 0 | 20 | 20 | 10 | 50 |
| | MIG Inc | 20 | 20 | 20 | 15 | 75 |
| | North Star Alliances | 5 | 10 | 25 | 5 | 45 |
| E3 | Collaborate Inc. | 0 | 20 | 22 | 16 | 58 |
| | Dudek | 20 | 27 | 30 | 18 | 95 |
| | Gruen Associates | 15 | 28 | 27 | 19 | 89 |
| | MIG Inc | 20 | 28 | 27 | 20 | 95 |
| | North Star Alliances | 20 | 24 | 23 | 17 | 84 |
| E4 | Collaborate Inc. | 0 | 15 | 10 | 10 | 35 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 10 | 30 | 30 | 20 | 90 |
| | MIG Inc | 20 | 30 | 30 | 20 | 100 |
| | North Star Alliances | 5 | 10 | 10 | 10 | 35 |
| E5 | Collaborate Inc. | 0 | 20 | 10 | 15 | 45 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 10 | 30 | 30 | 20 | 90 |
| | MIG Inc | 20 | 30 | 30 | 20 | 100 |
| | North Star Alliances | 5 | 15 | 15 | 10 | 45 |
| E6 | Collaborate Inc. | 5 | 15 | 15 | 10 | 45 |
| | Dudek | 17 | 25 | 25 | 17 | 84 |
| | Gruen Associates | 15 | 25 | 25 | 15 | 80 |
| | MIG Inc | 15 | 20 | 25 | 12 | 72 |
| | North Star Alliances | 10 | 15 | 15 | 10 | 50 |
| MEDIAN | Collaborate Inc. | 0.8 | 18.0 | 12.8 | 13.3 | 45.0 |
| | Dudek | 19.5 | 27.8 | 28.3 | 18.3 | 94.0 |
| | Gruen Associates | 11.7 | 27.2 | 27.0 | 17.3 | 83.2 |
| | MIG Inc | 19.2 | 26.0 | 26.7 | 17.7 | 89.5 |
| | North Star Alliances | 10.8 | 17.2 | 17.2 | 11.8 | 57.0 |

| | Overall Project Management Approach | Firm Capabilities | Technical Approach | PSA Acceptance | Price | Interview | Comments | Total |
|-------------------------|-------------------------------------|-------------------|--------------------|----------------|-------|-----------|--|-------|
| Weighting Factor: | 1 | 1 | 1 | 1 | 1 | 1 | | |
| Maximum Points Possible | 20 | 20 | 20 | 15 | 25 | 100 | | 200 |
| Dudek | 18.8 | 18.5 | 18.2 | 14.5 | 22.5 | 80.0 | Good proposal and interview, but needed more outreach focus. No online component discussed at interview. | 172.5 |
| Gruen Associates | 16.3 | 17.5 | 16.8 | 14.5 | 25.0 | 69.0 | Good proposal, interview missed type of work needed. | 159.2 |
| MIG Inc. | 17.3 | 18.7 | 17.2 | 14.5 | 17.0 | 92.6 | Good proposal, excellent interview, would have liked to hear more from the whole team participating. | 177.3 |

Evaluator: _____ Date: 9/21/2018
 Averaged Cumulative Score
 A. DeHoyos



November 15, 2018

Stephanie C. Harris
 Manager, Flight Procedures Team
 Operations Support Group
 c/o Burbank Public Comments
 2200 South 216th Street
 Des Moines, WA 98198

RE: Request to extend public comment period for the Draft Environmental Review (Proposed Categorical Exclusion) for the Proposed OROSZ THREE and SLAAP TWO (RNAV) Open Standard Instrument Departure Procedures at Hollywood Burbank Airport

Dear Ms. Harris:

We write to request that the public comment period regarding the proposed RNAV procedures under review be extended from 30 to 90 days and that the Federal Aviation Administration (FAA) provide the information and data requested below well before a new comment period closes. As you know, there continues to be significant public interest surrounding these procedures. Yet the Draft Environmental Review report provides neither basic information for public understanding nor the underlying analytical data supporting FAA's decision. Absent such information, the public cannot make informed decisions about whether they should submit comments, and if so, what issues should be addressed by their comments.

This high level of public interest and need for additional information strongly support an extension of the public comment period. Specifically, we are requesting the FAA provide the following information:

- Precise descriptions of the proposed procedures, including the location and nature of the new RNAV segment. The imprecise descriptions in the Draft Environmental Review Report impede a basic understanding of the proposed procedures.
- Higher quality maps and files showing existing radar tracks and the proposed procedures. In addition, we request TARGETS, AEDT and other input and output files with underlying geographic references. The current maps are low-resolution, small, and otherwise insufficient to convey the location of the proposed procedures. Without this information, the City and the general public are unable to determine exactly where the proposed route will fly vis-à-vis underlying homes, schools, historic properties, parks, etc.

Stephanie C. Harris
November 15, 2018
Page 2

- Detailed information regarding FAA's noise analysis, including data regarding the flight tracks modeled, assumptions about early or late vectors from the RNAV paths, dispersion from the centerline assumed flight track, and assumed receptor elevations. This information is critical to understanding the reasonableness and adequacy of FAA's noise analysis.
- The Aviation Environmental Design Tool (AEDT) Environmental Plug-In, TARGETS, radar track and other information used by FAA, including all input and output files, in native electronic format. Please be advised that Los Angeles City Councilmember Paul Krekorian submitted a FOIA request for these records on October 29, 2018.
- A copy of the FAA's settlement agreement with Benedict Hills Homeowners Association, as the FAA has disclosed that the proposed procedures are tied to implementation of a settlement agreement.

The City and the public need this information and the time to properly analyze it. Such information would allow the City and the public to appreciate the locations and impacts of the proposed flight procedures and provide meaningful comments. A ninety-day comment period, extending the deadline from November 18, 2018 to February 16, 2019 is reasonable, provided that FAA discloses the requested information within the next 30 days.

We thank you for your attention to this request. If you have any questions, please contact Chief Assistant City Attorney David Michaelson at (213) 978-7100.

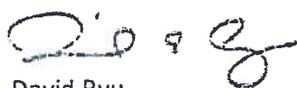
Sincerely,



Michael N. Feuer
City Attorney



Paul Krekorian
Councilmember, Second District



David Ryu
Councilmember, Fourth District

cc: The Honorable Dianne Feinstein, United States Senate
The Honorable Kamala Harris, United States Senate
The Honorable Adam Schiff, United States House of Representatives
The Honorable Brad Sherman, United States House of Representatives

Settlement Agreement
Between the Federal Aviation Administration, Benedict Hills Estates Association and
Benedict Hills Homeowners Association

The United States of America, acting through the Federal Aviation Administration (FAA), and Benedict Hills Estates Association and the Benedict Hills Homeowners Association (together, the Associations) (collectively, the Parties) enter into this Settlement Agreement (Agreement), by and through their undersigned representatives, to resolve the disputes outlined below and pertaining to FAA's Southern California Metroplex (SoCal Metroplex) project which replaces dozens of existing conventional air traffic control procedures with new satellite-based procedures at twenty-one airports in Southern California.

Litigation

On October 24, 2016, the Associations filed a petition for review challenging the FAA's Finding Of No Significant Impact and Record Of Decision for the Southern California Metroplex Project under 49 U.S.C. § 46110 in the United States Court of Appeals for the District of Columbia Circuit, Case No. 16-1366.

The Parties have reached an agreement to settle and stipulate to the dismissal of Case No. 16-1366.

Agreement

NOW, THEREFORE, in consideration of the mutual covenants and other consideration described herein, the Parties agree it is in the interest of the public and civil aviation to AGREE as follows:

I. Complete Settlement of all Claims

The Parties agree that this Agreement upon execution shall resolve all claims by the Associations that have been brought, or could have been brought, in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.).

The Parties agree that within 30 days of this Agreement's execution, the Associations shall move to dismiss with prejudice their petition for review, No. 16-1366, in the United States Court of Appeals for the District of Columbia Circuit, which shall resolve all claims by the Associations that have been brought, or could have been brought, in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.).

II. Terms

The Parties agree to the following terms:

A. FAA will design and develop two open standard instrument departure procedures from Bob Hope Airport called SLAPP and OROSZ. Incorporated by reference and attached hereto is Exhibit "A," which depicts the proposed initial designs for these procedures. The parties acknowledge that aircraft departing Bob Hope Airport utilizing the SLAPP and OROSZ

procedures will be radar vectored by air traffic control north as soon as practicable after take-off and would depend on the circumstances described in paragraph F.

B. Implementation of the proposed open departure procedures SLAPP and OROSZ from Bob Hope Airport are subject to FAA compliance with and evaluation under the National Environmental Policy Act (NEPA) and any other required environmental analysis, including but not limited to the National Historic Preservation Act, Clean Air Act, and Section 4(f) of the Department of Transportation Act. Nothing in this agreement should be construed to commit FAA to a specific outcome of the NEPA environmental review process or require FAA to make any specific decision based on the NEPA environmental review process.

C. Implementation of the open departure procedures SLAPP and OROSZ from Bob Hope Airport are subject to FAA's safety risk management analysis. Nothing in this agreement should be construed to commit FAA to a specific outcome under FAA's safety risk management analysis.

D. If, at the conclusion of either the NEPA review or safety risk management analysis, the FAA determines that it will not proceed with implementing either the SLAPP or OROSZ procedures from Bob Hope Airport, the FAA will document that decision in an "order" subject to the provisions of 49 U.S.C. § 46110.

E. If the conditions in B and C are satisfied, FAA shall: (i) implement the open departure procedures SLAPP and OROSZ from Bob Hope Airport as shown in Exhibit "A" as soon as practicable; (ii) within 60 days of implementation, evaluate whether aircraft are flying the SLAPP and OROSZ procedures as proposed ; and (iii) if necessary and consistent with FAA policies and requirements, make adjustments to the SLAPP and OROSZ procedures to ensure aircraft fly the procedure as proposed and depicted in Exhibit "A."

F. The implementation and aircraft operational use of the open departure procedures SLAPP and OROSZ shown in Exhibit "A" will take place under normal air traffic conditions permitting their use. Aircraft operational use of the open departure procedures are subject to safety and operational restrictions and potential conflicts, including, but not limited to events, other air traffic, weather, and emergencies.

G. To the maximum extent practicable, the FAA agrees that it shall keep aircraft departing from Bob Hope Airport using the open departure procedures SLAPP and OROSZ shown in Exhibit "A" on the procedures. The parties acknowledge that aircraft departing Bob Hope Airport utilizing the SLAPP and OROSZ procedures will be radar vectored by air traffic control north as soon as practicable after take-off and would depend on the circumstances described in paragraph F.

H. The parties agree and understand that due to safety and efficiency it is impossible to restrict or otherwise limit an air traffic controller's options for vectoring aircraft at all times. Adherence to procedures is dependent on a variety of factors at any given time and depends on individual circumstances. Factors and circumstances include air traffic volume and complexity, weather, winds, pilot abilities, aircraft and equipment capabilities, and other flight and air traffic

dynamics. The parties understand that individual aircrew performance requirements are set forth in FAA Order 8260.58A, U.S. Standard for PBN Instrument Procedure Design, and FAA Advisory Circular 90-100A, Change 2, Terminal and En Route Area Navigation (RNAV) Operations. Therefore, FAA must be able to vector aircraft in controlled airspace for safety, separation, operational efficiency, sequencing, or other air traffic control purposes.

I. The FAA agrees to provide to Bob Hope Airport, for public dissemination, quarterly reports for one (1) year regarding the FAA's monitoring of the open departure procedures SLAPP and OROSZ shown in Exhibit "A" to evaluate deviations from expected flight paths. The FAA further agrees to provide copies of such reports to the Associations.

III. Miscellaneous Provisions

Notices. All notices required under this Agreement shall be in writing, and may be given either personally or by registered or certified mail (return receipt requested) or facsimile. Any Party may at any time, by giving 10 days' written notice to the other Party, designate any other person or address in substitution of the address to which such notice shall be given. Such notice shall be given to the Parties at their addresses set forth below:

Parties to identify those to receive future notifications

Benedict Hills Homeowners Association
640 S. San Vicente Blvd. #474
Los Angeles, CA 90048

Benedict Hills Estates Association
9903 Santa Monica Blvd. #355
Beverly Hills, CA 90212

Regional Administrator, Western-Pacific Region
Federal Aviation Administration
15000 Aviation Blvd
Lawndale, CA 90261

Enforcement. If one of the Parties alleges a breach of the terms or conditions of this Agreement, the Party alleging a breach must notify the other in writing prior to filing any legal action regarding this agreement. For purposes of this paragraph, the Associations agree to send written notice to the FAA Office of Regional Counsel, Western Pacific Region. For purposes of this paragraph, the FAA agrees to send written notice to counsel for the Associations, Steven M. Taber, Esq. Upon receipt of such written notice, the Parties shall confer and, as soon as possible, try to resolve the alleged breach. The Parties agree to attempt to resolve any such issues in good faith. Should those attempts be unsuccessful, the Parties agree to engage voluntarily in mediation overseen by the FAA's Office of Dispute Resolution for Acquisitions ("ODRA"). *See* 14 C.F.R. §17.3(q) (defining ODRA and its authority to provide dispute resolution services). The Parties understand that mediation may be terminated by any Party or the mediator at any time. If the

Parties cannot settle the entirety of the dispute in mediation, all unsettled elements shall be subject to the enforcement provision in Section III as stated below.

The Parties reserve the right to judicially enforce any terms or provisions of this Agreement. An action to enforce this Agreement must be brought and pursued in Federal court and shall be governed by and construed in accordance with Federal law.

Own Costs. Each Party shall bear its own costs, including any attorneys' fees, in connection with this Agreement and the litigation giving rise to this Agreement.

Authority. The representatives of each Party hereby certify that he or she is duly authorized to enter into the Agreement. The Associations represent that they have full authority to perform all of the acts and obligations they have agreed to perform under the terms of this Agreement.

The United States, acting through the Department of Justice and the FAA, represents that the FAA has the full authority to perform all of the acts and obligations it and the United States of America has agreed to perform under the terms of this Agreement. Nothing in this Agreement shall be construed to require any action in violation of the Anti-Deficiency Act, 31 U.S.C. § 1341.

Copies and Counterparts. It is contemplated that this Agreement may be executed in counterparts, each of which shall be deemed an original, and all of which together constitute one and the same document. Facsimiles, hard copies, and scanned electronic copies of signatures, including scanned electronic copies sent by email shall constitute acceptable, binding signatures for purposes of this Agreement.

Defense of this Agreement. The Parties agree to vigorously and actively defend this Agreement and all terms embodied herein as fair and reasonable and to vigorously and actively defend the same against any challenge by any individual or entity. The Parties further agree not to undermine directly or indirectly this Agreement or any terms set forth therein for so long as this Agreement remains in effect.

Modification. This Agreement may be supplemented or modified only by the mutual agreement of the Parties. No supplement, amendment, or modification of this Agreement shall be binding unless it is in writing and signed by all duly authorized representatives of each Party.

Successors or Assigns. This Agreement shall be binding upon and inure to the benefit of the Parties and their respective successors, transferees, licensees, agents, heirs, and assigns.

Precedent. Nothing in this Agreement shall constitute an admission concerning any allegation, claim, or defense at issue in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.) or related cases. This Agreement has no precedential effect as to any other dispute between the Parties or between either the Associations or the FAA and any third party. This Agreement is made in light of the unique circumstances of this case and the uncertainty of the specific matters resolved hereby. Nothing herein shall be construed to be an admission of liability or as an interpretation of the validity or terms or provisions of any other instruments or contracts.

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: March 1, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: 
David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____
Edward B. Brody
Its President

Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

By: _____
Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____
Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

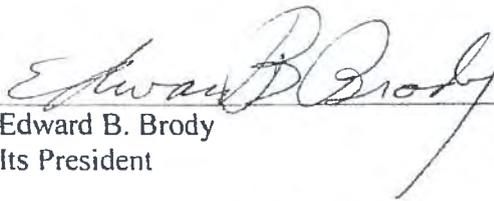
By: _____

David Herman
Its President

Date: 02/17, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____


Edward B. Brody
Its President

Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

By: _____

Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____

Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: _____

David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____

Edward B. Brody
Its President

Date: 3-12, 2018

FEDERAL AVIATION ADMINISTRATION

By: Maurice Hoffman

Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____

Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: Edward B. Brody
Its President

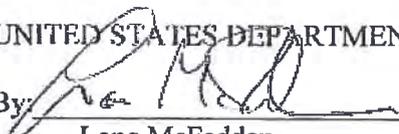
Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

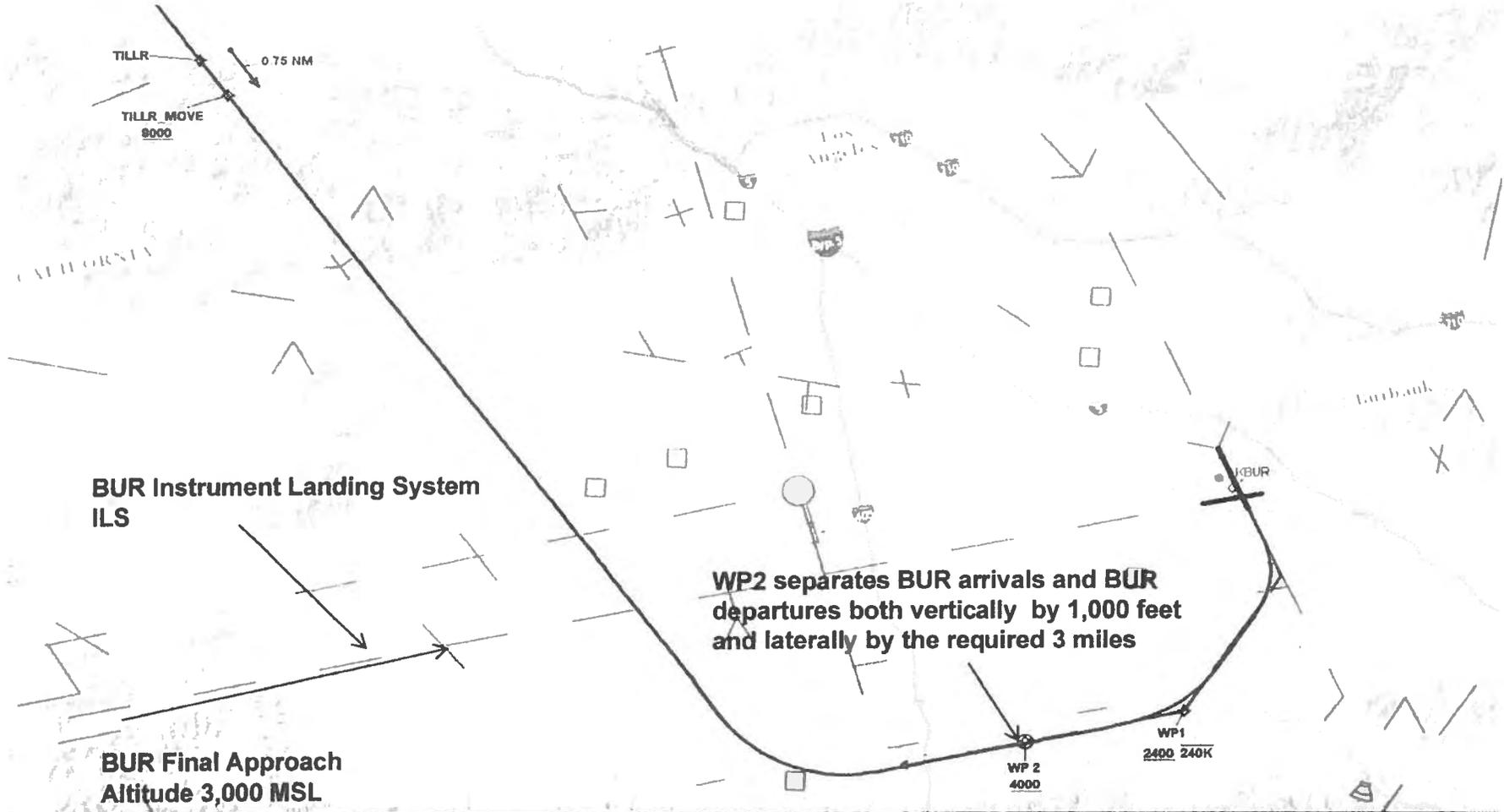
By: _____
Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: 3/16/2, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: 
Lane McFadden
Attorney, Env't & Nat. Res. Division

