



July 14, 2022

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, July 18, 2022, at 9:00 a.m., in the Airport Skyroom of Hollywood Burbank Airport, 2627 N. Hollywood Way, Burbank, California 91505.

Pursuant to Government Code Section 54953(e), members of the Commission may participate in this meeting via teleconference. In the interest of maintaining appropriate social distancing, a physical location is not being provided for the public to attend or comment. Members of the public may observe the meeting telephonically and may offer comment in real time through the following number:

Dial In: (818) 862-3332

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

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

Airport Skyroom

Regular Meeting of Monday, July 18, 2022

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.



When in-person attendance or participation at meetings of the Commission is allowed, members of the public are requested to observe the following rules of decorum:

- *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, July 18, 2022

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) June 6, 2022 ***[See page 1]***
 - 2) Finance and Administration Committee
(i) June 6, 2022 ***[See page 3]***
 - 3) Legal, Government and Environmental Affairs Committee
(i) June 6, 2022 ***[See page 5]***
 - b. Commission Minutes
(For Approval)
 - 1) June 20, 2022 ***[See page 7]***
 - c. Treasurer's Report
 - 1) April 2022 ***[See page 15]***
 - d. County of Los Angeles - License Agreement Amendment ***[See page 40]***
6. ITEMS FOR COMMISSION APPROVAL
 - a. Election of Officers ***[See page 48]***
 - b. Creation of Executive Committee; Redefinition of Standing Advisory Committee Subject Matter Jurisdiction and Update of Committee Operation Guidelines ***[See page 50]***
 - c. Appointment to Committees
 - d. Determinations Regarding Return to In-Person Meetings and AB 361 Findings for Special Brown Act Requirements for Teleconference Meetings ***[See page 69]***

e. Replacement Passenger Terminal Project Progressive Design-Build Services Shortlist Approval and Request for Proposals Authorization ***[See page 71]***

f. Airport Solution Line Service Agreement Extension and Change Order #1 to the Common Use Passenger Processing System Refresh Project with SITA Information Networking Computing USA Inc. ***[See page 74]***

g. Approval of Amendments to Professional Services Agreements Replacement Passenger Terminal Program ***[See page 77]***

h. Award of Professional Services Agreement Airport Marketing Consultant Services ***[See page 80]***

7. ITEMS FOR COMMISSION INFORMATION

a. Reintroduction of Pet Therapy Program

b. May 2022 Passenger and Air Cargo Statistics ***[See page 83]***

c. May 2022 Ground Transportation Statistics

d. May 2022 Parking Revenue Statistics

8. CLOSED SESSION

a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION
(California Government Code Section 54956.9(d)(1))

Name of Case: City of Los Angeles v. FAA et al. (Case No. 21-71170)

9. EXECUTIVE DIRECTOR COMMENTS

10. COMMISSIONER COMMENTS

(Commissioners may make a brief announcement, make a brief report on their activities, and request an agenda item for a future meeting.)

11. ADJOURNMENT

COMMISSION NEWSLETTER

Monday, July 18, 2022

[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 meetings of June 6, 2022; approved minutes of the Finance and Administration Committee meeting of June 6, 2022; and approved minutes of the Legal, Government and Environmental Affairs Committee meeting of June 6, 2022, are included in the agenda packet for information purposes.
- b. **COMMISSION MINUTES.** Draft minutes of the June 20, 2022, Commission meeting are attached for the Commission's review and approval.
- c. **TREASURER'S REPORT.** The Treasurer's Report for April 2022 is included in the agenda packet. At its meeting on June 20, 2022, the Finance and Administration Committee voted unanimously (2–0, 1 absent) to recommend that the Commission note and file this report.
- d. **COUNTY OF LOS ANGELES – LICENSE AGREEMENT AMENDMENT.** A staff report is included in the agenda packet. Staff seeks Commission approval of a proposed Amendment to the non-fee License Agreement ("Agreement") with the County of Los Angeles for the use of Authority facilities for the purposes of providing a COVID-19 vaccination clinic. The proposed Amendment would extend the Agreement expiration date to August 15, 2023, and memorialize relocation of the vaccination clinic from the terminal to the Valet Center.

6. ITEMS FOR COMMISSION APPROVAL

- a. **ELECTION OF OFFICERS.** A staff report is included in the agenda packet. The joint powers agreement requires the Commission to elect or re-elect a President, a Vice President, and a Secretary at the first meeting of July every year. Although not required to do so, the Commission traditionally also has chosen an Assistant Secretary, Treasurer, and Auditor at the first July meeting. Staff recommends that the Commission elect or re-elect all of its officers, including an Assistant Secretary, Treasurer, and Auditor.
- b. **CREATION OF EXECUTIVE COMMITTEE; REDEFINITION OF STANDING ADVISORY COMMITTEE SUBJECT MATTER JURISDICTION; AND UPDATE OF COMMITTEE OPERATION GUIDELINES.** A staff report is included in the agenda packet. Staff seeks the Commission's creation of a new standing advisory committee to be known as the Executive Committee and to be comprised of the Commission's President, Vice President, and Secretary. It is proposed that the

Executive Committee will meet on an as-needed basis in accordance with the Brown Act and will have subject matter jurisdiction to make recommendations to the Commission on four topics: (1) the Replacement Passenger Terminal Program; (2) the airport management services contract; (3) labor negotiations; and (4) legislative matters. Staff also seeks Commission approval of a redefinition of the subject matter jurisdiction of the three existing standing advisory committees and an update of the committee operation guidelines.

- c. **APPOINTMENT OF COMMITTEES.** No staff report is attached. This item is included in the agenda to provide the Commission President the opportunity to make any standing or ad hoc committee appointments that he or she may wish to make.
- d. **DETERMINATIONS REGARDING RETURN TO IN-PERSON MEETINGS AND AB 361 FINDINGS FOR SPECIAL BROWN ACT REQUIREMENTS FOR TELE-CONFERENCE MEETINGS.** A staff report is included in the agenda packet. Pursuant to the motion passed at the May 16, 2022, meeting, Staff has placed this item on the agenda to give the Commission an opportunity to provide direction on the return to in-person Commission and Committee meetings at the Airport. Additionally, this item gives the Commission an opportunity to make the findings specified in AB 361 (2021) for special Brown Act requirements for teleconference meetings.
- e. **REPLACEMENT PASSENGER TERMINAL PROJECT – PROGRESSIVE DESIGN-BUILD SERVICES SHORTLIST APPROVAL AND REQUEST FOR PROPOSALS AUTHORIZATION.** A staff report is included in the agenda packet. Staff seeks Commission approval of a three-team shortlist for progressive design-build services for the Replacement Passenger Terminal Project and authorization to issue the Request for Proposals for this procurement. The proposed shortlist consists of the following teams (listed in ranked order): 1) Austin-WebCor, Contractor/ Fentress, Architect/ TYLin, Engineer/ Granite, Subcontractor (Pre-con & Civil partner); 2) Holder-Pankow, JV Contractor/ Corgan, Architect/ Burns & McDonnell, Engineer, and 3) Turner, Contractor/ HNTB, Architects and Engineers/ Flatiron, Subcontractor (Pre-con & Civil partner).
- f. **AIRPORT SOLUTION LINE SERVICE AGREEMENT EXTENSION AND CHANGE ORDER #1 TO THE COMMON USE PASSENGER PROCESSING SYSTEM REFRESH PROJECT WITH SITA INFORMATION NETWORKING COMPUTING USA, INC.** A staff report is included in the agenda packet. At its meeting on June 20, 2022, the Operations and Development Committee (“Committee”) voted (3–0) to recommend that the Commission approve a 1-year extension of the Airport Solution Line Service Agreement with SITA Information Networking Computing USA, Inc. (“SITA”) for the Common Use Passenger Processing System (“CUPPS”) installed at the Hollywood Burbank Airport. This extension will run from October 1, 2022 to September 30, 2023, at a monthly cost of \$64,153. The cost of the services provided under this agreement are reimbursed monthly by the airlines serving the Airport.

The approved vote by the Committee also included the recommendation to approve Change Order #1 to the CUPPS Refresh project in the amount of \$118,896.60. The proposed Change Order #1 is a modification to Amendment No. 3 of the Service Agreement, by which the Commission approved the CUPPS Refresh project in

October 2021 at an original cost of \$1,106,007.52. Ongoing supply chain issues and changes to the original Scope of Work have increased the overall cost of the CUPPS Refresh project to \$1,224,904.12. On May 17, 2022, the airlines approved the change order request and the cost of the Refresh project, upon certification and acceptance by the Authority, will be fully reimbursed by the airlines over a 12-month amortization period.

- g. **APPROVAL OF AMENDMENTS TO PROFESSIONAL SERVICES AGREEMENTS - REPLACEMENT PASSENGER TERMINAL PROGRAM.** A staff report is included in the agenda packet. With the assumption of program management duties by Jacobs Project Management Co. ("Jacobs") for the Replacement Passenger Terminal Project ("RPT") in May of this year, Staff, Jacobs, Support Consultants and the Airlines serving Hollywood Burbank Airport have been working with a renewed effort with a goal to complete the RPT project as early as financially feasible. In conjunction with this effort, at its meeting on June 20, 2022, the Legal, Government and Environmental Committee voted (2-0, 1 absent) to recommend that the Commission amend six current Professional Services Agreements with the following consultants to continue their services assisting Staff and Jacobs to maintain the momentum to move the RPT program forward. The services these consultants provide include strategic planning consulting, outreach and support services, financial feasibility and advisory services, airline coordination and technical service support related to the next phase of development for the RPT project in FY 2023
- h. **AWARD OF PROFESSIONAL SERVICES AGREEMENT – AIRPORT MARKETING CONSULTANT 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 from the Commission to award a Professional Services Agreement to Anyone Collective, LLC for airport marketing consulting services, website support and media purchases. These services are in support of the continued branding, marketing, and advertising efforts of Hollywood Burbank Airport. These services, as detailed below, are for a not-to-exceed amount of \$600,000 inclusive of commission for media purchases.

7. ITEMS FOR COMMISSION INFORMATION

- a. **REINTRODUCTION OF THE PET THERAPY PROGRAM.** No staff report is included in the agenda packet. Staff will introduce volunteers and dogs who are part of the Authority's pet therapy program, called "Waggage Claim." The dogs and their handlers roam throughout each terminal, visiting with passengers and airport/airline staff to help alleviate the stress of travel.
- b. **MAY 2022 PASSENGER AND AIR CARGO STATISTICS.** A staff report is included in the agenda packet. The May 2022, passenger count of 530,751 was up 6% compared to May of 2019's 499,289 passengers. Also compared to May of 2019, air carrier aircraft operations in May 2022, increased 11%, while cargo volume was down 22%, at 7.5 million pounds.

- c. MAY 2022 GROUND TRANSPORTATION STATISTICS. No staff report attached. Staff will update the Commission on Ground Transportation activities for the month of May 2022.
- d. MAY 2022 PARKING REVENUE STATISTICS. No staff report attached. Staff will present parking revenue data for the month of May 2022.

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

MONDAY, JUNE 6, 2022

A regular meeting of the Operations and Development Committee was called to order on this date in the Airport Skyroom, 2627 N. Hollywood Way, Burbank, California, at 8:31 a.m., by Commissioner Devine.

1. ROLL CALL

Present: Commissioner Devine (via teleconference),
Commissioner Dyson, Commissioner Hampton
(via teleconference)

Absent: None

Also Present: John Hatanaka, Senior Deputy Executive Director;
Tom Janowitz, Senior Manager Ground Access

2. Approval of Agenda The agenda was approved as submitted.

3. Public Comment There were no public comments.

4. Approval of Minutes

a. March 21, 2022 Commissioner Hampton (via teleconference) moved approval of the minutes of the March 21, 2022, meeting seconded by Commissioner Devine (via teleconference). The motion was approved (2-0, 1 abstention).

b. May 16, 2022 Commissioner Dyson moved approval of the minutes of the May 16, 2022, meeting seconded by Commissioner Devine (via teleconference). The motion was approved (2-0, 1 abstention).

5. Items for Approval

a. Award of Agreement Extension Self-Park Management Services and Valet Parking Services Staff sought a Committee recommendation to the Commission that it exercise the second of two one-year extension options available under the Agreement for Self-Park Management Services and Valet Parking Services with SP Plus Corporation. The base contract period was for three years that began on July 1, 2018 and expired on June 30, 2021. The first extension period began on July 1, 2021 and expires on June 30, 2022. The second extension period will begin on July 1, 2022 and will expire on June 30, 2023.

Motion

Commissioner Hampton (via teleconference) moved approval of Staff's recommendation, seconded by Commissioner Devine (via teleconference).

Motion Approved

There being no objection, a voice vote was taken to accommodate those participating via teleconference. The motion was approved (3-0).

6. Items for Information

a. Committee Pending Items

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

7. Adjournment

There being no further business, the meeting adjourned at 8:41 a.m.

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

MONDAY, JUNE 6, 2022

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 11:07 a.m., by Commissioner Selvidge.

1. ROLL CALL

Present: Commissioners Selvidge (via teleconference),
Najarian (via teleconference), Ovrom

Absent: NONE

Also Present: Staff: John Hatanaka, Senior Deputy Executive Director; Kathy David, Deputy Executive Director, Finance and Administration; Scott Kimball, Deputy Executive Director, Business, Operations and SMS

2. Staff Announcement: AB 23

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 in attendance is entitled to receive and shall be provided \$200.

3. Approval of Agenda

Agenda was approved as presented.

4. Public Comment

There were no public comments.

5. Approval of Minutes

a. May 25, 2022

b. May 16, 2022

c. May 12, 2022

d. May 2, 2022

Draft copies of the following meetings were included in the agenda packet for review and approval: May 25, 2022 special meeting; May 16, 2022 regular meeting; May 12, 2022 special meeting; and May 2, 2022 regular meeting.

Motion

Commissioner Ovrom moved approval of the minutes; seconded by Commissioner Najarian.

