

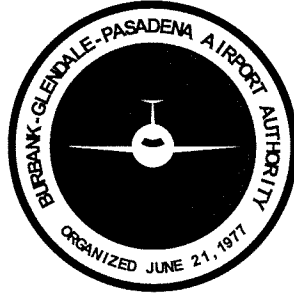


October 3, 2019

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

NOTICE is hereby given that a regular meeting of the Burbank-Glendale-Pasadena Airport Authority will be held on Monday, October 7, 2019, 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



COMMISSION MEETING

AGENDA

OCTOBER 7, 2019

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

Regular Meeting of Monday, October 7, 2019

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 N. 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

Monday, October 7, 2019

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) August 19, 2019 ***[See page 1]***
 - 2) Finance and Administration Committee
 - (i) August 19, 2019 ***[See page 6]***
 - b. Commission Minutes
(For Approval)
 - 1) September 23, 2019 ***[See page 9]***
 - c. Treasurer's Reports
 - 1) June 2019 ***[See page 17]***
 - d. Auditor Required Communications for FY 2019 Audits ***[See page 42]***
6. ITEMS FOR COMMISSION APPROVAL
 - a. Approval of Purchase and Sale Agreement
Hollyona Parcel Acquisition ***[See page 55]***
 - b. Amendment No.1 to Professional Services Agreement
Geosyntec Consultants, Inc. ***[See page 57]***
 - c. Award of Professional Services Agreement for
Air Service Consulting Services ***[See page 61]***

- d. Harris Miller Miller & Hanson, Inc. **[See page 76]**
Contract Amendment
 - e. Designation of Representative on Orangeline **[See page 80]**
Development Authority Board of Directors
 - 7. ITEMS FOR COMMISSION INFORMATION
 - a. August 2019 Parking Revenue Statistics **[No Staff Report]**
 - b. August 2019 Transportation Network Companies **[No Staff Report]**
 - c. Airline Schedule Analysis and August 2019 Passenger/Cargo **[See page 82]**
and Regional Airport Passenger Statistics
 - 8. CLOSED SESSION
 - a. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Litigation (California Government Code Section
54956.9(d)(2)): 1 potential case. Facts and Circumstances: FAA Southern
California Metroplex Project
 - 9. COMMISSIONER COMMENTS
(Other updates and information items, if any)
 - 10. ADJOURNMENT
-

COMMISSION NEWSLETTER

Monday, October 7, 2019

[Regarding agenda items]

5. CONSENT CALENDAR

(Consent Calendar items may be enacted by one motion. There will be no separate discussion on these items unless a Commissioner so requests, in which event the item will be removed from the Consent Calendar and considered in its normal sequence on the agenda.)

- a. COMMITTEE MINUTES. Approved minutes of the Operations and Development Committee special meeting of August 19, 2019; approved minutes of the Finance and Administration Committee meeting of August 19, 2019; and, approved minutes of the Legal, Government and Environmental Affairs Committee meeting of August 19, 2019, are included in the agenda packet for information purposes.
- b. COMMISSION MINUTES. Draft minutes of the September 23, 2019, special meeting are attached for the Commission's review and approval.
- c. TREASURER'S REPORT. The Treasurer's Report for June 2019 is included in the agenda packet. At the September 23, 2019, Finance and Administration Committee special meeting, the Committee voted unanimously (3-0) to recommend that the Commission note and file this report.
- d. AUDITOR REQUIRED COMMUNICATIONS FOR FY 2019 AUDITS. A staff report is included in the agenda packet. In accordance with applicable professional standards, the Authority's auditor, Macias Gini & O'Connell LLP ("MGO") has provided the attached letter to the Commission outlining its audit responsibilities, and planned scope and timing of the FY 2019 audits. Also attached is a copy of the annual engagement letter, which substantially conforms to the professional services agreement between the Authority and MGO for audit services. At the September 23, 2019, special meeting of the Finance and Administration Committee, it was voted unanimously (3-0) to recommend to the Commission that it note and file these Auditor communications.

6. ITEMS FOR COMMISSION APPROVAL

- a. APPROVAL OF PURCHASE AND SALE AGREEMENT – HOLLYONA PARCEL ACQUISITION. A staff report is included in the agenda packet. At the September 23, 2019, special meeting of the Finance and Administration Committee ("Committee"), the Committee voted unanimously (3-0) to recommend the Commission approve a Purchase and Sale Agreement with the Successor Agency to the Redevelopment Agency of the City of Burbank in the amount of \$2,132,000 for a 0.99-acre parcel located at the southeast corner of Hollywood Way and Winona Avenue ("Hollyona Parcel") that is within the Runway Protection Zone of Runway 8/26.

- b. AMENDMENT NO. 1 TO PROFESSIONAL SERVICES AGREEMENT – GEOSYNTEC CONSULTANTS, INC. A staff report is included in the agenda packet. At the September 23, 2019, special meeting of the Legal, Government and Environmental Affairs Committee (“Committee”), the Committee voted unanimously (3–0) to recommend that the Commission approve the proposed Amendment No. 1 to the Professional Services Agreement with Geosyntec Consultants, Inc. in the amount of \$170,000 with an additional \$10,000 for project contingency for implementation of a State mandated work plan to determine the presence and extent of a class of chemical substances commonly known by the name of per- and polyfluoroalkyl substances.
- c. AWARD OF PROFESSIONAL SERVICES AGREEMENT FOR AIR SERVICE CONSULTING SERVICES. A staff report is included in the agenda packet. Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks approval to award a Professional Services Agreement to InterVistas Consulting, Inc., for air service consulting services. The total proposed expenditure for these services is for an amount not-to-exceed \$70,000 to be completed within FY 2020.
- d. HARRIS MILLER MILLER & HANSON, INC. - CONTRACT AMENDMENT. A staff report is included in the agenda packet. Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval of the proposed Amendment No. 1 to the Professional Services Agreement with Harris Miller Miller & Hanson, Inc. for professional aircraft noise analysis and meeting facilitation services in support of the Southern San Fernando Valley Airplane Noise Task Force. The proposed amendment will increase the compensation limit by \$250,000 resulting in a not-to-exceed amount of \$324,960.
- e. DESIGNATION OF REPRESENTATIVE ON ORANGELINE DEVELOPMENT AUTHORITY BOARD OF DIRECTORS. A staff report is included in the agenda packet. Staff seeks the Commission's designation of an Airport Authority representative on the Orangeline Development Authority (“OLDA”) Board of Directors.

7. ITEMS FOR COMMISSION INFORMATION

- a. AUGUST 2019 PARKING REVENUE STATISTICS. No staff report attached. Staff will present parking revenue data for the month of August 2019.
- b. AUGUST 2019 TRANSPORTATION NETWORK COMPANIES. No staff report attached. Staff will update the Commission on TNC activity for the month of August 2019.
- c. AIRLINE SCHEDULE ANALYSIS AND AUGUST 2019 PASSENGER/CARGO AND REGIONAL AIRPORT PASSENGER STATISTICS. Staff report is included in the agenda packet. The August 2019 passenger count of 556,491 was up 20.02% compared to last year's 463,653 passengers. Air carrier aircraft operations increased 22.88%, while cargo volume in August was down at 9.5 million pounds.

Approved September 23, 2019

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

MONDAY, AUGUST 19, 2019

A special 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 8:00 a.m., by Chairman Tornek.

ROLL CALL

Present: Commissioners Tornek, Brown and Devine

Absent: None

Also Present: Staff: Frank Miller, Executive Director;
John Hatanaka, Senior Deputy Executive Director;
Tom Lenahan, Fire Chief, Airport Fire Department;
Ed Skavarna, Chief of Police; Director, Public safety;
Mark Hardyment, Director of Transportation and
Environmental Programs; Nerissa Sugars, Marketing
Communications and Air Service Manager; Tom
Janowitz, Sr. Manager, Ground Access

Airport Authority Counsel: Terence R. Boga, Esq.,
Richards, Watson, Gershon

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. July 15, 2019 Draft Minutes for July 15, 2019, Operations and
Development Committee meeting were presented
for approval.

Motion Commissioner Devine moved approval of the
minutes seconded by Commissioner Brown.

Motion Approved The minutes were unanimously approved (3-0).

4. Contract and Leases

**a. Change order Superior Life
Support Inc. for Medical
Director Oversight Services** Staff recommended that the Committee
recommend to Commission for approval of a
Change Order in the amount of \$10,000 with
Superior Life Support Inc. ("SLS") for medical
director oversight services required to implement

the Airport Fire Department's initiation of a Narcan and EpiPen program. Staff reported that these programs, mandated by the Los Angeles County Department of Health Services Emergency Medical Services Agency are part of the scope of practice for Emergency Medical Technicians ("EMT") effective July 1, 2019. These two programs require medical director oversight by a licensed physician.

The two programs to be deployed by the Authority's Airport Fire Department are Narcan Nasal Spray for use to treat an opioid overdose by blocking or reversing the effects of opioids and Epinephrine ("EPI") Pen Injectors used to treat severe allergic reactions and/or asthma attacks.

Staff reported that SLS is the Airport Fire Department's service provider for the Authority's Automated External Defibrillator ("AED") and "Stop the Bleed" programs. The services from SLS include supplies, instruction, training and oversight. These services, under a three-year purchase order, are in their last year and expire on May 30, 2020. The current annual cost of these two programs is \$16,866. The cost to add a licensed physician to provide medical director oversight for the Narcan and EpiPen programs is \$10,000, increasing the annual cost to \$26,866. The cost for the initial inventory of Narcan and EpiPen's for adult and juvenile doses is \$1,510.

In conjunction with UCLA Center for Prehospital Care, the provider of the Authority's EMS training, SLS was able to identify licensed physician, Dr. Ira Howard Tillis, M.D. to serve as the Medical Director to oversee these two programs for the Authority. Dr. Tillis has over 30 years of emergency medicine experience and is currently the Assistant Medical Director and EMS Liaison for the Simi Valley Hospital and Medical Center.

Funding for the AED, Stop the Bleed and Narcan/ EpiPen programs are included in the adopted FY 2020 budget.

Motion

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

Motion Approved

The motion was approved unanimously (3-0).

b. Waste hauling and Recycling Services Contract Award

Staff reported that the Waste Hauling and Recycling Contract Award previously recommended on May 6, 2019, to American Reclamation, Inc. ("American") was resubmitted because, subsequent to the Operations and Development Committee ("Committee") decision, the Authority received information that required staff to reject all proposals and reissue the Request for Proposal ("RFP") for waste hauling and recycling services.

Staff provided detailed background information in the staff report, regarding the first and second solicitations, the protest submitted by Athens Environmental Services, Inc. ("Athens") and finally, the third solicitation that led to Staff's recommendation to the Committee to recommend to the Commission a contract award to American for waste hauling and recycling services.

On June 26, 2019, a new RFP for waste hauling and recycling services was released. The new RFP included a revision that removed the requirement that each proposer notify and obtain the Authority's approval of the proposer's designated refuse and recycling facilities. Staff and counsel determined that this requirement did not have significant value considering the broad indemnity clause contained in the contract that will be executed by the selected firm. That clause requires the contractor to indemnify the Authority for claims arising from the contractor's negligence, willful misconduct, or failure to comply with the agreement or applicable law. As part of the new RFP, language was added to this clause to explicitly state that the contractor is required to indemnify the Authority for penalties imposed by the State of California for noncompliance with waste diversion requirements.

Based on the results of the June 26 RFP, Staff recommended that the Committee recommend to the Commission a waste hauling and recycling services contract to American for a three-year term commencing on October 1, 2019, and extending to through September 30, 2022, with two one-year option periods, at an initial fixed monthly fee of \$10,573 with an allowance for on-call services of \$1,500 per month.

Motion

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

Motion Approved

The motion was approved unanimously (3-0).

**c. Professional Services Agreement
Airport Marketing Consultant
Service Anyone Collective**

Staff sought an Operations and Development Committee ("Committee") recommendation to the Commission to award a Professional Services Agreement ("Agreement") to Anyone Collective LLC, ("Anyone Collective") to provide airport marketing, consulting services and media purchases in support of the Authority's FY 2020 Branding, Marketing and Advertising program. The total proposed expenditure for the program, is a not-to-exceed amount of \$870,000 to be completed within the FY 2020.

Staff reported that the FY 2020 proposed program for Airport Marketing is made of five complementary tasks: i) Strategic development employing the analytics from FY 2019; ii) Specific marketing and advertising services which include creative art design, content creation, website updates and pushes, messaging and social media distribution and custom content development; iii) Promotion of Fodor's award as Best U.S. Airport; iv) Advertising media buys for all venues; and, v) Implementation of an airline requested specific joint marketing effort. The success of these efforts resulted in the Authority's and Anyone Collective's receipt of global recognition from Airports Council International-North America with multiple awards for Brand Identity, Digital Advertising, Print Communications, and Overall Marketing Program.

Staff provided a breakdown of cost in the staff report which included the not-to-exceed limit for each of the proposed activities and reported that appropriations for the proposed plan are included in the adopted FY 2020 budget for Air Service Marketing.

Motion

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

Motion Approved

The motion was approved unanimously (3-0).

5. Items for Information

a. Information Update: Pre-book System for Valet

Staff provided an informational update to the Committee regarding the July 15, 2019, initiation of the Pre-Book System for valet parking.

6. Adjournment

There being no further business, the meeting adjourned at 8:27 a.m.

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

MONDAY, AUGUST 19, 2019

A regular meeting of the Finance and Administration Committee was called to order this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 11:52 a.m., by Commissioner Gharpetian.

AB 23 Disclosure: The Senior 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, Selvidge and Adams

Absent: None

Also Present: Staff: John Hatanaka, Senior Deputy Executive Director

1. Approval of Agenda

Agenda was approved as presented.

2. Public Comment

There were no public comments.

3. Approval of Minutes

a. July 15, 2019

Draft minutes for the July 15, 2019, Finance and Administration Committee meeting were presented for approval.

Motion

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

Motion Approved

There being no objection, the minutes were unanimously approved (3-0).

4. Contracts and Leases

a. Replacement Passenger Terminal Project Consultant Agreements for Financial Feasibility and Advisory Services, Technical Support, Airline Coordination Services and Outreach/Support Services

To continue the advancement of the Replacement Passenger Terminal ("RPT") project, Staff presented to the Committee for recommendation to the Commission an award of a new Professional Services Agreement for approval of second-year funding with four consultants: Ricondo & Associates, Public Resources Advisory Group, Moroney & Associates, Airport & Aviation

Professionals Inc., and a new professional services agreement for Woodward & Associates.

MOTION

Commissioner Adams moved approval; seconded by Commissioner Selvidge.

MOTION APPROVED

The motion was voted unanimously (3–0) for approval.

5. Items for Information

**a. Information Update:
FY 2020 Authority Insurance
Policy Renewal**

Staff informed the Committee that the representatives of Willis Towers Watson, the Authority's insurance broker, were unable to participate due to the unanticipated lateness of the start time for the Committee meeting. Staff reviewed with the Committee the renewal premiums and coverage limits of the Authority's various insurance policies for FY 2019/2020.

b. Committee Pending Items

Staff informed the Committee of future pending items that will come to the Committee for review.

6. Other Contracts and Leases

There were no other contracts and leases to be discussed.

7. Adjournment

There being no further business to discuss, the meeting was adjourned at 12:15 p.m.

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

MONDAY, AUGUST 19, 2019

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 11:53 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 and Madison

Absent: None

Also Present: Staff: Frank Miller, Executive Director (arrived at 12:05 a.m.); Mark Hardymont, Director of Transportation and Environmental Programs; Sarah Paulson Sheehy, Senior Director of Government and Public Affairs

Airport Authority Counsel: Terence R. Boga, Esq.,
Richards, Watson, Gershon

1. Approval of Agenda The agenda was approved as presented.

2. Public Comment There were no public speakers.

3. Approval of Minutes

a. June 17, 2019 Commissioner Madison moved approval of the minutes of the June 17, 2019 meeting. There being no objection, the minutes were approved (2-0).

4. Items For information

a. Information Update: Air Quality Improvement Program and Memorandum of Understanding Staff reviewed with the Committee on-going development of an Air Quality Improvement Program (AQIP) in response to directives from the South Coast Air Quality Management District (SCAQMD).

5. Adjournment There being no further business, the meeting was adjourned at 12:07 a.m.

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

MONDAY, SEPTEMBER 23, 2019

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 9:01 a.m., by Vice President Adams.

1. ROLL CALL

Present: Commissioners Brown, Agajanian (arr. 9:15 a.m.), Gharpetian, Tornek, Adams, Devine, Madison, Wiggins and Selvidge

Absent: None

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Nerissa Sugars, Director, Marketing, Communications and Air Service; Tom Janowitz, Sr. Manager, Ground Access

Daniel Iacofano, CEO, Lead Facilitator, MIG

2. PLEDGE OF ALLEGIANCE

President Adams 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

President Adams announced that since the majority of public comments would be on a specific agenda item, public comments would be taken as the item occurred on the agenda.

Speakers: Dan Feger, Stacey Slichta, Suellen Wagner, Heidi MacKay, Mike Nolan

5. CONSENT CALENDAR

**a. Committee Minutes
(For Note and File)**

**1) Operations and
Development
Committee**

Approved minutes of the Operations and Development Committee meeting for July 15, 2019; approved minutes of the Finance and Administration Committee meeting for July 15, 2019; and approved minutes of the Legal,

- (i) July 15, 2019
- 2) **Finance and Administration Committee**
 - (i) July 15, 2019
- 3) **Legal, Government and Environmental Affairs Committee**
 - (i) June 17, 2019
- b. **Commission Minutes (For Approval)**
 - 1) **August 28, 2019** Minutes of the August 28, 2019, and August 19, 2019 Commission meetings were included in the agenda packet for review and approval.
 - 2) **August 19, 2019**
- c. **Salary Memorandum No. 4 and Amendment No. 3 to Amended and Restated Employment Agreement With Director of Public Safety/Chief of Police** A proposed Salary Memorandum No. 4 and Amendment No. 3 to Amended and Restated Employment Agreement with Director of Public Safety/Chief of Police was included in the agenda packet for Commission approval of a 3% salary increase for an annual base salary of \$191,752.37. The Third Amendment to the Employment Agreement will extend the term of the Agreement until April 1, 2023.

MOTION

Commissioner Selvidge moved approval of the Consent Calendar; seconded by Commissioner Wiggins.

MOTION APPROVED

There being no objection, the motion was approved (8-0). Commissioners Gharpetian and Wiggins abstained from voting on the minutes of August 28, 2019.

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

NOES: None

ABSENT: Commissioner Agajanian

6. ITEMS FOR COMMISSION APPROVAL

a. Replacement Passenger Terminal Project Consultant Agreements for Financial Feasibility and Advisory Services, Technical Support, Airline Coordination Services and Outreach/Support Services

Staff presented to the Commission for approval second-year funding for four consultants responsible for continuing the advancement of the Replacement Passenger Terminal ("RPT") project. The consultants: Ricondo & Associates ("Ricondo"), Public Resources Advisory Group ("PRAG"); Airport & Aviation Professionals ("AvAirPros") and Moroney & Associates ("Moroney"), have been working with Staff over the past two years on various aspects of the RPT project and have been instrumental in helping to achieve minor and major milestones. Staff feels the continuation of the services provided by these consultants will assist in the further advancement of the RPT project.

Staff recommended one firm, Woodward & Associates ("Woodward"), to receive an award of a new Agreement to provide outreach services with the FAA.

At the August 19, 2019, meeting of the Finance and Administration Committee (Committee"), the Committee voted unanimously (3-0) to recommend that the Commission approve the second-year funding for these firms and award a new agreement to Woodward.

NOTE: At this time, members of the public were given the opportunity to comment on Item. 6.a.

MOTION

Commissioner Tornek moved approval of the nominations; seconded by Commissioner Wiggins.

MOTION APPROVED

There being no objection, the motion was approved (9-0).

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

NOES: None

ABSENT: None

b. Award of Professional Services Agreement Airport Marketing Consultant Services – Anyone Collective, LLC.

Staff presented to the Commission a recommendation for approval of a Professional Services Agreement to Anyone Collective, LLC (“Anyone Collective”) to provide airport marketing consulting services and media purchases in support of the Authority’s fiscal year 2020 (“FY 2020”) Branding, Marketing and Advertising Program. The total proposed expenditure for the program is a not-to-exceed amount of \$870,000 to be completed within FY 2020.

The Authority first engaged Anyone Collective in 2015 to implement the Authority’s long-term branding and marketing strategy to gain market name recognition and strengthen passenger utilization at Hollywood Burbank Airport.

At the August 19, 2019, Operations and Development Committee meeting, the Committee voted unanimously (3–0) to recommend the Commission award a Professional Services Agreement to Anyone Collective, LLC in the not-to-exceed amount of \$870,000 to provide airport marketing consulting services and media purchases.

MOTION

Commissioner Tornek moved approval of the nominations; seconded by Commissioner Devine.

MOTION APPROVED

There being no objection, the motion was approved (9–0).

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

NOES: None

ABSENT: None

NOTE: At this time, Commissioner Gharpetian introduced the new Commissioner from the City of Glendale, Vrej Agajanian.

c. Renewal of SITA Airport Solution Service Agreement for the Common

Staff presented to the Commission for its approval, a proposed renewal of the Airport Solution Line Service Agreement with SITA

Use Passenger Processing System and Related Equipment

Information Networking Computing USA Inc. ("SITA") for the Common Use Passenger Processing Systems ("CUPPS") installed at the Airport. The term is for a three-year base period with two option one-year extensions. The monthly cost during the base period will be \$61,880 and \$64,153 and \$66,065, respectively, for the extension periods.

SITA was awarded a contract in January 2012 in the amount of \$9,000,000 to install CUPPS at the Airport. The system is comprised of (i) common use passenger check-in system at all gates and ticket count check-in positions; (ii) flight and baggage information displays throughout the terminal and baggage claim area; (iii) an audio and visual paging system in the terminal; (iv) ticket counter common use bag scales; and (v) a restricted common use phone system for airline use only. There was also a four-year Service Agreement with SITA fully paid for by the Airlines using the system.

There is a potential cost reduction based on the installation of additional kiosks and the removal of certain ticket counter kiosk equipment no longer needed. Until then, the Airlines have agreed to the monthly cost of \$61,880 and will reimburse the Authority through an existing reimbursement charge.

At the September 23, 2019, special meeting of the Operations and Development Committee ("Committee") held immediately prior to the Commission meeting, the Committee voted unanimously (3-0) to recommend the Commission approve the proposed renewal of the Airport Solution Line Service Agreement with SITA.

MOTION

Commissioner Tornek moved approval of the nominations; seconded by Commissioner Devine.

MOTION APPROVED

There being no objection, the motion was approved (9-0).

AYES: Commissioners Brown, Agajanian, Gharpetian, Tornek,

Adams, Devine, Madison,
Wiggins and Selvidge

NOES: None

ABSENT: None

- d. Appointment of Committee** President Adams appointed Commissioner Agajanian as a member of the Legal, Government and Environmental Affairs Committee.

Commissioner Gharpetian requested that the designation of Representative on the Orangeline Development Authority Board of Directors be agendaized for the October 7, 2019, Commission meeting. That position has remained unfilled since former Commissioner Zareh Sinanyan vacated the position in June 2019.

7. ITEM FOR COMMISSION DISCUSSION

a. Community Noise Concerns

Staff presented an update to the Commission on activities undertaken regarding community noise concerns. On August 28, 2019, Hollywood Burbank Airport, in conjunction with Los Angeles World Airports, held their first meeting of the Joint Task Force at the Los Angeles Marriott Burbank Airport. At this organizational meeting By-laws were ratified and Burbank Mayor Emily Gabel-Luddy was elected as Chair with Los Angeles Councilman Paul Krekorian elected as Vice Chair.