Benedict Hills Proposal OROSZ SID



Federal Aviation
Administration

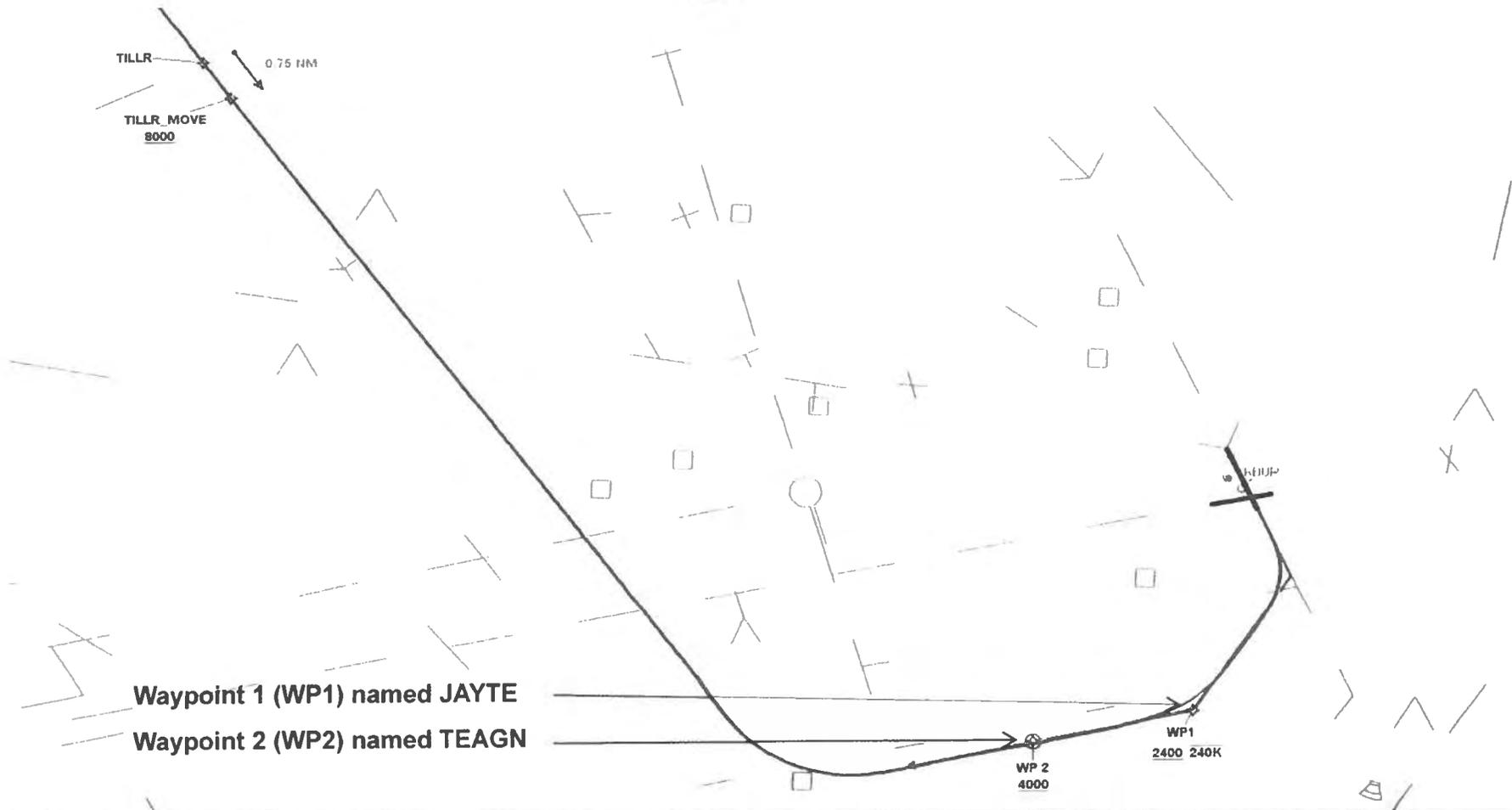
OROSZ and SLAPP Technical Data

Runway Transition Data - KBUR:15_VI CF TF FM

| DB | End Point | Latitude (D° M' S.ss") | Longitude (D° M' S.ss") | FO/FB | Leg | TC | MC | Distance | Altitude | Speed | MEA | MOCA | Arc Center Lat (D° M' S.ss") | Arc Center Lon (D° M' S.ss") | Arc Radius (NM) |
|---------------------------------------|-----------|---------------------------|----------------------------|-------|-----|--------|--------|----------|----------|-------|-----|------|---------------------------------|---------------------------------|--------------------|
| AIRNAV2 r13 10-13- 16 TO UNK | DER RW15 | N34 11 38 06 | W118 21 19 33 | | | | | | | | | | | | |
| | | | | | VI | 167 08 | 155 08 | 1 21 | | | | | | | |
| | JAYTE WP | N34 08 33 85 | W118 23 20 20 | FB | CF | 225 93 | 213 93 | 2 70 | +2400 | -240 | | | | | |
| | TEAGN WP | N34 08 34 83 | W118 26 22 36 | FO | TF | 270 38 | 258 38 | 2 52 | +4000 | | | | | | |
| | TEAGN WP | N34 08 34 83 | W118 26 22 36 | | FM | 270 38 | 258 38 | | | | | | | | |

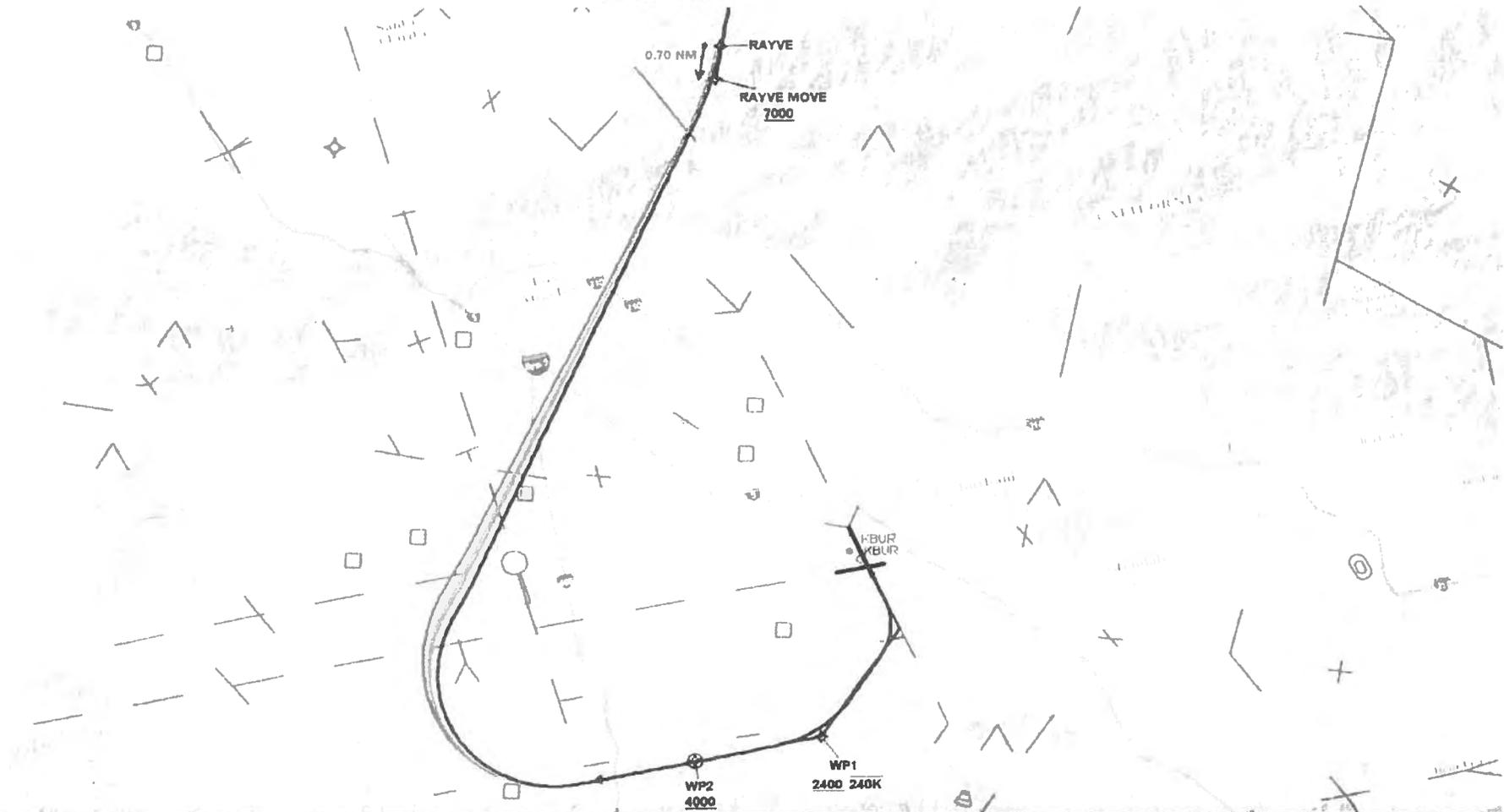


Benedict Hills Proposal OROSZ SID



Federal Aviation
Administration

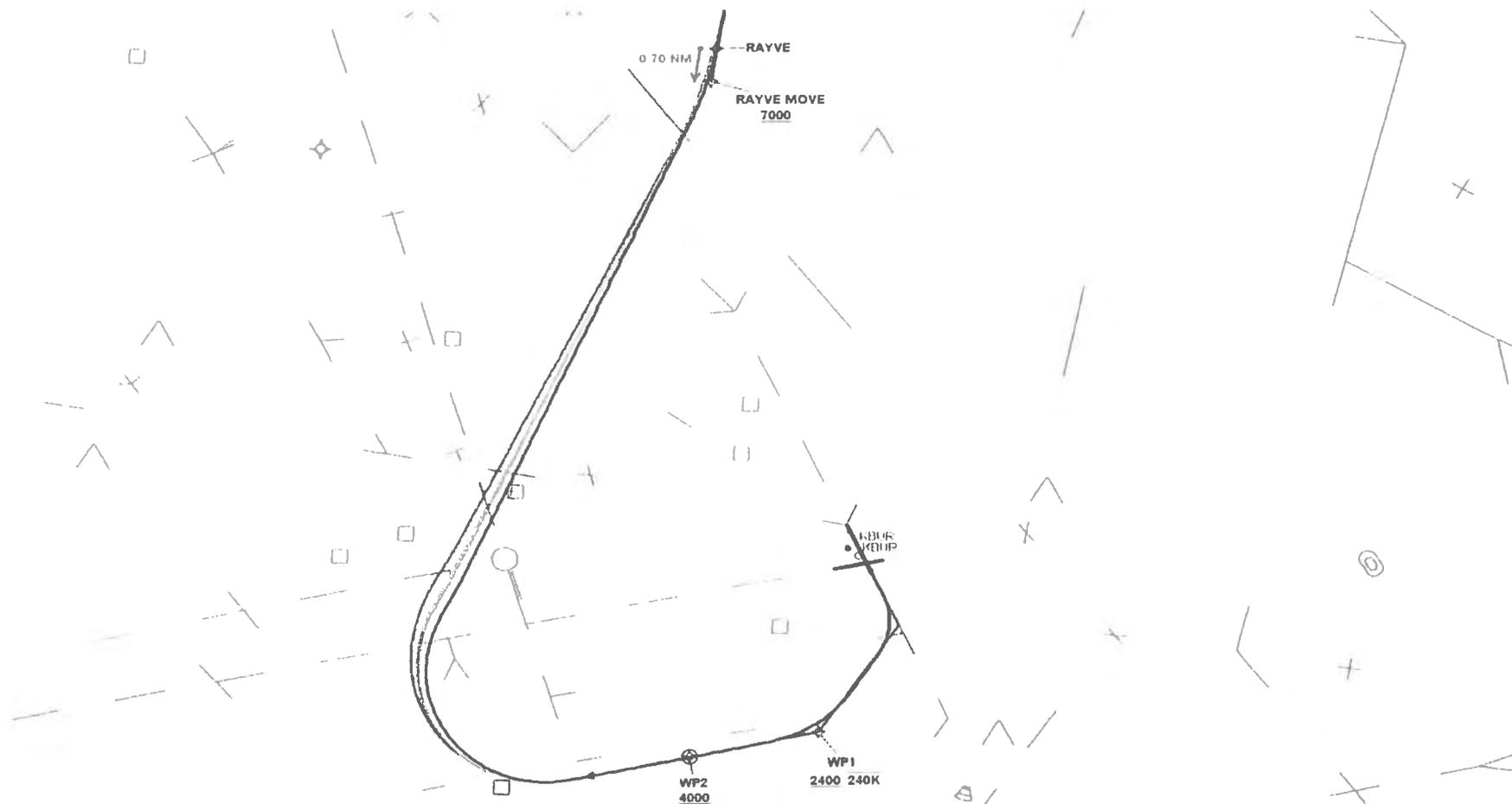
Benedict Hills Proposal SLAPP SID



Federal Aviation
Administration

* EXHIBIT A *

Benedict Hills Proposal SLAPP SID



Federal Aviation
Administration



DRAFT

December 10, 2018

The Honorable Daniel K. Elwell
Acting Administrator
Federal Aviation Administration
800 Independence Ave SW
Washington, DC 20591

Re: Proposed Amendment to OROSZ and SLAPP Area Navigation Departure Procedures at Hollywood Burbank Airport — Request for Consideration of Dispersal Headings/Other Lateral Track Variations to Address Community Noise Concerns

Dear Administrator Elwell:

The Federal Aviation Administration (“FAA”) recently solicited public comments on proposed amendments to the OROSZ and SLAPP area navigation departure (“RNAV”) procedures at Bob Hope Airport (commonly known as Hollywood Burbank Airport) (“Airport”). The Burbank-Glendale-Pasadena Airport Authority (“Authority”), owner and operator of the Airport, respectfully submits this letter pursuant to Section 175 of the FAA Reauthorization Act of 2018 (“Act”) to request that you consider the feasibility of dispersal headings or other lateral track variations to address community noise concerns.

Earlier this year, in response to a significant increase in noise complaints, the Authority retained the firm Landrum & Brown, Inc. (“L&B”) to prepare a flight path analysis and report on the impact of the FAA’s implementation of NextGen in the Southern California Metroplex. L&B presented its findings to the Authority’s Operations & Development Committee at an evening meeting on October 18, 2018. There was exceptionally high public attendance — hundreds of people were accommodated in the meeting room and an overflow space had to be provided. Dozens of public speakers, most of whom are residents of the Studio City and Sherman Oaks neighborhoods in the City of Los Angeles, expressed concerns about increased aircraft noise experienced since the FAA’s March 2017 NextGen implementation in the Southern California Metroplex.

As such, the Authority has consulted with the affected community and makes this request that the proposed OROSZ and SLAPP RNAV amendments not be approved until the FAA analyzes the feasibility of dispersal headings or other lateral track variations to address community noise concerns. Thank you for your attention to this important matter.

Very truly yours,

Zareh Sinanyan
President

cc: FAA Operations Support Group, C/O Public Comments
The Honorable Adam Schiff, Member of Congress, California District 28
The Honorable Brad Sherman, Member of Congress, California District 30
The Honorable Eric Garcetti, Mayor, City of Los Angeles
The Honorable Paul Kerkorian, Council Member, City of Los Angeles
The Honorable Emily Gable-Luddy, Mayor, City of Burbank
Commission Members, Burbank-Glendale-Pasadena Airport Authority

Hollywood Burbank Airport

| REVENUE PASSENGERS | September | | | January - September | | |
|---------------------------------|----------------|----------------|--------------|---------------------|------------------|---------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 49,564 | 40,687 | 21.82% | 475,154 | 364,753 | 30.27% |
| American Airlines | 9,338 | 9,710 | -3.83% | 111,258 | 110,866 | 0.35% |
| Delta Airlines | 16,106 | 11,690 | 37.78% | 107,268 | 94,917 | 13.01% |
| JetBlue Airways | 18,509 | 7,943 | 133.02% | 82,363 | 71,308 | 15.50% |
| Mokulele Airlines | 0 | 0 | N/A | 0 | 0 | N/A |
| Southwest Airlines | 305,864 | 294,912 | 3.71% | 2,807,635 | 2,548,883 | 10.15% |
| United Airlines | 29,968 | 29,844 | 0.42% | 270,814 | 241,157 | 12.30% |
| Total Revenue Passengers | 429,349 | 394,786 | 8.75% | 3,854,492 | 3,431,884 | 12.31% |
| Inbound (deplaned) | 215,642 | 197,692 | 9.08% | 1,926,358 | 1,715,790 | 12.27% |
| Outbound (enplaned) | 213,707 | 197,094 | 8.43% | 1,928,134 | 1,716,094 | 12.36% |

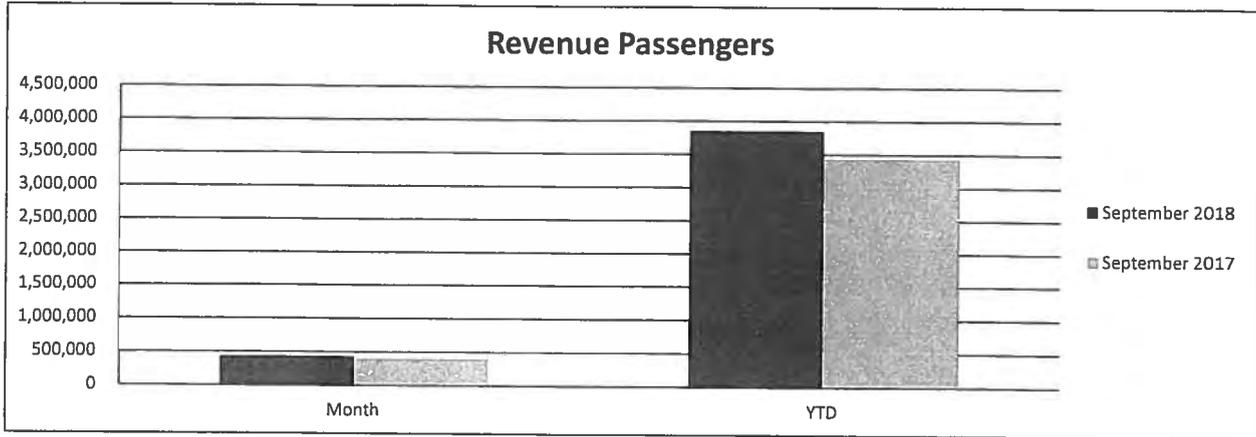
| AIRCRAFT OPERATIONS * | September | | | January - September | | |
|----------------------------------|---------------|---------------|---------------|---------------------|---------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Air Carrier | 4,632 | 4,551 | 1.78% | 41,985 | 39,846 | 5.37% |
| Air Taxi | 1,575 | 1,538 | 2.41% | 14,473 | 12,221 | 18.43% |
| General Aviation | 2,475 | 3,148 | -21.38% | 24,145 | 27,838 | -13.27% |
| Military Itinerant | 38 | 75 | -49.33% | 605 | 819 | -26.13% |
| Civil Local | 1,562 | 1,259 | 24.07% | 18,600 | 16,737 | 11.13% |
| Military Local | 0 | 0 | N/A | 0 | 0 | N/A |
| Total Aircraft Operations | 10,282 | 10,571 | -2.73% | 99,808 | 97,461 | 2.41% |

* Source: FAA Tower Daily Airport Operations Count, adjusted to show Canadair Regional Jet-200 operations as Air Carrier. Includes Hollywood Burbank Airport arrivals/departures only; excludes aircraft that enter local air space but do not land or take off at Hollywood Burbank Airport.