Motion Approved

A voice vote was taken to accommodate those attending via teleconference. There being no objection, the motion was unanimously approved (3-0).

6. Items for Discussion

**a. Replacement Passenger Terminal
Financing Update**

Staff informed the Committee that Jacobs, the Program Manager for the Replacement Passenger Terminal Project, will present a progressive design build update to the full Commission at its meeting scheduled for June 20, 2022.

7. Items for Information

a. Committee Pending Items

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

8. Adjournment

There being no further business to discuss, the meeting was adjourned at 11:17 a.m.

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

MONDAY, JUNE 6, 2022

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 11:05 a.m., by Commissioner Agajanian.

1. ROLL CALL

Present: Commissioners Agajanian (via teleconference) and Gabel-Luddy

Absent: Williams

Also Present: Staff: Frank Miller, Executive Director;
Patrick Lammerding, Deputy Executive Director,
Planning and Development
Authority Counsel: Terence R. Boga of Richards,
Watson & Gershon

2. Staff Announcement: AB 23

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.

3. Approval of Agenda

Commissioner Gabel-Luddy moved approval of the agenda, seconded by Commissioner Agajanian. There being no objection, a voice vote was taken to accommodate the Commissioners participating via teleconference. The motion was approved (2-0, 1 absent).

4. Public Comment

There were no public comments.

5. Approval of Minutes

a. May 16, 2022

Commissioner Gabel-Luddy moved approval of the minutes of the May 16, 2022 meeting, seconded by Commissioner Agajanian. There being no objection, a voice vote was taken to accommodate the Commissioners participating via teleconference. The motion was approved (2-0, 1 absent).

6. Items for Approval

a. Amendment No. 2 to Professional Services Agreement –Trifiletti Consulting, Inc.

Staff sought a Committee recommendation to the Commission for approval of Amendment No. 2 to the Professional Services Agreement (“PSA”) with Trifiletti Consulting Inc. The proposed Amendment would extend the term of the PSA from June 30, 2022, to October 31, 2022, to allow for completion of the deliverables required to be submitted in compliance with the Memorandum of Understanding with the South Coast Air Quality Management District. The proposed Amendment does not increase funding. The funding needed to meet these tasks was approved under Amendment No. 1 to the PSA.

Motion

Commissioner Gabel-Luddy moved approval of Staff’s recommendation, seconded by Commissioner Agajanian (via teleconference).

Motion Approved

There being no objection, a voice vote was taken to accommodate those participating via teleconference. The motion was approved (2-0, 1 absent).

7. Items for Information

a. Committee Pending Items

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

Commission Gabel-Luddy requested that the Legal Committee adds a Replacement Passenger Terminal development agreement discussion item to address coordination with the City of Burbank. Commissioner Agajanian concurred with the suggestion.

8. Adjournment

There being no further business, the meeting was adjourned at 11:12 a.m.

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

MONDAY, JUNE 20, 2022

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

1. ROLL CALL

Present: Commissioners Devine (via teleconference), Agajanian (via teleconference), Gabel-Luddy, Najarian (via teleconference)(arrived 9:20), Selvidge (via teleconference), Ovrom, Williams (via teleconference), Hampton (via teleconference), Dyson

Absent: NONE

Also Present: Staff: Frank Miller, Executive Director; John Hatanaka, Senior Deputy Executive Director; Kathy David, Deputy Executive Director, Finance and Administration; Patrick Lammerding, Deputy Executive Director, Planning and Development; Nerissa Sugars, Director, Marketing and Air Service; Tom Janowitz, Senior Manager, Ground Access

Also Present:
Terence Boga, Esq., Authority General Counsel
Roger Johnson, Senior Program Manager, Jacobs
Program Management Co.

2. PLEDGE OF ALLEGIANCE

Commissioner Dyson led the Pledge of Allegiance.

3. APPROVAL OF AGENDA

The agenda was approved as presented.

Commissioner Gabel-Luddy moved approval of the agenda; seconded by Commissioner Ovrom.

AYES: Commissioners Devine (via teleconference), Agajanian (via teleconference), Gabel-Luddy (via teleconference), Selvidge (via teleconference), Ovrom, Williams (via teleconference), Hampton (via teleconference), Dyson

NOES: NONE

ABSENT: Commissioner Najarian

4. PUBLIC COMMENT

There were no public comments.

5. CONSENT CALENDAR

Commissioner Ovrom requested clarification of Item No. 5.c. In particular he inquired why some items were placed on Consent Calendar and others were not. Staff explained that the dollar amount involved in the item dictated its placement on the Consent Calendar.

a. Committee Minutes (For Note and File)

1) Operations and Development Committee

- (i) May 16, 2022** Approved minutes of the May 16, 2022, Operations and Development Committee meeting were included in the agenda packet for information purposes.
- (ii) March 21, 2022** Approved minutes of the March 21, 2022, Operations and Development Committee meeting were included in the agenda packet for information purposes.

2) Finance and Administration Committee

- (i) May 25, 2022** Approved minutes of the May 25, 2022, special Finance and Administration Committee meeting were included in the agenda packet for information purposes.
- (ii) May 16, 2022** Approved minutes of the May 16, 2022, Finance and Administration Committee meeting were included in the agenda packet for information purposes.
- (iii) May 12, 2022** Approved minutes of the May 12, 2022, special Finance and Administration Committee meeting were included in the agenda packet for information purposes.
- (iv) May 2, 2022** Approved minutes of the May 2, 2022, Finance and Administration Committee meeting were included in the agenda packet for information purposes.

3) Legal, Government and Environmental Affairs Committee

- (i) May 16, 2022** Approved minutes of the May 16, 2022, Legal, Government and Environmental Affairs Committee meeting were included in the agenda packet for information purposes.

b. Commission Minutes (For Approval)

- 1) June 6, 2022** A copy of the draft minutes of the June 6, 2022, meeting were included in the agenda packet for review and approval.

c. Office Space Sublease with Atlantic Aviation – Office Sub-Sublease with Jacobs Project Management Co.

Staff requested approval of an Office Space Sublease with Mercury Air Center – Burbank, Inc., dba Atlantic Aviation and an Office Space Sub-Sublease with Jacobs Project Management Company in connection with the provision of on-Airport office space for Jacobs, which oversees the Replacement Passenger Terminal Program. The proposed sublease and sub-sublease are for 2,438 sq. ft. of office space in Building 3 with associated parking in the Southwest Quadrant of the Airport.

d. AB 361 Findings for Special Brown Act Requirements for Teleconference Meetings

Included in the agenda package was a staff report which details the findings specified in AB 361 (2021) for special Brown Act requirements for teleconference meetings.

MOTION

Commissioner Ovrom moved approval of the Consent Calendar; seconded by Commissioner Hampton.

MOTION APPROVED

There being no objection, a voice vote was taken to accommodate those participating via teleconference. The motion was approved (8–0, 1 absent).

AYES: Commissioners Devine (via teleconference), Agajanian (via teleconference), Gabel-Luddy (via teleconference), Selvidge (via teleconference), Ovrom (via teleconference), Williams (via teleconference), Hampton (via teleconference), Dyson

NOES: NONE

ABSENT: Commissioner Najarian

Commissioner Hampton raised the issue of the importance of the Juneteenth Holiday and requested that next year the Commission seek to recognize this day as an official federal holiday when scheduling Commission meetings.

6. ITEMS FOR COMMISSION APPROVAL

Commissioner Devine announced that Item No. 6.d. would be taken out of order and addressed before Item No. 6.a.

d. Standing and Ad Hoc Advisory Committee Structure and Functions Review

This item was placed on the agenda at the request of Commissioners Dyson and Ovrom to allow the Commission to discuss and provide direction to Staff on the structure and functions of the three standing committees and for the ad hoc committee for the Replacement Passenger Terminal.

After much discussion, the Commission made the recommendation that Staff return at the next scheduled meeting after researching the following options: 1) dissolve the current ad hoc committee and reconstitute it as a different Committee; 2) establish an Executive Committee which would review the Replacement Passenger Project as it moves forward; and 3) establish a new Standing Committee to discuss the Replacement Passenger Terminal which would be subject to the Brown Act and has public meetings with public comment.

MOTION

Commissioner Dyson moved approval of dissolving the current Ad Hoc Committee for the Replacement Passenger Terminal; seconded by Commissioner Williams.

MOTION APPROVED

A voice vote was taken to accommodate those participating via teleconference. The motion was approved (9–0).

AYES: Commissioners Devine (via teleconference), Agajanian (via teleconference), Gabel-Luddy (via teleconference), Najarian (via teleconference), Selvidge (via teleconference), Ovrom (via teleconference), Williams, Hampton (via teleconference), Dyson

NOES: NONE

ABSENT: NONE

MOTION

Commissioner Ovrom moved that Staff compose a report on establishing an Executive Committee comprised of three officers of the Commission who would be responsible for the Replacement Terminal Project and other items that Staff directs. Commissioner Dyson amended the motion to include that Staff review the duties of the existing Standing Committee to see if those duties might be adjusted accordingly; seconded by Commissioner Williams.

MOTION APPROVED

A voice vote was taken to accommodate those participating via teleconference. The motion was approved (9–0).

AYES: Commissioners Devine (via teleconference), Agajanian (via teleconference), Gabel-Luddy (via teleconference), Najarian (via teleconference), Selvidge (via teleconference), Ovrom (via teleconference), Williams (via

teleconference), Hampton (via teleconference), Dyson

NOES: NONE

ABSENT: NONE

a. Award of Agreement Extension; Self-Park Management Services and Valet Parking Services

At its meeting on June 6, 2022, the Operations and Development Committee voted unanimously (3–0) to recommend that the Commission exercise the second of two one-year extension options available under the Agreement for Self-Park Management Services and Valet Parking Services with SP+ Corporation. The first extension period began on July 1, 2021, and expires on June 30, 2022. The second extension period will begin on July 1, 2022, and expire on June 30, 2023.

MOTION

Commissioner Gabel-Luddy moved approval; seconded by Commissioner Dyson.

MOTION APPROVED

A voice vote was taken to accommodate those participating via teleconference. The motion was approved (8–0, 1 absent).

AYES: Commissioners Devine (via teleconference), Gabel-Luddy (via teleconference), Williams; Agajanian (via teleconference), Hampton (via teleconference), Selvidge (via teleconference), Ovrom, Dyson

NOES: NONE

ABSENT: Commissioner Najarian

b. Amendment No. 2 to Professional Services Agreement – Trifiletti Consulting, Inc.

At its meeting on June 6, 2022, the Legal, Government and Environmental Affairs Committee voted (2– 0, 1 absent) to recommend that the Commission approve Amendment No. 2 to the Professional Services Agreement (“PSA”) with Trifiletti Consulting, Inc. This Amendment extends the term of the PSA from June 30, 2022, to October 31, 2022, to allow for the completion of the deliverables required to be submitted in compliance with the Memorandum of Understanding with the South Coast Air Quality Management District.

MOTION

Commissioner Agajanian moved approval; seconded by Commissioner Ovrom.

MOTION APPROVED

A voice vote was taken to accommodate those participating via teleconference. The motion was approved (7–0, 1 absent, 1 abstained).

AYES: Commissioners Devine (via teleconference), Gabel-Luddy (via teleconference), Agajanian (via teleconference), Hampton (via teleconference), Selvidge (via teleconference), Ovrom, Dyson

NOES: NONE

ABSENT: Commissioner Najarian

ABSTAINED: Commissioner Williams

**c. National Auto Fleet Group
Change Order; Replacement
Vehicles Acquisition
Authorization**

At its meeting immediately preceding the Commission meeting, the Operations and Development Committee voted unanimously (3–0) to recommend that the Commission approve the execution of a Change Order to an existing Purchase Order with National Auto Fleet Group for the acquisition of a second 2022 Ford Escape Plug-In Hybrid vehicle. The total contract amount is \$80,977.

Also, Staff sought authorization to issue future Purchase Orders for any of the remaining six vehicle, included in the FY 2023 budget if vehicles become available in the aggregate not-to-exceed amount of \$434,000. This was raised due to the current supply chain environment resulting in inventory shortages, long lead time delivery delays and the need to respond without delay if replacement vehicles become available for purchase or pre-order to secure production priority.

MOTION

Commissioner Agajanian moved approval; seconded by Commissioner Ovrom.

MOTION APPROVED

A voice vote was taken to accommodate those participating via teleconference. The motion was approved (8–0, 1 absent).

AYES: Commissioners Devine (via teleconference), Gabel-Luddy (via teleconference), Williams; Agajanian (via teleconference), Hampton (via teleconference), Selvidge (via teleconference), Ovrom, Dyson

NOES: NONE

ABSENT: Commissioner Najarian

7. ITEMS FOR COMMISSION DISCUSSION

- | | |
|---|--|
| a. Progressive Design Build Method and Selection Process | Mr. Roger Johnson, Senior Program Manager at Jacobs Program Management Company, gave a presentation on the delivery methods, the procurement process and schedule for the Replacement Passenger Terminal Progressive Design Build. |
|---|--|

8. ITEMS FOR COMMISSION INFORMATION

- | | |
|---|---|
| a. April 2022 Passenger and Air Cargo Statistics | Staff presented an update on the April 2022 Passenger and Air Cargo statistics. |
| b. April 2022 Ground Transportation Statistics | Staff presented an update on the April 2022 Ground Transportation statistics. |
| c. April 2022 Parking Revenue Statistics | Staff presented an update on the April 2022 Parking Revenue statistics. |

9. CLOSED SESSION

The meeting convened to Closed Session at 10:55 a.m.

a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION (California Government Code Section 54956.9(d)(1))

Name of Case: City of Los Angeles v. FAA et al. (Case No. 21-71170)

Meeting Reconvened to Open Session

The meeting reconvened to open session at 11:11 a.m. with (8) Commissioners present.

Closed Session Report

There was nothing to report from Closed Session.