The second Task Force meeting was held on September 11, 2019, where the Task Force approved the summary of the August 28, 2019, meeting and UproarLA made a 15-minute presentation.

Members of the public were given the opportunity to voice their concerns to the Commission regarding the issue of noise as a result of the FAA's NextGen Transportation System.

Information regarding the meetings, including meeting dates, meeting summaries and video of the meetings, can be found on the Hollywood Burbank Airport website at

www.hollywoodburbankairport.com/noise-task-force.

The next meetings are scheduled for November 6, 2019; December 4, 2019; January 15, 2020; and February 19, 2020. These meeting dates may be subject to change due to scheduling conflicts.

NOTE: At this time, members of the public were given the opportunity to comment on item 7.a.

8. ITEMS FOR COMMISSION INFORMATION

- a. Charrette Workshop Update** Staff introduced Mr. Daniel Iacofano, CEO and Lead Facilitator, MIG, who updated the Commission on the progress of the Public Design Charrette Workshop process which provides information for the ultimate design of the Replacement Passenger Terminal, particularly in regard to aesthetics, amenities, and integration into the community. The workshops are an iterative process, addressing large, medium, and small design aspects of the project. The facilitator has guided attendees through a series of eight workshops during the year that will lead to the creation of 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.

The final workshop will take place on Saturday, October 26, 2019.

- b. July 2019 Parking Revenue Statistics** Staff presented an update on the July 2019 parking revenue.
- c. July 2019 Transportation Network Companies** Staff presented an update on the July 2019 Transportation Network Companies activities.
- d. July 2019 Passenger and Regional Airport Passenger Statistics** Staff updated the Commission on the July 2019 Passenger and Regional Airport Passenger Statistics.

9. CLOSED SESSION

The meeting recessed to close session at 10:33 a.m.

- a. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Litigation (California Government Code Section 54956.9(d)(2)); 1 potential case; Facts and Circumstances: United Maintenance Claim.
- b. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION
Significant Exposure to Litigation (California Government Code Section 54956.9(d)(2)); 1 potential case; Facts and Circumstances: FAA Southern California Metroplex Project

Meeting Reconvened to Open Session

The meeting reconvened to open session at 11:10 a.m. with eight Commissioners present. Commissioner Madison was not present.

Closed Session Report

No reportable action taken on the presented items.

10. COMMISSIONER COMMENTS

There were no comments.

11. ADJOURNMENT

There being no further business, the meeting was adjourned at 11:10 a.m.

Ray Adams, President

Vartan Gharpetian, Secretary

Date

Date



October 7, 2019

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

Dear Commissioners:

The attached report, covering the month of June 2019, 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 come]

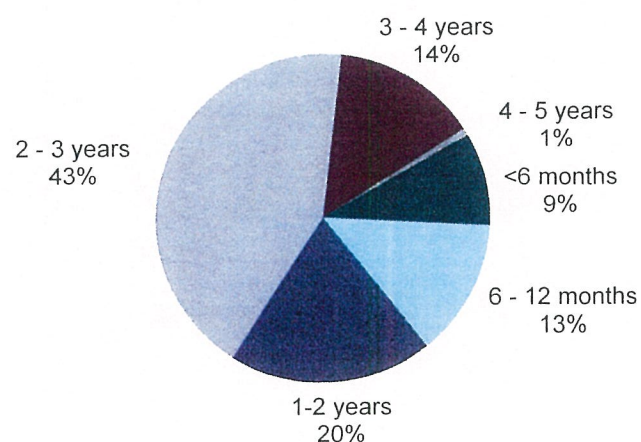
Vartan Gharpetian
Treasurer

Attachments

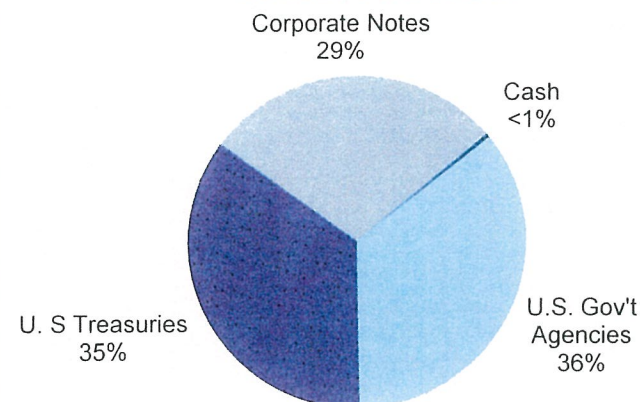
Operating Portfolio Investment Guidelines Conformance as of June 30, 2019

	Legal Max Maturity	Actual Max Maturity	Policy Maximum	Policy Actual
U.S. Gov Agencies	5 Years	2.77 Years	70%	36%
Corporate Notes	5 Years	4.46 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	3.25 Years	No Limit	35%

Maturity Distribution



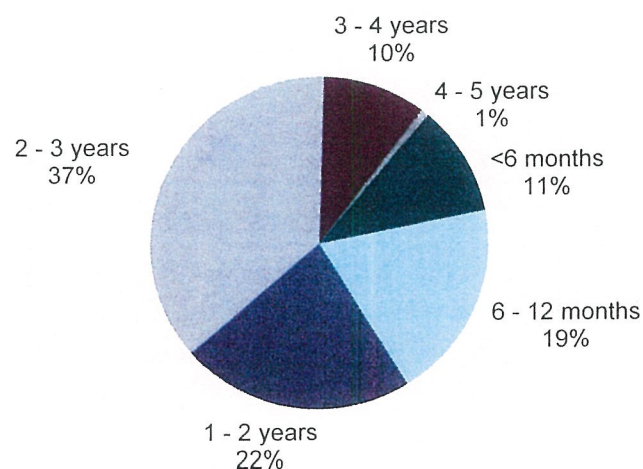
Sector Allocation



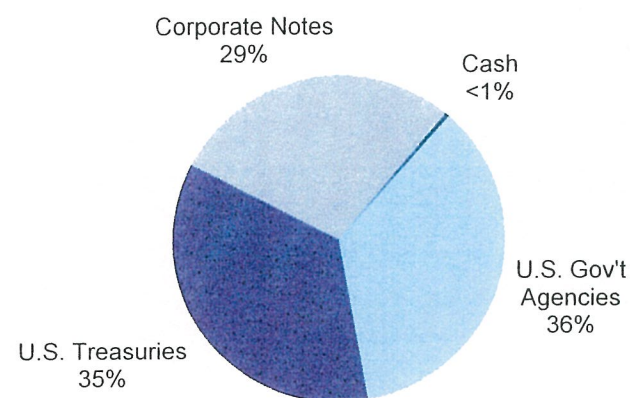
PFC Portfolio Investment Guidelines Conformance as of June 30, 2019

	Legal Max Maturity	Actual Max Maturity	Policy Maximum	Policy Actual
U.S. Gov Agencies	5 Years	2.77 Years	70%	36%
Corporate Notes	5 Years	4.46 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	3.25 Years	No Limit	35%

Maturity Distribution



Sector Allocation



Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 06/30/19

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
06/30/19	Columbia Treasury Reserves	097101307	0.000	06/30/19	06/30/19	\$ 237,359	\$ 237,359	\$ 237,359	\$ -	0.00%	0	0.11%
03/22/18	FFCB	3133EHZK2	2.490	09/25/20	07/25/19	5,000,000	5,002,955	4,995,955	(7,000)	2.52%	25	2.25%
04/24/18	US Bank NA	90331HNQ2	3.085	04/26/21	07/26/19	1,175,000	1,175,000	1,176,641	1,641	2.62%	26	0.53%
11/01/16	Treasury Note	912828WW6	1.625	07/31/19	07/31/19	4,000,000	4,034,688	3,998,125	(36,563)	2.13%	31	1.80%
07/03/18	QualComm Inc	747525AL7	3.194	05/20/20	08/20/19	500,000	502,525	501,663	(862)	2.57%	51	0.23%
04/24/18	Wells Fargo & Company	949746RT0	3.955	03/04/21	09/04/19	1,000,000	1,026,435	1,015,529	(10,906)	2.78%	66	0.46%
03/17/15	FNMA Bench	3135G0ZG1	1.750	09/12/19	09/12/19	4,500,000	4,545,910	4,495,374	(50,536)	2.24%	74	2.03%
04/28/16	American Express Credit Corp	0258M0DY2	3.828	09/14/20	09/14/19	1,000,000	1,007,630	1,009,817	2,187	2.62%	76	0.46%
11/20/17	FHLB	3130A9EP2	1.000	09/26/19	09/26/19	3,000,000	2,956,556	2,991,432	34,876	2.17%	88	1.35%
10/30/16	Honeywell International Inc	438516BJ4	1.400	10/30/19	10/30/19	765,000	761,970	762,687	717	2.29%	122	0.34%
04/01/16	Treasury Note	912828F62	1.500	10/31/19	10/31/19	4,175,000	4,236,706	4,166,520	(70,186)	2.10%	123	1.88%
11/07/16	Procter & Gamble Company	742718EG0	1.900	11/01/19	11/01/19	1,325,000	1,348,771	1,323,189	(25,582)	2.30%	124	0.60%
01/19/16	Treasury Note	912828G95	1.625	12/31/19	12/31/19	4,250,000	4,326,504	4,239,873	(86,631)	2.10%	184	1.91%
11/01/17	Treasury Note	912828UF5	1.125	12/31/19	12/31/19	4,000,000	3,946,797	3,980,625	33,828	2.09%	184	1.79%
05/26/15	Arizona Public Service Company	040555CR3	2.200	01/15/20	01/15/20	1,000,000	1,006,693	998,136	(8,557)	2.44%	199	0.45%
04/21/16	Pepsico Inc	713448BN7	4.500	01/15/20	01/15/20	1,300,000	1,445,831	1,314,550	(131,281)	2.43%	199	0.59%
04/28/17	FNMA	3135G0A78	1.625	01/21/20	01/21/20	4,725,000	4,743,801	4,712,091	(31,710)	2.11%	205	2.12%
07/16/18	Treasury Note	912828W63	1.625	03/15/20	03/15/20	3,000,000	2,953,594	2,991,328	37,734	2.03%	259	1.35%
07/25/18	FHLMC Reference Notes	3137EADR7	1.375	05/01/20	05/01/20	6,375,000	6,306,222	6,337,623	31,401	2.08%	306	2.86%
05/11/17	Intel Corp	458140AZ3	1.850	05/11/20	05/11/20	1,000,000	999,620	996,534	(3,086)	2.25%	316	0.45%
06/24/19	Prudential Financial Inc	74432QBM6	5.375	06/21/20	06/21/20	870,000	896,109	895,857	(252)	2.29%	357	0.40%
01/16/19	Commonwealth Edison Company	202795HV5	4.000	08/01/20	08/01/20	680,000	688,833	689,702	869	2.66%	398	0.31%
06/24/19	Manufacturers & Traders Trust Co	55279HAN0	2.050	08/17/20	08/17/20	1,000,000	998,870	997,928	(942)	2.23%	414	0.45%
05/04/17	State Street Corporation	857477AS2	2.550	08/18/20	08/18/20	1,200,000	1,223,507	1,205,246	(18,261)	2.16%	415	0.54%
06/13/18	FHLB	3130ACE26	1.375	09/28/20	09/28/20	3,250,000	3,160,134	3,231,046	70,912	1.92%	456	1.46%
04/21/16	Travelers Cos Inc	89417EAG4	3.900	11/01/20	11/01/20	900,000	984,933	920,274	(64,659)	2.19%	490	0.41%
02/21/17	Ace InA Holdings Inc	00440EAT4	2.300	11/03/20	11/03/20	1,000,000	1,000,960	1,000,496	(464)	2.26%	492	0.45%
04/02/18	Coca-Cola Company (The)	191216AR1	3.150	11/15/20	11/15/20	1,300,000	1,315,548	1,318,006	2,458	2.13%	504	0.59%
03/08/16	Public Service Company of Colorado	744448CD1	3.200	11/15/20	11/15/20	1,080,000	1,135,784	1,087,672	(48,112)	2.67%	504	0.49%
11/01/17	Treasury Note	912828PC8	2.625	11/15/20	11/15/20	8,000,000	8,211,250	8,082,500	(128,750)	1.86%	504	3.64%
06/25/18	Chevron Corp	166764AY6	2.419	11/17/20	11/17/20	1,050,000	1,039,037	1,054,872	15,835	2.08%	506	0.48%
01/12/18	FHLMC Reference Bond	3137EAEK1	1.875	11/17/20	11/17/20	4,000,000	3,968,800	3,998,348	29,548	1.90%	506	1.80%
03/06/18	Exxon Mobil Corp	30231GAV4	2.222	03/01/21	03/01/21	1,050,000	1,035,930	1,052,856	16,926	2.06%	610	0.47%
11/10/17	Praxair Inc	74005PAY0	4.050	03/15/21	03/15/21	404,000	429,143	416,820	(12,323)	2.15%	624	0.19%
01/25/18	Bank of New York Mellon Corp	06406FAA1	2.500	04/15/21	04/15/21	1,225,000	1,216,443	1,231,726	15,283	2.19%	655	0.56%
12/05/16	PNC Bank NA	6935REW4	2.150	04/29/21	04/29/21	1,200,000	1,185,804	1,197,852	12,048	2.25%	669	0.54%
06/13/18	FNMA	3135G0K69	1.250	05/06/21	05/06/21	3,000,000	2,883,300	2,970,537	87,237	1.79%	676	1.34%
12/21/18	General Dynamics Corporation	369550BE7	3.000	05/11/21	05/11/21	1,000,000	1,000,520	1,015,965	15,445	2.12%	681	0.46%

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 06/30/19

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	1,000,000	977,850	999,290	21,440	2.29%	715	0.45%
06/20/18	WalMart Inc	931142EJ8	3.125	06/23/21	06/23/21	1,300,000	1,299,935	1,328,226	28,291	2.00%	724	0.60%
05/31/18	Treasury Note	912828WR7	2.125	06/30/21	06/30/21	12,500,000	12,338,867	12,590,820	251,953	1.75%	731	5.67%
10/05/17	Florida Power Corporation	341099CP2	3.100	08/15/21	08/15/21	705,000	728,709	715,623	(13,086)	2.37%	777	0.32%
05/31/19	FNMA Benchmark Note	3135G0N82	1.250	08/17/21	08/17/21	300,000	295,398	296,525	1,127	1.80%	779	0.13%
08/07/18	3M Company	88579YAU5	1.625	09/19/21	09/19/21	1,000,000	960,330	989,579	29,249	2.11%	812	0.45%
08/31/18	Treasury Note	912828T34	1.125	09/30/21	09/30/21	2,300,000	2,200,367	2,269,633	69,266	1.72%	823	1.02%
12/23/16	Federal Home Loan Banks	3130AABG2	1.875	11/29/21	11/29/21	15,000,000	14,742,129	15,030,045	287,916	1.79%	883	6.77%
01/23/17	Pfizer Inc	717081DZ3	2.200	12/15/21	12/15/21	1,500,000	1,498,845	1,504,512	5,667	2.07%	899	0.68%
04/15/19	FNMA Benchmark Note	3135G0S38	2.000	01/05/22	01/05/22	3,800,000	3,812,172	3,816,952	4,780	1.82%	920	1.72%
06/23/17	FHLMC	3137EADB2	2.375	01/13/22	01/13/22	8,125,000	8,173,493	8,241,594	68,101	1.79%	928	3.71%
01/23/17	Comcast Corporation	20030NBV2	1.625	01/15/22	01/15/22	1,500,000	1,437,900	1,481,958	44,058	2.11%	930	0.67%
06/26/19	Target Corporation	87612EABZ9	2.900	01/15/22	01/15/22	1,000,000	1,022,040	1,022,023	(17)	2.01%	930	0.46%
08/15/18	Berkshire Hathaway Finance Corp	084670BF4	3.400	01/31/22	01/31/22	1,500,000	1,521,795	1,551,334	29,539	2.03%	946	0.70%
02/03/17	Treasury Note	912828H86	1.500	01/31/22	01/31/22	2,450,000	2,386,645	2,436,219	49,574	1.72%	946	1.10%
08/06/18	PacifiCorp	695114CP1	2.950	02/01/22	02/01/22	1,000,000	991,823	1,018,400	26,577	2.22%	947	0.46%
11/05/18	Microsoft Corporation	594918BA1	2.375	02/12/22	02/12/22	1,225,000	1,199,000	1,237,801	38,801	1.96%	958	0.56%
02/21/17	Walt Disney Co	25468PCT1	2.550	02/15/22	02/15/22	1,200,000	1,207,588	1,212,173	4,585	2.15%	961	0.55%
05/15/18	Boeing Co	097023BT1	2.125	03/01/22	03/01/22	1,000,000	963,020	996,929	33,909	2.24%	975	0.45%
09/28/17	FHLB	313378CR0	2.250	03/11/22	03/11/22	4,000,000	4,059,140	4,043,740	(15,400)	1.83%	985	1.82%
04/09/19	Medtronic Inc	585055BR6	3.150	03/15/22	03/15/22	1,250,000	1,267,863	1,285,080	17,217	2.08%	989	0.58%
04/17/17	BB&T Corp	05531FAX1	2.750	04/01/22	04/01/22	1,000,000	1,009,060	1,012,232	3,172	2.29%	1006	0.46%
05/18/17	Federal National Mortgage Association	3135G0T45	1.875	04/05/22	04/05/22	8,300,000	8,166,654	8,314,160	147,506	1.81%	1010	3.75%
01/31/19	Treasury Note	912828X47	1.875	04/30/22	04/30/22	9,475,000	9,301,015	9,513,492	212,477	1.73%	1035	4.29%
05/06/19	Apple Inc	037833CQ1	2.300	05/11/22	05/11/22	1,250,000	1,241,250	1,258,571	17,321	2.05%	1046	0.57%
01/15/19	Oracle Corporation	68389XAR6	2.500	05/15/22	05/15/22	1,200,000	1,177,524	1,212,088	34,564	2.14%	1050	0.55%
10/03/17	Home Depot Inc	437076BG6	2.625	06/01/22	06/01/22	1,000,000	1,010,629	1,017,053	6,424	2.02%	1067	0.46%
09/25/17	Caterpillar Financial Services	14913QAA7	2.400	06/06/22	06/06/22	1,250,000	1,243,941	1,259,294	15,353	2.14%	1072	0.57%
02/15/19	Cisco Systems Inc	17275RAV4	3.000	06/15/22	06/15/22	1,200,000	1,210,416	1,233,287	22,871	2.03%	1081	0.56%
08/01/17	Treasury Note	912828XQ8	2.000	07/31/22	07/31/22	9,850,000	9,706,887	9,931,570	224,683	1.72%	1127	4.48%
02/15/19	Burlington Northern Santa Fe LLC	12189LAL5	3.050	09/01/22	09/01/22	1,000,000	1,005,490	1,023,876	18,386	2.27%	1159	0.46%
01/09/19	John Deere Capital Corp	24422ETV1	2.150	09/08/22	09/08/22	1,250,000	1,200,988	1,249,906	48,918	2.15%	1166	0.56%
05/18/18	Merck & Co Inc	589331AT4	2.400	09/15/22	09/15/22	1,500,000	1,448,385	1,515,516	67,131	2.07%	1173	0.68%
09/25/17	National Rural Utilities Coop	63743HEQ1	2.300	09/15/22	09/15/22	1,000,000	995,980	1,002,277	6,297	2.23%	1173	0.45%
10/03/17	Treasury Note	912828W9	1.875	09/30/22	09/30/22	9,125,000	9,098,666	9,169,912	71,246	1.72%	1188	4.13%
07/25/18	Bank of America Corp	06051GEU9	3.300	01/11/23	01/11/23	1,625,000	1,603,684	1,674,956	71,272	2.39%	1291	0.75%
03/20/19	JP Morgan Chase & CO	46625HJH4	3.200	01/25/23	01/25/23	1,825,000	1,843,111	1,873,445	30,334	2.42%	1305	0.84%
02/14/19	IBM Corp	459200HT1	3.000	02/06/23	02/06/23	1,125,000	1,119,397	1,150,301	30,904	2.35%	1317	0.52%

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 06/30/19

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
03/18/19	Unitedhealth Group Inc	91324PBZ4	2.750	02/15/23	02/15/23	1,000,000	995,659	1,013,529	17,870	2.36%	1326	0.46%
06/06/19	Public Service Electric And Gas	74456QBC9	2.375	05/15/23	05/15/23	1,125,000	1,125,877	1,129,068	3,191	2.28%	1415	0.51%
02/04/19	Simon Property Group LP	828807DD6	2.750	06/01/23	06/01/23	1,150,000	1,131,353	1,165,569	34,216	2.39%	1432	0.53%
03/20/19	Citibank NA	17325FAS7	3.650	01/23/24	01/23/24	1,500,000	1,536,584	1,577,963	41,379	2.44%	1668	0.71%
		Subtotal				\$205,941,359	\$205,197,931	\$206,979,275	\$ 1,781,344	1.99%	711	93.27%
	Local Agency Investment Fund (LAIF)					14,929,064	14,929,064	14,931,258	2,194	2.43%	173	6.73%
		Subtotal				\$220,870,423	\$220,126,995	\$221,910,533	\$ 1,783,538	2.02%	675	100.00%
	Operating Bank Balance						<u>8,794,887</u>					
		TOTAL					\$228,921,882					

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Purchases - Maturities - Sales
As of 06/30/19

PURCHASES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest
06/06/19	Public Service Electric And Gas	74456QBC9	2.375	05/15/23	1,125,000.00	100.07800	\$ 1,125,877.50	\$ (1,855.47)
06/20/19	FNMA Benchmark Note	3135G0S38	2.000	01/05/22	3,050,000.00	100.64300	3,069,611.50	(28,127.78)
06/24/19	Manufacturers & Traders Trust Co	55279HAN0	2.050	08/17/20	1,000,000.00	99.88700	998,870.00	(7,345.83)
06/24/19	Prudential Financial Inc	74432QBM6	5.375	06/21/20	870,000.00	103.00100	896,108.70	(649.48)
06/26/19	Target Corporation	87612EAZ9	2.900	01/15/22	1,000,000.00	102.20400	1,022,040.00	(13,130.56)
							-	
							-	
							-	
							-	
							-	
TOTAL PURCHASES					\$ 7,045,000.00		\$ 7,112,507.70	\$ (51,109.12)

MATURITIES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Gain / (Loss)
09/12/14	Public Service Electric And Gas	74456QBG0	1.800	06/01/19	\$ 1,129,000.00	99.41603	\$ 1,122,406.94	\$ 6,593.06
07/20/18	FNMA	3135G0AZE6	1.750	06/20/19	3,000,000.00	99.50800	2,985,240.00	14,760.00
12/08/14	Target Corporation	87612EBB1	2.300	06/26/19	1,005,000.00	102.20332	1,027,143.35	(22,143.35)
							-	-
							-	-
							-	-
TOTAL MATURITIES					\$ 5,134,000.00		\$ 5,134,790.29	\$ (790.29)

SALES / REDEMPTIONS

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Sale Date	Par Value	Sale Price	Sale Amount	Purchase Cost	Gain / (Loss)
12/19/17	Metlife Inc	59156RAX6	4.750	02/08/21	06/24/19	\$ 999,000.00	104.26300	\$ 1,041,587.37	\$ 1,049,971.16	\$ (8,383.79)
								-		-
								-		-
								-		-
TOTAL SALES						\$ 999,000.00		\$ 1,041,587.37	\$ 1,049,971.16	\$ (8,383.79)