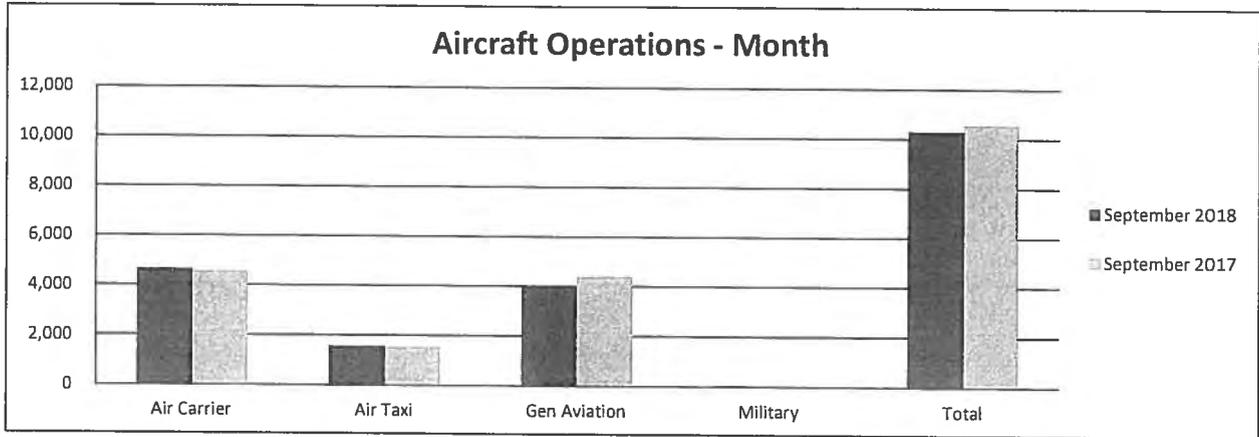
Hollywood Burbank Airport

| AIR CARGO (lbs.) | September | | | January - September | | |
|----------------------------------|------------------|------------------|---------------|---------------------|-------------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 329 | 1,460 | -77.47% | 9,291 | 5,842 | 59.04% |
| American Airlines | | | | | | |
| Delta Airlines | | | | | | |
| JetBlue Airways | | | | | | |
| Mokulele Airlines | | | | | | |
| Southwest Airlines | 174,317 | 140,867 | 23.75% | 1,530,874 | 1,212,673 | 26.24% |
| United Airlines | 42 | 8,337 | -99.50% | 129,669 | 9,904 | 1209.26% |
| Other Scheduled Carriers | | | | | | |
| Federal Express | 4,474,788 | 4,274,340 | 4.69% | 41,900,506 | 41,662,644 | 0.57% |
| United Parcel Service | 3,624,987 | 3,904,137 | -7.15% | 35,079,424 | 35,199,282 | -0.34% |
| Charter/Contract Carriers | | | | | | |
| AirNet Express | 2,766 | 2,184 | 26.65% | 28,026 | 22,486 | 24.64% |
| Ameriflight | 246,260 | 253,350 | -2.80% | 2,297,926 | 1,994,459 | 15.22% |
| Total Air Cargo | 8,523,489 | 8,584,675 | -0.71% | 80,975,716 | 80,107,290 | 1.08% |
| Inbound (deplaned) | 4,138,477 | 4,205,461 | -1.59% | 39,198,102 | 40,533,413 | -3.29% |
| Outbound (enplaned) | 4,385,012 | 4,379,214 | 0.13% | 41,777,614 | 39,573,877 | 5.57% |

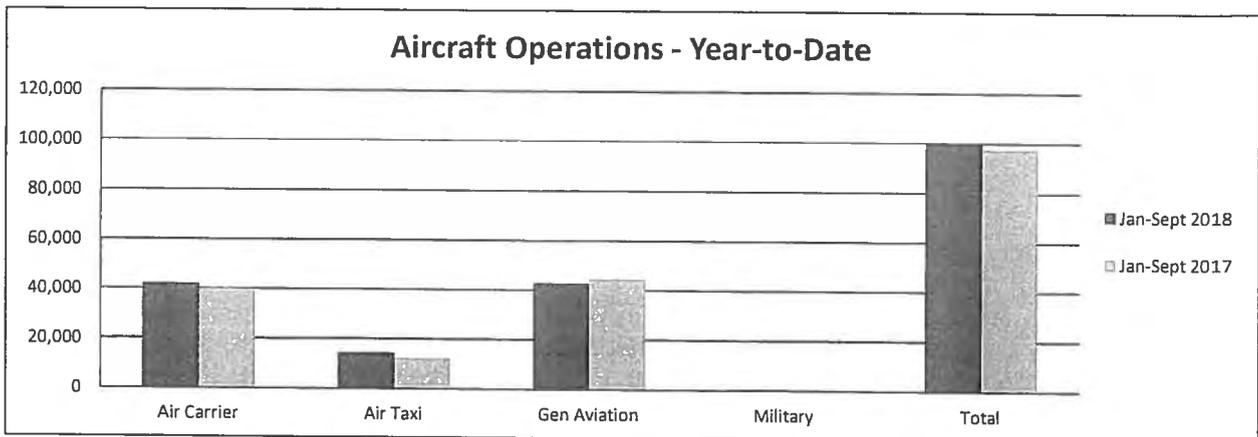
| MAIL (lbs.) | September | | | January - September | | |
|-----------------------|-----------|--------------|-----------------|---------------------|---------------|-----------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | Change |
| United Parcel Service | 0 | 5,898 | -100.00% | 0 | 81,499 | -100.00% |
| Total Mail | 0 | 5,898 | -100.00% | 0 | 81,499 | -100.00% |
| Inbound (deplaned) | 0 | 0 | N/A | 0 | 68,458 | -100.00% |
| Outbound (enplaned) | 0 | 5,898 | -100.00% | 0 | 13,041 | -100.00% |



| Revenue Passengers | Month | YTD |
|--------------------|---------|-----------|
| September 2018 | 429,349 | 3,854,492 |
| September 2017 | 394,786 | 3,431,884 |
| % Change | 8.75% | 12.31% |



| Aircraft Operations - MO | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|--------------------------|-------------|----------|--------------|----------|--------|
| September 2018 | 4,632 | 1,575 | 4,037 | 38 | 10,282 |
| September 2017 | 4,551 | 1,538 | 4,407 | 75 | 10,571 |
| % Change | 1.78% | 2.41% | -8.40% | -49.33% | -2.73% |



| Aircraft Operations - YTD | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|---------------------------|-------------|----------|--------------|----------|--------|
| Jan-Sept 2018 | 41,985 | 14,473 | 42,745 | 605 | 99,808 |
| Jan-Sept 2017 | 39,846 | 12,221 | 44,575 | 819 | 97,461 |
| % Change | 5.37% | 18.43% | -4.11% | -26.13% | 2.41% |

Hollywood Burbank Airport

| REVENUE PASSENGERS | October | | | January - October | | |
|---------------------------------|----------------|----------------|--------------|-------------------|------------------|---------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 50,561 | 43,509 | 16.21% | 525,715 | 408,262 | 28.77% |
| American Airlines | 11,507 | 11,764 | -2.18% | 122,765 | 122,630 | 0.11% |
| Delta Airlines | 18,019 | 13,500 | 33.47% | 125,287 | 108,417 | 15.56% |
| JetBlue Airways | 19,563 | 8,271 | 136.53% | 101,926 | 79,579 | 28.08% |
| Mokulele Airlines | 0 | 147 | -100.00% | 0 | 147 | -100.00% |
| Southwest Airlines | 335,682 | 325,524 | 3.12% | 3,143,317 | 2,874,407 | 9.36% |
| United Airlines | 29,275 | 32,568 | -10.11% | 300,089 | 273,725 | 9.63% |
| Total Revenue Passengers | 464,607 | 435,283 | 6.74% | 4,319,099 | 3,867,167 | 11.69% |
| Inbound (deplaned) | 233,855 | 219,836 | 6.38% | 2,160,213 | 1,935,626 | 11.60% |
| Outbound (enplaned) | 230,752 | 215,447 | 7.10% | 2,158,886 | 1,931,541 | 11.77% |

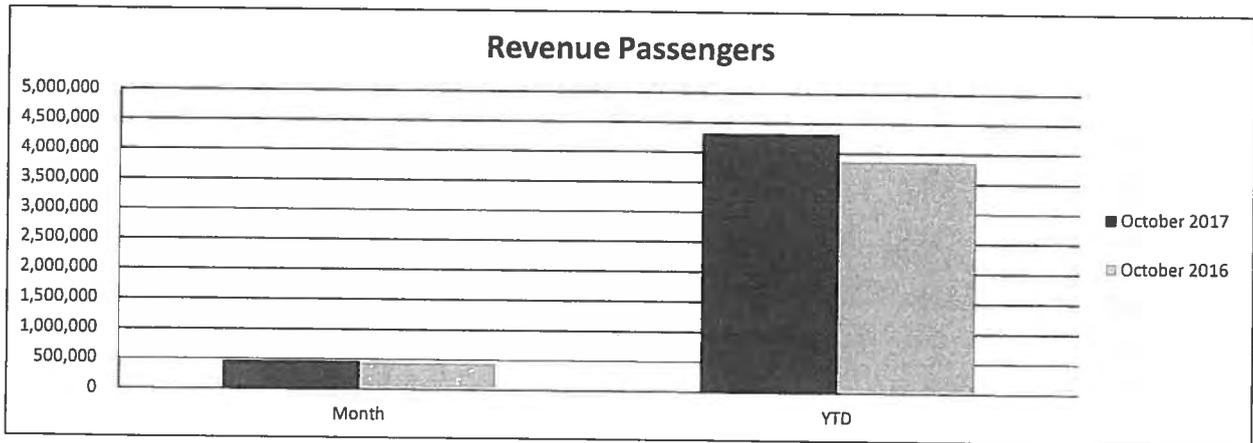
| AIRCRAFT OPERATIONS * | October | | | January - October | | |
|----------------------------------|---------------|---------------|---------------|-------------------|----------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Air Carrier | 4,994 | 4,790 | 4.26% | 46,979 | 44,636 | 5.25% |
| Air Taxi | 1,682 | 1,736 | -3.11% | 16,155 | 13,957 | 15.75% |
| General Aviation | 2,790 | 3,375 | -17.33% | 26,935 | 31,213 | -13.71% |
| Military Itinerant | 29 | 91 | -68.13% | 634 | 910 | -30.33% |
| Civil Local | 1,948 | 1,788 | 8.95% | 20,548 | 18,525 | 10.92% |
| Military Local | 0 | 2 | -100.00% | 0 | 2 | -100.00% |
| Total Aircraft Operations | 11,443 | 11,782 | -2.88% | 111,251 | 109,243 | 1.84% |

* Source: FAA Tower Daily Airport Operations Count, adjusted to show Canadair Regional Jet-200 operations as Air Carrier. Includes Hollywood Burbank Airport arrivals/departures only; excludes aircraft that enter local air space but do not land or take off at Hollywood Burbank Airport.

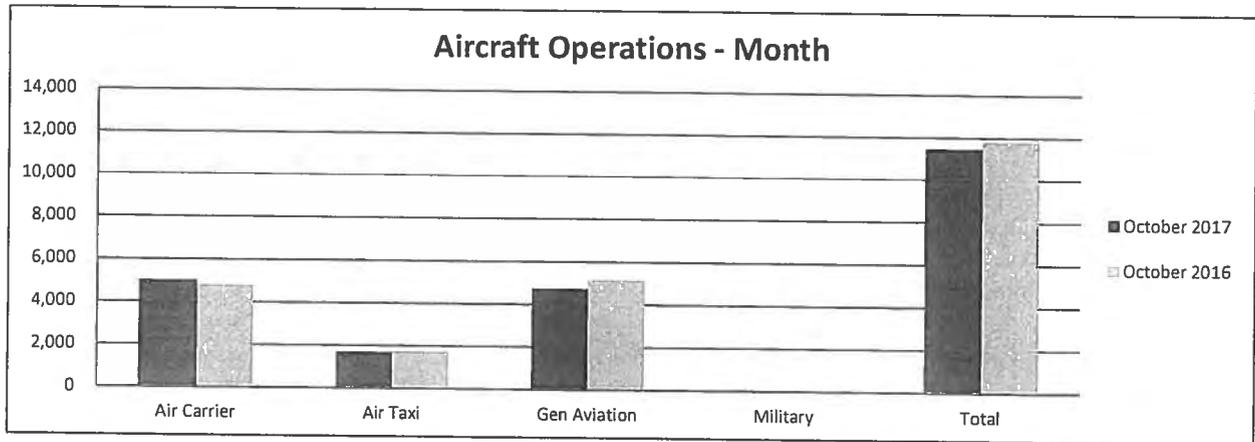
Hollywood Burbank Airport

| AIR CARGO (lbs.) | October | | | January - October | | |
|----------------------------------|------------------|------------------|--------------|-------------------|-------------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 907 | 1,072 | -15.39% | 10,198 | 6,914 | 47.50% |
| American Airways | | | | | | |
| Delta Airlines | | | | | | |
| JetBlue Airways | | | | | | |
| Mokulele Airlines | | | | | | |
| Southwest Airlines | 199,634 | 146,405 | 36.36% | 1,730,508 | 1,359,078 | 27.33% |
| United Airlines | 51 | 1,604 | -96.82% | 129,720 | 11,508 | 1027.22% |
| Other Scheduled Carriers | | | | | | |
| Federal Express | 5,178,080 | 4,546,989 | 13.88% | 47,078,586 | 46,209,633 | 1.88% |
| United Parcel Service | 4,152,252 | 4,002,928 | 3.73% | 39,231,676 | 39,202,210 | 0.08% |
| Charter/Contract Carriers | | | | | | |
| AirNet Express | 3,195 | 2,733 | 16.90% | 31,221 | 25,219 | 23.80% |
| Ameriflight | 245,818 | 268,618 | -8.49% | 2,543,744 | 2,263,077 | 12.40% |
| Total Air Cargo | 9,779,937 | 8,970,349 | 9.03% | 90,755,653 | 89,077,639 | 1.88% |
| Inbound (deplaned) | 4,652,987 | 4,434,428 | 4.93% | 43,851,089 | 44,967,841 | -2.48% |
| Outbound (enplaned) | 5,126,950 | 4,535,921 | 13.03% | 46,904,564 | 44,109,798 | 6.34% |

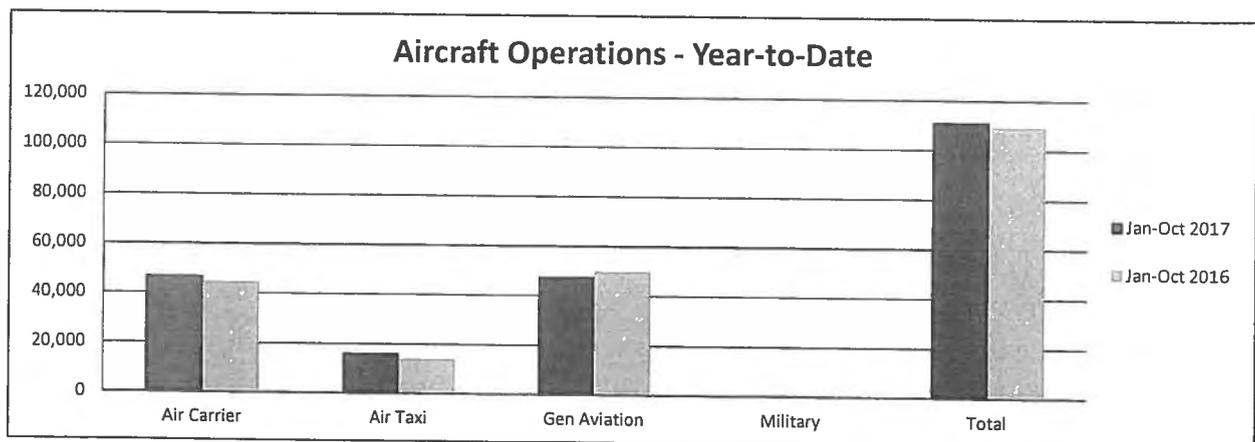
| MAIL (lbs.) | October | | | January - October | | |
|-----------------------|----------|----------|------------|-------------------|---------------|-----------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| United Parcel Service | 0 | 0 | N/A | 0 | 81,499 | -100.00% |
| Total Mail | 0 | 0 | N/A | 0 | 81,499 | -100.00% |
| Inbound (deplaned) | 0 | 0 | N/A | 0 | 68,458 | -100.00% |
| Outbound (enplaned) | 0 | 0 | N/A | 0 | 13,041 | -100.00% |



| Revenue Passengers | Month | YTD |
|--------------------|---------|-----------|
| October 2017 | 464,607 | 4,319,099 |
| October 2016 | 435,283 | 3,867,167 |
| % Change | 6.74% | 11.69% |



| Aircraft Operations - MO | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|--------------------------|-------------|----------|--------------|----------|--------|
| October 2017 | 4,994 | 1,682 | 4,738 | 29 | 11,443 |
| October 2016 | 4,790 | 1,736 | 5,163 | 93 | 11,782 |
| % Change | 4.26% | -3.11% | -8.23% | -68.82% | -2.88% |



| Aircraft Operations - YTD | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|---------------------------|-------------|----------|--------------|----------|---------|
| Jan-Oct 2017 | 46,979 | 16,155 | 47,483 | 634 | 111,251 |
| Jan-Oct 2016 | 44,636 | 13,957 | 49,738 | 912 | 109,243 |
| % Change | 5.25% | 15.75% | -4.53% | -30.48% | 1.84% |

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD.**

**AWARD OF PURCHASE ORDER TO
G&S AIRPORT CONVEYOR**

**FOR
TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER RENOVATION
PROJECT NUMBER E18-15**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks a Commission recommendation for the:

- i) Award of a Design-Build Agreement in the amount of \$526,777 to Charles Pankow Builders, Ltd. ("Pankow") for renovation of the Terminal B ticket counters and security checkpoint;
- ii) Award of a Purchase Order in the amount of \$85,860 to G&S Airport Conveyor ("G&S") for installation of a baggage conveyor belt extension and associated controls in connection with such renovation;
- iii) Approval of a project budget for relocation of associated IT hardware and support in the not-to-exceed amount of \$20,000;
- iv) Approval of a project budget for construction management and administration for a not-to-exceed amount of \$65,000;
- v) Approval of a project aggregate contingency of \$30,000; and
- vi) Authorization for the President to execute the contracts.

This project of \$727,637 was not contemplated during the FY 2019 Budget development however, due to airline schedule changes beginning with American Airlines service to Dallas-Ft. Worth next April and Southwest Airlines service to Nashville next June, the airlines have requested Staff to accommodate facility modifications to support the future air schedule.

BACKGROUND

In addition to the growth in passenger activity the past two fiscal years, the airlines serving the Airport have announced additional air service to current and new destinations. In order to accommodate the anticipated increase in passenger and baggage activity, Staff, in working with the airlines, have developed the proposed project for improvements to the

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

terminal B ticket counters, ticket counter baggage belt, and security screening processing facility.

The proposed improvements will allow the Alaska Airlines ticket counter operation to be relocated from Terminal A to Terminal B (the departure and arrival point for Alaska Airlines flights). Additionally, the proposed improvements will allow for the reallocation of Terminal A space to the remaining Terminal A airlines (American Airlines, JetBlue Airways and Southwest Airlines) to accommodate their increases in air service to their respective operations. The relocation and reallocation of airline operations is made simpler due to the Common Use Passenger Processing System ("CUPPS"), which provides the Authority the flexibility to assign, allocate, and manage the ticket and gate counters and well as aircraft gate assignments.

The Terminal B passenger security screening checkpoint currently has only two lanes for passenger processing and does not have a Transportation Security Administration ("TSA") Pre-Check lane. Additionally, passenger activity has increased, especially for the morning departures, which has impacted the ability of the checkpoint to process the increasing volume of passengers. The Terminal B airlines estimate that more than 40% of the morning passengers are TSA Pre-Check eligible customers.

PROJECT DESCRIPTION AND PHASING

The proposed project will modify and renovate facilities in Terminal B which by increasing the number of available ticket counter positions, extending the ticket counter baggage belt and controls, providing replacement airline ticket office space for Alaska Airlines, and adding a third passenger processing lane to the TSA Security Checkpoint which will be used to accommodate TSA Pre-Check eligible passengers. The proposed project will incorporate space which was formerly rental car counters and is currently vacant; remove an unused office next to the baggage claim belt; reconfigure the dividing wall between bag claim and ticket counter in the lobby; and reconfigure the dividing wall between passenger security screening lanes and the Gate B1 and B2 hold room which will slightly reduce the space within this hold room area.