10. EXECUTIVE DIRECTOR COMMENTS

The Executive Director mentioned that the due date for SOQ's to be submitted from all potential Progressive Design Builders for the Replacement Passenger Terminal is the date of this meeting.

On July 12, 2022, the Executive Director will make the Quarterly Airport Report to the Burbank City Council.

11. COMMISSIONER COMMENTS (Commissioners may make a brief announcement, make a brief report on their activities, and request an agenda item for a future meeting)

Commissioner Dyson raised the issue of air taxis. Staff is aware of this issue and will continue to keep abreast of all information.

Commissioner Devine thanked Chief Ed Skvarna for escorting her to view Air Force 2 and additional aircraft which landed at Hollywood Burbank Airport. These aircraft brought First Lady Jill Biden to the Los Angeles area.

12. ADJOURNMENT

The meeting was adjourned at 11:15 a.m.

Paula Devine, President

Felicia Williams, Secretary

Date

Date



July 18, 2022

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

Dear Commissioners:

The attached report, covering the month of April 2022, fulfills the legal requirements of the California Code and our Investment Policy. Based on projected income and expenses, as well as investment liquidity, there will be sufficient funds available to meet the needs of the Airport Authority for the six-month period following the date of the attached report.

Sincerely,

[To be signed]

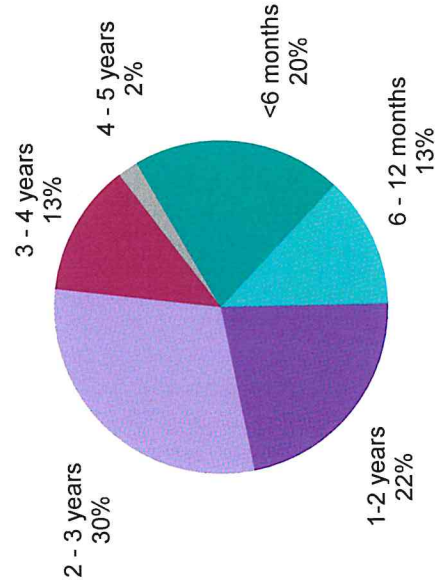
Vrej Agajanian
Treasurer

Attachments

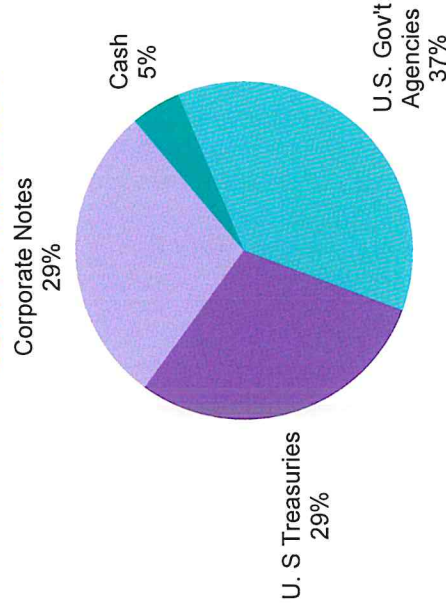
Operating Portfolio Investment Guidelines Conformance as of April 30, 2022

	Legal Max Maturity	Actual Max Maturity	Policy Maximum	Policy Actual
U.S. Gov Agencies	5 Years	4.62 Years	70%	37%
Corporate Notes	5 Years	3.79 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%	5%
U.S. Gov Securities (Treasuries)	5 Years	3.17 Years	No Limit	29%

Maturity Distribution



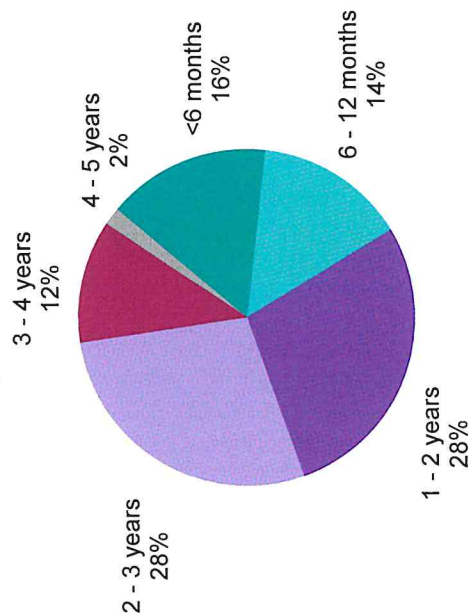
Sector Allocation



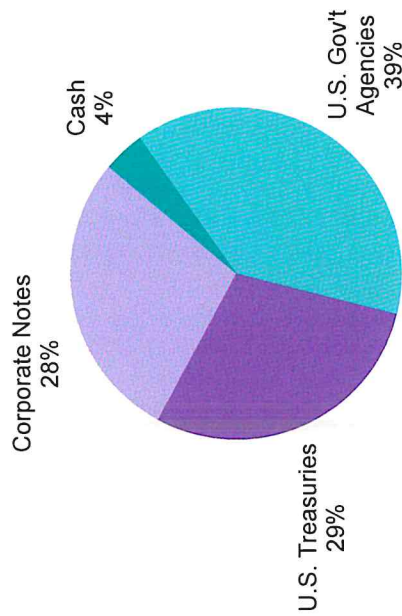
PFC Portfolio Investment Guidelines Conformance as of April 30, 2022

	Legal Max Maturity	Actual Max Maturity	Policy Maximum	Policy Actual
U.S. Gov Agencies	5 Years	4.62 Years	70%	39%
Corporate Notes	5 Years	3.79 Years	30%	28%
LAIF	N/A	N/A	\$20 mil	N/A
Bankers Acceptances	6 Months	N/A	15%	N/A
Negotiable Certificates of Deposit	5 Years	N/A	15%	N/A
Non-Negotiable Certificates of Deposit	5 Years	N/A	15%	N/A
Commercial Paper	270 Days	N/A	15%	N/A
Repurchase Agreements	1 Year	N/A	10%	N/A
Money Market Fund	N/A	N/A	15%	4%
U.S. Gov Securities (Treasuries)	5 Years	3.17 Years	No Limit	29%

Maturity Distribution



Sector Allocation



Burbank-Glendale-Pasadena Airport Authority - Operating Account

Statement of Investments

As of 04/30/22

Purchase Date	Type of Investment	CUSIP	Maturity Date	Eff. Mat. Date	Par Value	Purchase Cost	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
04/30/22	Columbia Treasury Reserves	097101307	04/30/22	04/30/22	\$ 10,866,049	\$ 10,866,049	\$ 10,866,049	\$ -	0.84%	0	4.39%
05/06/19	Apple Inc	037833CQ1	05/11/22	05/11/22	1,250,000	1,241,250	1,250,363	9,113	1.41%	11	0.51%
02/16/22	Chevron Corp	166764BU3	05/11/23	05/11/22	1,700,000	1,715,045	1,711,662	(3,383)	1.57%	11	0.69%
02/24/22	3M	88579YBE0	02/14/24	05/14/22	1,625,000	1,628,055	1,620,174	(7,881)	1.81%	14	0.66%
10/03/17	Home Depot Inc	437076BG6	06/01/22	06/01/22	1,200,000	1,214,701	1,200,000	(14,701)	2.60%	32	0.49%
09/25/17	Caterpillar Financial Services	14913QAA7	06/06/22	06/06/22	1,500,000	1,503,869	1,501,485	(2,384)	1.42%	37	0.61%
02/15/19	Cisco Systems Inc	17275RAV4	06/15/22	06/15/22	1,200,000	1,210,416	1,202,844	(7,572)	1.13%	46	0.49%
03/03/22	Truist Financial Corp	89788MAF9	06/09/25	06/30/22	2,000,000	1,991,167	1,967,680	(23,487)	1.27%	61	0.80%
08/01/17	Treasury Note	912828XQ8	07/31/22	07/31/22	9,850,000	9,706,887	9,875,807	168,920	0.97%	92	3.99%
11/01/19	Procter & Gamble Company	742718EU9	08/11/22	08/11/22	1,275,000	1,290,912	1,276,836	(14,076)	1.63%	103	0.52%
02/15/19	Burlington Northern Santa Fe LLC	12189LAL5	09/01/22	09/01/22	1,200,000	1,211,382	1,201,668	(9,714)	2.62%	124	0.49%
01/09/19	John Deere Capital Corp	24422ETV1	09/08/22	09/08/22	1,600,000	1,561,718	1,601,744	40,026	1.84%	131	0.65%
05/18/18	Merck & Co Inc	589331AT4	09/15/22	09/15/22	1,500,000	1,448,385	1,501,695	53,310	2.09%	138	0.61%
09/25/17	National Rural Utilities Coop	63743HEQ1	09/15/22	09/15/22	1,000,000	995,980	1,001,440	5,460	1.91%	138	0.40%
10/03/17	Treasury Note	9128282W9	09/30/22	09/30/22	9,125,000	9,098,667	9,145,988	47,321	1.32%	153	3.70%
09/12/19	FNMA	3135G0T78	10/05/22	10/05/22	4,500,000	4,543,965	4,512,600	(31,365)	1.35%	158	1.82%
07/25/18	Bank of America Corp	06051GEU9	01/11/23	01/11/23	2,200,000	2,203,493	2,216,808	13,315	2.19%	256	0.90%
09/26/19	Federal National Mortgage Association	3135G0T94	01/19/23	01/19/23	4,800,000	4,919,052	4,817,136	(101,916)	1.87%	264	1.95%
03/20/19	JP Morgan Chase & CO	46625HJH4	01/25/23	01/25/23	2,225,000	2,257,348	2,242,244	(15,104)	2.23%	270	0.91%
10/31/19	Treasury Note	9128283U2	01/31/23	01/31/23	4,200,000	4,309,594	4,216,086	(93,508)	1.86%	276	1.70%
03/18/19	Unitedhealth Group Inc	91324PBZ4	02/15/23	02/15/23	1,500,000	1,508,738	1,504,440	(4,298)	2.37%	291	0.61%
04/05/22	Federal Home Loan Banks	3130AJ7E3	02/17/23	02/17/23	8,900,000	8,870,870	8,862,887	(7,983)	1.90%	293	3.58%
10/02/19	Pepsico Inc	713448CG1	03/01/23	03/01/23	1,300,000	1,344,486	1,304,537	(39,949)	2.33%	305	0.53%
12/03/19	Treasury Note	9128284L1	04/30/23	04/30/23	6,850,000	7,104,980	6,888,772	(216,208)	2.18%	365	2.79%
11/03/20	Loews Corporation	540424AQ1	05/15/23	05/15/23	1,700,000	1,775,550	1,699,099	(76,451)	2.75%	380	0.69%
06/06/19	Public Service Electric And Gas	74456QBC9	05/15/23	05/15/23	1,125,000	1,125,878	1,120,736	(5,142)	2.74%	380	0.45%
02/04/19	Simon Property Group LP	828807DD6	06/01/23	06/01/23	1,250,000	1,234,086	1,248,725	14,639	2.84%	397	0.50%
05/05/20	Federal Home Loan Mortgage Corp	3137EAE5	06/19/23	06/19/23	6,250,000	6,718,056	6,279,250	(438,806)	2.33%	415	2.54%
03/14/22	FNMA	3135G05G4	07/10/23	07/10/23	4,000,000	3,929,320	3,901,320	(28,000)	2.35%	436	1.58%
01/31/22	Treasury Note	91282CCN9	07/31/23	07/31/23	4,500,000	4,432,793	4,374,135	(58,658)	2.40%	457	1.77%
01/21/20	FNMA	3135G0U43	09/12/23	09/12/23	5,050,000	5,296,103	5,075,856	(220,247)	2.49%	500	2.05%
07/31/19	Treasury Note	9128285D8	09/30/23	09/30/23	6,775,000	7,065,870	6,809,959	(255,911)	2.50%	518	2.75%
03/16/20	Treasury Note	9128285P1	11/30/23	11/30/23	3,200,000	3,479,090	3,213,888	(265,202)	2.59%	579	1.30%
03/20/19	Citibank NA	17325FAS7	01/23/24	01/23/24	2,000,000	2,074,053	2,016,100	(57,953)	3.17%	633	0.82%
03/26/21	IBM Corp	459200HU8	02/12/24	02/12/24	1,650,000	1,783,935	1,663,233	(120,702)	3.16%	653	0.67%