Burbank-Glendale-Pasadena Airport Authority - Operating Account

Earnings Report

06/01/19-06/30/19

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									
Public Service Electric And Gas	NOTE	1.800	06/01/19	10,161.00	10,161.00	-	-	-	-
FNMA	NOTE	1.750	06/20/19	23,479.17	26,250.00	-	2,770.83	-	2,770.83
Target Corporation	NOTE	2.300	06/26/19	9,952.30	11,557.50	-	1,605.20	-	1,605.20
Metlife Inc	NOTE	4.750	02/08/21	14,894.81	17,926.50	-	3,031.69	-	3,031.69
Treasury Note	NOTE	1.625	07/31/19	21,726.52	-	27,113.26	5,386.74	(481.42)	4,905.32
FNMA Bench	NOTE	1.750	09/12/19	17,281.26	-	23,843.75	6,562.49	(913.81)	5,648.68
FHLB	NOTE	1.000	09/26/19	5,416.67	-	7,916.66	2,499.99	2,179.98	4,679.97
Honeywell International Inc	NOTE	1.400	10/30/19	922.25	-	1,814.74	892.49	499.54	1,392.03
Treasury Note	NOTE	1.500	10/31/19	5,445.65	-	10,550.95	5,105.30	(1,271.32)	3,833.98
Procter & Gamble Company	NOTE	1.900	11/01/19	2,097.92	-	4,195.83	2,097.91	(663.98)	1,433.93
Treasury Note	NOTE	1.625	12/31/19	28,998.62	34,531.25	-	5,720.31	(1,778.03)	3,942.28
Treasury Note	NOTE	1.125	12/31/19	18,895.03	22,500.00	-	122.28	2,468.39	6,195.64
Arizona Public Service Company	NOTE	2.200	01/15/20	8,311.11	-	10,144.45	1,833.34	(144.29)	1,689.05
Pepsico Inc	NOTE	4.500	01/15/20	22,100.00	-	26,975.00	4,875.00	(3,292.49)	1,582.51
FNMA	NOTE	1.625	01/21/20	27,726.56	-	34,125.00	6,398.44	(573.78)	5,824.66
Treasury Note	NOTE	1.625	03/15/20	10,332.88	-	14,307.07	3,974.19	2,293.55	6,267.74
FHLMC Reference Notes	NOTE	1.375	05/01/20	7,304.69	-	14,609.38	7,304.69	5,014.06	12,318.75
Intel Corp	NOTE	1.850	05/11/20	1,027.78	-	2,569.44	1,541.66	10.56	1,552.22
QualComm Inc	NOTE	3.194	05/20/20	511.61	-	1,790.62	1,279.01	(110.75)	1,168.26
Prudential Financial Inc	NOTE	5.375	06/21/20	-	-	649.48	1,298.96	649.48	281.75
Commonwealth Edison Company	NOTE	4.000	08/01/20	9,066.67	-	11,333.33	2,266.66	(572.34)	1,694.32
Manufacturers & Traders Trust Co	NOTE	2.050	08/17/20	-	-	7,345.83	7,630.56	284.73	299.56
State Street Corporation	NOTE	2.550	08/18/20	8,755.00	-	11,305.00	2,550.00	(583.08)	1,966.92
American Express Credit Corp	NOTE	3.828	09/14/20	7,994.91	9,310.53	-	1,642.33	2,957.95	2,797.55
FFCB	NOTE	2.490	09/25/20	2,362.26	10,461.42	-	2,003.65	10,102.81	10,006.13
FHLB	NOTE	1.375	09/28/20	7,820.31	-	11,544.27	3,723.96	3,304.07	7,028.03
Travelers Cos Inc	NOTE	3.900	11/01/20	2,925.00	-	5,850.00	2,925.00	(1,581.68)	1,343.32
Ace InA Holdings Inc	NOTE	2.300	11/03/20	1,788.89	-	3,705.56	1,916.67	(22.12)	1,894.55
Coca-Cola Company (The)	NOTE	3.150	11/15/20	1,820.00	-	5,232.50	3,412.50	(495.70)	2,916.80
Public Service Company of Colorado	NOTE	3.200	11/15/20	1,535.99	-	4,416.00	2,880.01	(1,126.97)	1,753.04
Treasury Note	NOTE	2.625	11/15/20	9,701.09	-	26,820.65	17,119.56	(5,709.46)	11,410.10
Chevron Corp	NOTE	2.419	11/17/20	987.76	-	3,104.38	2,116.62	405.08	2,521.70
FHLMC Reference Bond	NOTE	1.875	11/17/20	2,916.67	-	9,166.67	6,250.00	916.75	7,166.75
Exxon Mobil Corp	NOTE	2.222	03/01/21	5,832.76	-	7,777.00	1,944.24	448.48	2,392.72
Wells Fargo & Company	NOTE	3.955	03/04/21	9,499.51	10,107.55	-	2,881.88	(760.35)	2,729.57
Praxair Inc	NOTE	4.050	03/15/21	3,454.20	-	4,817.70	1,363.50	(625.71)	737.79
Bank of New York Mellon Corp	NOTE	2.500	04/15/21	3,913.19	-	6,465.28	2,552.09	269.72	2,821.81

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
06/01/19-06/30/19

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
US Bank NA	NOTE	3.085 04/26/21	3,415.00	-	-	6,260.83	2,845.83	-	2,845.83
PNC Bank NA	NOTE	2.150 04/29/21	2,293.33	-	-	4,443.33	2,150.00	273.88	2,423.88
FNMA	NOTE	1.250 05/06/21	2,604.17	-	-	5,729.17	3,125.00	3,359.88	6,484.88
General Dynamics Corporation	NOTE	3.000 05/11/21	1,666.67	-	-	4,166.67	2,500.00	(18.24)	2,481.76
Fifth Third Bank	NOTE	2.250 06/14/21	10,437.50	11,250.00	-	1,062.50	1,875.00	578.33	2,453.33
WalMart Inc	NOTE	3.125 06/23/21	17,829.86	20,312.50	-	902.78	3,385.42	1.81	3,387.23
Treasury Note	NOTE	2.125 06/30/21	111,533.15	132,812.50	-	721.81	22,001.16	4,296.87	26,298.03
Florida Power Corporation	NOTE	3.100 08/15/21	6,435.08	-	-	8,256.34	1,821.26	(547.13)	1,274.13
FNMA Benchmark Note	NOTE	1.250 08/17/21	1,083.33	-	-	1,395.83	312.50	162.29	474.79
3M Company	NOTE	1.625 09/19/21	3,250.00	-	-	4,604.17	1,354.17	1,091.84	2,446.01
Treasury Note	NOTE	1.125 09/30/21	4,383.20	-	-	6,504.10	2,120.90	2,709.76	4,830.66
Federal Home Loan Banks	NOTE	1.875 11/29/21	1,562.51	-	-	25,000.01	23,437.50	5,398.51	28,836.01
Pfizer Inc	NOTE	2.200 12/15/21	15,216.67	16,500.00	-	1,466.67	2,750.00	19.66	2,769.66
FNMA Benchmark Note	NOTE	2.000 01/05/22	6,083.33	-	28,127.78	37,155.55	2,944.44	13.42	2,957.86
FHLMC	NOTE	2.375 01/13/22	74,095.73	-	-	90,087.62	15,991.89	(404.65)	15,587.24
Comcast Corporation	NOTE	1.625 01/15/22	9,208.33	-	-	11,239.58	2,031.25	1,057.32	3,088.57
Target Corporation	NOTE	2.900 01/15/22	-	-	13,130.56	13,372.22	241.66	(72.10)	169.56
Berkshire Hathaway Finance Corp	NOTE	3.400 01/31/22	17,141.67	-	-	21,391.67	4,250.00	(526.03)	3,723.97
Treasury Note	NOTE	1.500 01/31/22	12,283.84	-	-	15,329.42	3,045.58	1,177.42	4,223.00
PacifiCorp	NOTE	2.950 02/01/22	9,833.33	-	-	12,291.67	2,458.34	211.04	2,669.38
Microsoft Corporation	NOTE	2.375 02/12/22	8,808.94	-	-	11,233.41	2,424.47	689.33	3,113.80
Walt Disney Co	NOTE	2.550 02/15/22	9,010.00	-	-	11,560.00	2,550.00	(126.89)	2,423.11
Boeing Co	NOTE	2.125 03/01/22	5,312.50	-	-	7,083.33	1,770.83	831.63	2,602.46
FHLB	NOTE	2.250 03/11/22	20,000.00	-	-	27,500.00	7,500.00	(1,107.37)	6,392.63
Medtronic Inc	NOTE	3.150 03/15/22	8,312.50	-	-	11,593.75	3,281.25	(508.42)	2,772.83
BB&T Corp	NOTE	2.750 04/01/22	4,583.33	-	-	6,875.00	2,291.67	(154.08)	2,137.59
Federal National Mortgage Association	NOTE	1.875 04/05/22	24,208.33	-	-	37,177.08	12,968.75	3,245.57	16,214.32
Treasury Note	NOTE	1.875 04/30/22	15,448.37	-	-	29,931.22	14,482.85	4,446.84	18,929.69
Apple Inc	NOTE	2.300 05/11/22	1,597.22	-	-	3,993.06	2,395.84	249.29	2,645.13
Oracle Corporation	NOTE	2.500 05/15/22	1,333.33	-	-	3,833.33	2,500.00	592.51	3,092.51
Home Depot Inc	NOTE	2.625 06/01/22	13,125.00	13,125.00	-	2,187.51	2,187.51	(189.15)	1,998.36
Caterpillar Financial Services	NOTE	2.400 06/06/22	14,583.34	15,000.00	-	2,083.34	2,500.00	167.30	2,667.30
Cisco Systems Inc	NOTE	3.000 06/15/22	16,600.00	18,000.00	-	1,600.00	3,000.00	(261.49)	2,738.51
Treasury Note	NOTE	2.000 07/31/22	65,848.07	-	-	82,174.03	16,325.96	3,351.80	19,677.76
Burlington Northern Santa Fe LLC	NOTE	3.050 09/01/22	7,625.00	-	-	10,166.67	2,541.67	(139.46)	2,402.21
John Deere Capital Corp	NOTE	2.150 09/08/22	6,196.18	-	-	8,435.76	2,239.58	1,116.45	3,356.03
Merck & Co Inc	NOTE	2.400 09/15/22	7,600.00	-	-	10,600.00	3,000.00	1,127.78	4,127.78
National Rural Utilities Coop	NOTE	2.300 09/15/22	4,855.56	-	-	6,772.22	1,916.66	68.52	1,985.18

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
06/01/19-06/30/19

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	
Treasury Note	NOTE	1.875	09/30/22	28,983.10	-	-	43,007.17	14,024.07	449.13	14,473.20
Bank of America Corp	NOTE	3.300	01/11/23	20,854.16	-	-	25,322.91	4,468.75	418.48	4,887.23
JP Morgan Chase & CO	NOTE	3.200	01/25/23	20,440.00	-	-	25,306.67	4,866.67	(393.60)	4,473.07
IBM Corp	NOTE	3.000	02/06/23	10,781.25	-	-	13,593.75	2,812.50	117.78	2,930.28
Unitedhealth Group Inc	NOTE	2.750	02/15/23	8,097.22	-	-	10,388.89	2,291.67	99.01	2,390.68
Public Service Electric And Gas	NOTE	2.375	05/15/23	-	-	1,855.47	3,414.06	1,558.59	(13.91)	1,544.68
Simon Property Group LP	NOTE	2.750	06/01/23	15,812.50	15,812.50	-	2,635.42	2,635.42	384.80	3,020.22
Citibank NA	NOTE	3.650	01/23/24	19,466.67	-	-	24,029.17	4,562.50	(644.49)	3,918.01
Subtotal				\$ 986,799.31	\$ 395,618.25	\$ 51,109.12	\$ 1,001,141.52	\$ 358,851.34	\$ 29,094.16	\$ 387,945.50
CASH EQUIVALENTS										
Cash Interest (MISC)				-	2,633.10	-	-	2,633.10	-	2,633.10
Subtotal				\$ -	\$ 2,633.10	\$ -	\$ -	\$ 2,633.10	\$ -	\$ 2,633.10
LAIF										
Local Agency Investment Fund				60,959.98	-	-	95,398.00	34,438.02	-	34,438.02
TOTAL				\$ 1,047,759.29	\$ 398,251.35	\$ 51,109.12	\$ 1,096,539.52	\$ 395,922.46	\$ 29,094.16	\$ 425,016.62

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 06/30/19

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
06/30/19	Columbia Treasury Reserves	097101307	0.000	06/30/19	06/30/19	\$ 183,999	\$ 183,999	\$ 183,999	\$ -	0.00%	0	0.45%
03/22/18	FFCB	3133EHZK2	2.315	09/25/20	07/25/19	350,000	350,207	349,717	(490)	2.52%	25	0.85%
07/29/16	Treasury Note	912828VWW6	1.625	07/31/19	07/31/19	800,000	817,703	799,625	(18,078)	2.13%	31	1.95%
07/03/18	Qualcomm Inc	747525AL7	3.195	05/20/20	08/20/19	90,000	90,455	90,299	(156)	2.57%	51	0.22%
04/24/18	Wells Fargo & Company	949746RT0	4.076	03/04/21	09/04/19	225,000	230,948	228,494	(2,454)	2.78%	66	0.56%
01/28/15	FNMA Bench	3135G0ZG1	1.750	09/12/19	09/12/19	990,000	1,004,663	988,982	(15,681)	2.24%	74	2.41%
06/23/17	FHLB	3130A9EP2	1.000	09/26/19	09/26/19	1,000,000	990,820	997,144	6,324	2.17%	88	2.43%
10/30/16	Honeywell International Inc	438516BJ4	1.400	10/30/19	10/30/19	150,000	149,882	149,547	(335)	2.29%	122	0.36%
04/01/16	Treasury Note	912828F62	1.500	10/31/19	10/31/19	935,000	940,998	933,101	(7,897)	2.10%	123	2.27%
11/07/16	Procter & Gamble Company	742718EG0	1.900	11/01/19	11/01/19	175,000	178,140	174,761	(3,379)	2.30%	124	0.43%
01/11/16	Treasury Note	912828G95	1.625	12/31/19	12/31/19	960,000	975,537	957,713	(17,824)	2.10%	184	2.33%
09/26/16	Treasury Note	912828UF5	1.125	12/31/19	12/31/19	700,000	697,922	696,609	(1,313)	2.09%	184	1.70%
05/26/15	Arizona Public Service Company	040555CR3	2.200	01/15/20	01/15/20	185,000	184,919	184,655	(264)	2.44%	199	0.45%
12/14/15	Pepsico Inc	713448BN7	4.500	01/15/20	01/15/20	225,000	241,021	227,518	(13,503)	2.43%	199	0.55%
04/05/17	FNMA	3135G0A78	1.625	01/21/20	01/21/20	1,100,000	1,103,600	1,096,995	(6,605)	2.11%	205	2.67%
09/02/16	National Rural Utilities Coop	637432NC5	2.000	01/27/20	01/27/20	185,000	186,380	184,645	(1,735)	2.33%	211	0.45%
09/02/16	PNC Funding Corp	693476BJ1	5.125	02/08/20	02/08/20	215,000	233,876	218,495	(15,381)	2.42%	223	0.53%
05/18/17	FHLB	313378J77	1.875	03/13/20	03/13/20	1,650,000	1,651,489	1,647,014	(4,475)	2.13%	257	4.01%
05/30/17	Treasury Note	912828W63	1.625	03/15/20	03/15/20	550,000	552,156	548,410	(3,746)	2.03%	259	1.33%
10/25/16	FHLMC Reference Notes	3137EADR7	1.375	05/01/20	05/01/20	1,350,000	1,339,018	1,342,085	3,067	2.24%	306	3.27%
05/11/17	Intel Corp	458140AZ3	1.850	05/11/20	05/11/20	200,000	199,290	199,307	17	2.25%	316	0.49%
09/25/15	American Express Credit Corp	0258M0DT3	2.375	05/26/20	05/26/20	200,000	201,296	200,099	(1,197)	2.32%	331	0.49%
06/24/19	Prudential Financial Inc.	74432QMB6	5.375	06/21/20	06/21/20	175,000	180,252	180,201	(51)	2.29%	357	0.44%
01/16/19	Commonwealth Edison Company	202795HV5	4.000	08/01/20	08/01/20	135,000	136,754	136,926	172	2.66%	398	0.33%
10/02/17	Manufacturers & Traders Trust Co	55279HAN0	2.050	08/17/20	08/17/20	250,000	250,163	249,482	(681)	2.23%	414	0.61%
05/04/17	State Street Corporation	524144AS2	2.550	08/18/20	08/18/20	225,000	228,158	225,984	(2,174)	2.16%	415	0.55%
09/29/17	FHLB	3130ACE26	1.375	09/28/20	09/28/20	1,000,000	991,915	994,168	2,253	1.92%	456	2.42%
04/21/16	Travelers Cos Inc	89417EAG4	3.900	11/01/20	11/01/20	200,000	210,963	204,505	(6,458)	2.19%	490	0.50%
02/21/17	Ace InA Holdings Inc	00440EAT4	2.300	11/03/20	11/03/20	200,000	199,218	200,099	881	2.26%	492	0.49%
04/02/18	Coca-Cola (The)	191216AR1	3.150	11/15/20	11/15/20	200,000	202,392	202,770	378	2.13%	504	0.49%
03/08/16	Public Service Company of Colorado	744448CD1	3.200	11/15/20	11/15/20	215,000	221,382	216,527	(4,855)	2.67%	504	0.53%
10/27/17	Treasury Note	912828PC8	2.625	11/15/20	11/15/20	1,525,000	1,564,256	1,540,727	(23,529)	1.80%	504	3.75%
06/25/18	Chevron Corp	166764AE0	2.419	11/17/20	11/17/20	200,000	198,010	200,928	2,918	2.08%	506	0.49%
03/01/18	FHLMC Reference Bond	3137EAEK1	1.875	11/17/20	11/17/20	1,350,000	1,330,451	1,349,442	18,991	1.90%	506	3.28%
03/06/18	Exxon Mobil Corp	30231GAV4	2.222	03/01/21	03/01/21	200,000	197,105	200,544	3,439	2.06%	610	0.49%
11/10/17	Praxair	74005PAY0	4.050	03/15/21	03/15/21	131,000	136,341	135,157	(1,184)	2.15%	624	0.33%
01/25/18	Bank of New York Mellon Corp	06406FAA1	2.500	04/15/21	04/15/21	225,000	223,629	226,235	2,606	2.19%	655	0.55%

Burbank-Glendale-Pasadena Airport Authority - PFC Account

Statement of Investments

As of 06/30/19

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
01/24/18	Treasury Note	912828Q78	1.375	04/30/21	04/30/21	1,200,000	1,163,789	1,191,234	27,445	1.78%	670	2.90%
05/31/18	FNMA	3135G0K69	1.250	05/06/21	05/06/21	925,000	891,013	915,916	24,903	1.79%	676	2.23%
05/08/18	General Dynamics Corporation	369550BE7	3.000	05/11/21	05/11/21	200,000	199,133	203,193	4,060	2.12%	681	0.49%
06/20/18	WalMart Inc	931142EJ8	3.125	06/23/21	06/23/21	250,000	250,252	255,428	5,176	2.00%	724	0.62%
03/01/18	Fifth Third Bank	31677QBG3	2.250	06/14/21	06/14/21	200,000	195,570	199,858	4,288	2.29%	715	0.49%
12/23/16	Treasury Note	912828WR7	2.125	06/30/21	06/30/21	1,500,000	1,488,668	1,510,898	22,230	1.75%	731	3.68%
10/02/17	Florida Power Corporation	341099CP2	3.100	08/15/21	08/15/21	150,000	155,102	152,260	(2,842)	2.37%	777	0.37%
05/31/19	FNMA Benchmark Note	3135G0N82	1.250	08/17/21	08/17/21	130,000	128,006	128,494	488	1.80%	779	0.31%
08/07/18	3M Company	88579YAU5	1.625	09/19/21	09/19/21	175,000	168,058	173,176	5,118	2.11%	812	0.42%
07/05/18	Treasury Note	912828T34	1.125	09/30/21	09/30/21	1,590,000	1,517,091	1,569,007	51,916	1.72%	823	3.82%
12/23/16	Federal Home Loan Banks	3130AABG2	1.875	11/29/21	11/29/21	1,525,000	1,497,278	1,528,055	30,777	1.79%	883	3.72%
01/23/17	Pfizer Inc	717081DZ3	2.200	12/15/21	12/15/21	275,000	273,514	275,827	2,313	2.07%	899	0.67%
03/27/19	FNMA Benchmark Note	3135G0S38	2.000	01/05/22	01/05/22	750,000	750,443	753,346	2,903	1.82%	920	1.83%
09/25/18	FHLMC	3137EADB2	2.375	01/13/22	01/13/22	1,775,000	1,757,610	1,800,471	42,861	1.79%	928	4.38%
01/23/17	Comcast Corporation	20030NBV2	1.625	01/15/22	01/15/22	300,000	287,753	296,392	8,639	2.11%	930	0.72%
06/26/19	Target Corporation	87612EAZ9	2.900	01/15/22	01/15/22	225,000	229,959	229,955	(4)	2.01%	930	0.56%
08/15/18	Berkshire Hathaway Finance Corp	084670BF4	3.400	01/31/22	01/31/22	275,000	278,996	284,411	5,415	2.03%	946	0.69%
02/03/17	Treasury Note	912828H86	1.500	01/31/22	01/31/22	1,450,000	1,400,944	1,441,844	40,900	1.72%	946	3.51%
08/06/18	PacifiCorp	695114CP1	2.950	02/01/22	02/01/22	200,000	198,490	203,680	5,190	2.22%	947	0.50%
11/05/18	Microsoft Corporation	594918BA1	2.375	02/12/22	02/12/22	250,000	244,310	252,613	8,303	1.96%	958	0.61%
02/21/17	Walt Disney Co	25468PCT1	2.550	02/15/22	02/15/22	250,000	250,047	252,536	2,489	2.15%	961	0.61%
05/15/18	Boeing Co	097023BT1	2.125	03/01/22	03/01/22	200,000	193,118	199,386	6,268	2.24%	975	0.49%
04/16/19	Medtronic Inc	585055BR6	3.150	03/15/22	03/15/22	250,000	253,360	257,016	3,656	2.08%	989	0.63%
05/31/19	US Bancorp	91159HHC7	3.000	03/15/22	03/15/22	240,000	243,586	245,251	1,665	2.16%	989	0.60%
01/11/19	BB&T Corp	05531FAX1	2.750	04/01/22	04/01/22	200,000	197,010	202,446	5,436	2.29%	1006	0.49%
03/01/18	Federal National Mortgage Assoc	3135G0T45	1.875	04/05/22	04/05/22	700,000	681,363	701,194	19,831	1.81%	1010	1.71%
01/31/19	Treasury Note	912828X47	1.875	04/30/22	04/30/22	1,150,000	1,129,205	1,154,672	25,467	1.73%	1035	2.81%
05/31/19	Apple Inc	037833CQ1	2.300	05/11/22	05/11/22	250,000	250,128	251,714	1,586	2.05%	1046	0.61%
01/15/19	Oracle Corporation	68389XBB0	2.500	05/15/22	05/15/22	235,000	230,598	237,367	6,769	2.14%	1050	0.58%
10/03/17	Home Depot Inc	437076BG6	2.625	06/01/22	06/01/22	200,000	201,829	203,411	1,582	2.02%	1067	0.50%
11/08/18	Caterpillar Financial Services	14913QAA7	2.400	06/06/22	06/06/22	250,000	241,618	251,859	10,241	2.14%	1072	0.61%
02/15/19	Cisco Systems Inc	17275RAV4	3.000	06/15/22	06/15/22	240,000	242,083	246,657	4,574	2.03%	1081	0.60%
12/31/18	Treasury Note	912828XQ8	2.000	07/31/22	07/31/22	1,175,000	1,154,343	1,184,730	30,387	1.72%	1127	2.88%
02/15/19	Burlington Northern Santa Fe LLC	12189LAL5	3.050	09/01/22	09/01/22	200,000	201,098	204,775	3,677	2.27%	1159	0.50%
01/09/19	John Deere Capital Corp	24422ETV1	2.150	09/08/22	09/08/22	250,000	240,447	249,981	9,534	2.15%	1166	0.61%
05/18/18	Merck & Co Inc	589331AT4	2.400	09/15/22	09/15/22	250,000	241,397	252,586	11,189	2.07%	1173	0.61%
01/11/19	Treasury Note	912828W9	1.875	09/30/22	09/30/22	1,050,000	1,026,661	1,055,168	28,507	1.72%	1188	2.57%