Upon completion, the project will provide for the following changes:

- 1) Relocation of Alaska Airline passenger ticket counter from Terminal A to Terminal B;
- 2) Assignment of the processing of Alaska Airlines checked bags from Terminal A to Terminal B;
- 3) Relocation of Alaska Airlines ticket office from Terminal A to Terminal B;
- 4) Installation of an additional TSA passenger processing security screening lane to accommodate TSA Pre-Check eligible passengers which will reduce lobby congestion; and
- 5) Maximization of the available bag claim area for arriving passengers in Terminal B.

The proposed design-build project scope includes development of permitted, construction ready design drawings, construction services, and quality control services associated with renovating the existing facility. In summary, the design-builder will perform the following tasks:

-2-

- Complete 100% construction ready design drawings based on the concept drawings provided by the Authority;
- Coordinate with Staff to incorporate requirements of the Airport, TSA, G&S, SIDA and airlines in the final design;
- Complete the plan check and permitting process within the City of Burbank;
- Coordinate with the Airport, TSA, G&S, SIDA and airlines for the placement and connection of their equipment; and
- Provide construction and quality control services.

PROCUREMENT

Staff publicly solicited responses to a Request for Proposals (“RFP”) on the Authority’s PlanetBids e-procurement website. Despite significant attendance at the mandatory pre-proposal meeting, only Pankow submitted a proposal.

G&S is currently under contract with the airlines to maintain the Airport’s existing baggage belts, carousels and conveyors. A necessary element of the proposed renovation is an extension of the existing baggage conveyor behind the proposed additional ticket counters. A quote was requested from G&S to provide and install the belt extension and associated controls and make necessary modifications to the existing system to accommodate the extension. This scope was specifically excluded from the design-builder’s scope as it requires integration with the existing system currently maintained by G&S.

SELECTION PROCESS

The proposal received from Pankow was reviewed by Staff from the Procurement and Engineering departments. The proposal met all of the requirements of the RFP and demonstrated that Pankow has appropriate experience and qualifications. However, Pankow’s proposed fee was \$720,577 and this price significantly exceeded Staff expectations. Staff invited Pankow to meet and discuss its proposal. Following the initial meeting, Staff undertook a detailed job walk with Pankow and its subcontractor team to clarify elements of the project. Based on these clarifications, Pankow submitted a reduced fee proposal of \$526,777.

OPERATIONAL IMPACTS

The project will require that work at Terminal B be performed at night between the hours of 9pm – 5am. This schedule should minimize operational impacts by allowing work to start after the completion of the last flight operation in Terminal B. All Terminal B functions are required to be fully available by 5am every day with liquidated damages within the contract for any delays experienced.

ENVIRONMENTAL REVIEW

Staff has reviewed the California Environmental Quality Act guidelines regarding exemptions applicable to this project and determined that this project is exempt pursuant to the Class 1 categorical exemption (14 C.C.R. § 15301). Among other things, that exemption covers

minor alteration of existing public facilities involving negligible or no expansion of use.

PROPOSED BUDGET

| CATEGORY OF WORK | AMOUNT |
|---|-------------------|
| Pankow Design-Build Agreement | \$ 526,777 |
| G&S Airport Conveyor Purchase Order | \$ 85,860 |
| Construction Management/Contract Administration | \$ 65,000 |
| Associated IT hardware and support | \$ 20,000 |
| Total | \$ 697,637 |
| Project Contingency (See Note below) | \$ 30,000 |
| Project Total | \$ 727,637 |

FUNDING

The adopted FY 2019 budget includes appropriations in the amount of \$100,000 for Terminal B Security Checkpoint Upgrades programmed to be funded through a pending PFC application. The originally contemplated scope included the addition of a new passenger security screening lane; however, the airline need for additional ticket counter space, office space and relocation were not envisioned at the time of budget development. The additional scope and compressed schedule associated with the need to accommodate next summer air service schedule by May 2019 are the drivers to the significant increase in the total project cost.

The total project is now expected to cost \$727,637. The project will be initially funded utilizing Airport Reserves pending reimbursement from an amended PFC Application.

SCHEDULE

The proposed design phase of the project will commence upon approval by the Commission and execution of the contract with Pankow. If the Committee recommends and the Commission approves the proposed project, then a Notice to Proceed to Pankow will be issued on December 11, 2018 with an anticipated mobilization to be on site in March 2019. It is Staff's expectation that Alaska Airlines check-in functions will be fully operational by the end of April 2019 with all remaining work necessary to obtain substantial completion finished by the end of May 2019.

RECOMMENDATION

Subject to the recommendation of the Operations and Development Committee at its meeting immediately prior to the Commission meeting, Staff recommends the Commission: 1) award of a Design-Build Agreement to Pankow in the amount of \$526,777 for the

-4-

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

Terminal B Security Checkpoint & Ticket Counter Renovation Project; 2) award of a Purchase Order to G&S in the amount of \$85,860 for installation of a baggage conveyor belt extension and associated controls; 3) approve a project budget for relocation of associated IT hardware and support in the not-to-exceed amount of \$20,000; 4) approve a project budget for construction management and administration for a not-to-exceed amount of \$65,000; 5) approve a project aggregate contingency of \$30,000; and 6) authorize the President to execute the contracts.

-5-

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF DESIGN-BUILD AGREEMENT TO
CHARLES PANKOW BUILDERS, LTD./AWARD OF
PURCHASE ORDER TO G&S AIRPORT CONVEYOR/
FOR TERMINAL B SECURITY CHECKPOINT AND TICKET COUNTER
RENOVATION PROJECT NUMBER E18-15

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**APPROVAL OF CHANGE ORDER #2
TO
THE STONE COLLECTOR
FOR
BUILDING #36 DATA SERVER ROOM UPGRADES
PROJECT NUMBER E17-01**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval for a Change Order #2, in the amount of \$74,871, to the contract with The Stone Collector for additional scope, revised phasing requirements, and delay costs associated with the Building #36 Server Room Upgrades project.

BACKGROUND

At its meeting on March 20, 2017, the Commission awarded a contract to The Stone Collector for the Building #36 Server Room Upgrades project. This project includes: installation of a new HVAC system; replacement of the existing wet sprinklers with a pre-action dry sprinklers system; installation of a fire suppression system; installation of clean-room specific ceiling tiles; sealing all entry points for cables and conduits to meet the air tightness requirements of the new fire suppression system; installation of Title 24 specific lighting; and necessary changes to certain electrical components.

The Stone Collector was given notice to proceed on May 22, 2017, with an expected project duration of 90 calendar days. However, the contractor was placed on hold the third week of June 2017 due to the need to evaluate changes to the project scope in response to the discovery of unanticipated electrical issues. This delay was compounded by impacts associated with the HVAC and electrical work being undertaken in the redundant server room located in the main terminal. In order for the work to proceed in Building #36, the redundant server room needed to be fully operational.

Since June 2017, work on the Building #36 Data Server Room Upgrades project has been advanced intermittently. Last May 2017, Change Order #1 was executed with The Stone Collector to include installation of anti-static flooring and painting of the server room. This change to the project scope was, in part, to address changes necessary to accommodate certain existing conditions discovered during work to modify the HVAC roof curb and condensate line routing. Change Order #1 was in the amount of \$23,176 and was within the \$46,600 aggregate project contingency approved by the Commission.

Separate from the discovery of existing conditions to be addressed, a recommendation to replace the DVSS servers was received due to the number of failures and downtime that began to occur. The electrical requirements for replacement DVSS servers included increased power capacity, power redundancy, and power regularity. To accommodate this power requirement, a change order was negotiated with Cal+Pac, the designer of the Building #36 Server Room Upgrade Project, in the amount of \$6,500 to incorporate a new dedicated 100-amp electrical power circuit. This dedicated 100-amp panel will meet the near and long-term needs of the new DVSS servers and the data contained therein.

The revised design drawings incorporating the 100-amp panel were completed and provided to The Stone Collector for pricing. The price proposed by the contractor exceeds the remaining uncommitted project budget authorized in 2017.

PROJECT DETAILS

The scope of the proposed Change Order #2 is as follows:

1. Install a dedicated circuit for the servers with a 100-amp panel in the Building #36 Data Server Room - \$18,500
2. Radio rack relocation power supply - \$4,998
3. Provide and install additional light fixtures - \$6,500
4. Remobilizations expense - \$11,373
5. HVAC Equipment Startup -\$3,500
6. Additional costs due to project delays - \$30,000

The above tasks to complete the project is \$74,871.

SCHEDULE

The work will begin as soon as possible after the execution of Change Order #2, with the work scheduled to be complete by June 30, 2019.

OPERATIONS IMPACTS

All work will be phased and coordinated with IT, Engineering, and Operations and Maintenance departments to have minimal impacts on airport operations.

BUDGET IMPACTS

The adopted FY 2019 budget includes PFC funded appropriations for the completion of this project in the amount of \$350,000. The revised FY 2019 cost to complete the project

-2-

(including proposed Change Order #2) is \$331,011. These costs will initially be funded through Airport Reserves pending approval of a previously submitted PFC Application.

The total cost of this multi-year project, including the proposed change order, is \$476,047.

RECOMMENDATIONS

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission approve Change Order #2, in the amount of \$74,871, to the contract with The Stone Collector for additional scope, revised phasing requirements, and delay costs associated with the Building #36 Server Room Upgrade Project.

**BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY**

CHANGE ORDER

PROJECT: Building 36 Server Room

CHANGE ORDER NUMBER:02

INITIATION DATE: November 15, 2018

TO: (Contractor)

PROJECT NUMBER:E17-01

The Stone Collector
2220 Skyline Drive
Fullerton, CA 92831

CONTRACT FOR:BLDG. 36 Server Room

CONTRACT DATE: May 22, 2017

You are directed to make the following changes:

| | |
|---|--------------|
| 1 Install 100 Amp Panel Per Attached DWG | \$ 18,500.00 |
| 2 Radio Rack Relocation Power Supply | \$ 4,998.00 |
| 3 Provide & Install Add'l Lighting Fixtures per Attached DWG | \$ 6,500.00 |
| 4 Add'l time & Expenses Due to Project Delay | \$ 11,373.00 |
| 5 AC Equipment Start Up | \$ 3,500.00 |
| 6 Additional Costs Due to Project Delay | \$ 30,000.00 |
| 7 Project Extension of 365 Days from June 30, 2018 to June 30, 2019 | \$ - |

GRAND TOTAL \$74,871.00

| | |
|---|--------------|
| The original Contract Sum was..... | \$378,000.00 |
| Net change by previously authorized Change Orders..... | \$23,175.82 |
| The Contract Sum prior to this Change Order was..... | \$401,175.82 |
| The Contract Sum will be increased by this Change Order..... | \$74,871.00 |
| The new Contract Sum including this Change Order will be..... | \$476,046.82 |
| The Contract Time will be extended to June 30, 2019 | |

| | |
|--|-----------------------------------|
| CONTRACTOR | OWNER |
| The Stone Collector | Burbank-Glendale-Pasadena Airport |
| ADDRESS | ADDRESS |
| 2220 Skyline Drive | 2627 Hollywood Way |
| Fullerton, CA 92831 | Burbank, CA 91505 |
| BY  | BY |
| DATE 11/15/18 | DATE |



PROJECT AUTHORITY: SPECIAL

BURBANK GLENDALE PASADENA AIRPORT BUILDING 36 DATA ROOM RENOVATION

PROJECT NO. 16450

DATE: 10/11/01
BY: [Signature]
CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

SINGLE LINE DIAGRAM & SCHEDULES

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

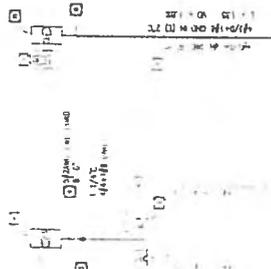
DATE: 10/11/01

BY: [Signature]

CHECKED BY: [Signature]

REFERENCE NOTES:

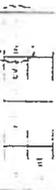
1. REFER TO ALL NOTES ON DRAWING SHEETS FOR THE PROJECT.
2. ALL DIMENSIONS ARE IN FEET AND INCHES UNLESS OTHERWISE NOTED.
3. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE NOTED.
4. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
5. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
6. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
7. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
8. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
9. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
10. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
11. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
12. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
13. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
14. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
15. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
16. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
17. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
18. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.
19. ALL DIMENSIONS ARE TO SURFACE UNLESS OTHERWISE NOTED.
20. ALL DIMENSIONS ARE TO CENTERLINE UNLESS OTHERWISE NOTED.



GROUND LEVEL



PANEL KEY

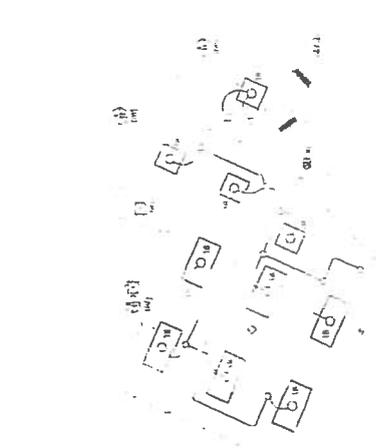


REFERENCE NOTE:

REFERENCE NOTES:

- (1) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (2) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (3) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (4) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (5) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (6) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (7) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (8) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (9) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).
- (10) ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).

- (1) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (2) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (3) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (4) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (5) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (6) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (7) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (8) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (9) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
- (10) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.



PARTIAL 2ND FLOOR LIGHTING PLAN

PARTIAL 2ND FLOOR ELECTRICAL DEMOLITION PLAN



- REFERENCE NOTES:**
- (1) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (2) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (3) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (4) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (5) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (6) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (7) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (8) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (9) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.
 - (10) REMOVE ALL EXISTING ELECTRICAL PANELS AND EQUIPMENT FROM THE SECOND FLOOR.

HOMERUN CIRCUIT SCHEDULE

| NO. | CIRCUIT | TYPE | LOCATION |
|-----|---------|----------|----------|
| 1 | 3047 | 120V 15A | 3047 |
| 2 | 3048 | 120V 15A | 3048 |
| 3 | 3049 | 120V 15A | 3049 |
| 4 | 3050 | 120V 15A | 3050 |
| 5 | 3051 | 120V 15A | 3051 |
| 6 | 3052 | 120V 15A | 3052 |
| 7 | 3053 | 120V 15A | 3053 |
| 8 | 3054 | 120V 15A | 3054 |
| 9 | 3055 | 120V 15A | 3055 |
| 10 | 3056 | 120V 15A | 3056 |
| 11 | 3057 | 120V 15A | 3057 |
| 12 | 3058 | 120V 15A | 3058 |
| 13 | 3059 | 120V 15A | 3059 |
| 14 | 3060 | 120V 15A | 3060 |
| 15 | 3061 | 120V 15A | 3061 |
| 16 | 3062 | 120V 15A | 3062 |
| 17 | 3063 | 120V 15A | 3063 |
| 18 | 3064 | 120V 15A | 3064 |
| 19 | 3065 | 120V 15A | 3065 |
| 20 | 3066 | 120V 15A | 3066 |
| 21 | 3067 | 120V 15A | 3067 |
| 22 | 3068 | 120V 15A | 3068 |
| 23 | 3069 | 120V 15A | 3069 |
| 24 | 3070 | 120V 15A | 3070 |
| 25 | 3071 | 120V 15A | 3071 |
| 26 | 3072 | 120V 15A | 3072 |
| 27 | 3073 | 120V 15A | 3073 |
| 28 | 3074 | 120V 15A | 3074 |
| 29 | 3075 | 120V 15A | 3075 |
| 30 | 3076 | 120V 15A | 3076 |
| 31 | 3077 | 120V 15A | 3077 |
| 32 | 3078 | 120V 15A | 3078 |
| 33 | 3079 | 120V 15A | 3079 |
| 34 | 3080 | 120V 15A | 3080 |
| 35 | 3081 | 120V 15A | 3081 |
| 36 | 3082 | 120V 15A | 3082 |
| 37 | 3083 | 120V 15A | 3083 |
| 38 | 3084 | 120V 15A | 3084 |
| 39 | 3085 | 120V 15A | 3085 |
| 40 | 3086 | 120V 15A | 3086 |
| 41 | 3087 | 120V 15A | 3087 |
| 42 | 3088 | 120V 15A | 3088 |
| 43 | 3089 | 120V 15A | 3089 |
| 44 | 3090 | 120V 15A | 3090 |
| 45 | 3091 | 120V 15A | 3091 |
| 46 | 3092 | 120V 15A | 3092 |
| 47 | 3093 | 120V 15A | 3093 |
| 48 | 3094 | 120V 15A | 3094 |
| 49 | 3095 | 120V 15A | 3095 |
| 50 | 3096 | 120V 15A | 3096 |
| 51 | 3097 | 120V 15A | 3097 |
| 52 | 3098 | 120V 15A | 3098 |
| 53 | 3099 | 120V 15A | 3099 |
| 54 | 3100 | 120V 15A | 3100 |
| 55 | 3101 | 120V 15A | 3101 |
| 56 | 3102 | 120V 15A | 3102 |
| 57 | 3103 | 120V 15A | 3103 |
| 58 | 3104 | 120V 15A | 3104 |
| 59 | 3105 | 120V 15A | 3105 |
| 60 | 3106 | 120V 15A | 3106 |
| 61 | 3107 | 120V 15A | 3107 |
| 62 | 3108 | 120V 15A | 3108 |
| 63 | 3109 | 120V 15A | 3109 |
| 64 | 3110 | 120V 15A | 3110 |
| 65 | 3111 | 120V 15A | 3111 |
| 66 | 3112 | 120V 15A | 3112 |
| 67 | 3113 | 120V 15A | 3113 |
| 68 | 3114 | 120V 15A | 3114 |
| 69 | 3115 | 120V 15A | 3115 |
| 70 | 3116 | 120V 15A | 3116 |
| 71 | 3117 | 120V 15A | 3117 |
| 72 | 3118 | 120V 15A | 3118 |
| 73 | 3119 | 120V 15A | 3119 |
| 74 | 3120 | 120V 15A | 3120 |
| 75 | 3121 | 120V 15A | 3121 |
| 76 | 3122 | 120V 15A | 3122 |
| 77 | 3123 | 120V 15A | 3123 |
| 78 | 3124 | 120V 15A | 3124 |
| 79 | 3125 | 120V 15A | 3125 |
| 80 | 3126 | 120V 15A | 3126 |
| 81 | 3127 | 120V 15A | 3127 |
| 82 | 3128 | 120V 15A | 3128 |
| 83 | 3129 | 120V 15A | 3129 |
| 84 | 3130 | 120V 15A | 3130 |
| 85 | 3131 | 120V 15A | 3131 |
| 86 | 3132 | 120V 15A | 3132 |
| 87 | 3133 | 120V 15A | 3133 |
| 88 | 3134 | 120V 15A | 3134 |
| 89 | 3135 | 120V 15A | 3135 |
| 90 | 3136 | 120V 15A | 3136 |
| 91 | 3137 | 120V 15A | 3137 |
| 92 | 3138 | 120V 15A | 3138 |
| 93 | 3139 | 120V 15A | 3139 |
| 94 | 3140 | 120V 15A | 3140 |
| 95 | 3141 | 120V 15A | 3141 |
| 96 | 3142 | 120V 15A | 3142 |
| 97 | 3143 | 120V 15A | 3143 |
| 98 | 3144 | 120V 15A | 3144 |
| 99 | 3145 | 120V 15A | 3145 |
| 100 | 3146 | 120V 15A | 3146 |

100% ALARM WIRING LEGEND

SPECIAL OUTLET SYMBOL

ALL WORK SHALL BE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE NATIONAL ELECTRICAL CODE (NEC) AND THE NATIONAL FIRE ALARM CODE (NFPA 72).