Burbank-Glendale-Pasadena Airport Authority - Operating Account

Statement of Investments

As of 04/30/22

Purchase Date	Type of Investment	CUSIP	Maturity Date	Eff. Mat. Date	Par Value	Purchase Cost	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
12/10/21	Treasury Note	91282CBM2	02/15/24	02/15/24	1,725,000	1,702,562	1,648,790	(53,772)	2.66%	656	0.67%
04/10/21	MetLife Inc	59156RBBH0	04/10/24	04/10/24	1,750,000	1,897,945	1,762,250	(135,695)	3.23%	711	0.71%
06/22/20	Comcast Corporation	2003NCR0	04/15/24	04/15/24	1,700,000	1,873,553	1,717,459	(156,094)	3.16%	716	0.69%
03/16/21	Bank of New York Mellon Corp	06406HCV9	05/15/24	05/15/24	1,900,000	2,044,650	1,912,255	(132,395)	3.07%	746	0.77%
01/18/22	Target Corporation	87612EBD7	07/01/24	07/01/24	1,650,000	1,732,850	1,667,672	(65,178)	2.99%	793	0.67%
11/03/20	Bristol-Myers Squibb Co	110122CM8	07/26/24	07/26/24	1,800,000	1,928,530	1,790,082	(138,448)	3.16%	818	0.72%
10/31/19	Honeywell International Inc	438516BW5	08/15/24	08/15/24	1,600,000	1,646,699	1,577,104	(69,595)	2.95%	838	0.64%
06/30/21	Treasury Note	9128282U3	08/31/24	08/31/24	13,000,000	13,567,227	12,720,760	(846,467)	2.83%	854	5.14%
05/20/21	United Parcel Service INC	911312BT2	09/01/24	09/01/24	1,471,000	1,542,175	1,441,109	(101,066)	3.11%	855	0.58%
02/12/21	PNC Bank NA	69353REF1	10/30/24	10/30/24	1,725,000	1,877,908	1,719,860	(158,048)	3.43%	914	0.70%
01/27/22	FHLB	3130A3GE8	12/13/24	12/13/24	2,200,000	2,281,046	2,190,584	(90,462)	2.92%	958	0.89%
08/05/20	FHLB	3130A4CH3	12/15/24	12/15/24	250,000	273,060	246,063	(26,997)	2.95%	960	0.10%
01/27/22	Treasury Note	91282CDN8	12/15/24	12/15/24	2,000,000	1,977,266	1,906,560	(70,706)	2.86%	960	0.77%
06/25/20	Wisconsin Electric Power Company	976656CLO	12/15/24	12/15/24	1,350,000	1,421,717	1,311,174	(110,543)	3.20%	960	0.53%
01/06/22	FFCB	3133ENKS8	01/06/25	01/06/25	1,540,000	1,536,535	1,469,145	(67,390)	2.92%	982	0.59%
12/10/21	Federal National Mortgage Association	3135G0X24	01/07/25	01/07/25	1,500,000	1,527,600	1,450,935	(76,665)	2.90%	983	0.59%
03/29/21	US Bank NA/Cincinnati OH	90331HPL1	01/21/25	01/21/25	2,000,000	2,069,895	1,934,440	(135,455)	3.32%	997	0.78%
10/01/20	FHLMC Reference Note	3137EAEPO	02/12/25	02/12/25	7,000,000	7,082,816	6,739,390	(343,426)	2.90%	1019	2.72%
03/04/22	FFCB	3133ENPY0	02/25/25	02/25/25	1,750,000	1,753,833	1,694,193	(59,640)	2.94%	1032	0.69%
12/22/20	Exxon Mobil Corp	30231GAF9	03/06/25	03/06/25	1,650,000	1,767,200	1,625,300	(141,900)	3.26%	1041	0.66%
08/05/20	Ace InA Holdings Inc	00440EAS6	03/15/25	03/15/25	1,775,000	1,952,639	1,766,090	(186,549)	3.33%	1050	0.71%
05/12/20	Intel Corp	458140BP4	03/25/25	03/25/25	1,000,000	1,106,180	1,001,800	(104,380)	3.36%	1060	0.41%
09/30/21	Treasury Note	912828ZF0	03/31/25	03/31/25	2,300,000	2,287,242	2,147,441	(139,801)	2.88%	1066	0.87%
05/05/20	Florida Power & Light Company	341081FZ5	04/01/25	04/01/25	1,000,000	1,086,930	985,170	(101,760)	3.41%	1067	0.40%
02/12/21	General Dynamics Corporation	369550BK3	04/01/25	04/01/25	250,000	274,895	249,320	(25,575)	3.35%	1067	0.10%
09/28/20	Federal Home Loan Banks	3130AJHU6	04/14/25	04/14/25	7,000,000	7,032,434	6,531,210	(501,224)	2.88%	1080	2.64%
12/01/21	FNMA	3135G03U5	04/22/25	04/22/25	8,350,000	8,251,387	7,814,431	(436,956)	2.89%	1088	3.16%
05/11/21	General Dynamics Corporation	369550BG2	05/15/25	05/15/25	1,200,000	1,319,565	1,203,888	(115,677)	3.39%	1111	0.49%
02/10/22	Qualcomm Incorporated	747525AF0	05/20/25	05/20/25	1,500,000	1,556,295	1,502,475	(53,820)	3.39%	1116	0.61%
12/15/21	Pfizer Inc	717081EZ7	05/28/25	05/28/25	1,900,000	1,865,884	1,770,154	(95,730)	3.14%	1124	0.72%
08/05/20	Treasury Note	912828ZW3	06/30/25	06/30/25	9,000,000	8,958,043	8,278,560	(679,483)	2.91%	1157	3.35%
11/19/20	Intel Corp	458140AS9	07/29/25	07/29/25	625,000	690,233	630,700	(59,533)	3.40%	1186	0.26%
09/24/20	State Street Corporation	857477AT0	08/18/25	08/18/25	1,900,000	2,128,366	1,903,591	(224,775)	3.49%	1206	0.77%
09/25/20	FNMA Benchmark Note	3135G05X7	08/25/25	08/25/25	3,500,000	3,493,349	3,217,480	(275,869)	2.94%	1213	1.30%
11/17/20	FNMA Benchmark Note	3135G06G3	11/07/25	11/07/25	12,000,000	11,848,979	11,020,320	(828,659)	2.96%	1287	4.46%

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Investments
As of 04/30/22

Purchase Date	Type of Investment	CUSIP	Maturity Date	Eff. Mat. Date	Par Value	Purchase Cost	Market Value	Unrealized Gain/Loss	YTM	Days to Eff. Mat.	% Mkt Value
06/30/21	Lockheed Martin Corporation	539830BH1	01/15/26	01/15/26	1,325,000	1,463,970	1,335,375	(128,595)	3.32%	1356	0.54%
08/30/21	Prudential Financial Inc	74432QCH6	03/10/26	03/10/26	1,875,000	1,899,596	1,743,019	(156,577)	3.46%	1410	0.70%
11/29/21	Sierra Pacific Power	826418BM6	05/01/26	05/01/26	1,350,000	1,410,319	1,298,471	(111,848)	3.63%	1462	0.53%
09/13/21	FHLB	3130A8XY4	09/11/26	09/11/26	1,000,000	1,051,760	952,970	(98,790)	3.03%	1595	0.39%
01/13/22	FHLB	3130A9YY1	12/11/26	12/11/26	3,800,000	3,910,845	3,645,226	(265,619)	3.08%	1686	1.47%
	Subtotal				\$233,077,049	\$237,755,721	\$228,416,062	\$ (9,339,659)	2.41%	643	92.36%
	Local Agency Investment Fund (LAIF)				19,117,973	19,117,973	18,902,963	(215,010)	0.52%	315	7.64%
	Subtotal				\$252,195,022	\$256,873,694	\$247,319,025	\$ (9,554,669)	2.27%	618	100.00%
	Operating Bank Balance					4,053,917					
	TOTAL					\$260,927,611					

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Statement of Purchases - Maturities - Sales
As of 04/30/22

Burbank-Glendale-Pasadena Airport Authority - Operating Account										
Statement of Purchases - Maturities - Sales										
As of 04/30/22										
PURCHASES										
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest		
04/05/22	Federal Home Loan Banks	3130AJTE3	1.380	02/17/23	8,900,000.00	99.67270	\$ 8,870,870.30	\$ (16,656.60)		
TOTAL PURCHASES										
MATURITIES										
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Gain / (Loss)		
05/18/17	Federal National Mortgage Association	3135G0T45	1.875	04/05/22	\$ 8,300,000.00	98.39342	\$ 8,166,653.50	\$ 133,346.50		
01/31/19	Treasury Note	912828X47	1.875	04/30/22	9,475,000.00	98.16374	9,301,014.65	173,985.35		
TOTAL MATURITIES										
SALES / REDEMPTIONS										
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Sale Date	Par Value	Sale Price	Sale Amount	Purchase Cost	Gain / (Loss)
TOTAL SALES										

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
04/01/22-04/30/22

Type of Investment	Coupon	Maturity Date	Previous Accrual	Realized Interest For Period	Interest Paid At Purc/Recv	Current Accrual	Interest Earned	Amrt/Accrnt For Period	Adjusted Total Int. Earned
FIXED INCOME									
Federal National Mortgage Association	NOTE	04/05/22	76,083.33	77,812.50	-	-	1,729.17	-	1,729.17
Treasury Note	NOTE	04/30/22	74,595.99	88,828.13	-	-	14,232.14	-	14,232.14
Apple Inc	NOTE	05/11/22	11,180.56	-	-	13,576.39	2,395.83	250.16	2,645.99
Home Depot Inc	NOTE	06/01/22	10,500.00	-	-	13,125.00	2,625.00	(299.21)	2,325.79
Caterpillar Financial Services	NOTE	06/06/22	11,500.00	-	-	14,500.00	3,000.00	(263.48)	2,736.52
Cisco Systems Inc	NOTE	06/15/22	10,600.00	-	-	13,600.00	3,000.00	(261.49)	2,738.51
Treasury Note	NOTE	07/31/22	32,651.93	-	-	48,977.90	16,325.97	3,646.19	19,972.16
Procter & Gamble Company	NOTE	08/11/22	3,807.29	-	-	6,091.67	2,284.38	(479.28)	1,805.10
Burlington Northern Santa Fe LLC	NOTE	09/01/22	3,050.00	-	-	6,100.00	3,050.00	(274.41)	2,775.59
John Deere Capital Corp	NOTE	09/08/22	2,197.78	-	-	5,064.44	2,866.66	680.54	3,547.20
Merck & Co Inc	NOTE	09/15/22	1,600.00	-	-	4,600.00	3,000.00	716.93	3,716.93
National Rural Utilities Coop	NOTE	09/15/22	1,022.22	-	-	2,938.89	1,916.67	68.69	1,985.36
Treasury Note	NOTE	09/30/22	467.47	-	-	14,491.55	14,024.08	481.44	14,505.52
FNMA	NOTE	10/05/22	44,000.00	45,000.00	-	6,500.00	7,500.00	(1,196.87)	6,303.13
Bank of America Corp	NOTE	01/11/23	16,133.33	-	-	22,183.33	6,050.00	(850.22)	5,199.78
Federal National Mortgage Association	NOTE	01/19/23	22,800.00	-	-	32,300.00	9,500.00	(3,063.13)	6,436.87
JP Morgan Chase & CO	NOTE	01/25/23	13,053.33	-	-	18,986.67	5,933.34	(1,301.59)	4,631.75
Treasury Note	NOTE	01/31/23	16,533.15	-	-	24,799.72	8,266.57	(2,769.85)	5,496.72
Unitedhealth Group Inc	NOTE	02/15/23	5,270.83	-	-	8,708.33	3,437.50	(359.23)	3,078.27
Federal Home Loan Banks	NOTE	02/17/23	-	-	16,656.60	25,154.86	8,498.26	2,341.62	10,839.88
Pepsico Inc	NOTE	03/01/23	2,979.17	-	-	5,958.33	2,979.16	(1,087.68)	1,891.48
Treasury Note	NOTE	04/30/23	79,096.69	94,187.50	-	511.89	15,602.70	(6,263.03)	9,339.67
Chevron Corp	NOTE	05/11/23	2,955.83	-	-	4,765.52	1,809.69	(1,009.73)	799.96
Loews Corporation	NOTE	05/15/23	16,858.33	-	-	20,577.08	3,718.75	(2,536.83)	1,181.92
Public Service Electric And Gas	NOTE	05/15/23	10,093.75	-	-	12,320.31	2,226.56	(17.34)	2,209.22
Simon Property Group LP	NOTE	06/01/23	11,458.33	-	-	14,322.92	2,864.59	286.83	3,151.42
Federal Home Loan Mortgage Corp	NOTE	06/19/23	1,041.67	-	-	2,604.17	1,562.50	(864.12)	698.38
FNMA	NOTE	07/10/23	2,250.00	-	-	3,083.33	833.33	4,464.00	5,297.33
Treasury Note	NOTE	07/31/23	932.32	-	-	1,398.48	466.16	3,822.22	4,288.38
FNMA	NOTE	09/12/23	7,662.67	-	-	19,761.63	12,098.96	(5,735.95)	6,363.01
Treasury Note	NOTE	09/30/23	532.19	-	-	16,497.87	15,965.68	(6,011.91)	9,953.77
Treasury Note	NOTE	11/30/23	30,835.16	-	-	38,417.58	7,582.42	(6,296.95)	1,285.47
Citibank NA	NOTE	01/23/24	13,788.89	-	-	19,872.22	6,083.33	(1,686.95)	4,396.38
IBM Corp	NOTE	02/12/24	8,141.15	-	-	13,125.52	4,984.37	(4,029.71)	954.66