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 06/30/19

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
04/25/18	Bank of America Corp	06051GEU9	3.300	01/11/23	01/11/23	325,000	321,435	334,991	13,556	2.39%	1291	0.82%
03/20/19	JP Morgan Chase & CO	46625HJH4	3.200	01/25/23	01/25/23	360,000	363,571	369,556	5,985	2.42%	1305	0.90%
02/14/19	IBM Corp	44932HAH6	3.000	02/06/23	02/06/23	225,000	223,879	230,060	6,181	2.35%	1317	0.56%
03/18/19	Unitedhealth Group Inc	91324PBZ4	2.750	02/15/23	02/15/23	200,000	199,131	202,706	3,575	2.36%	1326	0.49%
06/06/19	Public Service Electric And Gas	74456QBC9	2.375	05/15/23	05/15/23	225,000	225,175	225,814	639	2.28%	1415	0.55%
02/04/19	Simon Property Group LP	828807DD6	2.750	06/01/23	06/01/23	225,000	221,352	228,046	6,694	2.39%	1432	0.56%
03/20/19	Citibank NA	17325FAS7	3.650	01/23/24	01/23/24	300,000	307,316	315,593	8,277	2.44%	1668	0.77%
Subtotal						\$ 40,944,999	\$ 40,691,037	\$ 41,086,482	\$ 387,168	1.98%	639.5873	99.23%
PFC Bank Balance						1,294,472						
TOTAL						\$ 41,985,509						

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Purchases - Maturities - Sales
As of 06/30/19

PURCHASES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest
06/06/19	Public Service Electric And Gas	74456QBC9	2.375	05/15/23	\$ 225,000.00	100.07800	\$ 225,175.50	\$ (371.09)
06/20/19	FNMA Benchmark Note	3135G0S38	2.000	01/05/22	350,000.00	100.64300	352,250.50	(3,227.78)
06/24/19	Prudential Financial Inc.	74432QMB6	5.375	06/21/20	175,000.00	103.00100	180,251.75	(130.64)
06/26/19	Target Corporation	87612EAZ9	2.900	01/15/22	225,000.00	102.20400	229,959.00	(2,954.38)
							-	
							-	
							-	
							-	
							-	
							-	
							-	
TOTAL PURCHASES					\$ 975,000.00		\$ 987,636.75	\$ (6,683.89)

MATURITIES

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Gain / (Loss)
09/12/14	Public Service Electric And Gas	74456QBG0	1.800	06/01/19	\$ 124,000.00	99.21123	\$ 123,021.92	\$ 978.08
07/25/18	FNMA	3135G0ZE6	1.750	06/20/19	325,000.00	99.46800	323,271.00	1,729.00
01/21/15	Target Corporation	87612EBB1	2.300	06/26/19	185,000.00	101.88197	188,481.65	(3,481.65)
							-	-
							-	-
							-	-
TOTAL MATURITIES					\$ 634,000.00		\$ 634,774.57	\$ (774.57)

SALES / REDEMPTIONS / DELIVERS

Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Sale Date	Par Value	Sale Price	Sale Amount	Purchase Cost	Gain / (Loss)
01/25/18	Metlife Inc	59156RAX6	4.750	02/08/21	06/24/19	57,750.00	104.26300	\$ 60,211.88	\$ 61,256.77	\$ (1,044.89)
01/25/18	Metlife Inc	59156RAX6	4.750	02/08/21	06/24/19	19,250.00	104.26301	20,070.63	20,070.63	(0.00)
								-		-
								-		-
								-		-
						\$ 77,000.00		\$ 80,282.51	\$ 81,327.40	\$ (1,044.89)

Burbank-Glendale-Pasadena Airport Authority - PFC Account										
Earnings Report										
06/01/19-06/30/19										
Type of Investment	Type	Coupon	Maturity Date	Previous Accrual	Realized Interest For Period	Interest Paid At Purc/Recv	Current Accrual	Interest Earned	Amrt/Acrt For Period	Adjusted Total Int. Earned
FIXED INCOME										
Public Service Electric And Gas	NOTE	1.800	06/01/19	1,116.00	1,116.00	-	-	-	-	-
FNMA	NOTE	1.750	06/20/19	2,543.58	2,843.75	-	-	300.17	-	300.17
Target Corporation	NOTE	2.300	06/26/19	1,832.02	2,127.50	-	-	295.48	-	295.48
Metlife Inc	NOTE	4.750	02/08/21	1,148.05	1,381.72	-	-	233.67	-	233.67
Treasury Note	NOTE	1.625	07/31/19	7,854.97	-	-	9,802.49	1,947.52	480.86	2,428.38
FNMA Bench	NOTE	1.750	09/12/19	3,801.88	-	-	5,245.62	1,443.74	(319.55)	1,124.19
FHLB	NOTE	1.000	09/26/19	1,805.56	-	-	2,638.89	833.33	338.74	1,172.07
Honeywell International Inc	NOTE	1.400	10/30/19	180.83	-	-	355.84	175.01	3.28	178.29
Treasury Note	NOTE	1.500	10/31/19	1,219.56	-	-	2,362.91	1,143.35	37.86	1,181.21
Procter & Gamble Company	NOTE	1.900	11/01/19	277.08	-	-	554.17	277.09	(87.70)	189.39
Treasury Note	NOTE	1.625	12/31/19	6,550.27	7,800.00	-	42.39	1,292.12	(358.92)	933.20
Treasury Note	NOTE	1.125	12/31/19	3,306.63	3,937.50	-	21.40	652.27	73.85	726.12
Arizona Public Service Company	NOTE	2.200	01/15/20	1,537.56	-	-	1,876.72	339.16	23.08	362.24
Pepsico Inc	NOTE	4.500	01/15/20	3,825.00	-	-	4,668.75	843.75	(409.86)	433.89
FNMA	NOTE	1.625	01/21/20	6,454.86	-	-	7,944.44	1,489.58	(110.85)	1,378.73
National Rural Utilities Coop	NOTE	2.000	01/27/20	1,274.44	-	-	1,582.77	308.33	(16.63)	291.70
PNC Funding Corp	NOTE	5.125	02/08/20	3,458.66	-	-	4,376.89	918.23	(526.41)	391.82
FHLB	NOTE	1.875	03/13/20	6,703.13	-	-	9,281.26	2,578.13	98.82	2,676.95
Treasury Note	NOTE	1.625	03/15/20	1,894.36	-	-	2,622.97	728.61	(62.99)	665.62
FHLMC Reference Notes	NOTE	1.375	05/01/20	984.38	-	-	3,093.75	2,109.37	601.51	2,710.88
Intel Corp	NOTE	1.850	05/11/20	205.56	-	-	513.89	308.33	41.19	349.52
Qualcomm Inc	NOTE	3.195	05/20/20	92.09	-	-	322.31	230.22	(19.93)	210.29
American Express Credit Corp	NOTE	2.375	05/26/20	65.97	-	-	461.81	395.84	(11.33)	384.51
Prudential Financial Inc.	NOTE	5.375	06/21/20	-	-	130.64	261.28	130.64	(73.97)	56.67
Commonwealth Edison Company	NOTE	4.000	08/01/20	1,800.00	-	-	2,250.00	450.00	(113.63)	336.37
Manufacturers & Traders Trust Co	NOTE	2.050	08/17/20	1,480.56	-	-	1,907.64	427.08	(4.85)	422.23
State Street Corporation	NOTE	2.550	08/18/20	1,641.56	-	-	2,119.69	478.13	(67.50)	410.63
FFCB	NOTE	2.315	09/25/20	165.36	732.30	-	140.26	707.20	(6.77)	700.43
FHLB	NOTE	1.375	09/28/20	2,406.25	-	-	3,552.08	1,145.83	224.79	1,370.62
Travelers Cos Inc	NOTE	3.900	11/01/20	650.00	-	-	1,300.00	650.00	(246.60)	403.40
Ace InA Holdings Inc	NOTE	2.300	11/03/20	357.77	-	-	741.11	383.34	34.96	418.30
Coca-Cola (The)	NOTE	3.150	11/15/20	280.00	-	-	805.00	525.00	(76.27)	448.73
Public Service Company of Colorado	NOTE	3.200	11/15/20	305.78	-	-	879.10	573.32	(142.09)	431.23
Treasury Note	NOTE	2.625	11/15/20	1,849.27	-	-	5,112.69	3,263.42	(1,059.14)	2,204.28
Chevron Corp	NOTE	2.419	11/17/20	188.15	-	-	591.30	403.15	72.02	475.17
FHLMC Reference Bond	NOTE	1.875	11/17/20	1,546.88	-	-	3,093.75	1,546.87	296.53	1,843.40

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
06/01/19-06/30/19

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
Exxon Mobil Corp	NOTE	2.222	03/01/21	1,111.00	-	-	1,481.33	370.33	90.99	461.32
Wells Fargo & Company	NOTE	4.076	03/04/21	2,137.39	2,274.20	-	648.42	785.23	(171.08)	614.15
Praxair	NOTE	4.050	03/15/21	1,120.05	-	-	1,562.18	442.13	(145.65)	296.48
Bank of New York Mellon Corp	NOTE	2.500	04/15/21	718.75	-	-	1,187.50	468.75	41.16	509.91
Treasury Note	NOTE	1.375	04/30/21	1,434.78	-	-	2,779.90	1,345.12	971.10	2,316.22
FNMA	NOTE	1.250	05/06/21	802.95	-	-	1,766.49	963.54	978.44	1,941.98
General Dynamics Corporation	NOTE	3.000	05/11/21	333.33	-	-	833.33	500.00	23.89	523.89
Fifth Third Bank	NOTE	2.250	06/14/21	2,087.50	2,250.00	-	212.50	375.00	115.67	490.67
WalMart Inc	NOTE	3.125	06/23/21	3,428.82	3,906.25	-	173.61	651.04	(8.83)	642.21
Treasury Note	NOTE	2.125	06/30/21	13,383.98	15,937.50	-	86.62	2,640.14	315.24	2,955.38
Treasury Note	NOTE	2.125	06/30/21	469.44	-	-	604.86	135.42	70.32	205.74
Florida Power Corporation	NOTE	3.100	08/15/21	1,369.17	-	-	1,756.67	387.50	(117.46)	270.04
3M Company	NOTE	1.625	09/19/21	568.75	-	-	805.73	236.98	191.07	428.05
Treasury Note	NOTE	1.125	09/30/21	3,030.12	-	-	4,496.31	1,466.19	1,929.77	3,395.96
Federal Home Loan Banks	NOTE	1.875	11/29/21	158.86	-	-	2,541.66	2,382.80	591.23	2,974.03
Pfizer Inc	NOTE	2.200	12/15/21	2,789.72	3,025.00	-	268.89	504.17	37.93	542.10
FNMA Benchmark Note	NOTE	2.000	01/05/22	3,244.44	-	3,227.78	7,333.33	861.11	29.78	890.89
FHLMC	NOTE	2.375	01/13/22	16,187.07	-	-	19,680.68	3,493.61	446.30	3,939.91
Comcast Corporation	NOTE	1.625	01/15/22	1,841.66	-	-	2,247.91	406.25	240.70	646.95
Target Corporation	NOTE	2.900	01/15/22	-	-	2,954.38	3,008.75	54.37	(16.22)	38.15
Berkshire Hathaway Finance Corp	NOTE	3.400	01/31/22	3,142.64	-	-	3,921.81	779.17	(96.43)	682.74
Treasury Note	NOTE	1.500	01/31/22	7,270.03	-	-	9,072.51	1,802.48	1,035.28	2,837.76
PacifiCorp	NOTE	2.950	02/01/22	1,966.67	-	-	2,458.33	491.66	39.30	530.96
Microsoft Corporation	NOTE	2.375	02/12/22	1,797.74	-	-	2,292.53	494.79	150.44	645.23
Walt Disney Co	NOTE	2.550	02/15/22	1,877.09	-	-	2,408.34	531.25	5.95	537.20
Boeing Co	NOTE	2.125	03/01/22	1,062.50	-	-	1,416.67	354.17	158.88	513.05
Medtronic Inc	NOTE	3.150	03/15/22	1,662.50	-	-	2,318.75	656.25	(96.28)	559.97
US Bancorp	NOTE	3.000	03/15/22	1,520.00	-	-	2,120.00	600.00	(99.70)	500.30
BB&T Corp	NOTE	2.750	04/01/22	916.67	-	-	1,375.00	458.33	79.66	537.99
Federal National Mortgage Assoc	NOTE	1.875	04/05/22	2,041.66	-	-	3,135.41	1,093.75	406.63	1,500.38
Treasury Note	NOTE	1.875	04/30/22	1,875.00	-	-	3,632.81	1,757.81	528.55	2,286.36
Apple Inc	NOTE	2.300	05/11/22	319.44	-	-	798.61	479.17	(3.35)	475.82
Oracle Corporation	NOTE	2.500	05/15/22	261.11	-	-	750.69	489.58	116.04	605.62
Home Depot Inc	NOTE	2.625	06/01/22	2,625.00	2,625.00	-	437.51	437.51	(28.20)	409.31
Caterpillar Financial Services	NOTE	2.400	06/06/22	2,916.66	3,000.00	-	416.66	500.00	198.30	698.30
Cisco Systems Inc	NOTE	3.000	06/15/22	3,320.00	3,600.00	-	320.00	600.00	(52.30)	547.70
Treasury Note	NOTE	2.000	07/31/22	4,345.30	-	-	5,422.66	1,077.36	(491.07)	586.29

Burbank-Glendale-Pasadena Airport Authority - PFC Account Earnings Report 06/01/19-06/30/19										
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
Burlington Northern Santa Fe LLC	NOTE	3.050	09/01/22	1,525.00	-	-	2,033.33	508.33	(27.89)	480.44
John Deere Capital Corp	NOTE	2.150	09/08/22	1,239.24	-	-	1,687.16	447.92	217.80	665.72
Merck & Co Inc	NOTE	2.400	09/15/22	1,266.67	-	-	1,766.67	500.00	187.97	687.97
Treasury Note	NOTE	1.875	09/30/22	3,335.04	-	-	4,948.77	1,613.73	516.70	2,130.43
Bank of America Corp	NOTE	3.300	01/11/23	4,170.83	-	-	5,064.58	893.75	64.11	957.86
JP Morgan Chase & CO	NOTE	3.200	01/25/23	4,032.00	-	-	4,992.00	960.00	(77.62)	882.38
IBM Corp	NOTE	3.000	02/06/23	2,156.25	-	-	2,718.75	562.50	23.56	586.06
Unitedhealth Group Inc	NOTE	2.750	02/15/23	1,619.44	-	-	2,077.78	458.34	19.80	478.14
Public Service Electric And Gas	NOTE	2.375	05/15/23	-	-	371.09	682.81	311.72	(2.78)	308.94
Simon Property Group LP	NOTE	2.750	06/01/23	3,093.75	3,093.75	-	515.62	515.62	75.25	590.87
Citibank NA	NOTE	3.650	01/23/24	3,893.33	-	-	4,805.83	912.50	(128.90)	783.60
Subtotal				\$ 192,273.36	\$ 59,650.47	\$ 6,683.89	\$ 207,591.43	\$ 68,284.65	\$ 6,946.55	\$ 75,231.20
CASH EQUIVALENTS										
Cash Interest				-	-	-	-	-	-	-
Subtotal				\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
TOTAL				\$ 192,273.36	\$ 59,650.47	\$ 6,683.89	\$ 207,591.43	\$ 68,284.65	\$ 6,946.55	\$ 75,231.20

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND TWELVE MONTHS ENDED JUNE 30, 2019 & 2018

Monthly Performance					June 2019		Fiscal YTD Performance (July 2018 - June 2019)				
							Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget
Actual \$ Jun 2019	Budget Jun 2019	Actual \$ Prior Year Jun 2018	Note	Variance Actual Vs. Budget							
OPERATING ACTIVITY											
CASH RECEIPTS FROM OPERATIONS											
\$415,855	\$396,252	\$395,522	(2)	\$19,603	Landing/Fuel Fees		\$4,606,909	\$4,685,000	\$4,435,061	(2)	(\$78,091)
1,776,821	1,810,385	1,715,994	(3)	(33,564)	Parking Fees		21,600,691	20,940,000	20,951,635	(3)	660,691
1,226,111	1,038,712	981,365	(4)	187,399	Rental Receipts - Terminal Building		13,466,075	12,164,552	12,689,955	(4)	1,301,523
1,112,247	1,013,794	858,514	(5)	98,453	Rental Receipts - Other Buildings		12,676,418	12,165,448	12,394,549	(5)	510,970
419,826	252,493	287,299	(6)	167,333	Ground Transportation		3,837,513	3,030,000	2,946,573	(6)	807,513
145,818	25,837	118,638	(7)	119,981	Other Receipts		1,249,678	310,000	735,537	(7)	939,678
350,484	303,335	(83,092)	(8)	47,149	Investment Receipts - Treasurer/Other Interest Earned		3,687,217	3,400,000	2,863,375	(8)	287,217
\$5,447,162	\$4,840,808	\$4,274,240	(1)	\$606,354			\$61,124,501	\$56,695,000	\$57,016,685	(1)	\$4,429,501
CASH DISBURSEMENTS FROM OPERATIONS											
(\$69,130)	(\$130,160)	(\$97,177)	(10)	\$61,030	Administrative Supplies & Costs		(\$1,119,869)	(\$1,321,920)	(\$1,271,591)	(10)	\$202,051
(251,750)	(328,229)	(243,525)	(11)	76,479	Operating Supplies & Maintenance		(3,389,231)	(4,058,715)	(3,417,904)	(11)	669,484
(2,151,118)	(2,240,106)	(3,381,071)	(12)	88,988	Contractual Operating Costs		(26,997,015)	(28,298,204)	(23,634,294)	(12)	1,301,189
(232,501)	(375,412)	(244,734)	(13)	142,911	Contractual Professional Services		(4,272,972)	(5,282,900)	(4,387,797)	(13)	1,009,928
(407,767)	(485,000)	(357,082)	(14)	77,233	Wages & Benefits		(5,298,690)	(5,804,870)	(4,980,014)	(14)	506,180
(35,304)	(18,011)	(108,429)	(15)	(17,293)	Other Operating Costs		(971,990)	(996,175)	(1,038,863)	(15)	24,185
(380,288)	(380,288)	(380,481)		0	Bond Debt Service - 2015 Bonds		(4,563,500)	(4,563,500)	(4,565,750)		0
0	0	0	(16)	0	Parking Tax		(2,288,315)	(2,243,575)	(2,207,779)	(16)	(44,740)
(\$3,527,858)	(\$3,957,206)	(\$4,812,499)	(9)	\$429,348			(\$48,901,582)	(\$52,569,859)	(\$45,503,992)	(9)	\$3,668,277
INCREASE (DECREASE) IN CASH FROM OPERATIONS											
\$1,919,304	\$883,602	(\$538,259)		\$1,035,702			\$12,222,919	\$4,125,141	\$11,512,693		\$8,097,778
FACILITY IMPROVEMENT / NOISE MITIGATION TRANSACTIONS											
CASH DISBURSEMENTS											
(\$151)	\$0	(\$146)	(17)	(\$151)	Sound Insulation Program Costs		(\$4,293)	(\$500,000)	(\$2,175)	(17)	\$495,707
139,373	(3,100,000)	(2,812,995)	(18)	3,239,373	Other Facility Improvement Program Project Costs		(13,400,239)	(22,363,100)	(20,546,366)	(18)	8,962,861
\$139,222	(\$3,100,000)	(\$2,813,141)		\$3,239,222			(\$13,404,532)	(\$22,863,100)	(\$20,548,541)		\$9,458,568
CASH RECEIPTS FROM FUNDING SOURCES											
\$0	\$0	\$0	(17)	\$0	FAA Grants - Sound Insulation Program		\$0	\$402,950	\$0	(17)	(\$402,950)
351,131	677,659	0	(19)	(326,528)	FAA Grants - Facility Improvement Program		4,962,428	7,797,082	11,519,798	(19)	(2,834,654)
0	0	0	(20)	0	Other Grants		93,336	100,000	41,167	(20)	(6,664)
0	1,488,496	1,376	(21)	(1,488,496)	Passenger Facility Charge Receipts/Reserves		3,409,561	9,184,968	5,594,266	(21)	(5,775,407)
61,205	144,153	2,719,732	(22)	(82,948)	Facility Development Fund (Authority Reserves)		1,056,182	1,875,000	5,521,805	(22)	(818,818)
\$412,336	\$2,310,308	\$2,721,108		(\$1,897,972)			\$9,521,507	\$19,360,000	\$22,677,036		(\$9,838,493)
INCREASE (DECREASE) - FACILITY / NOISE MITIGATION TRANSACTIONS											
\$551,558	(\$789,692)	(\$92,033)		\$1,341,250			(\$3,883,025)	(\$3,503,100)	\$2,128,495		(\$379,925)
\$2,470,862	\$93,910	(\$630,292)		\$2,376,952	NET ACTIVITY VS. BUDGET		\$8,339,894	\$622,041	\$13,641,188		\$7,717,853
(\$61,205)	(\$144,153)	(\$2,719,732)		\$82,948	LESS USE OF AUTHORITY RESERVES		(\$1,056,182)	(\$1,875,000)	(\$5,521,805)		\$818,818
NET INCREASE (DECREASE) IN CASH -											
\$2,409,657	(\$50,243)	(\$3,350,024)		\$2,459,900	TOTAL (see note below)		\$7,283,712	(\$1,252,959)	\$8,119,383		\$8,536,671

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

BURBANK-GLENDAL-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND TWELVE MONTHS ENDED JUNE 30, 2019 & 2018

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;
- Operating Revenues;
- 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 at fiscal year-end. On an accrual basis, operating revenues are favorably ahead of budget at fiscal year-end by \$5,616,798. 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. The landing fee component of this category is trending under budget primarily due to the one year incentive fee waiver provided on flights to new destinations. On an accrual basis, when combined with the positive fuel flowage fee performance, this category is under budget at fiscal year-end by \$8,155.

NOTE (3) - Parking Fees

Parking fee revenues performed ahead of the budget forecast. Accrual basis parking fees are \$752,733 ahead of budget at fiscal year-end.