REGISTERED ELECTRICAL ENGINEER

BURBANK GLENDALE PASADENA AIRPORT
BUILDING 36 DATA ROOM RENOVATION

PROJECT NO. 10000-1
DATE: 11/15/11
SCALE: AS SHOWN

DESIGNED BY: [Signature]
CHECKED BY: [Signature]

REVISIONS

| NO. | DATE | DESCRIPTION |
|-----|----------|------------------|
| 1 | 11/15/11 | ISSUE FOR PERMIT |
| 2 | 11/15/11 | ISSUE FOR PERMIT |
| 3 | 11/15/11 | ISSUE FOR PERMIT |
| 4 | 11/15/11 | ISSUE FOR PERMIT |
| 5 | 11/15/11 | ISSUE FOR PERMIT |
| 6 | 11/15/11 | ISSUE FOR PERMIT |
| 7 | 11/15/11 | ISSUE FOR PERMIT |
| 8 | 11/15/11 | ISSUE FOR PERMIT |
| 9 | 11/15/11 | ISSUE FOR PERMIT |
| 10 | 11/15/11 | ISSUE FOR PERMIT |
| 11 | 11/15/11 | ISSUE FOR PERMIT |
| 12 | 11/15/11 | ISSUE FOR PERMIT |
| 13 | 11/15/11 | ISSUE FOR PERMIT |
| 14 | 11/15/11 | ISSUE FOR PERMIT |
| 15 | 11/15/11 | ISSUE FOR PERMIT |
| 16 | 11/15/11 | ISSUE FOR PERMIT |
| 17 | 11/15/11 | ISSUE FOR PERMIT |
| 18 | 11/15/11 | ISSUE FOR PERMIT |
| 19 | 11/15/11 | ISSUE FOR PERMIT |
| 20 | 11/15/11 | ISSUE FOR PERMIT |
| 21 | 11/15/11 | ISSUE FOR PERMIT |
| 22 | 11/15/11 | ISSUE FOR PERMIT |
| 23 | 11/15/11 | ISSUE FOR PERMIT |
| 24 | 11/15/11 | ISSUE FOR PERMIT |
| 25 | 11/15/11 | ISSUE FOR PERMIT |
| 26 | 11/15/11 | ISSUE FOR PERMIT |
| 27 | 11/15/11 | ISSUE FOR PERMIT |
| 28 | 11/15/11 | ISSUE FOR PERMIT |
| 29 | 11/15/11 | ISSUE FOR PERMIT |
| 30 | 11/15/11 | ISSUE FOR PERMIT |
| 31 | 11/15/11 | ISSUE FOR PERMIT |
| 32 | 11/15/11 | ISSUE FOR PERMIT |
| 33 | 11/15/11 | ISSUE FOR PERMIT |
| 34 | 11/15/11 | ISSUE FOR PERMIT |
| 35 | 11/15/11 | ISSUE FOR PERMIT |
| 36 | 11/15/11 | ISSUE FOR PERMIT |
| 37 | 11/15/11 | ISSUE FOR PERMIT |
| 38 | 11/15/11 | ISSUE FOR PERMIT |
| 39 | 11/15/11 | ISSUE FOR PERMIT |
| 40 | 11/15/11 | ISSUE FOR PERMIT |
| 41 | 11/15/11 | ISSUE FOR PERMIT |
| 42 | 11/15/11 | ISSUE FOR PERMIT |
| 43 | 11/15/11 | ISSUE FOR PERMIT |
| 44 | 11/15/11 | ISSUE FOR PERMIT |
| 45 | 11/15/11 | ISSUE FOR PERMIT |
| 46 | 11/15/11 | ISSUE FOR PERMIT |
| 47 | 11/15/11 | ISSUE FOR PERMIT |
| 48 | 11/15/11 | ISSUE FOR PERMIT |
| 49 | 11/15/11 | ISSUE FOR PERMIT |
| 50 | 11/15/11 | ISSUE FOR PERMIT |
| 51 | 11/15/11 | ISSUE FOR PERMIT |
| 52 | 11/15/11 | ISSUE FOR PERMIT |
| 53 | 11/15/11 | ISSUE FOR PERMIT |
| 54 | 11/15/11 | ISSUE FOR PERMIT |
| 55 | 11/15/11 | ISSUE FOR PERMIT |
| 56 | 11/15/11 | ISSUE FOR PERMIT |
| 57 | 11/15/11 | ISSUE FOR PERMIT |
| 58 | 11/15/11 | ISSUE FOR PERMIT |
| 59 | 11/15/11 | ISSUE FOR PERMIT |
| 60 | 11/15/11 | ISSUE FOR PERMIT |
| 61 | 11/15/11 | ISSUE FOR PERMIT |
| 62 | 11/15/11 | ISSUE FOR PERMIT |
| 63 | 11/15/11 | ISSUE FOR PERMIT |
| 64 | 11/15/11 | ISSUE FOR PERMIT |
| 65 | 11/15/11 | ISSUE FOR PERMIT |
| 66 | 11/15/11 | ISSUE FOR PERMIT |
| 67 | 11/15/11 | ISSUE FOR PERMIT |
| 68 | 11/15/11 | ISSUE FOR PERMIT |
| 69 | 11/15/11 | ISSUE FOR PERMIT |
| 70 | 11/15/11 | ISSUE FOR PERMIT |
| 71 | 11/15/11 | ISSUE FOR PERMIT |
| 72 | 11/15/11 | ISSUE FOR PERMIT |
| 73 | 11/15/11 | ISSUE FOR PERMIT |
| 74 | 11/15/11 | ISSUE FOR PERMIT |
| 75 | 11/15/11 | ISSUE FOR PERMIT |
| 76 | 11/15/11 | ISSUE FOR PERMIT |
| 77 | 11/15/11 | ISSUE FOR PERMIT |
| 78 | 11/15/11 | ISSUE FOR PERMIT |
| 79 | 11/15/11 | ISSUE FOR PERMIT |
| 80 | 11/15/11 | ISSUE FOR PERMIT |
| 81 | 11/15/11 | ISSUE FOR PERMIT |
| 82 | 11/15/11 | ISSUE FOR PERMIT |
| 83 | 11/15/11 | ISSUE FOR PERMIT |
| 84 | 11/15/11 | ISSUE FOR PERMIT |
| 85 | 11/15/11 | ISSUE FOR PERMIT |
| 86 | 11/15/11 | ISSUE FOR PERMIT |
| 87 | 11/15/11 | ISSUE FOR PERMIT |
| 88 | 11/15/11 | ISSUE FOR PERMIT |
| 89 | 11/15/11 | ISSUE FOR PERMIT |
| 90 | 11/15/11 | ISSUE FOR PERMIT |
| 91 | 11/15/11 | ISSUE FOR PERMIT |
| 92 | 11/15/11 | ISSUE FOR PERMIT |
| 93 | 11/15/11 | ISSUE FOR PERMIT |
| 94 | 11/15/11 | ISSUE FOR PERMIT |
| 95 | 11/15/11 | ISSUE FOR PERMIT |
| 96 | 11/15/11 | ISSUE FOR PERMIT |
| 97 | 11/15/11 | ISSUE FOR PERMIT |
| 98 | 11/15/11 | ISSUE FOR PERMIT |
| 99 | 11/15/11 | ISSUE FOR PERMIT |
| 100 | 11/15/11 | ISSUE FOR PERMIT |

SECOND FLOOR ELECTRICAL PLAN

KEY PLAN

SCALE: 1/8" = 1'-0"

PARTIAL 2ND FLOOR POWER & SIGNAL PLAN



PROPOSED ELECTRICAL APPROVAL

BURBANK GLENDALE PASADENA AIRPORT BUILDING 36 DATA ROOM RENOVATION

10466-1
PROFESSIONAL ENGINEER
STATE OF CALIFORNIA
ELECTRICAL
EXPIRES 10/20/00

DATE: 10/20/00

PROJECT: BURBANK GLENDALE PASADENA AIRPORT
BUILDING 36 DATA ROOM RENOVATION

DATE: 10/20/00

SCALE: AS SHOWN

DATE: 10/20/00

ROOF LEVEL
ELECTRICAL PLANS

SHEET NO.

E-3-00

REFERENCE NOTES

- 1) CONSULT THE ARCHITECT'S DRAWINGS FOR THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 2) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 3) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 4) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 5) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.

REFERENZI NOTES

- 1) CONSULT THE ARCHITECT'S DRAWINGS FOR THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 2) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 3) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 4) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.
- 5) VERIFY THE LOCATION OF ALL STRUCTURAL MEMBERS AND ALL MECHANICAL, ELECTRICAL, AND PLUMBING WORK.



KEY PLAN

SCALE: AS SHOWN

ROOF PLAN DEMOLITION PLAN

ROOF PLAN - REMODEL PLAN

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF CONTRACT
ELEVATORS ETC. LP
FOR
ELEVATOR, ESCALATOR AND MOVING WALKWAY
INSPECTION, MAINTENANCE AND REPAIR SERVICES**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award an Airport Conveyance Equipment Services Agreement ("Agreement") to Elevators Etc. LP ("Elevators Etc.") for preventative maintenance services, on-call repair services, and emergency repair services for six elevators, two escalators, and six moving walkways located throughout the Airport. The Agreement will be for a three-year period with two one-year extension options available to the Authority. For preventative maintenance services during the three-year base term, the annual fee will be \$78,594 totaling to \$235,782 for the three-year period. The contract also includes rates for on-call repair and emergency services.

BACKGROUND

In November 2015, the Authority awarded two purchase orders to Excelsior Elevator ("Excelsior") for monthly inspection and preventative maintenance for the previously described conveyance systems and for time and material as-needed repairs cost. These conveyance systems are located in the elevated covered walkway and North Tower, the Replacement Parking Structure, the Short-Term Parking Structure, Building 10 of the terminal, and Building 36. There are escalators and elevators within the Regional Intermodal Transportation Center which are the responsibility of the rental car companies to maintain and are not included in the scope of the proposed contract.

REQUEST FOR PROPOSALS

In September 2018 Staff issued a Request for Proposals ("RFP") for the inspection, preventative maintenance, on-call repair and emergency repair services for elevators, escalators and moving walkways. Proposals were received from two firms, Elevators Etc. and Excelsior.

EVALUATION AND SELECTION PROCESS

Proposals were evaluated by a panel consisting of three staff members. The firms were scored based upon five selection criteria for a total of 100 maximum points possible as described below:

- SC-1 Experience and Past Performance (20 points)
- SC-2 Firm Capabilities (20 points)

- SC-3 Technical Approach (20 points)
- SC-4 Agreement Acceptance (10 points)
- SC-5 Price (30 points)

The average scores are presented in the table below and demonstrate that, despite the higher annual price for preventative maintenance, it is the determination of the evaluation panel that Elevators Etc. would provide the best value to the Authority.

| | Annual PM Price | SC-1 | SC-2 | SC-3 | SC-4 | SC-5 | Total |
|----------------------------|------------------|------|------|------|------|------|-------------|
| Max Points Possible | | 20 | 20 | 20 | 10 | 30 | 100 |
| Excelsior | \$ 39,906 | 15.7 | 14.0 | 11.0 | 10.0 | 27.0 | 77.7 |
| Elevators Etc. | \$ 78,594 | 19.7 | 20.0 | 20.0 | 10.0 | 20.0 | 89.7 |

The current annual preventative maintenance cost for the elevators, escalators, and moving walkways described above is \$49,962. However, to date, in the current fiscal year the Authority has already spent \$80,473.73 on repair service calls in addition to the monthly preventative service cost. It is staff's expectation that a more robust preventative maintenance service program will result in fewer service calls for repairs and less equipment downtime. Based on a review of the submitted proposals, the panel determined that Elevators Etc. presented a more complete preventative maintenance program which should improve the equipment reliability and reduce down time. The additional money spent on preventative maintenance is expected to be offset by a reduction in the amount of on-call and emergency repair services.

FUNDING

The annual cost for preventative maintenance services by Elevators Etc. is \$78,594. This amounts to \$235,782 for preventative services for the three-year base term of the contract. Any identified repairs will be charged at predetermined rate on an as-needed basis. It needs to be noted that the rental car companies are responsible for 90% of the annual preventative maintenance cost for the conveyance facilities for the elevated covered walkway. The remaining costs are the Authority's responsibility, which are part of the annual O&M budget which is passed onto the airlines.

RECOMMENDATION

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the

-2-

\\STAFF REPORTS\COMMISSION\12-10-18
 AWARD OF CONTRACT_ELEVATORS ETC. LP
 ESCALATOR AND MOVING WALKWAY_INSPECTION,
 MAINTENANCE AND REPAIR SERVICES

Commission award an Agreement to Elevators Etc. and authorize the President to execute the same.

-3-

\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF CONTRACT_ELEVATORS ETC. LP
ESCALATOR AND MOVING WALKWAY_INSPECTION,
MAINTENANCE AND REPAIR SERVICES

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF CONTRACT AMENDMENT
RS&H CALIFORNIA, INC.
REPLACEMENT PASSENGER TERMINAL PROJECT
ENVIRONMENTAL IMPACT STATEMENT**

SUMMARY

Staff seeks Commission approval of a contract amendment with RS&H California, Inc. ("RS&H"), which was selected by the Federal Aviation Administration ("FAA") to prepare an Environmental Impact Statement ("EIS") for the Replacement Passenger Terminal project. The proposed amendment will memorialize an expanded scope of services and a \$47,564 compensation increase specified by the FAA.

BACKGROUND

On April 16, 2018, in accordance with a selection by the FAA, the Commission awarded RS&H a contract in the amount of \$2,811,801 for preparation of an EIS for the Replacement Passenger Terminal project. FAA completion of an EIS pursuant to the National Environmental Policy Act ("NEPA") is a prerequisite for construction of the project. As the lead agency, the FAA is responsible for compliance with NEPA and the associated regulations. As the airport sponsor, the Authority is responsible for retaining an FAA-selected contractor to prepare the EIS.

After contract execution and commencement of the work, the FAA determined that it was necessary for RS&H to perform additional fieldwork in the northwest quadrant of the Airport. The FAA and RS&H agreed upon a revised scope of services and a \$47,564 fee increase for the additional work. That work is now complete and the proposed contract amendment (attached) will memorialize in the agreement the expanded scope of services and increased compensation that the FAA specified.

FUNDING

An Airport Improvement Program grant of \$2,417,700 was received by the Airport in Federal Fiscal Year 2017 for the EIS. Matching funds in the amount of \$582,300 have been applied for through a PFC application which is in process with the FAA. FAA anticipates that the additional costs incurred will be offset through cost-savings in other areas as the study progresses. If the anticipated savings are not achieved, FAA will address any funding shortfall.

RECOMMENDATIONS

Staff recommends that the Commission approve the proposed contract amendment with RS&H to memorialize an expanded scope of services and a \$47,564 compensation increase specified by the FAA.

\\STAFF REPORTS\COMMISSION\12-10-18
AWARD OF CONTRACT AMENDMENT
RS&H CALIFORNIA INC.
REPLACEMENT PASSENGER TERMINAL PROJECT
ENVIRONMENTAL IMPACT STATEMENT

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
DECEMBER 10, 2018**

**AWARD OF PROFESSIONAL SERVICES AGREEMENT
MIG, INC.
FOR
PUBLIC DESIGN CHARRETTE WORKSHOPS FACILITATOR**

SUMMARY

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award a Professional Services Agreement ("PSA") to MIG, Inc. ("MIG") in the amount of \$325,490 for Design Charrette Workshop Facilitator services for the replacement passenger terminal ("RPT").

BACKGROUND

With the approval of Measure B by Burbank voters on November 8, 2016, Hollywood Burbank Airport is working with the community and neighboring cities to build a 14-gate replacement terminal that meets current FAA safety standards for separation from runways and taxiways, and that also meets modern seismic standards. In the planning process for the replacement terminal, the Authority has completed the following:

- Certification of an Environmental Impact Report for the Project pursuant to the California Environmental Quality Act
- Negotiation of a Development Agreement and entitlements for the Project
- An affirmative vote by Burbank citizens ratifying the Development Agreement and entitlements for the Project
- Conditional Approval of the project from the FAA through the Airport Layout Plan
- Concept Validation Report and Cost Estimate

The next steps are:

- FAA completion of an Environmental Impact Statement pursuant to the National Environmental Policy Act (ongoing)
- Public Design Charrette Workshop process
- Finalization of project delivery method and funding
- Selection of Program Manager
- Start of design and construction services

In 2016, the Authority entered into a Development Agreement with the City of Burbank providing a vested right to build the RPT. One of the requirements of the Development Agreement is for the Authority to conduct a Public Design Charrette Workshop process, consisting of six workshops in the City of Burbank. The Authority has also chosen to conduct additional workshops in the Cities of Glendale, Pasadena, and Los Angeles.

PROJECT DETAILS

The Public Design Charrette Workshop process will provide information for the ultimate design of the replacement terminal, particularly in regard to aesthetics, amenities, and integration into the community. The workshops will be an iterative process, addressing large, medium, and small design aspects of the project. A successful workshop facilitator will guide attendees through a process that will create a useful and meaningful deliverable to inform a designer of the desires of the community for the new building. The deliverable will allow the final design to contain identifiable elements obtained from the workshop process.

SOLICITATION AND EVALUATION – 1ST STEP – REQUEST FOR QUALIFICATIONS

Utilizing a two-step procurement process, Staff issued a Request for Qualifications (“RFQ”) via PlanetBids on May 24, 2018, soliciting Statements of Qualifications (“SOQs”) from qualified consulting firms specializing in architectural design, public outreach and engineering, and advertised the competitive opportunity in several local newspapers, as well as public postings on the Internet and in the Burbank, Glendale, and Pasadena City Halls. Staff received SOQs from five (5) firms. Those five firms, listed alphabetically, are:

- Collaborate, Inc.
- Dudek
- Gruen Associates
- MIG, Inc.
- North Star Alliances

The first evaluation step was the review of the written SOQs received, to determine which 3 firms were most qualified based on the selection criteria listed in the RFQ: Management and Financial Strength (20 points), Firm Capability and Experience (30 points), Understanding of Design Charrettes Project as described (30 points), Firm Key Personnel's qualifications and background (20 points) – 100 potential points totals. The evaluation committee was comprised of three staff members; Mr. Patrick Prescott, Community Development Director, City of Burbank; Mr. Tom Flavin, CEO, Burbank Chamber of Commerce; and Ms. Sue Georgino of Georgino Consulting. The resultant cumulative averaged scoring was as follows: Collaborate Inc. – 45.0 points; Dudek – 94.0 points; Gruen Associates – 83.2 points; MIG Inc. – 89.5 points; and North Star Alliances – 57.0 points. This scoring resulted in Dudek, Gruen Associates, and MIG, Inc. being selected as the three most qualified firms to move onto the next step in the acquisition.

The detailed evaluation score sheet is attached. (Attachment 1)

SOLICITATION AND EVALUATION – 2ND STEP – REQUEST FOR PROPOSALS

A Request for Proposals (“RFP”) was issued on July 23, 2018 via PlanetBids to the three shortlisted firms identified through the RFQ process.

Once proposals were received, the proposals were reviewed and scored by the same evaluation panel as reviewed the SOQs. Scoring for proposal evaluation was as follows:

-2-

Overall Project Management Approach (20 points); Firm Capabilities (20 points); Technical Approach (20 points); PSA language acceptance (15 points); and Price (25 points) – 100 potential points totals. Additionally, the firms were each invited to participate in an interview to describe their approach to the project, introduce their teams, and answer any questions the evaluation committee may have had, for an additional 100 points in evaluation scoring, bringing the total potential score tally to 200 points. The panel conducting the interviews was the same as it was from the review of the SOQs and proposals, except for Tom Flavin, CEO, Burbank Chamber of Commerce, who was unable to attend the interviews due to schedule conflicts. After the interviews were conducted and scored, further evaluation was performed to compare the quality of services proposed by each of the respondents. Negotiations with MIG resulted in a reduction of the proposed price from the proposed \$392,445 to \$325,490.

The final scoring for the proposals and interviews is as follows:

| | |
|--------------|--------------|
| MIG Inc. | 177.3 points |
| Dudek | 172.5 points |
| Gruen Assoc. | 159.2 points |

The detailed evaluation score sheet is attached. (Attachment 2).