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
04/01/22-04/30/22

Type of Investment	Coupon	Maturity Date	Previous Accrual	Realized Interest For Period	Interest Paid At Purc/Recv	Current Accrual	Interest Earned	Amrt/Accrnt For Period	Adjusted Total Int. Earned
3M	NOTE	02/14/24	1,442.80	-	-	2,383.76	940.96	-	940.96
Treasury Note	0.130	02/15/24	268.04	-	-	446.74	178.70	847.80	1,026.50
MetLife Inc	NOTE	04/10/24	29,925.00	31,500.00	-	3,675.00	5,250.00	(4,306.21)	943.79
Comcast Corporation	NOTE	04/15/24	29,003.89	31,450.00	-	2,795.56	5,241.67	(3,997.51)	1,244.16
Bank of New York Mellon Corp	NOTE	05/15/24	24,404.44	-	-	29,787.78	5,383.34	(4,015.60)	1,367.74
Target Corporation	NOTE	07/01/24	14,437.50	-	-	19,250.00	4,812.50	(2,829.54)	1,982.96
Bristol-Myers Squibb Co	NOTE	07/26/24	9,425.00	-	-	13,775.00	4,350.00	(2,990.28)	1,359.72
Honeywell International Inc	NOTE	08/15/24	4,702.22	-	-	7,768.89	3,066.67	(920.81)	2,145.86
Treasury Note	1.875	08/31/24	21,195.65	-	-	41,066.58	19,870.93	(14,707.69)	5,163.24
United Parcel Service INC	NOTE	09/01/24	2,696.83	-	-	5,393.67	2,696.84	(1,963.41)	733.43
PNC Bank NA	NOTE	10/30/24	23,876.88	28,462.50	-	158.13	4,743.75	(3,620.47)	1,123.28
FHLB	NOTE	12/13/24	18,150.00	-	-	23,191.67	5,041.67	(2,349.15)	2,692.52
FHLB	NOTE	12/15/24	280.38	-	-	775.17	494.79	(417.25)	77.54
Treasury Note	1.000	12/15/24	5,879.12	-	-	7,527.47	1,648.35	648.32	2,296.67
Wisconsin Electric Power Company	NOTE	12/15/24	8,148.75	-	-	10,455.00	2,306.25	(1,438.00)	868.25
FFCB	NOTE	01/06/25	3,850.00	-	-	5,293.75	1,443.75	96.70	1,540.45
Federal National Mortgage Association	NOTE	01/07/25	5,687.50	-	-	7,718.75	2,031.25	(750.00)	1,281.25
US Bank NA/Cincinnati OH	NOTE	01/21/25	7,972.22	-	-	11,388.89	3,416.67	(1,582.58)	1,834.09
FHLMC Reference Note	1.500	02/12/25	14,291.67	-	-	23,041.67	8,750.00	(2,042.08)	6,707.92
FFCB	NOTE	02/25/25	3,062.50	-	-	5,614.58	2,552.08	(107.65)	2,444.43
Exxon Mobil Corp	NOTE	03/06/25	3,104.06	-	-	6,828.94	3,724.88	(2,412.98)	1,311.90
Ace InA Holdings Inc	NOTE	03/15/25	2,485.00	-	-	7,144.38	4,659.38	(3,431.21)	1,228.17
Intel Corp	NOTE	03/25/25	566.67	-	-	3,400.00	2,833.33	(1,810.58)	1,022.75
Treasury Note	0.050	03/31/25	31.42	-	-	974.04	942.62	299.71	1,242.33
Florida Power & Light Company	NOTE	04/01/25	-	-	-	2,375.00	2,375.00	(1,471.36)	903.64
General Dynamics Corporation	NOTE	04/01/25	-	-	-	677.08	677.08	(502.51)	174.57
Federal Home Loan Banks	NOTE	04/14/25	16,236.11	17,500.00	-	1,652.78	2,916.67	(603.36)	2,313.31
FNMA	NOTE	04/22/25	23,049.48	26,093.75	-	1,304.69	4,348.96	2,424.92	6,773.88
General Dynamics Corporation	NOTE	05/15/25	15,866.67	-	-	19,366.67	3,500.00	(2,496.87)	1,003.13
Qualcomm Incorporated	NOTE	05/20/25	18,831.25	-	-	23,143.75	4,312.50	(1,436.10)	2,876.40
Pfizer Inc	NOTE	05/28/25	5,193.33	-	-	6,460.00	1,266.67	838.65	2,105.32
Truist Financial Corp	NOTE	06/09/25	745.01	-	-	1,890.12	1,145.11	222.69	1,367.80
Treasury Note	0.250	06/30/25	5,656.08	-	-	7,520.72	1,864.64	750.62	2,615.26
Intel Corp	NOTE	07/29/25	3,982.64	-	-	5,909.72	1,927.08	(1,231.79)	695.29
State Street Corporation	NOTE	08/18/25	8,056.53	-	-	13,677.36	5,620.83	(4,086.89)	1,533.94

Burbank-Glendale-Pasadena Airport Authority - Operating Account
Earnings Report
04/01/22-04/30/22

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
FNMA Benchmark Note	NOTE 0.375	08/25/25	1,312.50	-	-	2,406.25	1,093.75	112.90	1,206.65
FNMA Benchmark Note	NOTE 0.500	11/07/25	24,000.00	-	-	29,000.00	5,000.00	3,189.17	8,189.17
Lockheed Martin Corporation	NOTE 3.550	01/15/26	9,930.14	-	-	13,849.93	3,919.79	(2,569.24)	1,350.55
Prudential Financial Inc	NOTE 1.500	03/10/26	1,640.63	-	-	3,984.38	2,343.75	(452.25)	1,891.50
Sierra Pacific Power	NOTE 2.600	05/01/26	14,625.00	17,550.00	-	-	2,925.00	(1,138.77)	1,786.23
FHLB	NOTE 1.880	09/11/26	48,697.92	-	-	63,020.83	14,322.91	(12,503.73)	1,819.18
FHLB	NOTE 2.130	12/11/26	24,673.61	-	-	31,402.78	6,729.17	(1,881.94)	4,847.23
Subtotal			\$ 1,003,057.80	\$ 458,384.38	\$ 16,656.60	\$ 922,413.08	\$ 361,083.06	\$ (106,536.67)	\$ 254,546.39
CASH EQUIVALENTS									
Blackrock Liquidity Funds			-	131.06	-	-	131.06	-	131.06
Subtotal			\$ -	\$ 131.06	\$ -	\$ -	\$ 131.06	\$ -	\$ 131.06
LAIF									
Local Agency Investment Fund			15,053.62	15,053.62	-	8,214.87	8,214.87	-	8,214.87
TOTAL			\$ 1,018,111.42	\$ 473,569.06	\$ 16,656.60	\$ 930,627.95	\$ 369,428.99	\$ (106,536.67)	\$ 262,892.32

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 04/30/22

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
04/30/22	Blackrock Liquidity Funds	09248U718	0.000	04/30/22	04/30/22	\$ 2,241,434	\$ 2,241,434	\$ 2,241,434	\$ -	0.84%	0	4.06%
05/31/19	Apple Inc	037833CQ1	2.300	05/11/22	05/11/22	300,000	300,762	300,087	(675)	1.41%	11	0.54%
02/16/22	Chevron Corp	166764BU3	1.280	05/11/23	05/11/22	400,000	403,540	402,744	(796)	1.57%	11	0.73%
02/24/22	3M Co	88579YBE0	0.690	02/14/24	05/14/22	375,000	375,705	373,886	(1,819)	1.81%	14	0.68%
10/03/17	Home Depot Inc	437076BG6	2.625	06/01/22	06/01/22	350,000	353,958	350,000	(3,958)	2.60%	32	0.63%
11/08/18	Caterpillar Financial Services	14913QAA7	2.400	06/06/22	06/06/22	400,000	393,353	400,396	7,043	1.42%	37	0.72%
02/15/19	Cisco Systems Inc	17275RAV4	3.000	06/15/22	06/15/22	300,000	303,772	300,711	(3,061)	1.13%	46	0.54%
03/03/22	Truist Financial Corp	89788MAF9	0.300	06/09/25	06/30/22	500,000	497,792	491,920	(5,872)	1.27%	61	0.89%
12/31/18	Treasury Note	912828XQ8	2.000	07/31/22	07/31/22	1,425,000	1,405,583	1,428,734	23,151	0.97%	92	2.58%
11/01/19	Procter & Gamble Company	742718EU9	2.150	08/11/22	08/11/22	300,000	303,998	300,432	(3,566)	1.63%	103	0.54%
02/15/19	Burlington Northern Santa Fe LLC	12189LAL5	3.050	09/01/22	09/01/22	275,000	277,996	275,382	(2,614)	2.62%	124	0.50%
01/09/19	John Deere Capital Corp	24422ETV1	2.150	09/08/22	09/08/22	400,000	392,096	400,436	8,340	1.84%	131	0.72%
05/18/18	Merck & Co Inc	589331AT4	2.400	09/15/22	09/15/22	400,000	393,656	400,452	6,796	2.09%	138	0.72%
01/11/19	Treasury Note	912828W9	1.875	09/30/22	09/30/22	1,225,000	1,201,813	1,227,818	26,005	1.32%	153	2.22%
09/12/19	FNMA	3135G0T78	2.000	10/05/22	10/05/22	1,000,000	1,009,770	1,002,800	(6,970)	1.35%	158	1.81%
03/04/22	Treasury Note	91282CAX9	0.130	11/30/22	11/30/22	300,000	298,313	297,468	(845)	1.57%	214	0.54%
04/25/18	Bank of America Corp	06051GEU9	3.300	01/11/23	01/11/23	510,000	512,807	513,896	1,089	2.19%	256	0.93%
09/26/19	Federal National Mortgage Assoc	3135G0T94	2.375	01/19/23	01/19/23	1,750,000	1,791,413	1,756,248	(35,165)	1.87%	264	3.18%
03/20/19	JP Morgan Chase & CO	46625HJH4	3.200	01/25/23	01/25/23	510,000	518,383	513,953	(4,430)	2.23%	270	0.93%
08/22/19	Treasury Note	9128283U2	2.375	01/31/23	01/31/23	2,000,000	2,047,465	2,007,660	(39,805)	1.86%	276	3.63%
03/18/19	Unitedhealth Group Inc	91324PBZ4	2.750	02/15/23	02/15/23	390,000	392,376	391,154	(1,222)	2.37%	291	0.71%
04/05/22	Federal Home Loan Banks	3130AJE3	1.380	02/17/23	02/17/23	1,175,000	1,171,154	1,170,100	(1,054)	1.90%	293	2.12%
10/02/19	Pepsico Inc.	713448CG1	2.750	03/01/23	03/01/23	375,000	387,177	376,309	(10,868)	2.33%	305	0.68%
11/19/19	Treasury Note	9128284L1	2.750	04/30/23	04/30/23	2,000,000	2,070,830	2,011,320	(59,510)	2.18%	365	3.64%
11/03/20	Loews Corporation	540424AQ1	2.625	05/15/23	05/15/23	425,000	441,638	424,775	(16,863)	2.75%	380	0.77%
06/06/19	Public Service Electric And Gas	74456QBC9	2.375	05/15/23	05/15/23	300,000	302,050	298,863	(3,187)	2.74%	380	0.54%
02/04/19	Simon Property Group LP	828807DD6	2.750	06/01/23	06/01/23	300,000	298,333	299,694	1,361	2.84%	397	0.54%
02/19/20	FHLMC	3137EAEN5	2.750	06/19/23	06/19/23	1,875,000	1,984,696	1,883,775	(100,921)	2.33%	415	3.41%
03/14/22	FNMA	3135G05G4	0.250	07/10/23	07/10/23	1,200,000	1,178,796	1,170,396	(8,400)	2.35%	436	2.12%
01/31/22	Treasury Note	91282CCN9	0.130	07/31/23	07/01/23	2,000,000	1,971,406	1,944,060	(27,346)	2.40%	427	3.52%
01/21/20	FNMA	3135G0U43	2.875	09/12/23	09/12/23	1,400,000	1,464,189	1,407,168	(57,021)	2.49%	500	2.55%
07/31/19	Treasury Note	9128285D8	2.875	09/30/23	09/30/23	1,875,000	1,959,890	1,884,675	(75,215)	2.50%	518	3.41%

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 04/30/22

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
02/19/20	Treasury Note	9128285P1	2.875	11/30/23	11/30/23	800,000	856,141	803,472	(52,669)	2.59%	579	1.45%
03/20/19	Citibank NA	17325FAS7	3.650	01/23/24	01/23/24	300,000	307,317	302,415	(4,902)	3.17%	633	0.55%
03/26/21	IBM Corp	459200HU8	3.625	02/12/24	02/12/24	410,000	441,862	413,288	(28,574)	3.16%	653	0.75%
04/30/21	Treasury Note	91282CBM2	0.125	02/15/24	02/15/24	1,750,000	1,737,221	1,672,685	(64,536)	2.66%	656	3.03%
04/26/21	Metlife Inc	59156RBH0	3.600	04/10/24	04/10/24	425,000	460,084	427,975	(32,109)	3.23%	711	0.77%
09/25/20	Comcast Corporation	20030NCR0	3.700	04/15/24	04/15/24	425,000	465,452	429,365	(36,087)	3.16%	716	0.78%
03/16/21	Bank of New York Mellon Corp	06406HCV9	3.400	05/15/24	05/15/24	475,000	510,244	478,064	(32,180)	3.07%	746	0.86%
01/18/22	Target Corporation	87612EBD7	3.500	07/01/24	07/01/24	425,000	446,008	429,552	(16,456)	2.99%	793	0.78%
11/03/20	Bristol-Myers Squibb Co	110122CM8	2.900	07/26/24	07/26/24	450,000	480,768	447,521	(33,247)	3.16%	818	0.81%
10/31/19	Honeywell International Inc	438516BW5	2.300	08/15/24	08/15/24	390,000	399,138	384,419	(14,719)	2.95%	838	0.70%
06/30/21	Treasury Note	9128282U3	1.875	08/31/24	08/31/24	1,600,000	1,669,813	1,565,632	(104,181)	2.83%	854	2.83%
05/20/21	United Parcel Service	911312BT2	2.200	09/01/24	09/01/24	374,000	391,124	366,400	(24,724)	3.11%	855	0.66%
02/12/20	PNC Funding Corp	69353REF1	3.300	10/30/24	10/30/24	325,000	345,449	324,032	(21,417)	3.43%	914	0.59%
09/24/20	Wisconsin Electric Power Company	976656CL0	2.050	12/15/24	12/15/24	350,000	368,382	339,934	(28,448)	3.20%	960	0.62%
01/06/22	FFCB	3133ENKS8	1.130	01/06/25	01/06/25	460,000	458,965	438,835	(20,130)	2.92%	982	0.79%
12/10/21	FNMA	3135G0X24	1.630	01/07/25	01/07/25	1,750,000	1,782,200	1,692,758	(89,442)	2.90%	983	3.06%
02/17/22	US Bancorp	90331HPL1	2.050	01/21/25	01/21/25	475,000	475,751	459,430	(16,321)	3.32%	997	0.83%
01/06/22	FHLMC Reference Note	3137EAEP0	1.500	02/12/25	02/12/25	1,750,000	1,765,705	1,684,848	(80,857)	2.90%	1019	3.05%
03/04/22	FFCB	3133ENPY0	1.750	02/25/25	02/25/25	1,250,000	1,252,738	1,210,138	(42,600)	2.94%	1032	2.19%
12/22/20	Exxon Mobil Corp	30231GAF9	2.709	03/06/25	03/06/25	400,000	426,156	394,012	(32,144)	3.26%	1041	0.71%
11/03/20	Ace InA Holdings Inc	00440EAS6	3.150	03/15/25	03/15/25	435,000	474,791	432,816	(41,975)	3.33%	1050	0.78%
09/30/21	Treasury Note	91282ZF0	0.050	03/31/25	03/31/25	1,600,000	1,591,125	1,493,872	(97,253)	2.88%	1066	2.70%
02/12/21	General Dynamics Corporation	369550BK3	3.250	04/01/25	04/01/25	50,000	54,979	49,864	(5,115)	3.35%	1067	0.09%
09/28/20	Federal Home Loan Banks	3130AJHU6	0.500	04/14/25	04/14/25	1,450,000	1,453,984	1,352,894	(101,090)	2.88%	1080	2.45%
12/01/21	FNMA	3135G03U5	0.630	04/22/25	04/22/25	900,000	889,371	842,274	(47,097)	2.89%	1088	1.52%
05/11/21	General Dynamics Corporation	369550BG2	3.500	05/15/25	05/15/25	315,000	345,259	316,021	(29,238)	3.39%	1111	0.57%
02/10/22	Qualcomm Incorporated	747525AF0	3.450	05/20/25	05/20/25	350,000	363,136	350,578	(12,558)	3.39%	1116	0.63%
12/15/21	Pfizer Inc	717081EX7	0.800	05/28/25	05/28/25	475,000	466,703	442,539	(24,164)	3.14%	1124	0.80%
11/17/20	Treasury Note	912828ZW3	0.250	06/30/25	06/30/25	1,750,000	1,710,433	1,609,720	(100,713)	2.91%	1157	2.91%
09/25/20	Intel Corp	458140AS9	3.700	07/29/25	07/29/25	400,000	447,034	403,648	(43,386)	3.40%	1186	0.73%
09/24/20	State Street Corporation	857477AT0	3.550	08/18/25	08/18/25	475,000	531,316	475,898	(55,418)	3.49%	1206	0.86%
11/17/20	FNMA Benchmark Note	3135G06G3	0.500	11/07/25	11/07/25	3,155,000	3,140,116	2,897,426	(242,690)	2.96%	1287	5.24%