NOTE (4) - Rental Receipts - Terminal Building

Terminal Building rental receipts exceed the budget at fiscal year-end due to the timing of receipts and additional concession revenues received above the minimum annual guarantee. Accrual basis terminal building rents are \$1,283,741 ahead of budget at fiscal year-end. The positive FYTD June passenger growth of 9.26% has contributed to achieving the favorable performance results.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND TWELVE MONTHS ENDED JUNE 30, 2019 & 2018

NOTE (5) – Rental Receipts - Other Buildings

Other Buildings rental receipts exceed the budget at fiscal year-end due to the timing of receipts and favorable performance. Accrual basis Other Building receipts are \$609,933 ahead of budget at fiscal year-end.

NOTE (6) – Ground Transportation

This category consists of off-airport access fees and TNC activity. Ground Transportation receipts exceed the budget at fiscal year-end. Accrual basis ground transportation receipts are \$954,424 ahead of budget at fiscal year-end primarily due to TNC activity.

NOTE (7) – Other Receipts

Fiscal year-end Other Receipts include a rent deposit of \$329,098 from Star Aviation for the lease of Hangar 22 which was awarded by the Commission in October 2018 and an insurance reimbursement of \$146,475 to repair the roof of Hangar 2 which was damaged by the wind last fiscal year (April 2018). Accrual basis Other Receipts are \$553,843 ahead of budget at fiscal year-end.

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, the timing of coupon payments and individual investment maturities. Accrual basis investment income, including the interest earned on loans to Rent-A-Car Companies, exceeds the budget by \$1,470,279 at fiscal year-end.

NOTE (9) – Cash Disbursements from Operations

Overall operating disbursements are favorably under budget at fiscal year-end. 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.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS

MONTH AND TWELVE MONTHS ENDED JUNE 30, 2019 & 2018

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 Memorandum of Understanding effective February 2017. Wages and benefits include overtime for film location services which are recovered through the related film revenue.

NOTE (15) – Other Operating Costs

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

NOTE (16) – Parking Tax

The 12% City of Burbank parking tax is paid quarterly for the prior three-month period. The July 2019 remittance, in the amount of \$609,910, covers parking activity for the months of April, May & June 2019.

NOTE (17) – Sound Insulation Program

The Sound Insulation program is funded primarily through FAA Airport Improvement Program ("AIP") grants and 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 are under budget at fiscal year-end by \$8,962,861 due to the timing of expenditures of certain projects.

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 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 TWELVE MONTHS ENDED JUNE 30, 2019 & 2018

Monthly Performance					June 2019		Fiscal YTD Performance (July 2018 - June 2019)				
							Actual \$ Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget
Actual \$ Jun 2019	Budget Jun 2019	Actual \$ Prior Year Jun 2018	Note	Variance Actual Vs. Budget							
\$504,385	\$450,000	\$502,927	(1)	\$54,385	Customer Facility Charge Receipts		\$5,745,502	\$5,400,000	\$5,846,815	(1)	\$345,502
60,725	60,653	57,735	(2)	72	Facility Rent		996,527	727,781	962,594	(2)	268,746
(486,412)	(486,412)	(486,246)		0	Payments to Bond Trustee for 2012 Bond Debt Service		(5,836,911)	(5,836,911)	(5,834,996)		0
(24,270)	(24,241)	(14,060)	(3)	(29)	Loan Principal Repayments to the Authority		(398,278)	(290,870)	(234,417)	(3)	(107,408)
<u>\$54,428</u>	<u>\$0</u>	<u>\$60,356</u>	<u>(4)</u>	<u>\$54,428</u>			<u>\$506,840</u>	<u>\$0</u>	<u>\$739,996</u>	<u>(4)</u>	<u>\$506,840</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 at fiscal year-end exceeded the budget due to better than expected car rental activity.

Note (2) – Facility Rent

Facility Rent exceeds the budget at fiscal year-end 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 exceed the budget at fiscal year-end 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.

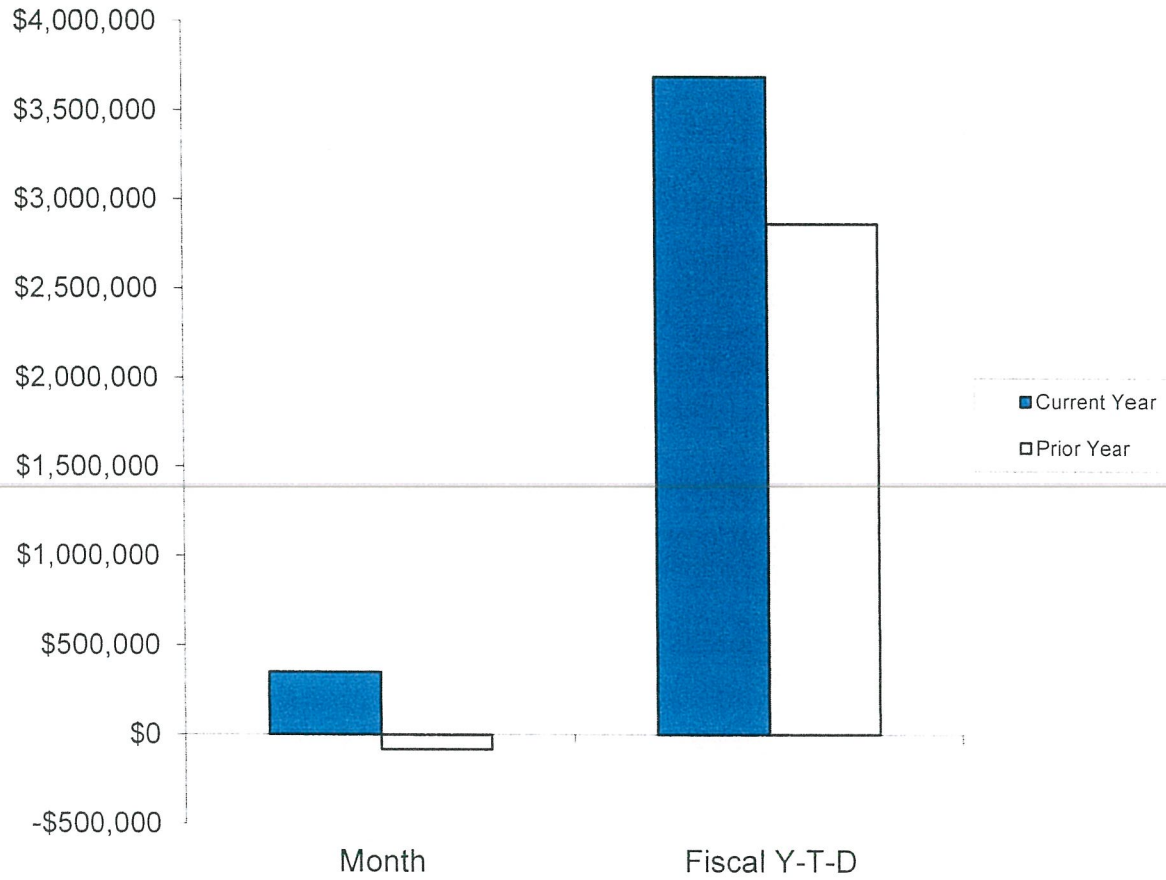
Note (4) – Net RITC / ConRAC Facility Payments and Collections

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

INTEREST ANALYSIS



	June 2019	June 2018
Interest Receipts - - Month	\$350,484	(\$83,092)
Interest Receipts - - Fiscal Y-T-D	\$3,687,217	\$2,863,375
Month End Portfolio Balance	\$228,921,882	\$223,840,145
Yield to Maturity	2.02%	2.47%

Supplement to the June 2019 Treasurer's Report

FYTD June 2019 Cash Disbursements

Facility Improvement / Noise Mitigation Transactions

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

FY 2019 Cash Disbursements - Facility Improvement / Noise Mitigation Transactions

PROJECT DESCRIPTION	Annual Budgeted Cost	FYTD 2019 (FYTD June) Budgeted Cost	FYTD 2019 (FYTD June) Cash Basis Cost	FYTD 2019 (FYTD June) Budget Variance Fav. / (Unfav.)	Project Status FYTD - June
BUILDING IMPROVEMENTS					
Building #36 Server Room Upgrade	\$ 350,000	\$ 350,000	\$ 182,077	\$ 167,923	Project completed in August 2019
Terminal High Voltage Electrical Upgrades	350,000	350,000	17,684	332,316	Project assessment underway
Terminal B Security Checkpoint Upgrade	100,000	100,000	603,296	(503,296)	Project completed
Minor Building Improvements	250,000	250,000	37,958	212,042	Misc. ongoing projects
Maintenance Bldg. Electrical Upgrade	-	-	186,049	(186,049)	Project completed
Hangar # 34 Roof	-	-	1,583	(1,583)	FY 2018 accrued costs. Project completed
Hangar Floor Rehabilitation	-	-	27,991	(27,991)	Funded with FY 2009 insurance settlement
TOTAL BUILDING IMPROVEMENTS	\$ 1,050,000	\$ 1,050,000	\$ 1,056,638	\$ (6,638)	
OTHER IMPROVEMENTS					
Airport Branding: Infrastructure / Sign Mods.	\$ -	\$ -	\$ 49,062	\$ (49,062)	FY 2018 accrued costs. Project completed
Terminal Baggage Phase 2 (TSA OTA)	-	-	(252,414)	252,414	TSA reimbursement under OTA
TOTAL OTHER IMPROVEMENTS	\$ -	\$ -	\$ (203,352)	\$ 203,352	
IT / COMMUNICATIONS / SECURITY					
Fiber Optic Installation	\$ 500,000	\$ 500,000	\$ -	\$ 500,000	Project under review
DVSS Camera Replacement	250,000	250,000	38,336	211,664	Ongoing replacement project
IT Equipment (Network Switch, Server Repl.)	180,000	180,000	-	180,000	Equipment paid in July 2019 (\$28K)
Access Control / IET Replacement	-	-	130,270	(130,270)	FY 2018 accrued costs. Project completed
TOTAL IT / COMMUNICATIONS / SECURITY	\$ 930,000	\$ 930,000	\$ 168,606	\$ 761,394	
EQUIPMENT					
Verdugo Dispatch Communications Upgrades	\$ 350,000	\$ 350,000	\$ 89,154	\$ 260,846	Project to complete in FY 2020
Parking Revenue Control Eq. - LPR Cameras	200,000	200,000	212,590	(12,590)	Project completed
Parking Revenue Control Equipment - Valet	-	-	178,782	(178,782)	FY 2018 accrued costs. Project completed
Airfield Maintenance Equipment	455,000	455,000	-	455,000	Pending PFC application approval
TOTAL EQUIPMENT	\$ 1,005,000	\$ 1,005,000	\$ 480,527	\$ 524,473	
RUNWAY / TAXIWAY / ROADWAY PROJECTS					
Taxiways C & D; GA Ramp Rehabilitation	\$ 6,175,000	\$ 6,175,000	\$ 5,085,830	\$ 1,089,170	Project completed
Terminal Ramp Rehabilitation	3,600,000	3,600,000	3,373,036	226,964	Project completed
RPZ Land Acquisition - Hollyona Property	1,800,000	1,800,000	35,222	1,764,778	Acquisition completion anticipated in FY 2020
Airfield Lighting System Rehabilitation	1,650,000	1,650,000	7,400	1,642,600	Project deferred to FY 2020
Airfield Lighting Vault Replacement	500,000	500,000	58,990	441,010	Pending PFC application approval
Taxiway A Rehabilitation - Design	400,000	400,000	280,969	119,031	Project completed
Airside Paving Replacement	620,000	620,000	29,675	590,325	Project ongoing
Landside Paving Replacement	250,000	250,000	421,493	(171,493)	Completed, includes FY 2018 accrued costs
Public Parking Lot Improvements	300,000	300,000	-	300,000	Project deferred to FY 2020
Taxiway A Rehabilitation	-	-	3,218	(3,218)	Project budgeted in FY 2020
	\$ 15,295,000	\$ 15,295,000	\$ 9,295,833	\$ 5,999,167	
NOISE MITIGATION					
Residential Acoustical Treatment Program	\$ 500,000	\$ 500,000	\$ 4,293	\$ 495,707	Pending award of FAA grant
TOTAL NOISE MITIGATION	\$ 500,000	\$ 500,000	\$ 4,293	\$ 495,707	
DEVELOPMENT					
Replacement Terminal Development	\$ 3,575,000	\$ 3,575,000	\$ 2,013,691	\$ 1,561,309	Ongoing including FY 2018 accrued costs
Transportation Planning	100,000	100,000	88,888	11,112	Ongoing
TOTAL DEVELOPMENT	\$ 3,675,000	\$ 3,675,000	\$ 2,102,579	\$ 1,572,421	
O & M CAPITAL	\$ 408,100	\$ 408,100	\$ 499,409	\$ (91,309)	Lower value O & M projects - ongoing
Total	\$ 22,863,100	\$ 22,863,100	\$ 13,404,532	\$ 9,458,568	

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**AUDITOR REQUIRED COMMUNICATIONS FOR
THE FISCAL YEAR 2019 AUDITS**

SUMMARY

In accordance with applicable professional standards, the Authority's auditor, Macias Gini & O'Connell LLP ("MGO") has provided the attached letter to the Commission outlining its audit responsibilities, and planned scope and timing of the Fiscal Year (FY) 2019 audits. Also attached is a copy of the annual engagement letter, which substantially conforms to the professional services agreement between the Authority and MGO for audit services. At the September 23, 2019, meeting of the Finance and Administration Committee, it was voted unanimously (3-0) to recommend to the Commission that it note and file these Auditor communications.

BACKGROUND

In accordance with professional standards issued by the American Institute of Certified Public Accountants ("AICPA"), MGO has issued the attached letter which (1) outlines its responsibilities under U.S. Generally Accepted Auditing Standards, *Government Auditing Standards*, and Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards* ("Uniform Guidance") related to the Single Audit of federal grant programs; and (2) outlines its planned scope and timing of the FY 2019 audits. The Auditor's responsibilities and management's responsibilities are detailed in the accompanying letters.

As the Committee functions as the Authority's Audit Committee, this letter provides a basic outline of the auditor's responsibilities related to the audits, together with its basic audit approach in accordance with professional standards.

Staff met with the core MGO audit team on June 19, 2019, for an audit planning meeting to discuss in detail any significant accounting, auditing and reporting matters that may affect the FY 2019 audits, as well as to discuss the timing of audit fieldwork and reporting. Audit fieldwork began on August 19, 2019, with the final reports expected to be issued by November 8, 2019.

RECOMMENDATION

At the September 23, 2019, meeting of the Finance and Administration Committee, it was voted unanimously (3-0) to recommend to the Commission that it note and file these Auditor communications.



June 24, 2019

To the Board of Commissioners
Burbank-Glendale-Pasadena Airport Authority

We are engaged to audit the financial statements of the Burbank-Glendale-Pasadena Airport Authority (the Authority) for the year ended June 30, 2019. We are also engaged to perform a compliance audit of the Passenger Facility Charge Program in accordance with compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration, and of the Customer Facility Charge Program in accordance with compliance requirements set forth under the *California Civil Code Section 1936, as amended*, and an examination on the Authority's compliance with covenants and other requirements as outlined in any indentures issued related to outstanding debt issues. Professional standards require that we provide you with the following information related to our audit. We are also available to discuss this information further at your convenience.

Our Responsibility under Auditing Standards Generally Accepted in the United States of America, Government Auditing Standards, Uniform Guidance, *Facility Charge Audit Guide for Public Agencies* issued by the Federal Aviation Administration, and the *California Civil Code*

As stated in our engagement letter dated June 12, 2019, our responsibility, as described by professional standards, is to express an opinion about whether the financial statements prepared by management with your oversight are fairly presented, in all material respects, in conformity with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of your responsibilities.

In planning and performing our audits, we will consider the Authority's internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control over financial reporting. We will also consider internal control over compliance with requirements that could have a direct and material effect on a major federal program as described by the Uniform Guidance, compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, and the compliance requirements described in the *California Civil Code*; in order to determine our auditing procedures for the purpose of expressing our opinions on compliance and to test and report on internal control over compliance in accordance with those requirements.

As part of obtaining reasonable assurance about whether the Authority's financial statements are free of material misstatement, we will perform tests of its compliance with certain provisions of laws, regulations, contracts, and grants. However, providing an opinion on compliance with those provisions is not an objective of our financial statement audit. Also in accordance with Uniform Guidance, we will examine, on a test basis, evidence about the Authority's compliance with the types of requirements described in the *Office of Management and Budget (OMB) Compliance Supplement* applicable to each of its major federal programs for the purpose of expressing an opinion on the Authority's compliance with those requirements. While our audit will provide a reasonable basis for our opinion, it will not provide a legal determination on the Authority's compliance with those requirements.

Generally accepted accounting principles provide for certain required supplementary information (RSI) to supplement the basic financial statements. Our responsibility with respect to Management's Discussion and Analysis, which supplements the basic financial statements, is to apply certain limited procedures in accordance with generally accepted auditing standards. However, the RSI will not be audited and, because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance, we will not express an opinion or provide any assurance on the RSI.

We have been engaged to report on the Schedule of Expenditures of Federal Awards, Schedule of Passenger Facility Charge Revenues and Expenditures, Schedule of Customer Facility Charge Revenues and Expenditures, which accompany the financial statements but are not RSI. In addition, we will also conduct an examination on the Authority's compliance with covenants and other requirements as outlined in any indentures issued related to outstanding debt issues. Our responsibility for this supplementary information, as described by professional standards, is to evaluate the presentation of the supplementary information in relation to the financial statements as a whole and to report on whether the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Planned Scope, Timing of the Audit, and Other

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve judgment about the number of transactions to be examined and the areas to be tested.

Our audit will include obtaining an understanding of the entity and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing, and extent of further audit procedures. Material misstatements may result from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the entity or to acts by management or employees acting on behalf of the entity. We will communicate our significant findings at the conclusion of the audit. However, some matters could be communicated sooner, particularly if significant difficulties are encountered during the audit where assistance is needed to overcome the difficulties or if the difficulties may lead to a modified opinion. We will also communicate any internal control related matters that are required to be communicated under professional standards.

We expect to begin our audit on approximately August 19, 2019 and issue our report no later than November 8, 2019. Jim Godsey is the engagement partner and is responsible for supervising the engagement and signing the report or authorizing another individual to sign it.

This information is intended solely for the use of the Members of the Board of Airport Commissioners and management of the Authority and is not intended to be, and should not be, used by anyone other than these specified parties.

Very truly yours,

A handwritten signature in blue ink, appearing to read "J. Godsey", is written over a faint, larger blue signature that appears to read "J. Godsey".

Jim Godsey, *Partner*
Macias Gini & O'Connell LLP



Certified
Public
Accountants

June 12, 2019

To the Board of Airport Commissioners

Burbank-Glendale-Pasadena Airport Authority
2627 N Hollywood Way
Burbank, California 91505

We are pleased to confirm our understanding of the services we are to provide to the Burbank-Glendale-Pasadena Airport Authority (the Authority) for the year ended June 30, 2019. We will audit the basic financial statements of the Authority as of and for the year ended June 30, 2019. Accounting standards generally accepted in the United States of America provide for certain required supplementary information (RSI), such as management's discussion and analysis (MD&A), to supplement the Authority's basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context.

As part of our engagement, we will apply certain limited procedures to the Authority's RSI in accordance with auditing standards generally accepted in the United States of America. These limited procedures will consist of inquiries of management regarding the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We will not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance. The following RSI is required by U.S. generally accepted accounting principles and will be subjected to certain limited procedures, but will not be audited:

1. Management's Discussion and Analysis.

We have also been engaged to report on supplementary information other than RSI that accompanies the Authority's basic financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America, and we will provide an opinion on it in relation to the financial statements as a whole:

1. Schedule of Expenditures of Federal Awards
2. Schedule of Passenger Facility Charge Revenues and Expenditures
3. Schedule of Customer Facility Charge Revenues and Expenditures

We will also perform a compliance audit on the Authority's federal award programs in accordance with Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), the Passenger Facility Charge Program in accordance with compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration, and the Customer Facility Charge Program in accordance with compliance requirements set forth under the *California Civil Code Section 1936, as amended*. In addition, we will also conduct an examination on the Authority's compliance with covenants and other requirements as outlined in any Indentures issued related to outstanding debt issues.

Audit Objectives

The objective of our audit is the expression of opinions as to whether your financial statements are fairly presented, in all material respects, in conformity with U.S. generally accepted accounting principles and to report on the fairness of the supplementary information referred to in the second paragraph when considered in relation to the financial statements as a whole. The Objective also includes reporting on:

- 1) Internal control related to the financial statements and compliance with the provisions of laws, regulations, contracts, and grant agreements noncompliance with which could have a material effect on the financial statements as required by *Government Auditing Standards*.
- 2) Internal control over compliance related to major programs and an opinion (or disclaimer of opinion) on compliance with federal statutes, regulations, and the terms and conditions of federal awards that could have a direct and material effect on each major program in accordance with Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance).
- 3) Internal control over Passenger Facility Charge Program and an opinion (or disclaimer of opinion) on compliance with requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration.
- 4) Internal control over Customer Facility Charge Program and opinion (or disclaimer of opinion) on compliance with requirements described in the *California Civil Code Section 1936, as amended*.

The *Government Auditing Standards* report on report on internal control over financial reporting and on compliance and other matters will include a paragraph that states (1) that the purpose of the report is solely to describe the scope of testing of internal control and compliance, and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control on compliance, and (2) that the report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control and compliance. The Uniform Guidance report on internal control over compliance will include a paragraph that states that the purpose of the report on internal control over compliance is solely to describe the scope of testing of internal control over compliance and the results of that testing based on the requirements of OMB Uniform Guidance. Both reports will state that the report is not suitable for any other purpose.

Our audit will be conducted in accordance with auditing standards generally accepted in the United States of America and the standards for financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration, the *California Civil Code Section 1936, as amended*; and the provisions of the Uniform Guidance, and will include tests of accounting records, a determination of major program(s) in accordance with the Uniform Guidance, and other procedures we consider necessary to enable us to express such opinions. We will issue a written report upon completion of our Single Audit. Our report will be addressed to Board of Airport Commissioners of the Authority.

We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions or add emphasis-of-matter or other-matter paragraphs. If our opinions are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or issue reports or may withdraw from this engagement.

Audit Procedures—General

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements; therefore, our audit will involve judgment about the number of transactions to be examined and the areas to be tested. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We will plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether from (1) errors, (2) fraudulent financial reporting, (3) misappropriation of assets, or (4) violations of laws or governmental regulations that are attributable to the government or to acts by management or employees acting on behalf of the government. Because the determination of abuse is subjective, *Government Auditing Standards* do not expect auditors to provide reasonable assurance of detecting abuse.

Because of the inherent limitations of an audit, combined with the inherent limitations of internal control, and because we will not perform a detailed examination of all transactions, there is a risk that material misstatements may exist and not be detected by us, even though the audit is properly planned and performed in accordance with U.S. generally accepted auditing standards and *Government Auditing Standards*. In addition, an audit is not designed to detect immaterial misstatements or violations of laws or governmental regulations that do not have a direct and material effect on the financial statements. However, we will inform the appropriate level of management of any material errors, fraudulent financial reporting, or misappropriation of assets that comes to our attention. We will also inform the appropriate level of management of any violations of laws or governmental regulations that come to our attention, unless clearly inconsequential, and of any material abuse that comes to our attention. Our responsibility as auditors is limited to the period covered by our audit and does not extend to later periods for which we are not engaged as auditors.