FUNDING

The adopted FY 2019 budget includes appropriations in the amount of \$285,000 as part of the Replacement Passenger Terminal project line item. The additional \$40,490 required to fund this agreement which totals \$325,490 will come from Airport Reserves.

RECOMMENDATIONS

Subject to the recommendation from the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval to award a Professional Services Agreement to MIG, Inc., in the amount of \$325,490 for Design Charrette Workshop Facilitator services for the replacement passenger terminal.

| | | Management/ Financial Strength | Experience- Firm Capability | Conveyed understanding of project | Key personnel | TOTAL |
|--------|----------------------|--------------------------------------|-----------------------------------|---|------------------|-------|
| | Points Available | 20 | 30 | 30 | 20 | 100 |
| E1 | Collaborate Inc. | 0 | 28 | 0 | 19 | 47 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 20 | 30 | 30 | 20 | 100 |
| | MIG Inc | 20 | 28 | 28 | 19 | 95 |
| | North Star Alliances | 20 | 29 | 15 | 19 | 83 |
| E2 | Collaborate Inc. | 0 | 10 | 20 | 10 | 40 |
| | Dudek | 20 | 25 | 25 | 15 | 85 |
| | Gruen Associates | 0 | 20 | 20 | 10 | 50 |
| | MIG Inc | 20 | 20 | 20 | 15 | 75 |
| | North Star Alliances | 5 | 10 | 25 | 5 | 45 |
| E3 | Collaborate Inc. | 0 | 20 | 22 | 16 | 58 |
| | Dudek | 20 | 27 | 30 | 18 | 95 |
| | Gruen Associates | 15 | 28 | 27 | 19 | 89 |
| | MIG Inc | 20 | 28 | 27 | 20 | 95 |
| | North Star Alliances | 20 | 24 | 23 | 17 | 84 |
| E4 | Collaborate Inc. | 0 | 15 | 10 | 10 | 35 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 10 | 30 | 30 | 20 | 90 |
| | MIG Inc | 20 | 30 | 30 | 20 | 100 |
| | North Star Alliances | 5 | 10 | 10 | 10 | 35 |
| E5 | Collaborate Inc. | 0 | 20 | 10 | 15 | 45 |
| | Dudek | 20 | 30 | 30 | 20 | 100 |
| | Gruen Associates | 10 | 30 | 30 | 20 | 90 |
| | MIG Inc | 20 | 30 | 30 | 20 | 100 |
| | North Star Alliances | 5 | 15 | 15 | 10 | 45 |
| E6 | Collaborate Inc. | 5 | 15 | 15 | 10 | 45 |
| | Dudek | 17 | 25 | 25 | 17 | 84 |
| | Gruen Associates | 15 | 25 | 25 | 15 | 80 |
| | MIG Inc | 15 | 20 | 25 | 12 | 72 |
| | North Star Alliances | 10 | 15 | 15 | 10 | 50 |
| MEDIAN | Collaborate Inc. | 0.8 | 18.0 | 12.8 | 13.3 | 45.0 |
| | Dudek | 19.5 | 27.8 | 28.3 | 18.3 | 94.0 |
| | Gruen Associates | 11.7 | 27.2 | 27.0 | 17.3 | 83.2 |
| | MIG Inc | 19.2 | 26.0 | 26.7 | 17.7 | 89.5 |
| | North Star Alliances | 10.8 | 17.2 | 17.2 | 11.8 | 57.0 |

| | Overall Project Management Approach | Firm Capabilities | Technical Approach | PSA Acceptance | Price | Interview | Comments | Total |
|-------------------------|-------------------------------------|-------------------|--------------------|----------------|-------|-----------|--|-------|
| Weighting Factor: | 1 | 1 | 1 | 1 | 1 | 1 | | |
| Maximum Points Possible | 20 | 20 | 20 | 15 | 25 | 100 | | 200 |
| Dudek | 18.8 | 18.5 | 18.2 | 14.5 | 22.5 | 80.0 | Good proposal and interview, but needed more outreach focus. No online component discussed at interview. | 172.5 |
| Gruen Associates | 16.3 | 17.5 | 16.8 | 14.5 | 25.0 | 69.0 | Good proposal, interview missed type of work needed. | 159.2 |
| MIG Inc. | 17.3 | 18.7 | 17.2 | 14.5 | 17.0 | 92.6 | Good proposal, excellent interview, would have liked to hear more from the whole team participating. | 177.3 |

Evaluator: _____ Date: 9/21/2018
 Averaged Cumulative Score
 A. DeHoyos



November 15, 2018

Stephanie C. Harris
 Manager, Flight Procedures Team
 Operations Support Group
 c/o Burbank Public Comments
 2200 South 216th Street
 Des Moines, WA 98198

RE: Request to extend public comment period for the Draft Environmental Review (Proposed Categorical Exclusion) for the Proposed OROSZ THREE and SLAAP TWO (RNAV) Open Standard Instrument Departure Procedures at Hollywood Burbank Airport

Dear Ms. Harris:

We write to request that the public comment period regarding the proposed RNAV procedures under review be extended from 30 to 90 days and that the Federal Aviation Administration (FAA) provide the information and data requested below well before a new comment period closes. As you know, there continues to be significant public interest surrounding these procedures. Yet the Draft Environmental Review report provides neither basic information for public understanding nor the underlying analytical data supporting FAA's decision. Absent such information, the public cannot make informed decisions about whether they should submit comments, and if so, what issues should be addressed by their comments.

This high level of public interest and need for additional information strongly support an extension of the public comment period. Specifically, we are requesting the FAA provide the following information:

- Precise descriptions of the proposed procedures, including the location and nature of the new RNAV segment. The imprecise descriptions in the Draft Environmental Review Report impede a basic understanding of the proposed procedures.
- Higher quality maps and files showing existing radar tracks and the proposed procedures. In addition, we request TARGETS, AEDT and other input and output files with underlying geographic references. The current maps are low-resolution, small, and otherwise insufficient to convey the location of the proposed procedures. Without this information, the City and the general public are unable to determine exactly where the proposed route will fly vis-à-vis underlying homes, schools, historic properties, parks, etc.

Stephanie C. Harris
November 15, 2018
Page 2

- Detailed information regarding FAA's noise analysis, including data regarding the flight tracks modeled, assumptions about early or late vectors from the RNAV paths, dispersion from the centerline assumed flight track, and assumed receptor elevations. This information is critical to understanding the reasonableness and adequacy of FAA's noise analysis.
- The Aviation Environmental Design Tool (AEDT) Environmental Plug-In, TARGETS, radar track and other information used by FAA, including all input and output files, in native electronic format. Please be advised that Los Angeles City Councilmember Paul Krekorian submitted a FOIA request for these records on October 29, 2018.
- A copy of the FAA's settlement agreement with Benedict Hills Homeowners Association, as the FAA has disclosed that the proposed procedures are tied to implementation of a settlement agreement.

The City and the public need this information and the time to properly analyze it. Such information would allow the City and the public to appreciate the locations and impacts of the proposed flight procedures and provide meaningful comments. A ninety-day comment period, extending the deadline from November 18, 2018 to February 16, 2019 is reasonable, provided that FAA discloses the requested information within the next 30 days.

We thank you for your attention to this request. If you have any questions, please contact Chief Assistant City Attorney David Michaelson at (213) 978-7100.

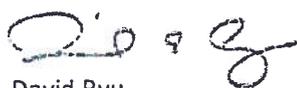
Sincerely,



Michael N. Feuer
City Attorney



Paul Krekorian
Councilmember, Second District



David Ryu
Councilmember, Fourth District

cc: The Honorable Dianne Feinstein, United States Senate
The Honorable Kamala Harris, United States Senate
The Honorable Adam Schiff, United States House of Representatives
The Honorable Brad Sherman, United States House of Representatives

Settlement Agreement
Between the Federal Aviation Administration, Benedict Hills Estates Association and
Benedict Hills Homeowners Association

The United States of America, acting through the Federal Aviation Administration (FAA), and Benedict Hills Estates Association and the Benedict Hills Homeowners Association (together, the Associations) (collectively, the Parties) enter into this Settlement Agreement (Agreement), by and through their undersigned representatives, to resolve the disputes outlined below and pertaining to FAA's Southern California Metroplex (SoCal Metroplex) project which replaces dozens of existing conventional air traffic control procedures with new satellite-based procedures at twenty-one airports in Southern California.

Litigation

On October 24, 2016, the Associations filed a petition for review challenging the FAA's Finding Of No Significant Impact and Record Of Decision for the Southern California Metroplex Project under 49 U.S.C. § 46110 in the United States Court of Appeals for the District of Columbia Circuit, Case No. 16-1366.

The Parties have reached an agreement to settle and stipulate to the dismissal of Case No. 16-1366.

Agreement

NOW, THEREFORE, in consideration of the mutual covenants and other consideration described herein, the Parties agree it is in the interest of the public and civil aviation to AGREE as follows:

I. Complete Settlement of all Claims

The Parties agree that this Agreement upon execution shall resolve all claims by the Associations that have been brought, or could have been brought, in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.).

The Parties agree that within 30 days of this Agreement's execution, the Associations shall move to dismiss with prejudice their petition for review, No. 16-1366, in the United States Court of Appeals for the District of Columbia Circuit, which shall resolve all claims by the Associations that have been brought, or could have been brought, in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.).

II. Terms

The Parties agree to the following terms:

A. FAA will design and develop two open standard instrument departure procedures from Bob Hope Airport called SLAPP and OROSZ. Incorporated by reference and attached hereto is Exhibit "A," which depicts the proposed initial designs for these procedures. The parties acknowledge that aircraft departing Bob Hope Airport utilizing the SLAPP and OROSZ

procedures will be radar vectored by air traffic control north as soon as practicable after take-off and would depend on the circumstances described in paragraph F.

B. Implementation of the proposed open departure procedures SLAPP and OROSZ from Bob Hope Airport are subject to FAA compliance with and evaluation under the National Environmental Policy Act (NEPA) and any other required environmental analysis, including but not limited to the National Historic Preservation Act, Clean Air Act, and Section 4(f) of the Department of Transportation Act. Nothing in this agreement should be construed to commit FAA to a specific outcome of the NEPA environmental review process or require FAA to make any specific decision based on the NEPA environmental review process.

C. Implementation of the open departure procedures SLAPP and OROSZ from Bob Hope Airport are subject to FAA's safety risk management analysis. Nothing in this agreement should be construed to commit FAA to a specific outcome under FAA's safety risk management analysis.

D. If, at the conclusion of either the NEPA review or safety risk management analysis, the FAA determines that it will not proceed with implementing either the SLAPP or OROSZ procedures from Bob Hope Airport, the FAA will document that decision in an "order" subject to the provisions of 49 U.S.C. § 46110.

E. If the conditions in B and C are satisfied, FAA shall: (i) implement the open departure procedures SLAPP and OROSZ from Bob Hope Airport as shown in Exhibit "A" as soon as practicable; (ii) within 60 days of implementation, evaluate whether aircraft are flying the SLAPP and OROSZ procedures as proposed ; and (iii) if necessary and consistent with FAA policies and requirements, make adjustments to the SLAPP and OROSZ procedures to ensure aircraft fly the procedure as proposed and depicted in Exhibit "A."

F. The implementation and aircraft operational use of the open departure procedures SLAPP and OROSZ shown in Exhibit "A" will take place under normal air traffic conditions permitting their use. Aircraft operational use of the open departure procedures are subject to safety and operational restrictions and potential conflicts, including, but not limited to events, other air traffic, weather, and emergencies.

G. To the maximum extent practicable, the FAA agrees that it shall keep aircraft departing from Bob Hope Airport using the open departure procedures SLAPP and OROSZ shown in Exhibit "A" on the procedures. The parties acknowledge that aircraft departing Bob Hope Airport utilizing the SLAPP and OROSZ procedures will be radar vectored by air traffic control north as soon as practicable after take-off and would depend on the circumstances described in paragraph F.

H. The parties agree and understand that due to safety and efficiency it is impossible to restrict or otherwise limit an air traffic controller's options for vectoring aircraft at all times. Adherence to procedures is dependent on a variety of factors at any given time and depends on individual circumstances. Factors and circumstances include air traffic volume and complexity, weather, winds, pilot abilities, aircraft and equipment capabilities, and other flight and air traffic

dynamics. The parties understand that individual aircrew performance requirements are set forth in FAA Order 8260.58A, U.S. Standard for PBN Instrument Procedure Design, and FAA Advisory Circular 90-100A, Change 2, Terminal and En Route Area Navigation (RNAV) Operations. Therefore, FAA must be able to vector aircraft in controlled airspace for safety, separation, operational efficiency, sequencing, or other air traffic control purposes.

I. The FAA agrees to provide to Bob Hope Airport, for public dissemination, quarterly reports for one (1) year regarding the FAA's monitoring of the open departure procedures SLAPP and OROSZ shown in Exhibit "A" to evaluate deviations from expected flight paths. The FAA further agrees to provide copies of such reports to the Associations.

III. Miscellaneous Provisions

Notices. All notices required under this Agreement shall be in writing, and may be given either personally or by registered or certified mail (return receipt requested) or facsimile. Any Party may at any time, by giving 10 days' written notice to the other Party, designate any other person or address in substitution of the address to which such notice shall be given. Such notice shall be given to the Parties at their addresses set forth below:

Parties to identify those to receive future notifications

Benedict Hills Homeowners Association
640 S. San Vicente Blvd. #474
Los Angeles, CA 90048

Benedict Hills Estates Association
9903 Santa Monica Blvd. #355
Beverly Hills, CA 90212

Regional Administrator, Western-Pacific Region
Federal Aviation Administration
15000 Aviation Blvd
Lawndale, CA 90261

Enforcement. If one of the Parties alleges a breach of the terms or conditions of this Agreement, the Party alleging a breach must notify the other in writing prior to filing any legal action regarding this agreement. For purposes of this paragraph, the Associations agree to send written notice to the FAA Office of Regional Counsel, Western Pacific Region. For purposes of this paragraph, the FAA agrees to send written notice to counsel for the Associations, Steven M. Taber, Esq. Upon receipt of such written notice, the Parties shall confer and, as soon as possible, try to resolve the alleged breach. The Parties agree to attempt to resolve any such issues in good faith. Should those attempts be unsuccessful, the Parties agree to engage voluntarily in mediation overseen by the FAA's Office of Dispute Resolution for Acquisitions ("ODRA"). *See* 14 C.F.R. §17.3(q) (defining ODRA and its authority to provide dispute resolution services). The Parties understand that mediation may be terminated by any Party or the mediator at any time. If the

Parties cannot settle the entirety of the dispute in mediation, all unsettled elements shall be subject to the enforcement provision in Section III as stated below.

The Parties reserve the right to judicially enforce any terms or provisions of this Agreement. An action to enforce this Agreement must be brought and pursued in Federal court and shall be governed by and construed in accordance with Federal law.

Own Costs. Each Party shall bear its own costs, including any attorneys' fees, in connection with this Agreement and the litigation giving rise to this Agreement.

Authority. The representatives of each Party hereby certify that he or she is duly authorized to enter into the Agreement. The Associations represent that they have full authority to perform all of the acts and obligations they have agreed to perform under the terms of this Agreement.

The United States, acting through the Department of Justice and the FAA, represents that the FAA has the full authority to perform all of the acts and obligations it and the United States of America has agreed to perform under the terms of this Agreement. Nothing in this Agreement shall be construed to require any action in violation of the Anti-Deficiency Act, 31 U.S.C. § 1341.

Copies and Counterparts. It is contemplated that this Agreement may be executed in counterparts, each of which shall be deemed an original, and all of which together constitute one and the same document. Facsimiles, hard copies, and scanned electronic copies of signatures, including scanned electronic copies sent by email shall constitute acceptable, binding signatures for purposes of this Agreement.

Defense of this Agreement. The Parties agree to vigorously and actively defend this Agreement and all terms embodied herein as fair and reasonable and to vigorously and actively defend the same against any challenge by any individual or entity. The Parties further agree not to undermine directly or indirectly this Agreement or any terms set forth therein for so long as this Agreement remains in effect.

Modification. This Agreement may be supplemented or modified only by the mutual agreement of the Parties. No supplement, amendment, or modification of this Agreement shall be binding unless it is in writing and signed by all duly authorized representatives of each Party.

Successors or Assigns. This Agreement shall be binding upon and inure to the benefit of the Parties and their respective successors, transferees, licensees, agents, heirs, and assigns.

Precedent. Nothing in this Agreement shall constitute an admission concerning any allegation, claim, or defense at issue in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.) or related cases. This Agreement has no precedential effect as to any other dispute between the Parties or between either the Associations or the FAA and any third party. This Agreement is made in light of the unique circumstances of this case and the uncertainty of the specific matters resolved hereby. Nothing herein shall be construed to be an admission of liability or as an interpretation of the validity or terms or provisions of any other instruments or contracts.

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: March 1, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: 
David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____
Edward B. Brody
Its President

Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

By: _____
Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____
Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

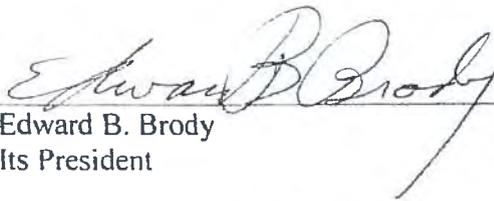
By: _____

David Herman
Its President

Date: 02/17, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____


Edward B. Brody
Its President

Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

By: _____

Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____

Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: _____

David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: _____

Edward B. Brody
Its President

Date: 3-12, 2018

FEDERAL AVIATION ADMINISTRATION

By: Maurice Hoffman

Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: _____, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: _____

Lane McFadden
Attorney, Env't & Nat. Res. Division

Release. Upon dismissal of this matter (*Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.)), the Petitioners Benedict Hills Estates Association and the Benedict Hills Homeowners Association and all their heirs, administrators, representatives, attorneys, successors, and assigns, hereby release, waive, acquit, and forever discharge the FAA and all its respective officers, employees, and agents from, and are hereby forever barred and precluded from prosecuting, any and all claims, causes of action, and/or requests for relief asserted in *Benedict Hills Estates Assoc. v. FAA*, No. 16-1366 (D.C. Cir.), as well as any and all claims, causes of action, and/or requests for relief, whether or not made, against any Party that could have been raised in those matters, with the exception of proceedings to enforce this Agreement.

No Third Party Rights. This Agreement is not intended to create, and does not create, any third-party beneficiary rights, confer upon any non-party a right to enforce or sue for an alleged breach of the Agreement, or generate any other kind of right or privilege for any person, group, or entity other than the Parties.

Effective Date. This Agreement shall be effective upon the date of execution by all Parties.