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Investments
As of 04/30/22

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
06/30/21	Lockheed Martin Corporation	539830BH1	3.550	01/15/26	01/15/26	375,000	413,077	377,936	(35,141)	3.32%	1356	0.68%
08/30/21	Prudential Financial Inc	74432QCH6	1.500	03/10/26	03/10/26	450,000	455,337	418,325	(37,012)	3.46%	1410	0.76%
11/29/21	Sierra Pacific Power	826418BM6	2.600	05/01/26	05/01/26	350,000	365,596	336,641	(28,955)	3.63%	1462	0.61%
09/13/21	FHLB	3130A8XY4	1.880	09/11/26	09/11/26	300,000	315,527	285,891	(29,636)	3.03%	1595	0.52%
01/13/22	FHLB	3130A9YY1	2.130	12/11/26	12/11/26	700,000	720,418	671,489	(48,929)	3.08%	1686	1.21%
		Subtotal				\$ 56,390,434	\$ 57,424,864	\$ 55,271,353	\$ (2,153,511)	2.45%	639.6345	100.00%
	PFC Bank Balance						1,915,008					
		TOTAL					\$ 59,339,872					

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Statement of Purchases - Maturities - Sales
As of 04/30/22

[illegible]

<p align="center">Burbank-Glendale-Pasadena Airport Authority - PFC Account Statement of Purchases - Maturities - Sales As of 04/30/22</p>										
PURCHASES										
Purchase Date	Type of Investment	CUSIP	Coupon	Maturity Date	Par Value	Purchase Price	Purchase Cost	Prepaid Interest		
-								-		
-								-		
-								-		
						\$	-	\$	-	\$

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
04/01/22-04/30/22

Type of Investment	Type	Coupon	Maturity Date	Previous		Realized		Interest		Interest Earned	Amrt/Accrt For Period	Adjusted Total Int. Earned
				Accrual	For Period	Interest Paid At Purc/Recv	Current Accrual					
FIXED INCOME												
Federal National Mortgage Assoc	NOTE	1.875	04/05/22	9,625.00	9,843.75	-	-	-	218.75	-	-	218.75
Treasury Note	NOTE	1.875	04/30/22	12,203.04	14,531.26	-	-	-	2,328.22	-	-	2,328.22
Apple Inc	NOTE	2.300	05/11/22	2,683.33	-	-	-	3,258.33	575.00	(22.77)	-	552.23
Home Depot Inc	NOTE	2.625	06/01/22	3,062.50	-	-	-	3,828.13	765.63	(153.18)	-	612.45
Caterpillar Financial Services	NOTE	2.400	06/06/22	3,066.67	-	-	-	3,866.67	800.00	18.51	-	818.51
Cisco Systems Inc	NOTE	3.000	06/15/22	2,650.00	-	-	-	3,400.00	750.00	(107.48)	-	642.52
Treasury Note	NOTE	2.000	07/31/22	4,723.76	-	-	-	7,085.64	2,361.88	487.35	-	2,849.23
Procter & Gamble Company	NOTE	2.150	08/11/22	895.83	-	-	-	1,433.33	537.50	(125.06)	-	412.44
Burlington Northern Santa Fe LLC	NOTE	3.050	09/01/22	698.96	-	-	-	1,397.92	698.96	(71.07)	-	627.89
John Deere Capital Corp	NOTE	2.150	09/08/22	549.44	-	-	-	1,266.11	716.67	71.58	-	788.25
Merck & Co Inc	NOTE	2.400	09/15/22	426.67	-	-	-	1,226.67	800.00	25.12	-	825.12
Treasury Note	NOTE	1.875	09/30/22	62.76	-	-	-	1,945.44	1,882.68	550.04	-	2,432.72
FNMA	NOTE	2.000	10/05/22	9,777.78	10,000.00	-	-	1,444.44	1,666.66	(265.97)	-	1,400.69
Treasury Note	NOTE	0.130	11/30/22	125.69	-	-	-	156.59	30.90	188.90	-	219.80
Bank of America Corp	NOTE	3.300	01/11/23	3,740.00	-	-	-	5,142.50	1,402.50	(262.78)	-	1,139.72
Federal National Mortgage Assoc	NOTE	2.375	01/19/23	8,312.50	-	-	-	11,776.04	3,463.54	(1,066.94)	-	2,396.60
JP Morgan Chase & CO	NOTE	3.200	01/25/23	2,992.00	-	-	-	4,352.00	1,360.00	(322.15)	-	1,037.85
Treasury Note	NOTE	2.375	01/31/23	7,872.93	-	-	-	11,809.39	3,936.46	(1,451.68)	-	2,484.78
Unitedhealth Group Inc	NOTE	2.750	02/15/23	1,370.42	-	-	-	2,264.17	893.75	(119.82)	-	773.93
Federal Home Loan Banks	NOTE	1.380	02/17/23	-	-	2,199.05	-	3,321.01	1,121.96	309.15	-	1,431.11
Pepsico Inc.	NOTE	2.750	03/01/23	859.38	-	-	-	1,718.75	859.37	(386.32)	-	473.05
Treasury Note	NOTE	2.750	04/30/23	23,093.92	27,500.00	-	-	149.46	4,555.54	(1,817.63)	-	2,737.91
Chevron Corp	NOTE	1.280	05/11/23	695.49	-	-	-	1,121.30	425.81	(237.58)	-	188.23
Loews Corporation	NOTE	2.625	05/15/23	4,214.58	-	-	-	5,144.27	929.69	(594.28)	-	335.41
Public Service Electric And Gas	NOTE	2.375	05/15/23	2,691.67	-	-	-	3,285.42	593.75	(60.22)	-	533.53
Simon Property Group LP	NOTE	2.750	06/01/23	2,750.00	-	-	-	3,437.50	687.50	24.74	-	712.24
FHLMC	NOTE	2.750	06/19/23	312.50	-	-	-	781.25	468.75	(259.24)	-	209.51
FNMA	NOTE	0.250	07/10/23	675.00	-	-	-	925.00	250.00	1,339.20	-	1,589.20
Treasury Note	NOTE	0.130	07/31/23	414.36	-	-	-	621.55	207.19	1,604.66	-	1,811.85
FNMA	NOTE	2.875	09/12/23	2,124.31	-	-	-	5,478.47	3,354.16	(1,469.98)	-	1,884.18
Treasury Note	NOTE	2.875	09/30/23	147.28	-	-	-	4,565.83	4,418.55	(1,759.85)	-	2,658.70
Treasury Note	NOTE	2.875	11/30/23	7,708.79	-	-	-	9,604.40	1,895.61	(1,235.80)	-	659.81
Citibank NA	NOTE	3.650	01/23/24	2,068.33	-	-	-	2,980.83	912.50	(123.62)	-	788.88

Burbank-Glendale-Pasadena Airport Authority - PFC Account
Earnings Report
04/01/22-04/30/22

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
IBM Corp	NOTE	3.625	02/12/24	2,022.95	-	-	3,261.49	1,238.54	(980.71)	257.83
Treasury Note	NOTE	0.125	02/15/24	271.93	-	-	453.21	181.28	436.08	617.36
3M Co	NOTE	0.690	02/14/24	332.95	-	-	550.10	217.15	-	217.15
Mettlife Inc	NOTE	3.600	04/10/24	7,267.50	7,650.00	-	892.50	1,275.00	(1,031.18)	243.82
Comcast Corporation	NOTE	3.700	04/15/24	7,250.97	7,862.50	-	698.89	1,310.42	(1,025.64)	284.78
Bank of New York Mellon Corp	NOTE	3.400	05/15/24	6,101.11	-	-	7,446.94	1,345.83	(988.67)	357.16
Target Corporation	NOTE	3.500	07/01/24	3,718.75	-	-	4,958.33	1,239.58	(719.16)	520.42
Bristol-Myers Squibb Co	NOTE	2.900	07/26/24	2,356.25	-	-	3,443.75	1,087.50	(734.97)	352.53
Honeywell International Inc	NOTE	2.300	08/15/24	1,146.17	-	-	1,893.67	747.50	(194.99)	552.51
Treasury Note	NOTE	1.875	08/31/24	2,608.70	-	-	5,054.35	2,445.65	(1,810.18)	635.47
United Parcel Service	NOTE	2.200	09/01/24	685.67	-	-	1,371.33	685.66	(478.18)	207.48
PNC Funding Corp	NOTE	3.300	10/30/24	4,498.54	5,362.50	-	29.79	893.75	(359.06)	534.69
Wisconsin Electric Power Company	NOTE	2.050	12/15/24	2,112.64	-	-	2,710.56	597.92	(377.41)	220.51
FFCB	NOTE	1.130	01/06/25	1,150.00	-	-	1,581.25	431.25	28.88	460.13
FNMA	NOTE	1.630	01/07/25	6,635.42	-	-	9,005.21	2,369.79	(875.00)	1,494.79
US Bancorp	NOTE	2.050	01/21/25	1,893.40	-	-	2,704.86	811.46	(21.46)	790.00
FHLMC Reference Note	NOTE	1.500	02/12/25	3,572.92	-	-	5,760.42	2,187.50	(423.98)	1,763.52
FFCB	NOTE	1.750	02/25/25	2,187.50	-	-	4,010.42	1,822.92	(76.90)	1,746.02
Exxon Mobil Corp	NOTE	2.709	03/06/25	752.50	-	-	1,655.50	903.00	(554.63)	348.37
Ace InA Holdings Inc	NOTE	3.150	03/15/25	609.00	-	-	1,750.88	1,141.88	(796.61)	345.27
Treasury Note	NOTE	0.050	03/31/25	21.86	-	-	677.60	655.74	208.50	864.24
General Dynamics Corporation	NOTE	3.250	04/01/25	-	-	-	135.42	135.42	(100.50)	34.92
Federal Home Loan Banks	NOTE	0.500	04/14/25	3,363.19	3,625.00	-	342.36	604.17	(74.30)	529.87
FNMA	NOTE	0.630	04/22/25	2,484.38	2,812.50	-	140.63	468.75	261.37	730.12
General Dynamics Corporation	NOTE	3.500	05/15/25	4,165.00	-	-	5,083.75	918.75	(641.35)	277.40
Qualcomm Incorporated	NOTE	3.450	05/20/25	4,393.96	-	-	5,400.21	1,006.25	(335.09)	671.16
Pfizer Inc	NOTE	0.800	05/28/25	1,298.33	-	-	1,615.00	316.67	204.10	520.77
Truist Financial Corp	NOTE	0.300	06/09/25	186.25	-	-	472.53	286.28	55.67	341.95
Treasury Note	NOTE	0.250	06/30/25	1,099.79	-	-	1,462.36	362.57	903.55	1,266.12
Intel Corp	NOTE	3.700	07/29/25	2,548.89	-	-	3,782.22	1,233.33	(837.37)	395.96
State Street Corporation	NOTE	3.550	08/18/25	2,014.13	-	-	3,419.34	1,405.21	(1,012.80)	392.41
FNMA Benchmark Note	NOTE	0.500	11/07/25	6,310.00	-	-	7,624.58	1,314.58	311.02	1,625.60
Lockheed Martin Corporation	NOTE	3.550	01/15/26	2,810.42	-	-	3,919.79	1,109.37	(711.67)	397.70
Prudential Financial Inc	NOTE	1.500	03/10/26	393.75	-	-	956.25	562.50	(98.18)	464.32