Our procedures will include tests of documentary evidence supporting the transactions recorded in the accounts, and may include tests of the physical existence of inventories, and direct confirmation of receivables and certain other assets and liabilities by correspondence with selected individuals, funding sources, creditors, and financial institutions. We will request written representations from your attorneys as part of the engagement, and they may bill you for responding to this inquiry. At the conclusion of our audit, we will require certain written representations from you about your responsibilities for the financial statements; compliance with laws, regulations, contracts, and grant agreements; and other responsibilities required by generally accepted auditing standards.

Audit Procedures—Internal Control

Our audit will include obtaining an understanding of the Authority and its environment, including internal control, sufficient to assess the risks of material misstatement of the financial statements and to design the nature, timing, and extent of further audit procedures. Tests of controls may be performed to test the effectiveness of certain controls that we consider relevant to preventing and detecting errors and fraud that are material to the financial statements and to preventing and detecting misstatements resulting from illegal acts and other noncompliance matters that have a direct and material effect on the financial statements. Our tests, if performed, will be less in scope than would be necessary to render an opinion on internal control and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to *Government Auditing Standards*.

As required by the Uniform Guidance, we will perform tests of controls over compliance to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each major federal award program. However, our tests will be less in scope than would be necessary to render an opinion on those controls and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to the Uniform Guidance.

As required by the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration, we will perform tests of controls over compliance to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance requirements applicable to the program. However, our tests will be less in scope than would be necessary to render an opinion on those controls and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration.

As required by the *California Civil Code Section 1936, as amended*, we will perform tests of controls over compliance to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to the program. However, our tests will be less in scope that would be necessary to render an opinion on those controls and, accordingly, no opinion will be expressed in our report on internal control issued pursuant to the *California Civil Code Section 1936, as amended*.

An audit is not designed to provide assurance on internal control or to identify significant deficiencies or material weaknesses. However, during the audit, we will communicate to management and those charged with governance internal control related matters that are required to be communicated under AICPA professional standards and *Government Auditing Standards* and the Uniform Guidance.

Audit Procedures—Compliance

As part of obtaining reasonable assurance about whether the financial statements are free of material misstatement, we will perform tests of Authority's compliance with the provisions of applicable laws, regulations, contracts, agreements, and grants. However, the objective of our audit will not be to provide an opinion on overall compliance and we will not express such an opinion in our report on compliance issued pursuant to *Government Auditing Standards*.

The Uniform Guidance requires that we also plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with federal statutes, regulations, and the terms and conditions of federal awards applicable to major programs. Our procedures will consist of tests of transactions and other applicable procedures described in the *Office of Management and Budget (OMB) Compliance Supplement* for the types of compliance requirements that could have a direct and material effect on each of the Authority's major programs. The purpose of these procedures will be to express an opinion on the Authority's compliance with requirements applicable to each of its major programs in our report on compliance issued pursuant to the Uniform Guidance.

The *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration, requires that we also plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with applicable laws and regulations and the provisions of contracts and grant agreements applicable to the program. Our procedures will consist of tests of transactions and other applicable procedures described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by Federal Aviation Administration for the types of compliance requirements that could have a direct and material effect on the Authority's program. The purpose of these procedures will be to express an opinion

on the Authority's compliance with requirements applicable to the program in our report on compliance issued pursuant to the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration.

The *California Civil Code Section 1936, as amended*, requires that we also plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with applicable laws and regulations and the provisions of contracts and grant agreements applicable to the program. Our procedures will consist of tests of transactions and other applicable procedures described in the *California Civil Code Section 1936, as amended*, for the types of compliance requirements that could have a direct and material effect on the Authority's program. The purpose of these procedures will be to express an opinion on the Authority's compliance with requirements applicable to the program in our report on compliance issued pursuant to the *California Civil Code Section 1936, as amended*.

Section 6.05 to Article VI of the Indenture dated May 1, 2005, as amended by the Fourth Mellon Trust Company (Section 6.05 to Article VI), requires us to plan and perform the audit to obtain reasonable assurance about whether the auditee has complied with applicable laws and regulations and the provisions of contracts and grant agreements applicable to the program. Our procedures will consist of tests of transactions and other applicable procedures described in *Section 6.05 to Article VI*, for the types of compliance requirements that could have a direct and material effect on the Authority's program. The purpose of these procedures will be to express an opinion on the Authority's compliance with requirements applicable to the program in our report on compliance issued pursuant to *Section 6.05 to Article VI*.

Management Responsibilities

Management is responsible for the financial statements, schedule of expenditures of federal awards, and all accompanying information as well as representations contained therein. Management is also responsible for identifying all federal awards received and understanding and complying with the compliance requirements, and for preparation of the schedule of expenditures of federal awards (including notes and noncash assistance received) in accordance with the requirements of the Uniform Guidance.

Management is responsible for (1) establishing, and maintaining effective internal controls, including internal controls over federal awards, and for evaluating and monitoring ongoing activities to help ensure that appropriate goals and objectives are met; (2) following laws and regulations; (3) ensuring that there is reasonable assurance that government programs are administered in compliance with compliance requirements; and (4) ensuring that management and financial information is reliable and properly reported. Management is also responsible for implementing systems designed to achieve compliance with applicable laws, regulations, contracts, and grant agreements. You are also responsible for the selection and application of accounting principles, for the preparation and fair presentation of the financial statements, schedule of expenditures of federal awards, and all accompanying information in conformity with U.S. generally accepted accounting principles, and for compliance with applicable laws and regulations (including federal statutes) and the provisions of contracts and grant agreements (including award agreements). Your responsibilities also include identifying significant contractor relationships in which the contractor has responsibility for program compliance and for the accuracy and completeness of that information.

Management is also responsible for making all financial records and related information available to us and for the accuracy and completeness of that information. You are also responsible for providing us with (1) access to all information of which you are aware that is relevant to the preparation and fair presentation of the financial statements, (2) additional information that we may request for the purpose of the audit, (3) access to personnel, accounts, books, records, supporting documentation, and other information as needed to perform an audit under the Uniform Guidance, and (4) unrestricted access to persons within the government from whom we determine it necessary to obtain audit evidence.

Your responsibilities include adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented are immaterial, both individually and in the aggregate, to the financial statements taken as a whole.

Management is responsible for the design and implementation of programs and controls to prevent and detect fraud, and for informing us about all known or suspected fraud affecting the government involving (1) management, (2) employees who have significant roles in internal control, and (3) others where the fraud could have a material effect on the financial statements. Your responsibilities include informing us of your knowledge of any allegations of fraud or suspected fraud affecting the government received in communications from employees, former employees, grantors, regulators, or others. In addition, you are responsible for identifying and ensuring that the government complies with applicable laws, regulations, contracts, agreements, and grants.

Management is responsible for taking timely and appropriate steps to remedy fraud and noncompliance with provisions of laws, regulations, and contracts or grant agreements, or abuse that we report. Additionally, as required by the Uniform Guidance, it is management's responsibility to evaluate and monitor noncompliance with federal statutes, regulations, and the terms and conditions of federal awards; take prompt action when instances of noncompliance are identified including noncompliance identified in audit findings; promptly follow up and take corrective action on reported audit findings; and prepare a summary schedule of prior audit findings and a separate corrective action plan.

Management is responsible for identifying all federal awards received and understanding and complying with the compliance requirements and for the preparation of the schedule of expenditures of federal awards (including notes and noncash assistance received) in conformity with the Uniform Guidance. You agree to include our report on the schedule of expenditures of federal awards in any document that contains and indicates that we have reported on the schedule of expenditures of federal awards. You also agree to include the audited financial statements with any presentation of the schedule of expenditures of federal awards that includes our report thereon, or make the audited financial statements readily available to intended users of the schedule of expenditures of federal awards no later than the date the schedule of expenditures of federal awards is issued with our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the schedule of expenditures of federal awards in accordance with the Uniform Guidance; (2) you believe the schedule of expenditures of federal awards, including its form and content, is stated fairly in accordance with the Uniform Guidance; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the schedule of expenditures of federal awards. Management responsibilities also include identifying significant vendor relationships in which the vendor has responsibility for program compliance and for the accuracy and completeness of that information.

You are also responsible for the preparation of the other supplementary information, which we have been engaged to report on, in conformity with accounting principles generally accepted in the United States of America. You agree to include our report on the supplementary information in any document that contains, and indicates that we have reported on, the supplementary information. You also agree to include the audited financial statements with any presentation of the supplementary information that includes our report thereon, or make the audited financial statements readily available to users of the supplementary information no later than the date the supplementary information is issued with our report thereon. Your responsibilities include acknowledging to us in the written representation letter that (1) you are responsible for presentation of the supplementary information in accordance with accounting principles generally accepted in the United States of America; (2) you believe the supplementary information, including its form and content, is fairly presented in accordance with accounting principles generally accepted in the United

States of America; (3) the methods of measurement or presentation have not changed from those used in the prior period (or, if they have changed, the reasons for such changes); and (4) you have disclosed to us any significant assumptions or interpretations underlying the measurement or presentation of the supplementary information.

Management is responsible for establishing and maintaining a process for tracking the status of audit findings and recommendations. Management is also responsible for identifying and providing report copies of previous financial audits, attestation engagements, performance audits or other studies related to the objectives discussed in the Audit Objectives section of this letter. This responsibility includes relaying to us corrective actions taken to address significant findings and recommendations resulting from those audits, attestation engagements, performance audits or other studies. You are also responsible for providing management's views on our current findings, conclusions, and recommendations, as well as your planned corrective actions, for the report, and for the timing and format for providing that information.

You agree to assume all management responsibilities relating to the financial statements and related notes, and any other nonaudit services we provide. You will be required to acknowledge in the management representation letter our assistance with preparation of the financial statements and related notes and that you have reviewed and approved the financial statements and related notes prior to their issuance and have accepted responsibility for them. Further, you agree to oversee the nonaudit services by designating an individual, preferably from senior management, with suitable skill, knowledge, or experience; evaluate the adequacy and results of those services; and accept responsibility for them.

Engagement Administration, Fees, and Other

Assistance from the Authority

We understand that your employees will prepare all cash, accounts receivable, or other confirmations we request and will locate any documents selected by us for testing. Further, the Authority will provide us with access to the internet for the purpose of access to our workpapers.

Data Collection Form

At the conclusion of the engagement, we will complete the appropriate sections of the Data Collection Form that summarizes our audit findings. It is management's responsibility to electronically submit the reporting package (including financial statements, schedule of expenditures of federal awards, summary schedule of prior audit findings, auditors' reports, and corrective action plan) along with the Data Collection Form to the federal audit clearinghouse. We will coordinate with you the electronic submission and certification. The Data Collection Form and the reporting package must be submitted within the earlier of 30 calendar days after receipt of the auditors' reports or nine months after the end of the audit period.

Report Copies

We will provide copies of our reports to the Board of Airport Commissioners; however, management is responsible for distribution of the reports and the financial statements. Unless restricted by law or regulation, or containing privileged and confidential information, copies of our reports are to be made available for public inspection.

Audit Documentation

The audit documentation considered to be proprietary in nature for this engagement is the property of Macias Gini & O'Connell LLP (MGO) and constitutes confidential information. However, subject to applicable laws and regulations, audit documentation and appropriate individuals will be made available upon request and in a timely manner to cognizant oversight agency for audit or its designee, a federal agency providing direct or indirect funding, or the U.S. Government Accountability Office for purposes of a quality review of the audit, to resolve audit findings, or to carry out oversight responsibilities. We will notify you of any such request. If requested, access to such audit documentation will be provided under the supervision

of MGO personnel. Furthermore, upon request, we may provide copies of selected audit documentation to the aforementioned parties. These parties may intend, or decide, to distribute the copies or information contained therein to others, including other governmental agencies.

The audit documentation for this engagement will be retained for a minimum of seven (7) years after the report release date or for any additional period requested by the cognizant agency or the oversight agency for audit, or pass-through entity. If we are aware that a federal awarding agency, pass-through entity, or auditee is contesting an audit finding, we will contact the party(ies) contesting the audit finding for guidance prior to destroying the audit documentation. However, MGO does not keep any original client records, so we will return those to you at the completion of the services rendered under this engagement. When records are returned to you, it is your responsibility to retain and protect your records for possible future use, including potential examination by any government or regulatory agencies. By your signature below, you acknowledge and agree that upon expiration of the seven-year period, MGO shall be free to destroy our records related to this engagement.

Engagement Partner

We expect to begin our audit on approximately August 19, 2019 and to issue our reports no later than November 8, 2019. Jim Godsey is the engagement partner and is responsible for supervising the engagement and signing the reports or authorizing another individual to sign them.

Fees

Our fees are outlined in the Contract No. A6261 dated July 10, 2017.

Independence

Professional and certain regulatory standards require us to be independent, in both fact and appearance, with respect to the Authority in the performance of our services. Any discussions that the Authority representatives have with professional personnel of MGO regarding employment could pose a threat to our independence. Therefore, you agree to inform us prior to any such discussions so that we can implement appropriate safeguards to maintain our independence.

General

Government Auditing Standards require that we provide you with a copy of the most recent external peer review report and any letter of comment, and any subsequent peer review reports and letter of comments received during the period of the contract. Our 2018 peer review report accompanies this letter.

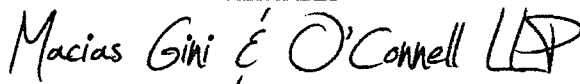
We appreciate the opportunity to be of service to the Authority and believe this letter accurately summarizes the significant terms of our engagement. If you have any questions, please let us know. If you agree with the terms of our engagement as described in this letter, please sign the enclosed copy and return it to us.

Very truly yours,



Jim Godsey, *Partner*

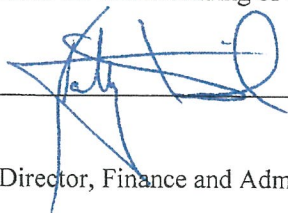
Macias Gini & O'Connell LLP



RESPONSE:

This letter correctly sets forth the understanding of the Burbank-Glendale-Pasadena Airport Authority.

Management signature: _____

A handwritten signature in blue ink, appearing to be "J. L. ...", written over a horizontal line.

Title: Deputy Executive Director, Finance and Administration

Date: _____

6/13/19

Report on the Firm's System of Quality Control

October 25, 2018

To the Partners of
Macias Gini & O'Connell LLP
and the National Peer Review Committee

We have reviewed the system of quality control for the accounting and auditing practice of Macias Gini & O'Connell LLP (the firm) applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended March 31, 2018. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants (Standards).

A summary of the nature, objectives, scope, limitations of, and the procedures performed in a System Review as described in the Standards may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.

Firm's Responsibility

The firm is responsible for designing a system of quality control and complying with it to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. The firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported in conformity with professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.

Peer Reviewer's Responsibility

Our responsibility is to express an opinion on the design of the system of quality control and the firm's compliance therewith based on our review.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**APPROVAL OF PURCHASE AND SALE AGREEMENT
HOLLYONA PARCEL ACQUISITION**

SUMMARY

At the September 23, 2019, special meeting of the Finance and Administration Committee ("Committee"), the Committee voted unanimously (3-0) to recommend the Commission approve a Purchase and Sale Agreement ("PSA"), copy attached, with the Successor Agency to the Redevelopment Agency of the City of Burbank ("Successor Agency") in the amount of \$2,132,000 for a 0.99-acre parcel located at the southeast corner of Hollywood Way and Winona Avenue ("Hollyona Parcel").

BACKGROUND

In May of 1990, the Redevelopment Agency of the City of Burbank and the Authority entered into a non-residential Rental Agreement on a month-to-month basis for the Hollyona Parcel effective from June 1, 1990 at the rate of \$3,000 per month. This agreement allowed the Authority to use the parcel for a public fee parking lot of automobiles vehicles. The parcel has since served as a portion of the Authority's Public Parking Lot B and is located on the eastern side of Hollywood Way with approximately one-third of the parcel lying within the Runway Protection Zone ("RPZ") of Runway 8/26.

As part of the Budget Act of 2011, the State Legislature approved the dissolution of the State's 400 plus redevelopment agencies. Following a period of litigation, redevelopment agencies were officially dissolved as of February 1, 2012 and successor agencies were established to begin, among other duties, the process of disposing redevelopment properties. The Hollyona Parcel is one such property. In 2014, staff reached out to the Burbank Community Development Department to express the Authority's interest in acquiring the Hollyona Parcel for the purposes of RPZ land for Runway 8/26. In April 2015, the Commission authorized submission of a Public Utilities Code ("PUC") Section 21661.6(a) application to the Burbank City Council for the proposed acquisition and use of the Hollyona Parcel.

Staff completed the Phase 1 preliminary environmental assessment of the site April 2015 and began the PUC application process with the City. Staff submitted the original application on June 22, 2016, a revised application on October 15, 2016, and a second revised application submitted on February 1, 2017. On April 18, 2018, Burbank staff issued a Preliminary Analysis of the application. The Burbank City Council held a public hearing and approved the application on May 15, 2018.

With the PUC 21661.6(a) land acquisition approval, Authority staff and Burbank staff began in earnest to negotiate a fair market price that would address seller-related issues (i.e. Oversight Board requirements) and buyer-related issues (Federal Aviation Administration ("FAA") requirements). Land appraisals were undertaken by both parties. After an initial

round of discussions, both parties agreed to undertake a second round of land appraisals. The negotiations also addressed the fact that the property cannot be developed by the Authority due to RPZ requirements, but potentially could be developed owned by a third party. Based on these discussions and the second round of appraisals, the proposed acquisition price of \$2,132,000 was reached.

There are conditions attached to the acquisition of the Hollyona Parcel. These conditions are:

1. There will be no future uses of the property, except for an occasional use for public safety training;
2. The existing access road through the property to the Authority's Public Parking Lot B will be eliminated; and
3. The property will be maintained fallow and clear of all above-ground objects except for replacement fencing and perimeter landscaping that will be similar to the fencing and landscaping the Authority installed at the site of the former gas station while in compliance with the RPZ requirements of the FAA.

ENVIRONMENTAL REVIEW

In 2015, at the time of the Commission's approval of the PUC 21661.6(a) application, the Authority determined that the proposed acquisition and use of the Hollyona Parcel as RPZ is not a "project" for the purposes of the California Environmental Quality Act ("CEQA") because it will merely change the public agency ownership of airport-adjacent land and provide for the RPZ use of such land consistent with federal airport safety standards. There also was a determination that, even if this were deemed to be a "project" as defined by CEQA, it would be exempt pursuant to the general rule that CEQA applies only to projects that have the potential to cause a significant effect on the environment (14 C.C.R. § 15061(b)(3)).

For the purpose of the National Environmental Policy Act, the FAA, pursuant to FAA Order 1050.1F, initially issued a Categorical Exclusion Approval of the Property Acquisition and Obstruction Removal on April 27, 2015, and reissued the same on July 5, 2018.

BUDGET IMPACT

The proposed acquisition is planned to be funded 80 percent through an Airport Improvement Program grant with the local match of 20 percent through a Passenger Facility Charge Application that is in process. Authority reserves are proposed to be initially utilized and reimbursed upon receipt of these funds.

RECOMMENDATION

At the September 23, 2019, special meeting of the Finance and Administration Committee, the Committee voted unanimously (3-0) to recommend the Commission approve a PSA with the Successor Agency in an amount of \$2,132,000 for the Hollyona Parcel acquisition and authorize the President to execute the same.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT
GEOSYNTEC CONSULTANTS, INC.**

SUMMARY

At the September 23, 2019, meeting of the Legal, Government and Environmental Affairs Committee ("Committee"), the Committee voted unanimously (3–0) to recommend that the Commission approve the proposed Amendment No. 1 to the Professional Services Agreement with Geosyntec Consultants, Inc. ("Geosyntec") in the amount of \$170,000 with an additional \$10,000 for project contingency for implementation of a State mandated work plan to determine the presence and extent of a class of chemical substances commonly known by the name of per- and polyfluoroalkyl substances ("PFAS").

BACKGROUND

In March 2019, the Authority received a State Water Resources Control Board ("State Water Board") Order through the Los Angeles Regional Water Quality Control Board ("LARWQCB") to develop a work plan and to conduct soil and groundwater testing for the determination of the presence and extent of PFAS. This class of compounds is contained in many products, however, specifically relating to airports, this class of substances is primarily found in the aqueous film-forming foam ("AFFF") product that is approved by the Federal Aviation Administration for aircraft rescue and firefighting use. Although the State Water Board indicated that use of these compounds was phased out of general use in the 2000-2002 time period, they can persist in soils and groundwater many years after the cessation of actual use.

In May 2019 the State Water Board amended its initial Order to California Airports, modifying the work plan submission dates to include a sliding scale based on airport size. The due date for medium hub airports was established as June 15, 2019.

As stated in the Order, Hollywood Burbank Airport was "identified as a facility that has accepted, stored, or used materials that may contain "per- and polyfluoroalkyl substances". The Order continued, requiring that the Authority submit technical reports to investigate PFAS impacts to the site as specified further in the Order. To comply with this directive, the Authority entered into a Professional Services Agreement (Exhibit A) with Geosyntec in May 2019 for an initial amount not to exceed \$29,000 to develop a work plan for the LARWQCB's review and approval.

Following meetings with airport staff and review of training / incident reports, Geosyntec prepared and submitted the required work plan on June 11, 2019, which the LARWQCB responded to on August 20, 2019, with a conditioned approval letter (Exhibits B & C).

PROPOSAL

The State Water Board's original Order provided 120 days from the date that the Work Plan is approved for the Authority to submit the required sample data, analysis and report. Geosyntec's opinion was that the Order's time period was insufficient for the work requirement and negotiated an additional 60 days to submit the report.

Even with the additional 60 days, the effort to meet the deadline would be a challenge. Therefore, based on their knowledge and familiarity with the Airport, Staff solicited a turn-key proposal from Geosyntec from sample collection, to laboratory analysis and preparation of the final report. Geosyntec submitted the attached all-inclusive proposal in the amount of \$170,000 (Exhibit D) with Staff recommending an additional \$10,000 contingency for unforeseen circumstances.

The proposal includes addressing additional work requirements included in the State Water Board's conditional letter of approval (Exhibit C) with the added required scope of work as follows:

1. Add an additional sample location near the AFFF aboveground storage tank (AST) in the fuel farm area (to the same depths and sampled via the same methodology as the other sample location defined in the Work Plan);
2. Analyze all the samples collected from each sample location; and
3. Develop a supplemental groundwater sampling work plan to provide certain test data in the immediate area on and off the Airport.

The last additional requirement will require cooperation and coordination with Lockheed Martin, Inc. ("LMCO") to utilize their groundwater monitoring wells. LMCO has indicated a willingness to provide the Airport and its consultants access to those wells. LMCO also advised Staff that they have in the past undertaken from these groundwater monitoring wells, their own limited testing for PFAS compounds in 2017 and 2019.

The agreed upon groundwater sampling with the LARWQCB, due to the deep depth of groundwater beneath the Airport of approximately 230 to 290 feet below ground surface ("ft bgs"), will be an iterative approach in which soils borings would be investigated first to a depth of 50 ft bgs. A review of sampling at this depth may provide a better understanding of the vertical extent of potential PFAS impacts.

It should be noted that after the Work Plan was submitted, further due diligence work conducted by Airport staff discovered that there are two former burn pit areas which were potentially used by former occupants of the Airport to conduct training activities in the past. Upon learning of these burn pit areas, Airport staff instructed Geosyntec to add sampling in these areas as an addition to the scope proposed in the Work Plan and to notify the LARWQCB about these areas.