Date: _____, 2018

BENEDICT HILLS HOMEOWNERS ASSOCIATION

By: David Herman
Its President

Date: _____, 2018

BENEDICT HILLS ESTATES ASSOCIATION

By: Edward B. Brody
Its President

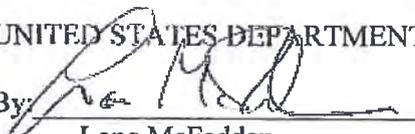
Date: _____, 2018

FEDERAL AVIATION ADMINISTRATION

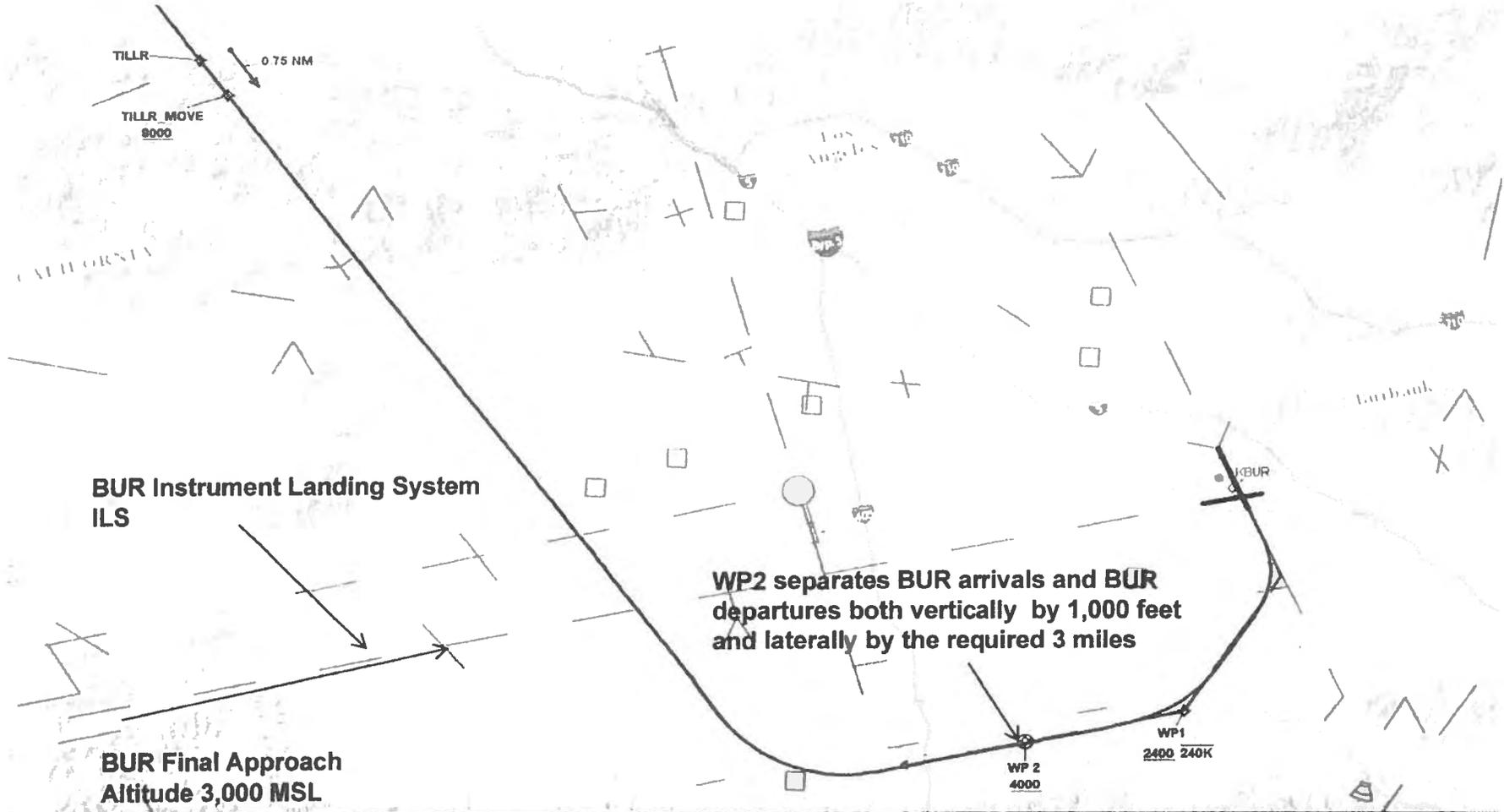
By: _____
Maurice Hoffman
Acting Director, Airspace Services, AJV-1

Date: 3/16/2, 2018

UNITED STATES DEPARTMENT OF JUSTICE

By: 
Lane McFadden
Attorney, Env't & Nat. Res. Division

Benedict Hills Proposal OROSZ SID



Federal Aviation
Administration

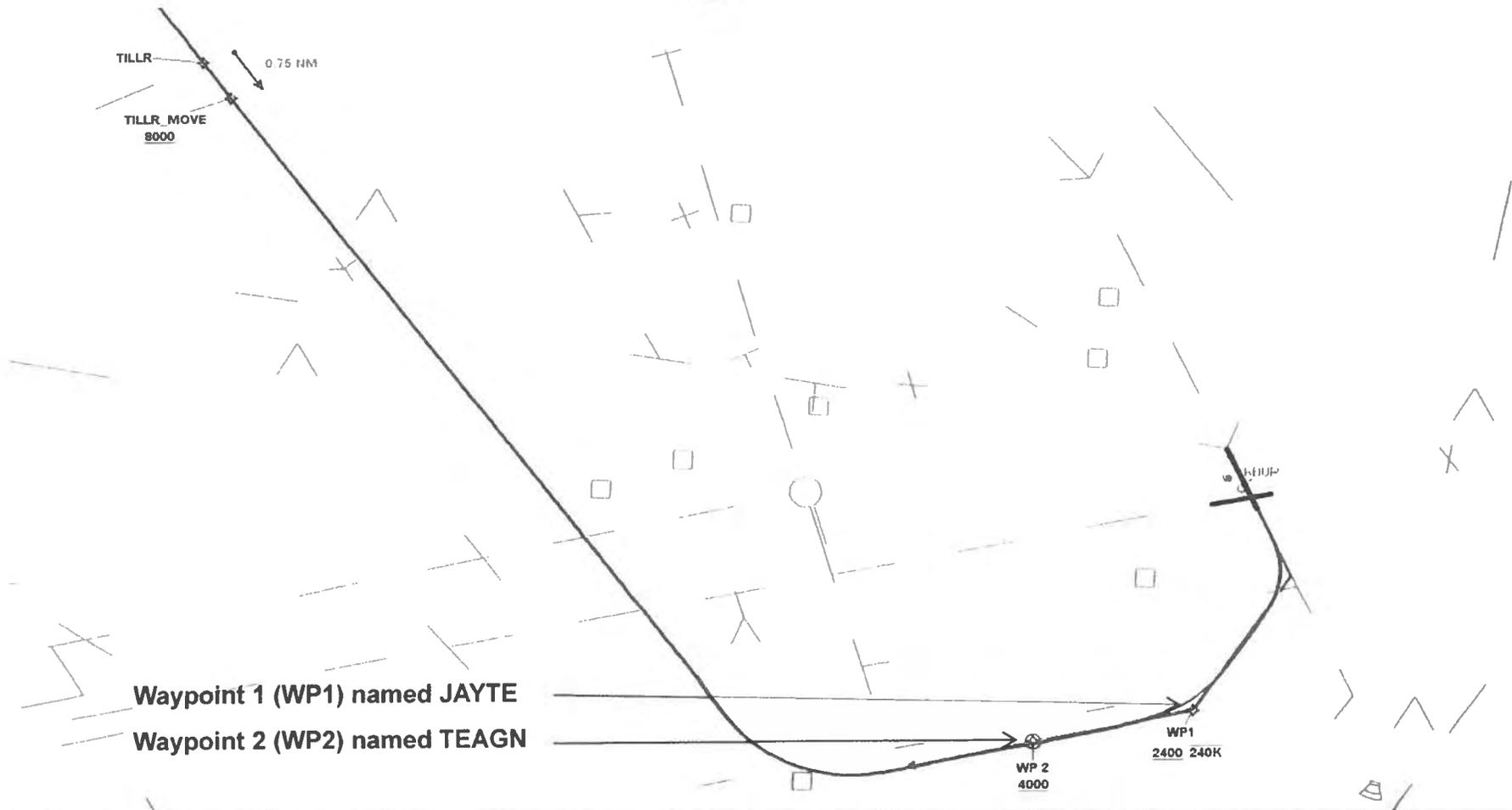
OROSZ and SLAPP Technical Data

Runway Transition Data - KBUR:15_VI CF TF FM

| DB | End Point | Latitude (D° M' S.ss") | Longitude (D° M' S.ss") | FO/FB | Leg | TC | MC | Distance | Altitude | Speed | MEA | MOCA | Arc Center Lat (D° M' S.ss") | Arc Center Lon (D° M' S.ss") | Arc Radius (NM) |
|---------------------------------------|-----------|---------------------------|----------------------------|-------|-----|--------|--------|----------|----------|-------|-----|------|---------------------------------|---------------------------------|--------------------|
| AIRNAV2 r13 10-13- 16 TO UNK | DER RW15 | N34 11 38 06 | W118 21 19 33 | | | | | | | | | | | | |
| | | | | | VI | 167 08 | 155 08 | 1 21 | | | | | | | |
| | JAYTE WP | N34 08 33 85 | W118 23 20 20 | FB | CF | 225 93 | 213 93 | 2 70 | +2400 | -240 | | | | | |
| | TEAGN WP | N34 08 34 83 | W118 26 22 36 | FO | TF | 270 38 | 258 38 | 2 52 | +4000 | | | | | | |
| | TEAGN WP | N34 08 34 83 | W118 26 22 36 | | FM | 270 38 | 258 38 | | | | | | | | |

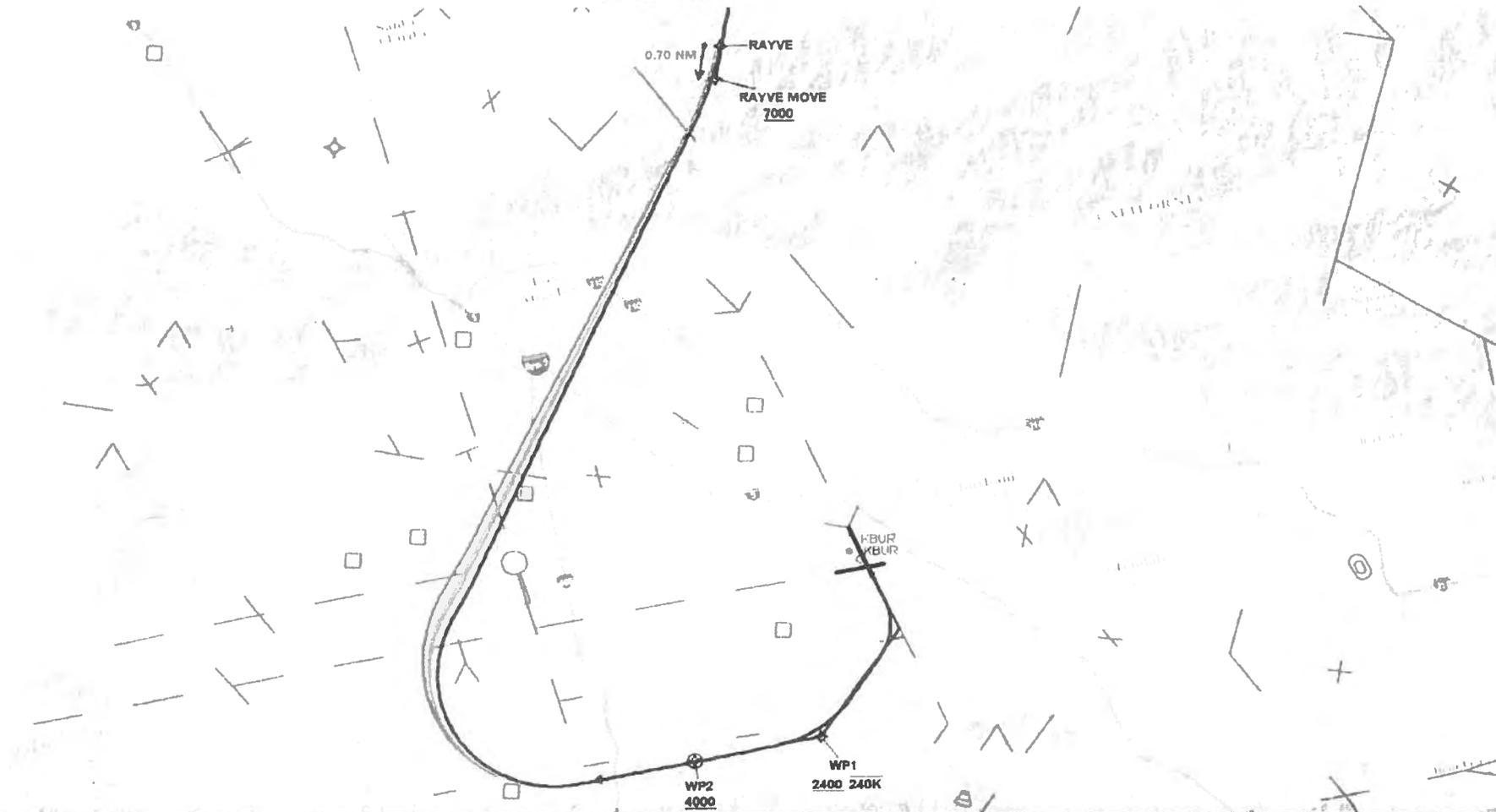


Benedict Hills Proposal OROSZ SID



Federal Aviation
Administration

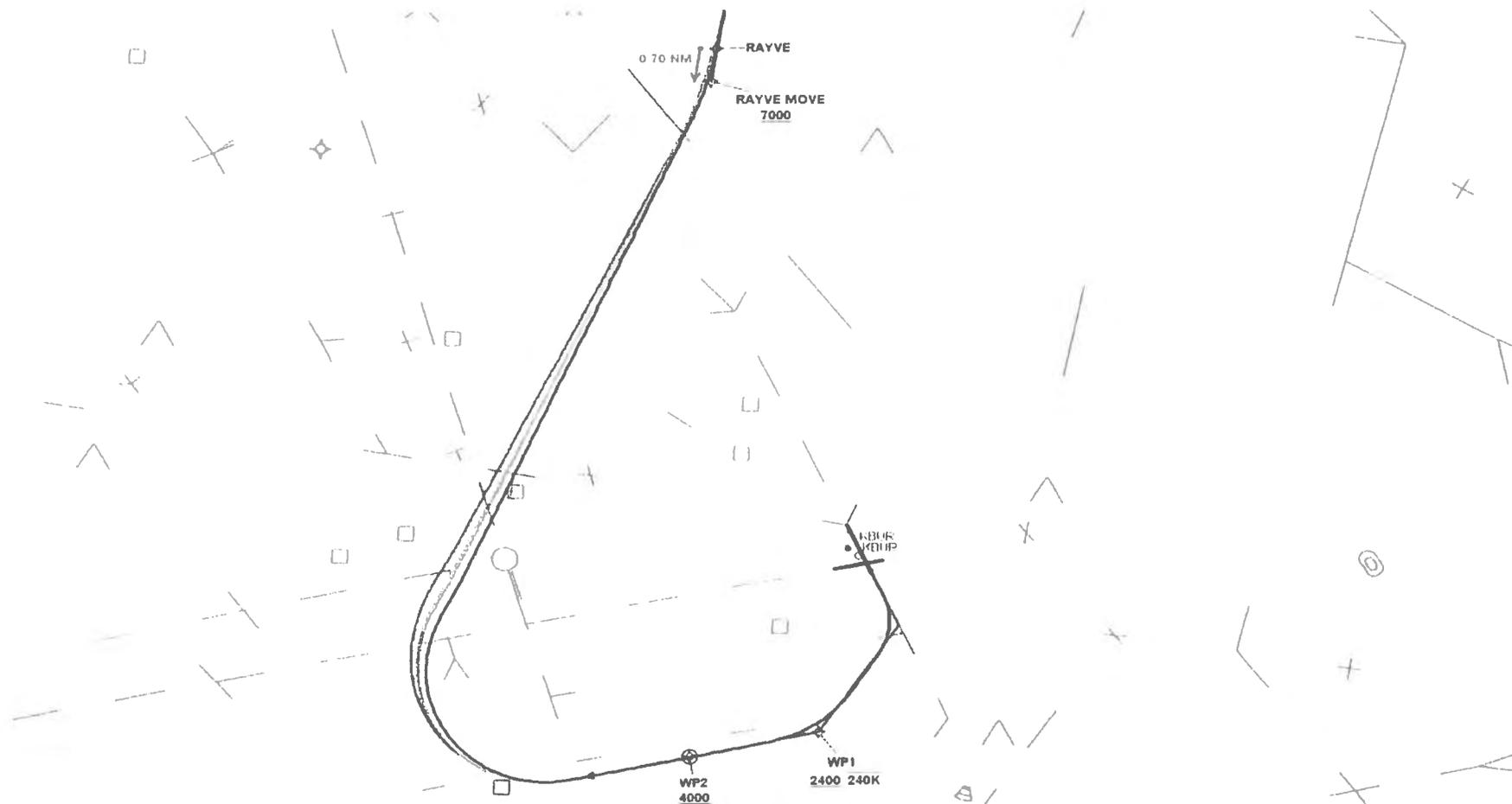
Benedict Hills Proposal SLAPP SID



Federal Aviation
Administration

* EXHIBIT A *

Benedict Hills Proposal SLAPP SID



Federal Aviation
Administration



DRAFT

December 10, 2018

The Honorable Daniel K. Elwell
Acting Administrator
Federal Aviation Administration
800 Independence Ave SW
Washington, DC 20591

Re: Proposed Amendment to OROSZ and SLAPP Area Navigation Departure Procedures at Hollywood Burbank Airport — Request for Consideration of Dispersal Headings/Other Lateral Track Variations to Address Community Noise Concerns

Dear Administrator Elwell:

The Federal Aviation Administration (“FAA”) recently solicited public comments on proposed amendments to the OROSZ and SLAPP area navigation departure (“RNAV”) procedures at Bob Hope Airport (commonly known as Hollywood Burbank Airport) (“Airport”). The Burbank-Glendale-Pasadena Airport Authority (“Authority”), owner and operator of the Airport, respectfully submits this letter pursuant to Section 175 of the FAA Reauthorization Act of 2018 (“Act”) to request that you consider the feasibility of dispersal headings or other lateral track variations to address community noise concerns.

Earlier this year, in response to a significant increase in noise complaints, the Authority retained the firm Landrum & Brown, Inc. (“L&B”) to prepare a flight path analysis and report on the impact of the FAA’s implementation of NextGen in the Southern California Metroplex. L&B presented its findings to the Authority’s Operations & Development Committee at an evening meeting on October 18, 2018. There was exceptionally high public attendance — hundreds of people were accommodated in the meeting room and an overflow space had to be provided. Dozens of public speakers, most of whom are residents of the Studio City and Sherman Oaks neighborhoods in the City of Los Angeles, expressed concerns about increased aircraft noise experienced since the FAA’s March 2017 NextGen implementation in the Southern California Metroplex.

As such, the Authority has consulted with the affected community and makes this request that the proposed OROSZ and SLAPP RNAV amendments not be approved until the FAA analyzes the feasibility of dispersal headings or other lateral track variations to address community noise concerns. Thank you for your attention to this important matter.