Burbank-Glendale-Pasadena Airport Authority - PFC Account Earnings Report 04/01/22-04/30/22										
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
Sierra Pacific Power	NOTE	2.600	05/01/26	3,791.67	4,550.00	-	-	758.33	(294.61)	463.72
FHLB	NOTE	1.880	09/11/26	14,609.38	-	-	18,906.25	4,296.87	(2,796.51)	1,500.36
FHLB	NOTE	2.130	12/11/26	4,545.14	-	-	5,784.72	1,239.58	(346.67)	892.91
	Subtotal			\$ 233,805.90	\$ 93,737.51	\$ 2,199.05	\$ 227,744.87	\$ 85,477.43	\$ (23,582.78)	\$ 61,894.65
CASH EQUIVALENTS										
Blackrock Liquidity Funds				-	65.65	-	-	65.65	-	65.65
	Subtotal			\$ -	\$ 65.65	\$ -	\$ -	\$ 65.65	\$ -	\$ 65.65
	TOTAL			\$ 233,805.90	\$ 93,803.16	\$ 2,199.05	\$ 227,744.87	\$ 85,543.08	\$ (23,582.78)	\$ 61,960.30

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

**SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS
MONTH AND TEN MONTHS ENDED APRIL 30, 2022 & 2021**

April 2022										Fiscal YTD Performance (July 2021 - April 2022)				
Monthly Performance														
A	B	C	D	E						F	G	H	I	J
Actual \$ Apr 2022	Budget Apr 2022	Actual \$ Prior Year Apr 2021	Note	Variance Actual Vs. Budget						Fiscal YTD	Fiscal YTD Budget	Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget
OPERATING ACTIVITY														
CASH RECEIPTS FROM OPERATIONS														
1	\$374,632	\$309,268	\$217,700 (2)	\$65,364	Landing/Fuel Fees	\$3,656,138	\$2,526,268	\$2,417,586 (2)	\$1,129,870					
2	2,224,223	1,162,177	851,332 (3)	1,062,046	Parking Fees	20,132,879	8,270,177	5,625,186 (3)	11,862,702					
3	1,403,352	673,690	615,349 (4)	729,662	Rental Receipts - Terminal Building	12,375,768	5,516,053	5,619,736 (4)	6,859,715					
4	1,470,525	1,157,126	1,442,963 (5)	313,399	Rental Receipts - Other Buildings	12,534,988	11,571,263	11,872,062 (5)	963,725					
5	265,061	120,317	75,315 (6)	144,744	Ground Transportation	2,113,329	826,317	646,775 (6)	1,287,012					
6	114,225	5,000	26,970 (7)	109,225	Other Receipts	1,045,112	50,000	672,703 (7)	995,112					
7	764,244	168,667	475,823 (8)	595,577	Investment Receipts - Treasurer/Other Interest Earned	4,567,796	1,962,667	3,922,292 (8)	2,605,129					
8	\$6,616,262	\$3,596,245	\$3,705,452 (1)	\$3,020,017		\$56,426,010	\$30,722,745	\$30,776,340 (1)	\$25,703,265					
CASH DISBURSEMENTS FROM OPERATIONS														
9	(\$98,745)	(\$102,242)	(\$101,607) (10)	\$3,497	Administrative Supplies & Costs	(\$872,953)	(\$1,022,417)	(\$728,741) (10)	\$149,464					
10	(285,589)	(311,175)	(230,736) (11)	25,586	Operating Supplies & Maintenance	(2,893,790)	(3,083,750)	(2,523,554) (11)	189,960					
11	(2,527,443)	(2,334,775)	(2,102,084) (12)	(192,668)	Contractual Operating Costs	(24,090,354)	(23,209,750)	(20,815,952) (12)	(880,604)					
12	(269,276)	(245,476)	(236,894) (13)	(23,800)	Contractual Professional Services	(4,745,379)	(4,308,646)	(4,174,839) (13)	(436,733)					
13	(514,943)	(564,842)	(459,582) (14)	49,899	Wages & Benefits	(5,279,732)	(5,648,417)	(5,273,887) (14)	368,685					
14	(35,393)	(67,254)	(27,211) (15)	31,861	Other Operating Costs	(428,015)	(672,543)	(207,644) (15)	244,528					
15	(380,125)	(380,125)	(380,354)	0	Bond Debt Service - 2015 Bonds	(3,801,250)	(3,801,250)	(3,803,542)	0					
16	(579,073)	(388,607)	(160,058) (16)	(190,466)	Parking Tax	(2,283,251)	(1,150,179)	(586,761) (16)	(1,133,072)					
17	(\$4,690,587)	(\$4,394,496)	(\$3,698,526) (9)	(\$296,091)		(\$44,394,724)	(\$42,896,952)	(\$38,114,920) (9)	(\$1,497,772)					
18	\$1,925,675	(\$798,251)	\$6,926	\$2,723,926	INCREASE (DECREASE) IN CASH FROM OPERATIONS	\$12,031,286	(\$12,174,207)	(\$7,338,580)	\$24,205,493					
FACILITY IMPROVEMENT TRANSACTIONS														
CASH DISBURSEMENTS														
19	(\$180)	(\$20,833)	(\$210) (17)	\$20,653	Sound Insulation Program Costs	(\$1,810)	(\$83,333)	(\$1,695) (17)	\$81,523					
20	(582,859)	(968,350)	(309,241) (18)	385,491	Other Facility Improvement Program Project Costs	(2,125,741)	(7,721,475)	(3,385,997) (18)	5,595,734					
21	(483,987)	(22,917)	(217,971) (19)	(461,070)	Replacement Passenger Terminal Project Costs	(2,064,262)	(229,167)	(907,409) (19)	(1,835,095)					
22	(\$1,067,026)	(\$1,012,100)	(\$527,422)	(\$54,926)		(\$4,191,813)	(\$8,033,975)	(\$4,295,101)	\$3,842,162					
CASH RECEIPTS FROM FUNDING SOURCES														
23	\$0	\$16,790	\$0 (17)	(\$16,790)	FAA Grants - Sound Insulation Program	\$0	\$67,159	\$0 (17)	(\$67,159)					
24	0	0	1,101,886 (20)	0	FAA Grants - Facility Improvement Program	3,392,476	823,319	3,142,458 (20)	2,569,157					
25	0	0	0	0	Other Grants	0	0	1,520	0					
26	0	929,044	0 (21)	(929,044)	Passenger Facility Charge Receipts/Reserves	1,253,073	5,533,063	1,348,556 (21)	(4,279,990)					
27	\$0	\$945,834	\$1,101,886	(\$945,834)		\$4,645,549	\$6,423,541	\$4,492,534	(\$1,777,992)					
INCREASE (DECREASE) - FACILITY / NOISE MITIGATION TRANSACTIONS														
27	(\$1,067,026)	(\$66,266)	\$574,464	(\$1,000,760)		\$453,736	(\$1,610,434)	\$197,433	\$2,064,170					
FEDERAL RELIEF GRANT FUNDS														
28	\$0	\$1,028,407	\$0 (22)	(\$1,028,407)	CARES Act, CRRSAA, and ARPA Grants	\$10,612,063	\$12,784,061	\$11,039,809 (22)	(\$2,171,998)					
29	\$0	\$1,028,407	\$0	(\$1,028,407)		\$10,612,063	\$12,784,061	\$11,039,809	(\$2,171,998)					
30	\$858,649	\$163,890	\$581,390	\$694,759	NET INCREASE (DECREASE) IN CASH - TOTAL	\$23,097,085	(\$1,000,580)	\$3,898,662	\$24,097,665					

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND TEN MONTHS ENDED APRIL 30, 2022 & 2021

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

The FY 2022 Capital Program expenditures are primarily funded by the following sources:

- FAA-approved Passenger Facility Charge ("PFC") program receipts/reserves;
- Grants;
- Operating Revenues

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.

Due to the uncertainty caused by the impacts of COVID-19 to the aviation industry, the Authority continued its conservative outlook on passenger activity recovery into FY 2022. The Authority's Adopted FY 2022 budget was based on the following quarterly activity assumptions:

- Q1 (July - September): a reduction of 65% (represents recovery of 35%)
- Q2 (October - December): a reduction of 55% (represents recovery of 45%)
- Q3 (January - March): a reduction of 50% (represents recovery of 50%)
- Q4 (April - June): a reduction of 45% (represents recovery of 55%)

Passengers were down 15.00% FYTD April when compared to pre-COVID levels. The FYTD April result was favorably above the blended budgeted assumption of a passenger reduction of 55.50% resulting in positive financial performance.

The Adopted FY 2022 Budget includes the use of \$12.3 million in federal relief funds to support bond debt service and personnel costs, and the use of \$2.5 million in ARPA concessions relief funds to supplement the loss in revenue from in-terminal concessionaires due to declined passenger activity resulting from the COVID-19 pandemic.

NOTE (1) – Cash Receipts from Operations

Cash receipts from operations exceed the budget FYTD April. On an accrual basis, operating revenues exceed the budget FYTD April by \$23,768,718. See notes 2 through 8 for additional information regarding operating receipts.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND TEN MONTHS ENDED APRIL 30, 2022 & 2021

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. On an accrual basis, Landing Fees combined with Fuel Flowage Fees exceed the budget by \$1,228,744 FYTD April.

NOTE (3) – Parking Fees

Parking fee revenues performed above the budget forecast. The Authority approved Increases in parking rates for Lots A, C, Structure, and Valet parking lots effective January 1, 2022. Accrual basis Parking Fees are \$11,850,667 ahead of budget FYTD April.

NOTE (4) – Rental Receipts - Terminal Building

Terminal Building rental receipts exceed the budget FYTD April. Accrual basis Terminal Building rents exceed the budget by \$6,616,818 FYTD April.

NOTE (5) – Rental Receipts - Other Buildings

Other Buildings rental receipts exceed the budget FYTD April partially due to the timing of receipts. Accrual basis Other Building rents are \$769,980 ahead of budget FYTD April due to CPI adjustments and additional lease revenues.

NOTE (6) – Ground Transportation

This category consists of off-airport access fees and TNC activity. Accrual basis Ground Transportation receipts exceed the budget by \$1,395,320 FYTD April.

NOTE (7) – Other Receipts

This category consists primarily of filming, TSA LEO reimbursements, fingerprint/badge renewal fees, noise fees, access fees, and the newly implemented fee for ground handling services for the airlines. Accrual basis Other Receipts are \$1,100,061 ahead of budget FYTD April.

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 exceeds the budget by \$807,128 FYTD April.

NOTE (9) – Cash Disbursements from Operations

Overall operating disbursements on a cash and accrual basis exceed the budget FYTD April primarily due to the reinstatement of various services resulting from positive passenger activity. 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.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND TEN MONTHS ENDED APRIL 30, 2022 & 2021

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. In October 2021, in response to the better than expected passenger activity recovery, the authority approved additional expenses associated with the Airport's parking operations and remote parking lot shuttle services that are estimated to be \$2,390,000 in excess of the adopted FY 2022 budget for these services.

NOTE (13) – Contractual Professional Services

This line item includes various professional services such as legal, auditing, noise, financial and insurance. In October 2021, in response to the better than expected passenger activity recovery, the authority approved additional expenses associated with airport security and traffic control services that are estimated to be \$325,000 in excess of the adopted FY 2022 budget for these services. Also, due to favorable parking revenue transactions, credit card processing fees have increased. In addition, legal services expenses are trending above budget due to ongoing litigation matters.

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 2020. 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 primarily includes public relations/advertising, air service retention, and license/permit fees.

NOTE (16) – Parking Tax

The 12% City of Burbank parking tax is paid quarterly for the prior three-month period. April 2022 remittance, in the amount of \$579,073, covers parking activity for the months of January, February and March.

NOTE (17) – Sound Insulation Program

The Sound Insulation program is funded primarily through FAA Airport Improvement Program ("AIP") grants and Passenger Facility Charge ("PFC") revenues. 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 on a cash basis are under budget FYTD April by \$5,595,734 due to the delay of certain projects.

NOTE (19) – Replacement Passenger Terminal Project

Replacement Passenger Terminal Project costs on a cash basis exceed the budget FYTD April by \$1,835,095 partially due to payments for FY 2021 accrued costs. The majority of the \$2,064,262 in cash expenditures FYTD April are related to the completion of the EIS (payments to RS&H - \$421,670, which are funded through an AIP grant and PFC revenues) and AECOM project management services (\$1,342,958).

NOTE (20) – FAA Grants – Other Facility Improvement Program Projects

FAA Grants are budgeted to partially fund the ARFF Truck Replacement and required Hollyona Property modifications.

(Continued)

BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY

NOTES TO SCHEDULE OF CASH RECEIPTS AND DISBURSEMENTS MONTH AND TEN MONTHS ENDED APRIL 30, 2022 & 2021

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 Airfield Maintenance Equipment, the Airfield Vault Replacement Project, the Taxiway A Rehabilitation and the Runway 8 PAPI Relocation Project.

NOTE (22) – Federal Relief Grant Funds

FYTD April reimbursement includes \$3.6 million is from CARES Act Grant funds, covering FY 2021 costs related to the 2015 Bond Debt Service for June 2021 and certain personnel costs for March to April 2021. Also include are \$7.0 million from CRRSA Act Grant funds, covering July to December 2021 costs related to the 2015 Bond Debt Service and July to December 2021 costs related to personnel costs.

The Adopted FY 2022 Budget includes the use of \$12.3 million in federal relief funds to support bond debt service and personnel costs, and the use of \$2.5 million in ARPA concessions relief funds to supplement the loss in revenue from in-terminal concessionaires due to declined passenger activity resulting from the COVID-19 pandemic.

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 TEN MONTHS ENDED APRIL 30, 2022 & 2021

April 2022									
Monthly Performance					Fiscal YTD Performance (July 2021 - April 2022)				
A	B	C	D	E	F	G	H	I	J
Actual \$ Apr 2022	Budget Apr 2022	Actual \$ Prior Year Apr 2021	Note	Variance Actual Vs. Budget	Actual \$ Fiscal YTD	Fiscal YTD Budget	Actual \$ Prior Year Fiscal YTD	Note	Variance Actual Vs. Budget

31	\$388,584	\$241,667	\$189,317	(1)	\$3,714,010	\$1,816,667	\$1,669,279	(1)	\$1,897,343
32	0	158,666	0	(3)	376,227	2,186,662	1,350,736	(3)	(1,810,435)
33	107,657	85,913	139,064	(4)	864,484	859,134	925,489	(4)	5,350
34	(486,246)	(486,246)	(486,171)		(4,862,463)	(4,862,463)	(4,861,711)		0
35	<u>\$9,995</u>	<u>\$0</u>	<u>(\$157,790)</u>	<u>(5)</u>	<u>\$92,258</u>	<u>\$0</u>	<u>(\$916,207)</u>	<u>(5)</u>	<u>\$92,258</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.