Under the proposed Amendment, Geosyntec will prepare a response to the conditional approval letter with the added scope modifications and submit it to the LARWQCB and will serve as an addendum to the Work Plan. The elements of Geosyntec's proposal is as follows:

Task	Scope	Geosyntec Labor	Subcontractor and Other Direct Costs	Total
1	Preparation/Planning	\$ 17,800	\$ 3,500	\$ 21,300
2	Implementation of Field Sampling and Analysis Plan	22,300	45,800	68,100
3	Preparation of Report	21,300	900	22,200
4	Project Management and Communication	13,000	400	13,400
5	Preparation of Groundwater Sampling Work Plan	25,000	-	25,000
6	On-Call Services	20,000	-	20,000
TOTAL PROPOSED BUDGET		\$ 119,400	\$ 50,600	\$ 170,000
7	Requested Contingency	\$ 10,000		\$ 10,000

FUNDING

At the time the FY 2020 budget was being developed, the potential cost and timing impact of the State Water Board's Order could not be estimated. This item was therefore not included in the adopted FY 2020 budget. Subject to the final costs to meet the conditions of the approved Work Plan, a budget amendment may be required.

RECOMMENDATION

At the September 23, 2019 meeting of the Legal, Government and Environmental Affairs Committee, the Committee voted unanimously (3-0) to recommend that the Commission approve Amendment No. 1 to the Professional Services Agreement with Geosyntec for continued environmental services, as described above, in connection with the State Water Board Order to conduct soil and groundwater testing for the presence of PFAS and that the President be authorized to execute the same.

List of Exhibits:

Exhibit A: May 2019 Professional Services Agreement

Exhibit B: June 11, 2019 Proposed Work Plan

Exhibit C: August 20, 2019 LARWQCB Conditional Approval

Exhibit D: Proposed Amendment No. 1 to the Professional Services Agreement

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**AWARD OF PROFESSIONAL SERVICES AGREEMENT
FOR
AIR SERVICE CONSULTING SERVICES**

SUMMARY

Subject to the recommendation of the Operations and Development Committee ("Committee") at its meeting immediately preceding the Commission meeting, Staff seeks approval to award a Professional Services Agreement ("Agreement"), copy attached, to InterVistas Consulting, Inc., ("InterVistas") for air service consulting services. The total proposed expenditure for these services is for an amount not-to-exceed \$70,000 to be completed within FY 2020.

BACKGROUND

Since FY 2017, Staff has engaged InterVistas for air service consulting services in connection with the Authority's general air service retention and development efforts and industry air service conferences. Specifically, InterVistas provides the data research and market analysis airlines require in determining whether current services are to be maintained or if other market opportunities exist.

Hollywood Burbank Airport, over the past three fiscal years, has experienced positive passenger growth and gained new nonstop flight segments. With a focus on retaining those existing services, and the continued interest from air carriers to include this Airport in their future network planning, InterVistas's services will be utilized to provide Staff with on-call support for air service research; communications recommendations with the network planning and scheduling representatives of the air carriers; and, marketing data support and background information regarding policy and regulatory matters that may impact air service.

InterVistas's expertise in these areas will support Staff's efforts to retain air service at Hollywood Burbank Airport. Additionally, InterVistas will participate in airline-airport meetings and air service conferences to support Staff.

BUDGET IMPACT

The cost of the proposed Agreement is included in the adopted FY 2020 Budget.

RECOMMENDATION

Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks approval from the Commission that it award the proposed Professional Services Agreement with InterVistas in an amount not-to-exceed \$70,000 for air service consulting services and that the President be authorized to execute the same.

PROFESSIONAL SERVICES AGREEMENT

(Burbank-Glendale-Pasadena Airport Authority/InterVISTAS Consulting Inc.)

THIS PROFESSIONAL SERVICES AGREEMENT ("Agreement") is dated October 7, 2019 for reference purposes and is executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a California joint powers agency, and InterVISTAS Consulting Inc., ("Consultant"), a Delaware corporation ("Consultant").

RECITALS

A. The Authority owns and operates the Bob Hope Airport (commonly known as Hollywood Burbank Airport) ("Airport") and desires to retain Consultant as an independent contractor to provide the following professional services: air service support for FY 2020.

B. Consultant represents that it is fully qualified to perform such work by virtue of the training and experience of its personnel.

NOW, THEREFORE, the parties agree as follows:

1. Definitions. In addition to the terms defined above, the following definitions shall apply for purposes of this Agreement:

A. "Commencement Date": October 7, 2019.

B. "Contract Administrator": Denis Carvill or a duly authorized designee.

C. "Contract Limit": \$70,000.

D. "Executive Director": Frank R. Miller or a duly authorized designee.

E. "Expiration Date": August 31, 2020.

F. "Federal Requirements" the federal requirements set forth in the attached Exhibit C, which requirements are applicable to projects not funded by an Airport Improvement Program grant from the Federal Aviation Administration.

G. "Fee Schedule": the fee schedule set forth in the Proposal.

H. "Indemnitees": the Authority, TBI Airport Management, Inc., the Cities of Burbank, Glendale and Pasadena, and the respective officers, agents, employees and volunteers of each such entity.

I. "Insurance Requirements": the insurance requirements set forth in the attached Exhibit C.

J. "Proposal": Consultant's July 28, 2019 proposal attached as Exhibit A.

K. "Services": the tasks set forth in the Proposal.

2. Services.

A. Consultant shall perform the Services in a timely, regular basis in accordance with the Authority's rules for the Airport, the Federal Requirements, and applicable laws. Time is of the essence in the performance of this Agreement.

B. Consultant shall perform all work to the highest professional standards and in a manner reasonably satisfactory to the Authority. Consultant shall consult the Contract Administrator for any decisions that must be made by the Authority. Consultant shall promptly notify the Contract Administrator of any unsafe condition that Consultant discovers at the Airport.

C. In the event any claim is brought against the Authority relating to Consultant's performance of the Services, Consultant shall provide any reasonable assistance and cooperation that the Authority might require.

3. Term.

A. This Agreement shall commence on the Commencement Date and shall expire on the Expiration Date unless earlier terminated.

B. If Consultant breaches this Agreement and fails to cure such breach within seven days of written notice from the Contract Administrator, then the Authority may immediately terminate this Agreement for cause. Either party may terminate this Agreement for convenience upon 15 days prior written notice to the other party.

4. Compensation.

A. The Authority shall compensate Consultant for performance of the Services, and Consultant agrees to accept as full satisfaction for such work, payment according to the Fee Schedule. In no event shall the compensation payable to Consultant under this Agreement exceed the Contract Limit.

B. Consultant shall submit monthly invoices to the Authority for the Services. Each invoice shall itemize the work performed during the billing period and the amount due. Within 10 business days of receipt of each invoice, the Authority shall notify Consultant in writing of any disputed amounts on the invoice. Within 30 calendar days of receipt of each invoice, the Authority shall pay all undisputed amounts on the invoice. The Authority shall not withhold applicable taxes or other authorized deductions from the payments, and Consultant shall pay all required taxes on the payments.

5. Independent Contractor Status. Consultant is, and shall at all times remain as to the Authority, an independent contractor. Consultant shall have no power to incur any debt, obligation, or liability on behalf of the Authority or to act otherwise on behalf of the Authority as

an agent. Neither the Authority nor any of its officers, employees, agents or volunteers shall have control over the conduct of Consultant except as set forth in this Agreement.

6. Work Product Ownership. All reports, documents, or other written material developed by Consultant in the performance of this Agreement shall be and remain the property of the Authority without limitation upon use or dissemination by the Authority.

7. Confidentiality. Consultant shall preserve the confidentiality of all nonpublic data, documents, discussion or other information that is developed or received by it in connection with this Agreement. Consultant shall not disclose such information without the prior written authorization of the Executive Director. Upon request, all Authority data shall be returned to the Authority at expiration or termination of this Agreement. Consultant's obligations under this section shall survive expiration or termination of this Agreement.

8. Conflict of Interest. Consultant shall not maintain or acquire any financial interest that may be affected by the Services. Consultant shall avoid the appearance of having any financial interest that would conflict in any manner with the Services.

9. Indemnification.

A. Consultant shall defend, hold harmless, and indemnify the Indemnitees from and against any actual, alleged, or threatened causes of action, claims, costs, damages, demands, expenses (including fees of accountants, attorneys, and other professionals), judgments, liens, losses, penalties, and proceedings of any nature whatsoever (collectively, "Liabilities") that arise out of the acts or omissions of Consultant or its subcontractors in connection with this Agreement.

B. Consultant's obligations under this section shall survive expiration or termination of this Agreement, and shall apply regardless of whether or not any insurance policies are determined to be applicable to the Liabilities.

C. Consultant's obligations under this section shall apply, without limitation, to Liabilities that partially involve active or passive negligence by the Authority. However, Consultant's obligations under this section shall not apply to Liabilities that arise from the sole negligence or willful misconduct of the Authority, as determined by final arbitration or court decision or by consensus of the parties.

10. Insurance. Without limiting Consultant's defense, hold harmless, and indemnification obligations under this Agreement, Consultant shall maintain policies of insurance as specified in the Insurance Requirements.

11. Suspension. The Contract Administrator may suspend all or any part of the Services for the Authority's convenience or for work stoppages beyond the control of the parties. Written notice of a suspension shall be given to Consultant.

12. Notices. Any notices, invoices, or other documents related to this Agreement shall be deemed received on: (a) the day of delivery, if delivered by hand during the receiving party's regular business hours or by e-mail or facsimile before or during the receiving party's regular business hours; (b) the business day after delivery, if delivered by e-mail or facsimile after the receiving party's regular business hours; or (c) on the second business day following deposit in the United States mail, postage prepaid, to the addresses listed below, or to such other addresses as the parties may, from time to time, designate in writing.

Authority
Burbank-Glendale-Pasadena Airport Authority
2627 Hollywood Way
Burbank, CA 91505
Attn: Mr. Denis Carvill
E-mail: dcarvill@bur.org

Fax: 818-557-0263

Consultant
InterVISTAS Consulting Inc.
1150 Connecticut Ave., NW Suite 601
Washington, DC 20036
Attn: Richard J. Sullivan
E-mail: Richard.Sullivan@InterVISTAS.com
InterVISTAS.com
Fax: 202-688-2225

13. Assignability. Consultant shall not assign, transfer or subcontract any interest in this Agreement or the performance of any of its obligations without the Executive Director's prior written consent. Any attempt by Consultant to assign, transfer or subcontract any rights, duties or obligations in violation of this prohibition shall be void.

14. Litigation. In the event that either party shall commence legal action to enforce or interpret this Agreement, the prevailing party shall be entitled to recover its costs of suit including reasonable attorneys' fees. The venue for litigation shall be Los Angeles County, California. The interpretation of this Agreement shall not be resolved by any rules of construction providing for interpretation against the party who causes the uncertainty to exist or against the party who drafted the disputed language.

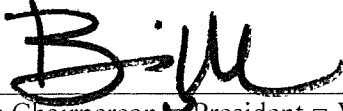
15. Exhibits. Exhibits A through C are incorporated into this Agreement by reference. In the event of any material discrepancy between the express provisions of this Agreement and the provisions of Exhibits A or B, the provisions of this Agreement shall prevail. In the event of any material discrepancy between the express provisions of this Agreement and the provisions of Exhibit C, the provisions of Exhibit C shall prevail.

16. Incorporation of Mandatory Language. Each and every provision required by law to be inserted in this Agreement shall be deemed to be inserted and this Agreement shall be read and enforced as though such provision were included. If through mistake or otherwise any such provision is not inserted, or is not correctly inserted, then upon request of either party this Agreement shall promptly be amended to make such insertion or correction.

17. Entire Agreement. This Agreement (and the attached Exhibits) represents the entire and integrated contract between the parties regarding the Services. This Agreement supersedes all prior oral or written negotiations, representations and contracts related to the Services. This Agreement may not be amended, nor any provision or breach waived, except in a writing that is signed by the parties and that expressly refers to this Agreement.

TO EXECUTE THIS AGREEMENT, the parties have caused their authorized representatives to sign below.

InterVISTAS Consulting Inc.



☐ Chairperson ☒ President ☐ Vice President

BRIAN MOHR

☐ Secretary ☒ Asst. Secretary

☐ Chief Finance Officer ☐ Asst. Treasurer

[Pursuant to California Corporations Code Section 313, both signature lines must be executed unless the signatory holds at least one of the offices designated on each line.]

Burbank-Glendale-Pasadena Airport Authority

Ray Adams, President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

EXHIBIT A

July 8, 2019

**InterVISTAS
Consulting Inc.**

1150 Connecticut Ave., N.W.
Suite 611
Washington, DC 20036
USA

TEL:

+1-202-688-2220

FAX:

+1-202-688-2225

OFFICES:

Canada
United Kingdom

United States

www.interVISTAS.com
info@interVISTAS.com

Ms. Nerissa Sugars
Marketing, Communications and Air Service
Burbank-Glendale-Pasadena Airport Authority
2627 North Hollywood Way
Burbank, CA 91505

Dear Nerissa:

InterVISTAS Consulting, Inc. ("InterVISTAS") is pleased to present this proposal to provide air service development support to the Hollywood Burbank Airport ("BUR" or the "Airport").

InterVistas proposes the following:

Ad Hoc Services

InterVISTAS will undertake the following activities in support of BUR's air service development efforts:

Provide BUR with on call support for various air service development related efforts from September 1, 2019 to August 31, 2020.

- Provide advice on air carrier communications
- Provide BUR airport management with intelligence on potential air service development opportunities;
- Provide advice related to policy and regulatory matters;
- Provide miscellaneous air carrier and market analysis, as requested.

Provide services to support BUR's participation at airline/airport conferences such as the Routes Americas and Jumpstart.

Services to be provided in conjunction with these conferences could include:

- Review with BUR the air carriers planning to attend each conference to assist in the prioritization of requests for airline meetings;
- In conjunction with BUR, develop objectives for each air carrier meeting;

- Analyze and recommend an approach, including target markets, for each of the air carrier meetings;
- Prepare marketing and analytical materials, as appropriate, for the one-on-one airline meetings;
- Support follow up efforts with air carriers directly related to interactions at these conferences;
- At BUR's option on-site support and participation at each conference.

Proposed Budget

The proposed budget for the activities outlined above, including estimated reimbursable expenses, is not to exceed \$70,000.00.

Work on these tasks will be billed at the following hourly rates:

Role	Hourly Rate
Project Manager/Senior Vice President	\$235.00
Research Director/Vice President	\$175.00
Senior Analyst	\$165.00
Junior Analyst	\$145.00
Graphic Artist	\$100.00

Reimbursable expenses will be charged to BUR at cost, subject to prior approval by the Airport. The budget includes an estimate for reimbursable expenses.

Please let us know if you have any questions regarding this proposal.

With best regards,



Richard J. Sullivan

EXHIBIT B
Insurance Requirements

1. Consultant shall obtain, provide, and maintain policies of insurance as specified below.

A. General Liability Insurance. Consultant shall maintain commercial general liability insurance in an amount not less than \$1,000,000 per occurrence, \$2,000,000 general aggregate, for bodily injury, personal injury, and property damage.

B. Automobile Liability Insurance. Consultant shall maintain automobile insurance covering bodily injury and property damage for all activities of Consultant arising out of or in connection with the Services, including coverage for any owned, hired, non-owned or rented vehicles, in an amount not less than \$1,000,000 combined single limit for each accident.

C. Professional Liability (Errors and Omissions) Insurance. Consultant shall maintain professional liability insurance that covers the Services in the minimum amount of \$1,000,000 per claim and in the aggregate. Any policy inception date, continuity date, or retroactive date must be before the Commencement Date and Consultant shall maintain continuous coverage through a period of no less than three years after expiration or termination of this Agreement.

D. Workers' Compensation/Employer's Liability Insurance. Consultant shall maintain workers' compensation insurance (statutory limits) and employer's liability insurance with limits of at least \$1,000,000.

2. The insurance policy or policies shall contain, or shall be endorsed to contain, the following provisions:

A. The coverage shall contain no special limitations on the scope of protection afforded to the Indemnitees.

B. For any claims related to this Agreement, Consultant's insurance coverage shall be primary insurance as respects the Indemnitees. Any insurance or self-insurance maintained by the Indemnitees shall be excess of Consultant's insurance and shall not contribute with it.

C. Any failure to comply with reporting or other provisions of the policy, including breaches of warranties, shall not affect coverage provided to the Indemnitees.

D. Consultant's insurance shall apply separately to each insured against whom claim is made or suit is brought, except with respect to the limits of the insurer's liability.

E. The policy shall be endorsed to state that coverage shall not be suspended, voided, cancelled by either party, or reduced in coverage or in limits except after 30 calendar days, or 10 calendar days in the event of non-payment of premium, prior written notice by certified mail, return receipt requested, has been given to the Authority.

F. Insurance is to be placed with insurers authorized to conduct business in the State of California with a minimum current A.M. Best's rating of no less than A:X, unless waived by the Contract Administrator. An exception to this standard will be made for the State Compensation Insurance Fund when not specifically rated.

G. Any deductibles or self-insured retentions must be declared to and approved by the Contract Administrator. At the option of the Contract Administrator, either the insurer shall reduce or eliminate such deductibles or self-insured retentions as respects the Indemnitees, or Consultant shall provide a financial guarantee satisfactory to the Contract Administrator guaranteeing payment of losses and related investigations, claim administration and defense expenses.

H. The workers' compensation insurer agrees to waive all rights of subrogation against the Authority for injuries to employees of Consultant resulting from work for the Authority or use of the Airport.

3. Consultant shall furnish to the Authority an original certificate or certificates of insurance and amendatory endorsements showing that required policies are in effect in the required amounts. The certificates and endorsements must be received and approved by the Contract Administrator prior to commencement of work.

EXHIBIT C
Non-AIP Project Federal Requirements

1. General Civil Rights Provisions

Consultant agrees to comply with pertinent statutes, Executive Orders and such rules as are promulgated to ensure that no person shall, on the grounds of race, creed, color, national origin, sex, age, or disability be excluded from participating in any activity conducted with or benefiting from Federal assistance. This provision binds Consultant and sub-tier contractors from the bid solicitation period through the completion of the contract. This provision is in addition to that required of Title VI of the Civil Rights Act of 1964.

2. Civil Rights – Title VI Assurance

During the performance of this contract, Consultant, for itself, its assignees, and successors in interest (hereinafter referred to as the “Consultant”) agrees as follows:

A. Compliance with Regulations: Consultant will comply with the Title VI List of Pertinent Nondiscrimination Acts And Authorities, as they may be amended from time to time, which are herein incorporated by reference and made a part of this contract.

B. Non-discrimination: Consultant, with regard to the work performed by it during the contract, will not discriminate on the grounds of race, color, or national origin in the selection and retention of subcontractors, including procurements of materials and leases of equipment. Consultant will not participate directly or indirectly in the discrimination prohibited by the Nondiscrimination Acts and Authorities, including employment practices when the contract covers any activity, project, or program set forth in Appendix B of 49 CFR part 21.

C. Solicitations for Subcontracts, Including Procurements of Materials and Equipment: In all solicitations, either by competitive bidding, or negotiation made by Consultant for work to be performed under a subcontract, including procurements of materials, or leases of equipment, each potential subcontractor or supplier will be notified by Consultant of Consultant’s obligations under this contract and the Nondiscrimination Acts And Authorities on the grounds of race, color, or national origin.

D. Information and Reports: Consultant will provide all information and reports required by the Acts, the Regulations, and directives issued pursuant thereto and will permit access to its books, records, accounts, other sources of information, and its facilities as may be determined by the Authority or the Federal Aviation Administration to be pertinent to ascertain compliance with such Nondiscrimination Acts And Authorities and instructions. Where any information required of a contractor is in the exclusive possession of another who fails or refuses to furnish the information, Consultant will so certify to the Authority or the Federal Aviation Administration, as appropriate, and will set forth what efforts it has made to obtain the information.

E. Sanctions for Noncompliance: In the event of Consultant's noncompliance with the Non-discrimination provisions of this contract, the Authority will impose such contract sanctions as it or the Federal Aviation Administration may determine to be appropriate, including, but not limited to:

1. Withholding payments to Consultant under the contract until Consultant complies; and/or
2. Cancelling, terminating, or suspending a contract, in whole or in part.

F. Incorporation of Provisions: Consultant will include the provisions of paragraphs one through six in every subcontract, including procurements of materials and leases of equipment, unless exempt by the Acts, the Regulations and directives issued pursuant thereto. Consultant will take action with respect to any subcontract or procurement as the Authority or the Federal Aviation Administration may direct as a means of enforcing such provisions including sanctions for noncompliance. Provided, that if Consultant becomes involved in, or is threatened with litigation by a subcontractor, or supplier because of such direction, Consultant may request the Authority to enter into any litigation to protect the interests of the Authority. In addition, Consultant may request the United States to enter into the litigation to protect the interests of the United States.

G. During the performance of this contract, the contractor, for itself, its assignees, and successors in interest (hereinafter referred to as the "contractor") agrees to comply with the following non-discrimination statutes and authorities; including but not limited to:

1. Title VI of the Civil Rights Act of 1964 (42 U.S.C. § 2000d et seq., 78 stat. 252), (prohibits discrimination on the basis of race, color, national origin);
2. 49 CFR part 21 (Non-discrimination In Federally-Assisted Programs of The Department of Transportation—Effectuation of Title VI of The Civil Rights Act of 1964);
3. The Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970, (42 U.S.C. § 4601), (prohibits unfair treatment of persons displaced or whose property has been acquired because of Federal or Federal-aid programs and projects);
4. Section 504 of the Rehabilitation Act of 1973, (29 U.S.C. § 794 et seq.), as amended, (prohibits discrimination on the basis of disability); and 49 CFR part 27;
5. The Age Discrimination Act of 1975, as amended, (42 U.S.C. § 6101 et seq.), (prohibits discrimination on the basis of age);
6. Airport and Airway Improvement Act of 1982, (49 USC § 471, Section 47123), as amended, (prohibits discrimination based on race, creed, color, national origin, or sex);

7. The Civil Rights Restoration Act of 1987, (PL 100-209), (Broadened the scope, coverage and applicability of Title VI of the Civil Rights Act of 1964, The Age Discrimination Act of 1975 and Section 504 of the Rehabilitation Act of 1973, by expanding the definition of the terms “programs or activities” to include all of the programs or activities of the Federal-aid recipients, sub-recipients and contractors, whether such programs or activities are Federally funded or not);

8. Titles II and III of the Americans with Disabilities Act of 1990, which prohibit discrimination on the basis of disability in the operation of public entities, public and private transportation systems, places of public accommodation, and certain testing entities (42 U.S.C. §§ 12131 – 12189) as implemented by Department of Transportation regulations at 49 CFR parts 37 and 38;

9. The Federal Aviation Administration’s Non-discrimination statute (49 U.S.C. § 47123) (prohibits discrimination on the basis of race, color, national origin, and sex);

10. Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations, which ensures non-discrimination against minority populations by discouraging programs, policies, and activities with disproportionately high and adverse human health or environmental effects on minority and low-income populations;

11. Executive Order 13166, Improving Access to Services for Persons with Limited English Proficiency, and resulting agency guidance, national origin discrimination includes discrimination because of limited English proficiency (LEP). To ensure compliance with Title VI, you must take reasonable steps to ensure that LEP persons have meaningful access to your programs (70 Fed. Reg. at 74087 to 74100);

12. Title IX of the Education Amendments of 1972, as amended, which prohibits you from discriminating because of sex in education programs or activities (20 U.S.C. 1681 et seq).