Very truly yours,

Zareh Sinanyan
President

cc: FAA Operations Support Group, C/O Public Comments
The Honorable Adam Schiff, Member of Congress, California District 28
The Honorable Brad Sherman, Member of Congress, California District 30
The Honorable Eric Garcetti, Mayor, City of Los Angeles
The Honorable Paul Kerkorian, Council Member, City of Los Angeles
The Honorable Emily Gable-Luddy, Mayor, City of Burbank
Commission Members, Burbank-Glendale-Pasadena Airport Authority

Hollywood Burbank Airport

| REVENUE PASSENGERS | September | | | January - September | | |
|---------------------------------|----------------|----------------|--------------|---------------------|------------------|---------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 49,564 | 40,687 | 21.82% | 475,154 | 364,753 | 30.27% |
| American Airlines | 9,338 | 9,710 | -3.83% | 111,258 | 110,866 | 0.35% |
| Delta Airlines | 16,106 | 11,690 | 37.78% | 107,268 | 94,917 | 13.01% |
| JetBlue Airways | 18,509 | 7,943 | 133.02% | 82,363 | 71,308 | 15.50% |
| Mokulele Airlines | 0 | 0 | N/A | 0 | 0 | N/A |
| Southwest Airlines | 305,864 | 294,912 | 3.71% | 2,807,635 | 2,548,883 | 10.15% |
| United Airlines | 29,968 | 29,844 | 0.42% | 270,814 | 241,157 | 12.30% |
| Total Revenue Passengers | 429,349 | 394,786 | 8.75% | 3,854,492 | 3,431,884 | 12.31% |
| Inbound (deplaned) | 215,642 | 197,692 | 9.08% | 1,926,358 | 1,715,790 | 12.27% |
| Outbound (enplaned) | 213,707 | 197,094 | 8.43% | 1,928,134 | 1,716,094 | 12.36% |

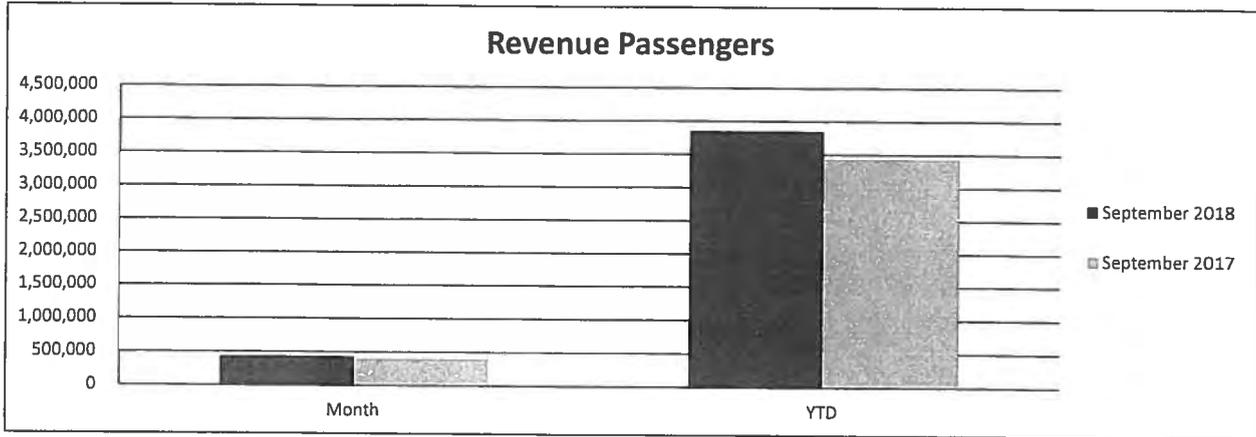
| AIRCRAFT OPERATIONS * | September | | | January - September | | |
|----------------------------------|---------------|---------------|---------------|---------------------|---------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Air Carrier | 4,632 | 4,551 | 1.78% | 41,985 | 39,846 | 5.37% |
| Air Taxi | 1,575 | 1,538 | 2.41% | 14,473 | 12,221 | 18.43% |
| General Aviation | 2,475 | 3,148 | -21.38% | 24,145 | 27,838 | -13.27% |
| Military Itinerant | 38 | 75 | -49.33% | 605 | 819 | -26.13% |
| Civil Local | 1,562 | 1,259 | 24.07% | 18,600 | 16,737 | 11.13% |
| Military Local | 0 | 0 | N/A | 0 | 0 | N/A |
| Total Aircraft Operations | 10,282 | 10,571 | -2.73% | 99,808 | 97,461 | 2.41% |

* Source: FAA Tower Daily Airport Operations Count, adjusted to show Canadair Regional Jet-200 operations as Air Carrier. Includes Hollywood Burbank Airport arrivals/departures only; excludes aircraft that enter local air space but do not land or take off at Hollywood Burbank Airport.

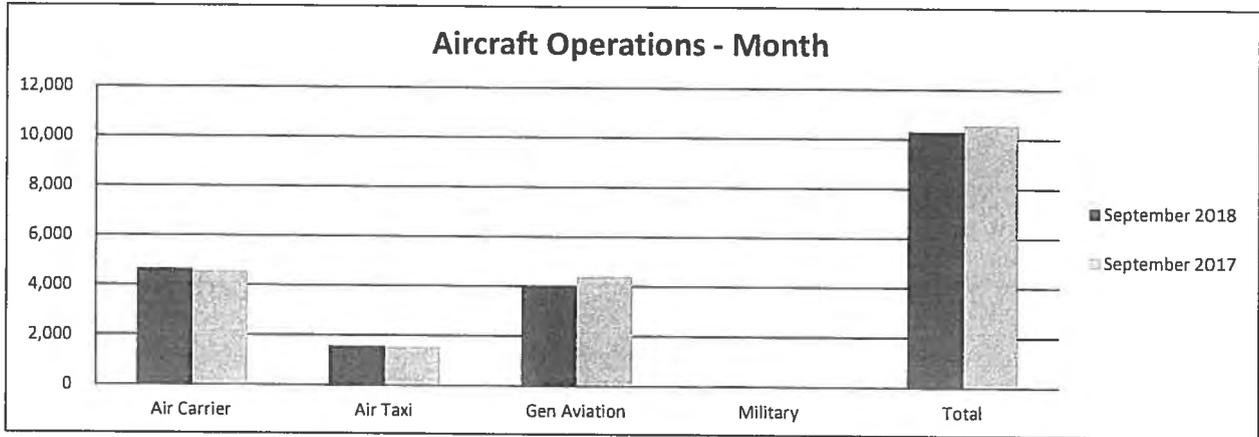
Hollywood Burbank Airport

| AIR CARGO (lbs.) | September | | | January - September | | |
|----------------------------------|------------------|------------------|---------------|---------------------|-------------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 329 | 1,460 | -77.47% | 9,291 | 5,842 | 59.04% |
| American Airlines | | | | | | |
| Delta Airlines | | | | | | |
| JetBlue Airways | | | | | | |
| Mokulele Airlines | | | | | | |
| Southwest Airlines | 174,317 | 140,867 | 23.75% | 1,530,874 | 1,212,673 | 26.24% |
| United Airlines | 42 | 8,337 | -99.50% | 129,669 | 9,904 | 1209.26% |
| Other Scheduled Carriers | | | | | | |
| Federal Express | 4,474,788 | 4,274,340 | 4.69% | 41,900,506 | 41,662,644 | 0.57% |
| United Parcel Service | 3,624,987 | 3,904,137 | -7.15% | 35,079,424 | 35,199,282 | -0.34% |
| Charter/Contract Carriers | | | | | | |
| AirNet Express | 2,766 | 2,184 | 26.65% | 28,026 | 22,486 | 24.64% |
| Ameriflight | 246,260 | 253,350 | -2.80% | 2,297,926 | 1,994,459 | 15.22% |
| Total Air Cargo | 8,523,489 | 8,584,675 | -0.71% | 80,975,716 | 80,107,290 | 1.08% |
| Inbound (deplaned) | 4,138,477 | 4,205,461 | -1.59% | 39,198,102 | 40,533,413 | -3.29% |
| Outbound (enplaned) | 4,385,012 | 4,379,214 | 0.13% | 41,777,614 | 39,573,877 | 5.57% |

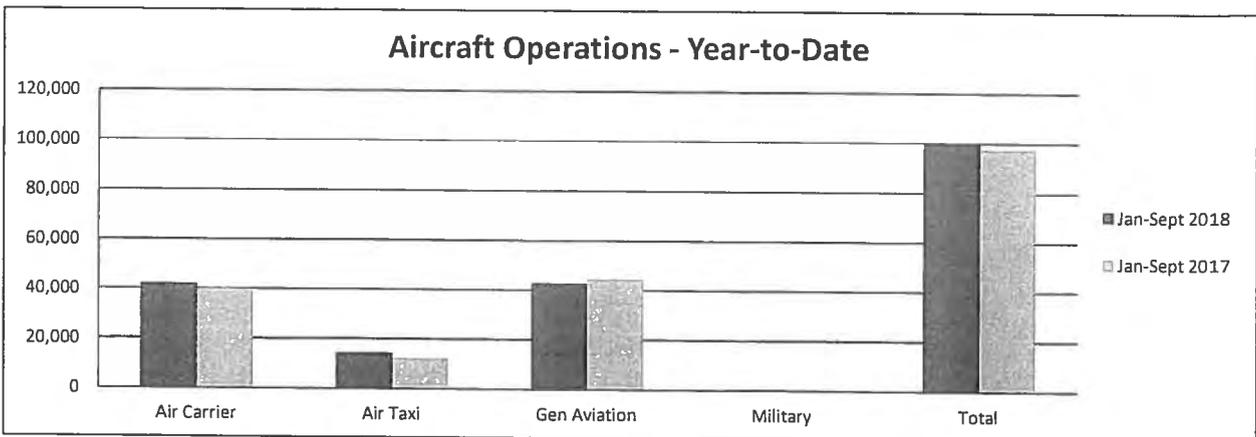
| MAIL (lbs.) | September | | | January - September | | |
|-----------------------|-----------|--------------|-----------------|---------------------|---------------|-----------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | Change |
| United Parcel Service | 0 | 5,898 | -100.00% | 0 | 81,499 | -100.00% |
| Total Mail | 0 | 5,898 | -100.00% | 0 | 81,499 | -100.00% |
| Inbound (deplaned) | 0 | 0 | N/A | 0 | 68,458 | -100.00% |
| Outbound (enplaned) | 0 | 5,898 | -100.00% | 0 | 13,041 | -100.00% |



| Revenue Passengers | Month | YTD |
|--------------------|---------|-----------|
| September 2018 | 429,349 | 3,854,492 |
| September 2017 | 394,786 | 3,431,884 |
| % Change | 8.75% | 12.31% |



| Aircraft Operations - MO | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|--------------------------|-------------|----------|--------------|----------|--------|
| September 2018 | 4,632 | 1,575 | 4,037 | 38 | 10,282 |
| September 2017 | 4,551 | 1,538 | 4,407 | 75 | 10,571 |
| % Change | 1.78% | 2.41% | -8.40% | -49.33% | -2.73% |



| Aircraft Operations - YTD | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|---------------------------|-------------|----------|--------------|----------|--------|
| Jan-Sept 2018 | 41,985 | 14,473 | 42,745 | 605 | 99,808 |
| Jan-Sept 2017 | 39,846 | 12,221 | 44,575 | 819 | 97,461 |
| % Change | 5.37% | 18.43% | -4.11% | -26.13% | 2.41% |

Hollywood Burbank Airport

| REVENUE PASSENGERS | October | | | January - October | | |
|---------------------------------|----------------|----------------|--------------|-------------------|------------------|---------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 50,561 | 43,509 | 16.21% | 525,715 | 408,262 | 28.77% |
| American Airlines | 11,507 | 11,764 | -2.18% | 122,765 | 122,630 | 0.11% |
| Delta Airlines | 18,019 | 13,500 | 33.47% | 125,287 | 108,417 | 15.56% |
| JetBlue Airways | 19,563 | 8,271 | 136.53% | 101,926 | 79,579 | 28.08% |
| Mokulele Airlines | 0 | 147 | -100.00% | 0 | 147 | -100.00% |
| Southwest Airlines | 335,682 | 325,524 | 3.12% | 3,143,317 | 2,874,407 | 9.36% |
| United Airlines | 29,275 | 32,568 | -10.11% | 300,089 | 273,725 | 9.63% |
| Total Revenue Passengers | 464,607 | 435,283 | 6.74% | 4,319,099 | 3,867,167 | 11.69% |
| Inbound (deplaned) | 233,855 | 219,836 | 6.38% | 2,160,213 | 1,935,626 | 11.60% |
| Outbound (enplaned) | 230,752 | 215,447 | 7.10% | 2,158,886 | 1,931,541 | 11.77% |

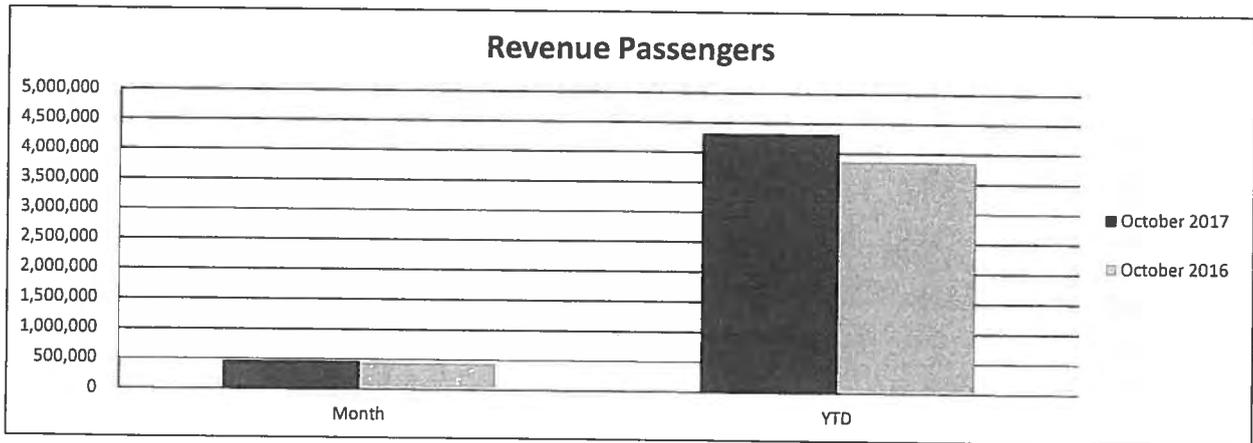
| AIRCRAFT OPERATIONS * | October | | | January - October | | |
|----------------------------------|---------------|---------------|---------------|-------------------|----------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Air Carrier | 4,994 | 4,790 | 4.26% | 46,979 | 44,636 | 5.25% |
| Air Taxi | 1,682 | 1,736 | -3.11% | 16,155 | 13,957 | 15.75% |
| General Aviation | 2,790 | 3,375 | -17.33% | 26,935 | 31,213 | -13.71% |
| Military Itinerant | 29 | 91 | -68.13% | 634 | 910 | -30.33% |
| Civil Local | 1,948 | 1,788 | 8.95% | 20,548 | 18,525 | 10.92% |
| Military Local | 0 | 2 | -100.00% | 0 | 2 | -100.00% |
| Total Aircraft Operations | 11,443 | 11,782 | -2.88% | 111,251 | 109,243 | 1.84% |

* Source: FAA Tower Daily Airport Operations Count, adjusted to show Canadair Regional Jet-200 operations as Air Carrier. Includes Hollywood Burbank Airport arrivals/departures only; excludes aircraft that enter local air space but do not land or take off at Hollywood Burbank Airport.

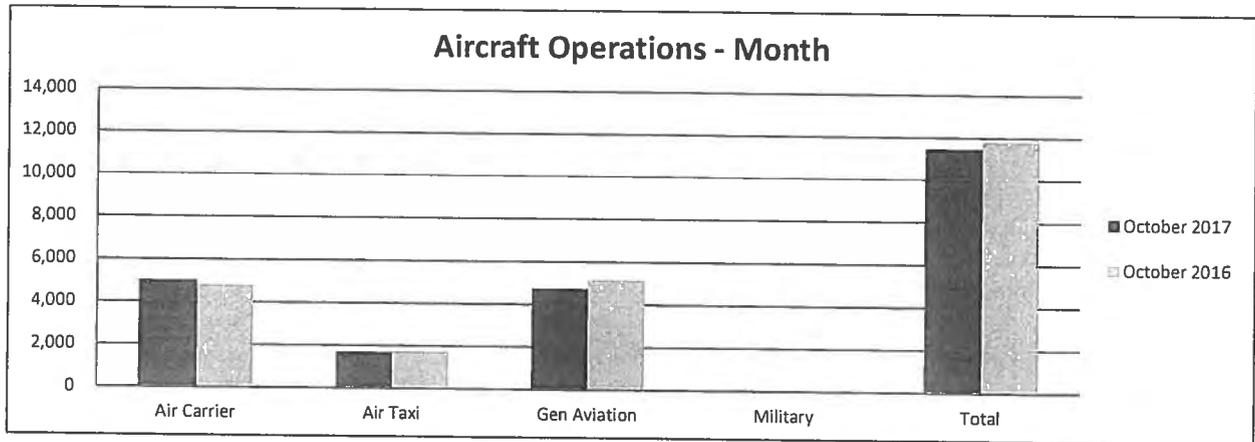
Hollywood Burbank Airport

| AIR CARGO (lbs.) | October | | | January - October | | |
|----------------------------------|------------------|------------------|--------------|-------------------|-------------------|--------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| Signatory Airlines | | | | | | |
| Alaska Airlines | 907 | 1,072 | -15.39% | 10,198 | 6,914 | 47.50% |
| American Airways | | | | | | |
| Delta Airlines | | | | | | |
| JetBlue Airways | | | | | | |
| Mokulele Airlines | | | | | | |
| Southwest Airlines | 199,634 | 146,405 | 36.36% | 1,730,508 | 1,359,078 | 27.33% |
| United Airlines | 51 | 1,604 | -96.82% | 129,720 | 11,508 | 1027.22% |
| Other Scheduled Carriers | | | | | | |
| Federal Express | 5,178,080 | 4,546,989 | 13.88% | 47,078,586 | 46,209,633 | 1.88% |
| United Parcel Service | 4,152,252 | 4,002,928 | 3.73% | 39,231,676 | 39,202,210 | 0.08% |
| Charter/Contract Carriers | | | | | | |
| AirNet Express | 3,195 | 2,733 | 16.90% | 31,221 | 25,219 | 23.80% |
| Ameriflight | 245,818 | 268,618 | -8.49% | 2,543,744 | 2,263,077 | 12.40% |
| Total Air Cargo | 9,779,937 | 8,970,349 | 9.03% | 90,755,653 | 89,077,639 | 1.88% |
| Inbound (deplaned) | 4,652,987 | 4,434,428 | 4.93% | 43,851,089 | 44,967,841 | -2.48% |
| Outbound (enplaned) | 5,126,950 | 4,535,921 | 13.03% | 46,904,564 | 44,109,798 | 6.34% |

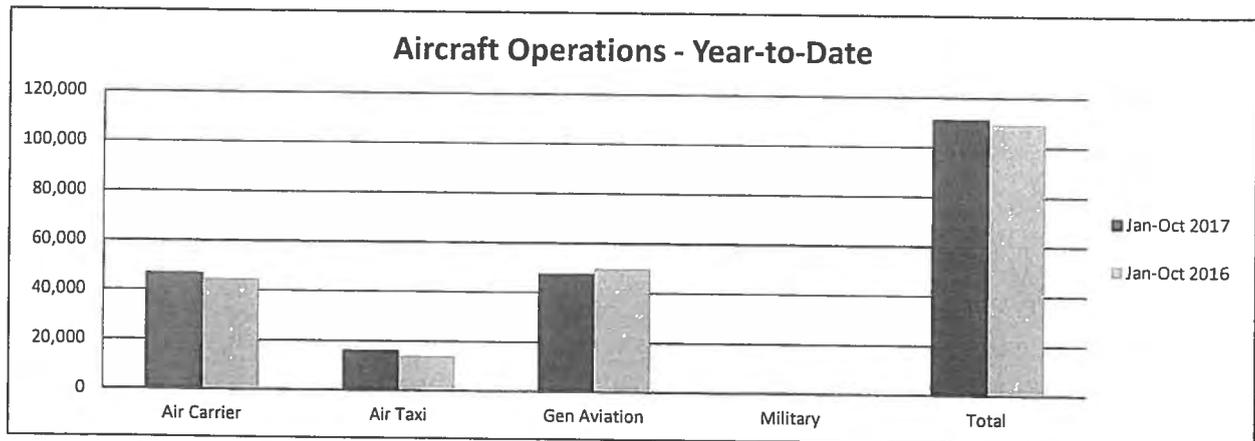
| MAIL (lbs.) | October | | | January - October | | |
|-----------------------|----------|----------|------------|-------------------|---------------|-----------------|
| | 2018 | 2017 | % Change | 2018 | 2017 | % Change |
| United Parcel Service | 0 | 0 | N/A | 0 | 81,499 | -100.00% |
| Total Mail | 0 | 0 | N/A | 0 | 81,499 | -100.00% |
| Inbound (deplaned) | 0 | 0 | N/A | 0 | 68,458 | -100.00% |
| Outbound (enplaned) | 0 | 0 | N/A | 0 | 13,041 | -100.00% |



| Revenue Passengers | Month | YTD |
|--------------------|---------|-----------|
| October 2017 | 464,607 | 4,319,099 |
| October 2016 | 435,283 | 3,867,167 |
| % Change | 6.74% | 11.69% |



| Aircraft Operations - MO | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|--------------------------|-------------|----------|--------------|----------|--------|
| October 2017 | 4,994 | 1,682 | 4,738 | 29 | 11,443 |
| October 2016 | 4,790 | 1,736 | 5,163 | 93 | 11,782 |
| % Change | 4.26% | -3.11% | -8.23% | -68.82% | -2.88% |



| Aircraft Operations - YTD | Air Carrier | Air Taxi | Gen Aviation | Military | Total |
|---------------------------|-------------|----------|--------------|----------|---------|
| Jan-Oct 2017 | 46,979 | 16,155 | 47,483 | 634 | 111,251 |
| Jan-Oct 2016 | 44,636 | 13,957 | 49,738 | 912 | 109,243 |
| % Change | 5.25% | 15.75% | -4.53% | -30.48% | 1.84% |