3. Federal Fair Labor Standards Act

All contracts and subcontracts that result from this solicitation incorporate by reference the provisions of 29 CFR part 201, the Federal Fair Labor Standards Act (FLSA), with the same force and effect as if given in full text. The FLSA sets minimum wage, overtime pay, recordkeeping, and child labor standards for full and part time workers. Consultant has full responsibility to monitor compliance to the referenced statute or regulation. Consultant must address any claims or disputes that arise from this requirement directly with the U.S. Department of Labor – Wage and Hour Division.

4. Occupational Safety and Health Act

All contracts and subcontracts that result from this solicitation incorporate by reference the requirements of 29 CFR Part 1910 with the same force and effect as if given in full text. Consultant must provide a work environment that is free from recognized hazards that may cause death or serious physical harm to the employee. Consultant retains full responsibility to monitor its compliance and its subcontractor's compliance with the applicable requirements of the Occupational Safety and Health Act of 1970 (20 CFR Part 1910). Consultant must address any claims or disputes that pertain to a referenced requirement directly with the U.S. Department of Labor – Occupational Safety and Health Administration.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**HARRIS MILLER MILLER & HANSON, INC.
CONTRACT AMENDMENT**

SUMMARY

Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks Commission approval of the proposed Amendment No. 1 to the Professional Services Agreement ("PSA") with Harris Miller Miller & Hanson, Inc. ("HMMH") for professional aircraft noise analysis and meeting facilitation services in support of the Southern San Fernando Valley Airplane Noise Task Force ("Task Force"). The proposed amendment will increase the compensation limit by \$250,000, resulting in a not-to-exceed amount of \$324,960.

BACKGROUND

The Federal Aviation Administration ("FAA") has published changes to an instrument departure procedure from Van Nuys Airport and is proposing amendments to the existing departure procedures at the Hollywood Burbank Airport, both of which may change, or have changed, the way surrounding communities experience overflights of aircraft departing both airports. The Authority and Los Angeles World Airports have jointly formed the Task Force to analyze these published or proposed changes and to address concerns raised by community residents about these changes.

PROJECT DETAILS

As currently envisioned, the Task Force will conduct six meetings where representatives from surrounding communities will, through facilitation and analytical support from HMMH, analyze noise issues related to aircraft operating in the southern San Fernando Valley, evaluate proposed mitigations, and arrive at a set of feasible and consensus-based recommendations for responsible entities to consider for implementation.

SOLICITATION AND EVALUATION

Due to the time-sensitive nature of the need for these services, and the limited number of experienced and qualified providers available, HMMH's services were procured as a sole-source. HMMH is a well-regarded, full-service aviation consulting firm with extensive experience facilitating task forces such as this one. The existing PSA with HMMH is on a time and materials basis and has a compensation limit of \$74,960.

FUNDING

This item was not contemplated during the FY 2020 budget development and is not included in the adopted FY 2020 budget. In order to ensure the services of HMMH are not interrupted during the course of the Task Force, Staff recommends that the Authority provide the initial funding for HMMH with the understanding that Staff will seek fifty percent (50%) reimbursement from Los Angeles World Airports for these services.

RECOMMENDATION

Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission approve Amendment No. 1 to the PSA with HMMH for professional aircraft noise analysis and meeting facilitation services in support of the Task Force to increase the compensation limit by \$250,000, resulting in a not-to-exceed amount of \$324,960.

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**
(Burbank-Glendale-Pasadena Airport Authority / Harris Miller Miller & Hanson, Inc.)

THIS AMENDMENT NO. 1 ("First Amendment") to the August 6, 2019 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority") and Harris Miller Miller & Hanson Inc. ("Consultant") is dated October 7, 2019 for reference purposes.

R E C I T A L S

A. The parties executed the Agreement to provide for the Authority's retention of Consultant as an independent contractor to provide the following professional services: aircraft noise analysis, related professional services, and facilitation services.

B. The parties desire to increase the compensation limit.

NOW, THEREFORE, the parties agree as follows:

1. **Amendment of Section 1.** Paragraph (C) of Section 1 ("Definitions") of the Agreement is amended to read as follows:


"C. 'Contract Limit': \$324,960."

2. **Preservation of Agreement.** Except as expressly modified by this First Amendment, all of the provisions of the Agreement shall remain unaltered and in full force and effect. In the event of a conflict between the provisions of this First Amendment and the provisions of the Agreement, the provisions of this First Amendment shall control.

[SIGNATURES ON FOLLOWING PAGE]

TO EXECUTE THIS FIRST AMENDMENT, the parties have caused their duly authorized representatives to sign below.

Harris Miller Miller & Hanson Inc.



☒ Chairperson ☐ President ☐ Vice President ☐ Secretary ☐ Asst. Secretary
☐ Chief Finance Officer ☐ Asst. Treasurer

[Pursuant to California Corporations Code Section 313, both signature lines must be executed unless the signatory holds at least one of the offices designated on each line.]

Burbank-Glendale-Pasadena Airport Authority

Ray Adams, President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

**DESIGNATION OF REPRESENTATIVE
ON
ORANGELINE DEVELOPMENT AUTHORITY BOARD OF DIRECTORS**

SUMMARY

Staff seeks the Commission's designation of an Airport Authority representative on the Orangeline Development Authority ("OLDA") Board of Directors.

BACKGROUND

In March 2010 the Airport Authority voted to become a member of OLDA, a joint powers agency now commonly known as Eco-Rapid Transit. OLDA's goal is to pursue development of, and to obtain public and private funding for the construction of, a transit system that would help relieve traffic on Interstate 5 between Artesia and Palmdale. Besides the Airport Authority and the City of Glendale, OLDA membership consists of nine cities along this route stretching from the Hollywood Burbank Airport in the north to Artesia in the south.

Pursuant to Section 4.1 of OLDA's Fifth Amended Joint Exercise of Powers Agreement ("Fifth JPA"), the Airport Authority is entitled to have one representative on OLDA's Board of Directors and also must appoint one or more Alternate Directors. Up until his resignation from the Glendale City Council, former Commissioner Zareh Sinanyan served as the Airport Authority's representative on OLDA's Board of Directors. Currently, the Airport Authority's designated alternative representative on OLDA's Board of Directors is Glendale City Councilmember Frank Quintero, who was given this designation in 2017 before the start of his current term on the Glendale City Council. It is appropriate at this time for the Commission to designate a new Airport Authority representative on OLDA's Board of Directors, and to determine whether to make a change to the designated Alternate Director.

Under OLDA's Fifth JPA, eligibility for this appointment is limited to individuals who are either employed by the Authority (i.e., a Commissioner or member of Staff) or who reside within the Authority's territorial jurisdiction (Burbank, Glendale, or Pasadena).

FPPC REGULATION

Fair Political Practices Commission ("FPPC") Regulation 18702.5 allows a public official to participate in his or her agency's decisions on his or her appointment to certain paid government positions. Under the regulation, such participation is permitted if the body making the appointment completes and posts an FPPC Form 806 on its website. This form identifies: (i) each appointed position for which compensation is paid; (ii) the salary or stipend for each appointed position; (iii) the name of the public official who has been appointed to the position; (iv) the name of the public official, if any, who has been appointed as an alternate; and (v) the term of the position.

OLDA Directors receive a stipend for attending OLDA Board meetings. In accordance with Regulation 18702.5, any Commissioner who is nominated to serve on the OLDA Board may participate in the Commission's discussion and vote on that appointment, and Staff will post an updated Form 806 on the Authority's website.

RECOMMENDATION

Staff recommends that the Commission designate an Airport Authority representative on OLDA's Board of Directors, and determine whether to make a change to the Airport Authority's designated Alternate Director.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
OCTOBER 7, 2019**

AIRLINE SCHEDULE ANALYSIS

Airlines serving Hollywood Burbank Airport have notified Staff of changes in services, fleet mix, and scheduled operating times. This report reflects the changes in detail below and on the attached Schedule Change Analysis.

AMERICAN

Effective October 6, 2019, American Airlines made an adjustment to its schedule by adding twelve weekly round-trip flights to Phoenix. In addition, American Airlines increased the use its CRJ-900 aircraft for this schedule.

SOUTHWEST

Effective October 1, 2019, Southwest Airlines made an adjustment to its schedule. The number of scheduled flight changes in arrivals and departures represent a net decrease of 24 round-trip flights per week, as detailed below.

	Monday - Thursday		Friday		Saturday		Sunday	
City	Arrival	Departure	Arrival	Departure	Arrival	Departure	Arrival	Departure
Nashville	-1	-1	-1	-1	-1	-1	-1	-1
Dallas	0	0	0	0	0	0	0	0
Denver	0	0	0	0	0	0	0	0
Houston	0	0	0	0	0	0	0	0
Las Vegas	-1	0	-1	1	-1	0	-1	0
Midway	-1	-1	-1	-1	-1	-1	0	0
Oakland	0	0	0	0	0	-1	0	0
Portland	0	0	0	0	-1	-1	0	0
Phoenix	0	0	0	0	1	1	1	0
San Francisco	-1	-1	-1	-1	0	0	0	0
San Jose	0	0	0	0	0	0	0	0
Salt Lake City	0	0	0	0	0	0	0	0
Sacramento	0	-1	0	-1	0	0	0	-1
Daily Total	-4	-4	-4	-3	-3	-3	-1	-2

SPIRIT

Effective October 1, 2019, Spirit Airlines eliminated one daily non-stop flight to Las Vegas per week.

UNITED

Effective October 6, 2019, United Airlines made a schedule adjustment by adding one Wednesday and two Saturday round-trip flights to San Francisco per week.

OVERALL IMPACT

After incorporating all schedule adjustments, these changes to schedule results in a decrease of 16 round-trip flights a week. The schedule changes also result in a decrease of 6,998 weekly seats or a 3.73% less from the prior schedule. This revised schedule has a combined total for all carriers of 180,538 available weekly seats.

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY*

SCHEDULE ANALYSIS

Airline: **American Airlines**

Report Date: 10/07/19

Effective Date: 10/06/19

1) Aircraft Operations Summary (includes both arrivals and departures):

<u>Aircraft Type</u>	<u>Seats</u>	<u>Weekly Operations</u>			<u>Weekly Seats</u>		
		<u>Current Operations</u>	<u>Proposed Operations</u>	<u>Difference</u>	<u>Current Available Seats</u>	<u>Proposed Available Seats</u>	<u>Difference</u>
A319	126	0	0	0	0	0	0
A320	150	0	0	0	0	0	0
B737-800	160	26	28	2	4,160	4,480	320
CRJ-700	70	10	14	4	700	980	280
CRJ-900	76	36	54	18	2,736	4,104	1,368
Total		72	96	24	7,596	9,564	1,968

2) Discussion of the change in operations and voluntary curfew

Effective October 6, 2019, American Airlines made an adjustment to its schedule by adding twelve weekly round-trip flights to Phoenix. In addition, American Airlines increased the use its CRJ-900 aircraft for this schedule.

Is there an impact on the voluntary curfew
with this schedule change?

Yes

No

 X

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY*

SCHEDULE ANALYSIS

Airline: **Southwest Airlines**

Report Date: 10/07/19

Effective Date: 10/01/19

1) Aircraft Operations Summary (includes both arrivals and departures):

		<u>Weekly Operations</u>			<u>Weekly Seats</u>		
<u>Aircraft Type</u>	<u>Seats</u>	<u>Current Operations</u>	<u>Proposed Operations</u>	<u>Difference</u>	<u>Current Available Seats</u>	<u>Proposed Available Seats</u>	<u>Difference</u>
B737-300	137	0	0	0	0	0	0
B737-500	122	0	0	0	0	0	0
B737-700	143	840	832	-8	120,120	118,976	-1,144
B737-800	175	80	40	-40	14,000	7,000	-7,000
B737-8M	175	0	0	0	0	0	0
Total		920	872	-48	134,120	125,976	-8,144

2) Discussion of the change in operations and voluntary curfew

Effective October 1, 2019, Southwest Airlines made an adjustment to its schedule. The number of scheduled flight changes in arrivals and departures represent a net decrease of 24 round-trip flights per week, as detailed in the staff report.

Is there an impact on the voluntary curfew
with this schedule change?

Yes _____
No X

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY*

SCHEDULE ANALYSIS

Airline: ***SPIRIT***

Report Date: 10/07/19

Effective Date: 10/01/19

1) Aircraft Operations Summary (includes both arrivals and departures):

<u>Aircraft Type</u>	<u>Seats</u>	<u>Weekly Operations</u>			<u>Weekly Seats</u>		
		<u>Current Operations</u>	<u>Proposed Operations</u>	<u>Difference</u>	<u>Current Available Seats</u>	<u>Proposed Available Seats</u>	<u>Difference</u>
A319	145	42	28	-14	6,090	4,060	-2,030
Total		42	28	-14	6,090	4,060	-2,030

2) Discussion of the change in operations and voluntary curfew

Effective October 1, 2019, Spirit Airlines eliminated one daily non-stop flight to Las Vegas a week.

Is there an impact on the voluntary curfew
with this schedule change?

Yes
No

 X

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY*

SCHEDULE ANALYSIS

Airline: **United Express**

Report Date: 10/07/19

Effective Date: 10/06/19

1) Aircraft Operations Summary (includes both arrivals and departures):

<u>Aircraft Type</u>	<u>Seats</u>	<u>Weekly Operations</u>			<u>Weekly Seats</u>		
		<u>Current Operations</u>	<u>Proposed Operations</u>	<u>Difference</u>	<u>Current Available Seats</u>	<u>Proposed Available Seats</u>	<u>Difference</u>
CRJ-200	50	46	32	-14	2,300	1,600	-700
CRJ-700	70	0	0	0	0	0	0
EMB-175	76	2	18	16	152	1,368	1,216
A319	128	28	22	-6	3,584	2,816	-768
A320	150	8	28	20	1,200	4,200	3,000
B737-800	154	20	10	-10	3,080	1,540	-1,540
Total		104	110	6	10,316	11,524	1,208

2) Discussion of the change in operations and voluntary curfew

Effective October 6, 2019, United Airlines made a schedule adjustment by adding one Wednesday and two Saturday's round-trip flights to San Francisco a week.

Is there an impact on the voluntary curfew
with this schedule change?

Yes
No

 X

Hollywood Burbank Airport

REVENUE PASSENGERS	August			January - August		
	2019	2018	% Change	2019	2018	% Change
Signatory Airlines						
Alaska Airlines	66,494	63,239	5.15%	412,554	425,590	-3.06%
American Airlines	28,797	13,358	115.58%	197,716	101,920	93.99%
Delta Airlines	29,216	15,555	87.82%	130,575	91,162	43.23%
JetBlue Airways	19,386	8,827	119.62%	163,406	63,854	155.91%
Southwest Airlines	361,512	329,204	9.81%	2,686,184	2,501,771	7.37%
Spirit Airlines	14,008	0	N/A	32,355	0	N/A
United Airlines	37,078	33,470	10.78%	211,571	240,846	-12.16%
Total Revenue Passengers	556,491	463,653	20.02%	3,834,361	3,425,143	11.95%
Inbound (deplaned)	277,778	230,493	20.51%	1,912,625	1,710,716	11.80%
Outbound (enplaned)	278,713	233,160	19.54%	1,921,736	1,714,427	12.09%

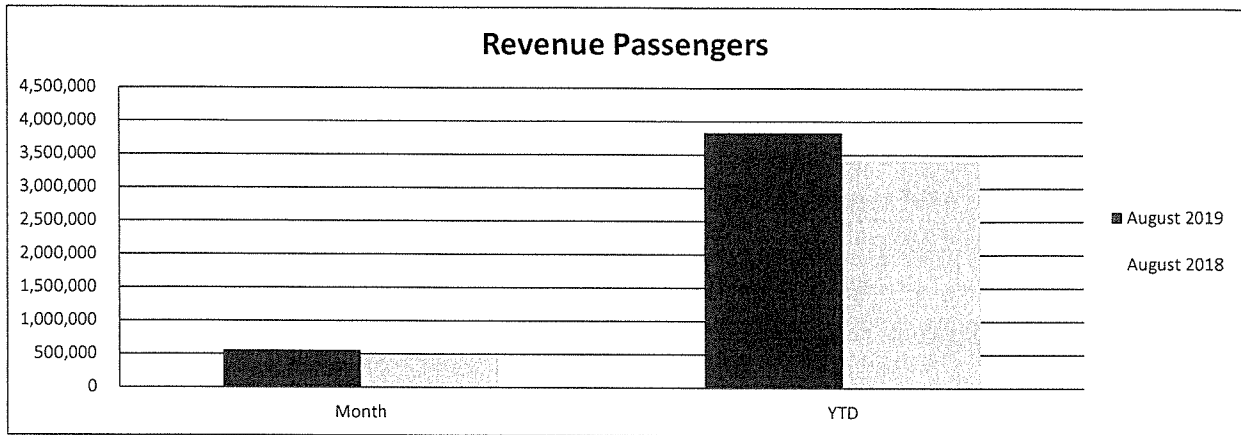
AIRCRAFT OPERATIONS *	August			January - August		
	2019	2018	% Change	2019	2018	% Change
Air Carrier	6,026	4,904	22.88%	42,562	37,353	13.95%
Air Taxi	1,860	1,646	13.00%	14,482	12,898	12.28%
General Aviation	2,971	2,605	14.05%	20,938	21,670	-3.38%
Military Itinerant	34	47	-27.66%	333	567	-41.27%
Civil Local	2,182	2,025	7.75%	18,860	17,038	10.69%
Military Local	0	0	N/A	0	0	N/A
Total Aircraft Operations	13,073	11,227	16.44%	97,175	89,526	8.54%

* 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.

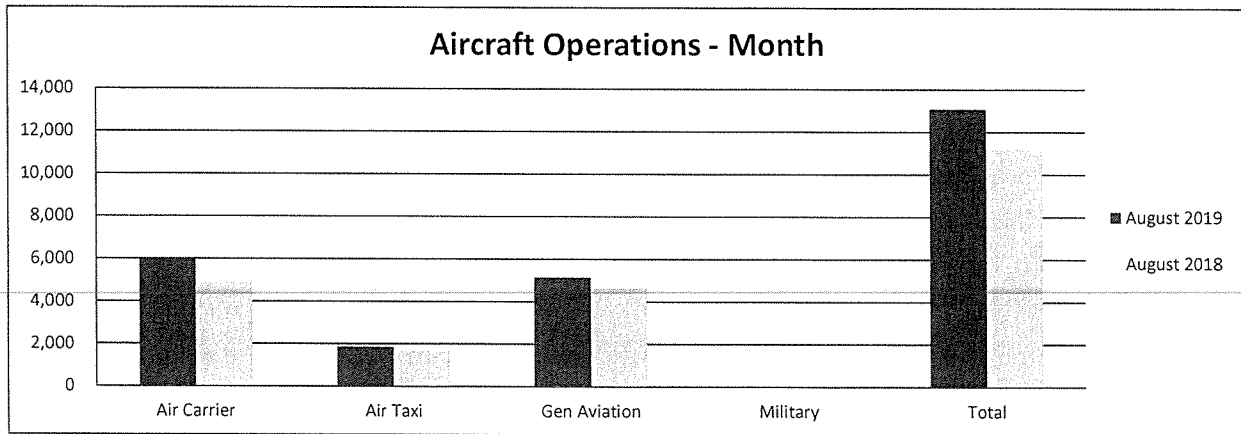
Hollywood Burbank Airport

AIR CARGO (lbs.)	August			January - August		
	2019	2018	% Change	2019	2018	% Change
Signatory Airlines						
Alaska Airlines	718	803	-10.59%	5,264	8,962	-41.26%
American Airlines	202	0	N/A	213	0	N/A
Delta Airlines	55	0	N/A	55	0	N/A
JetBlue Airways						
Southwest Airlines	163,568	187,135	-12.59%	1,264,861	1,356,557	-6.76%
Spirit Airlines						
United Airlines	999	58,127	-98.28%	45,458	129,627	-64.93%
Other Scheduled Carriers						
Federal Express	4,381,876	4,850,338	-9.66%	35,587,191	37,425,718	-4.91%
United Parcel Service	4,619,324	4,340,542	6.42%	32,038,660	31,454,437	1.86%
Charter/Contract Carriers						
AirNet Express	0	2,234	-100.00%	0	25,260	-100.00%
Ameriflight	287,703	286,258	0.50%	1,850,010	2,051,666	-9.83%
Total Air Cargo	9,454,445	9,725,437	-2.79%	70,791,712	72,452,227	-2.29%
	=====	=====	=====	=====	=====	=====
Inbound (deplaned)	4,625,392	4,912,588	-5.85%	34,437,058	35,059,625	-1.78%
Outbound (enplaned)	4,829,053	4,812,849	0.34%	36,354,654	37,392,602	-2.78%

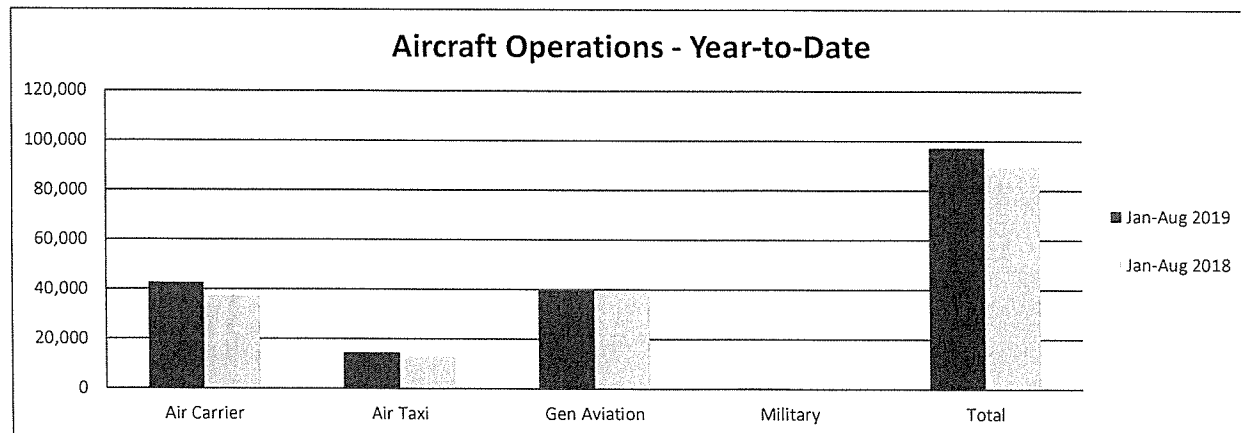
MAIL (lbs.)	August			January - August		
	2019	2018	% Change	2019	2018	% Change
United Parcel Service	0	0	N/A	0	0	N/A
Total Mail	0	0	N/A	0	0	N/A
	=====	=====	=====	=====	=====	=====
Inbound (deplaned)	0	0	N/A	0	0	N/A
Outbound (enplaned)	0	0	N/A	0	0	N/A



Revenue Passengers	Month	YTD
August 2019	556,491	3,834,361
August 2018	463,653	3,425,143
% Change	20.02%	11.95%



Aircraft Operations - MO	Air Carrier	Air Taxi	Gen Aviation	Military	Total
August 2019	6,026	1,860	5,153	34	13,073
August 2018	4,904	1,646	4,630	47	11,227
% Change	22.88%	13.00%	11.30%	-27.66%	16.44%



Aircraft Operations - YTD	Air Carrier	Air Taxi	Gen Aviation	Military	Total
Jan-Aug 2019	42,562	14,482	39,798	333	97,175
Jan-Aug 2018	37,353	12,898	38,708	567	89,526
% Change	13.95%	12.28%	2.82%	-41.27%	8.54%