Note (2) – Federal Relief Grant Funds

FYTD April reimbursement of \$376,227 covers FY 2021 costs related to the 2012 Bond Debt service for May and June 2021 and was paid with the remainder of the CARES Act grant funds. The Authority has programmed as part of the adopted FY 2022 budget approximately \$2.5 million in Federal Relief Grant funds (CRRSAA and ARPA) to fund the 2012 Bond Debt Service.

Note (3) – Facility Rent

Facility Rent receipts are applied to the 2012 Bond debt service.

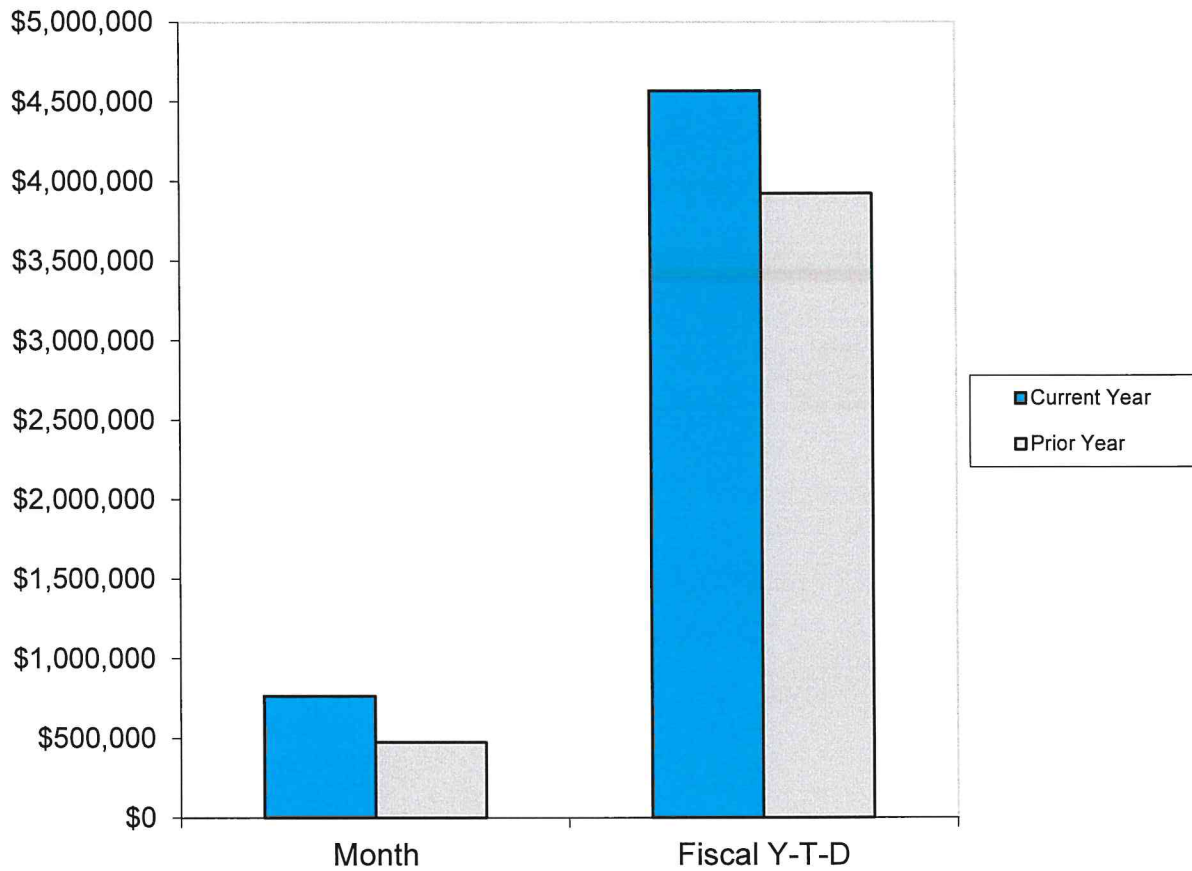
Note (4) – Net RITC / ConRAC Facility Payments and Collections

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



	April 2022	April 2021
Interest Receipts - - Month	\$764,244	\$475,823
Interest Receipts - - Fiscal Y-T-D	\$4,567,796	\$3,922,292
Month End Portfolio Balance	\$260,927,611	\$232,171,432
Yield to Maturity	2.27%	0.33%

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**COUNTY OF LOS ANGELES
LICENSE AGREEMENT AMENDMENT**

Prepared by Sumire Spurlock
Manager, Safety Management System

SUMMARY

Staff seeks Commission approval of a proposed Amendment to the non-fee License Agreement (“Agreement”) with the County of Los Angeles (“County”) for the use of Authority facilities for the purposes of providing a COVID-19 vaccination clinic. The proposed Amendment, copy attached, would extend the Agreement expiration date to August 15, 2023, and memorialize relocation of the vaccination clinic from the terminal to the Valet Center.

As this is a non-fee license, this item is being placed on the Consent Calendar of the Commission agenda for its consideration.

BACKGROUND

In August 2021, the Commission approved the Agreement to allow the County to operate a temporary COVID-19 vaccination clinic in the terminal. Since the beginning of the COVID-19 pandemic, Staff has worked closely the County Public Health Department to ensure the health and safety of passengers, staff, tenants, vendors, and service providers that pass through the Airport. Having a County-operated vaccination clinic at the Airport provides additional opportunities for anyone who wants to receive the COVID-19 vaccine.

The vaccination clinic was initially located inside of Terminal A before the TSA Checkpoint. The clinic was quickly being utilized by many members of the community, which caused congestion at the location inside of Terminal A. To accommodate the large volume of community traffic to the clinic, it was relocated next to the Valet Center in November of 2021.

The Agreement currently is set to expire on August 15, 2022. The vaccination clinic continues to remain in demand, not just by airport employees and travelers but also by surrounding community members. Therefore, the County would like to continue the vaccination clinic at the Airport and has requested a one-year extension of the Agreement. With an extended term, the County is able to plan on serving the area with its vaccination clinic through next summer.

The Agreement will continue to allow either party the right to terminate without cause on 30 days written notice.

BUDGET IMPACT

The Agreement is a non-fee license.

RECOMMENDATION

Staff seeks the Commission's approval of the proposed Amendment to the Agreement with the County and authorization for the President to execute the same.

AMENDMENT NO. 1 TO LICENSE AGREEMENT

THIS AMENDMENT NO. 1 ("First Amendment") to the August 16, 2021, LICENSE AGREEMENT ("Agreement") executed by the BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY, a California joint powers agency ("Licensor"), and the COUNTY OF LOS ANGELES, a California political subdivision ("Licensee"), is dated, Jun 21, 2022 2022 for reference purposes.

R E C I T A L S

A. The parties executed the Agreement to provide for Licensee's temporary use of a portion of Licensor's passenger terminal building at the Bob Hope Airport for a COVID-19 vaccination clinic ("Clinic").

B. The parties desire to amend the Agreement to (i) extend the term; and (ii) memorialize relocation of the Clinic.

NOW, THEREFORE, for and in consideration of the foregoing recitals, the mutual terms, covenants, and agreements contained herein, and other good and valuable consideration, the sufficiency of which is hereby acknowledged, Licensor and Licensee agree as follows:

1. Amendment of Section 1. Section 1 ("Term") of the Agreement is amended to read as follows:

"1. Term. This Agreement shall commence on August 16, 2021 ("License Commencement Date") and shall expire on August 15, 2023, unless earlier terminated. Either party may terminate this Agreement without cause upon 30 days' prior written notice. Licensee hereby waives any and all rights to relocation benefits under applicable law upon the expiration or earlier termination of this Agreement."

2. Substitution of Exhibit A-1. "Exhibit A – Depiction of License Premises" is deleted in its entirety and is replaced with "Exhibit A-1- VALET AREA VACCINATION LOCATION". All references in the Agreement to "Exhibit A" shall be deemed to refer to the attached "Exhibit A-1".

3. Substitution of Exhibit B-1. "Exhibit B – COUNTY OF LOS ANGELES CERTIFICATE OF SELF-INSURANCE" is deleted in its entirety and replaced with "Exhibit B-1 - COUNTY OF LOS ANGELES CERTIFICATE OF SELF-INSURANCE". All references in the Agreement to "Exhibit B" shall be deemed amended to state Exhibit B-1.

4. Counterparts. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

5. Effective Date. This First Amendment shall be effective upon execution.

6. 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.

LICENSEE:

COUNTY OF LOS ANGELES

By: Barbara Ferrer
Barbara Ferrer (Jun 21, 2022 15:25 PDT)

Print Name: Barbara Ferrer, Ph.D., M.P.H., M.Ed.

Title: Director

LICENSOR:

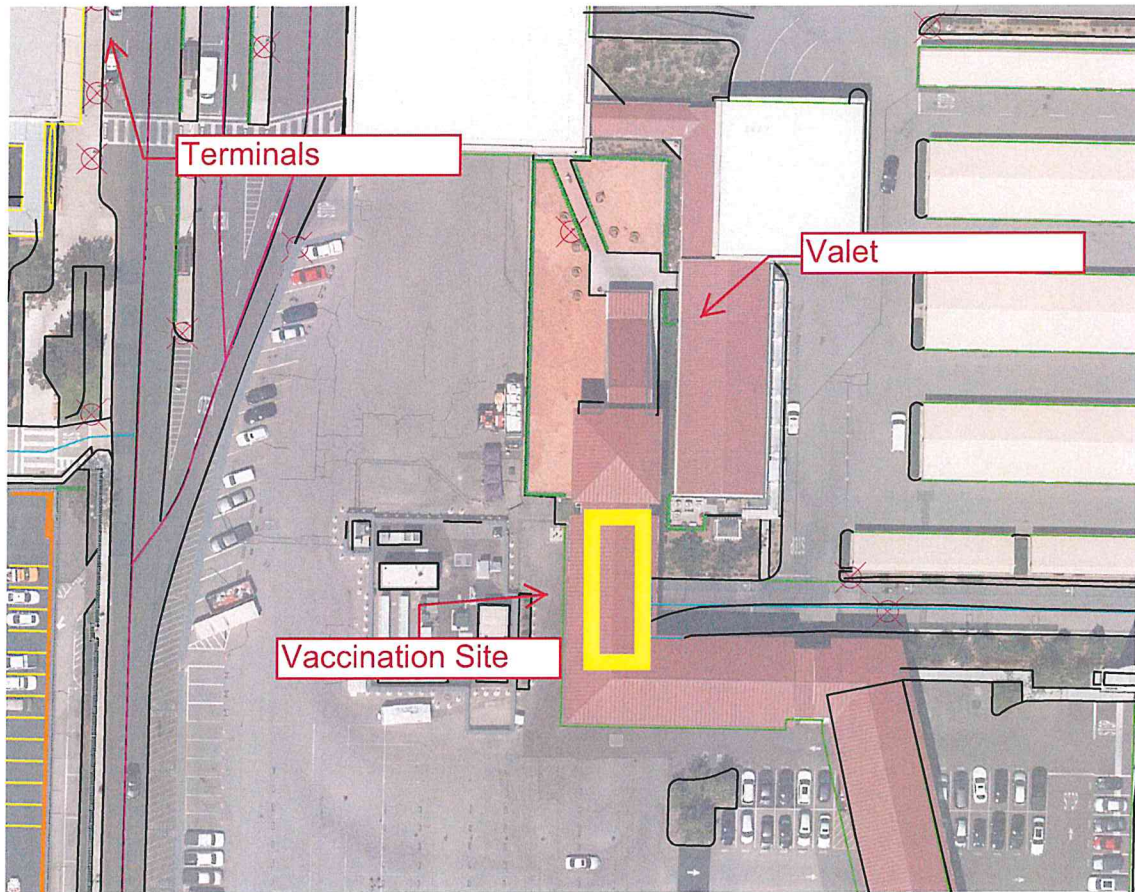
BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY


By: _____

Print Name: Paula Devine

Title: President

EXHIBIT A-1
Revised Depiction of License Premises



	<h1 style="text-align: center;">COUNTY OF LOS ANGELES</h1> <h2 style="text-align: center;">CERTIFICATE OF SELF-INSURANCE COVERAGE</h2>		05-31-2022	
PRODUCER/INSURED COUNTY OF LOS ANGELES CHIEF EXECUTIVE OFFICE RISK MANAGEMENT BRANCH 320 WEST TEMPLE STREET, 7TH FLOOR LOS ANGELES, CA 90010		This certificate is provided for informational purposes only, and does not affect, or expand any of the County's obligations pursuant to the Agreement. This Certificate also confirms that the County is not an insurance company, and that no insurance obligation or relationship exists, or will be established in any manner whatsoever between the County and any individual, contractor, vendor and public or private entity/organization.		
		<h3 style="text-align: center;">ENTITIES AFFORDING COVERAGE</h3>		
		COUNTY OF LOS ANGELES		PARTICIPATION 100%
COVERAGES This Certificate of County Self-Funding Insurance Obligation (Certificate) is the County of Los Angeles (County) authorized Statement that is elected to self-fund its financial obligations. This self-funding of liability is in lieu of commercial insurance coverage, and applies only to the extent permitted by State Law. The County is permitted to self-fund its liabilities arising from acts or omissions of the County; its appointed and elected officers, employees and volunteers (except actual fraud, corruption, or malice), by virtue of California Government Code Sections 989-991.2, County Code 5.32 and Articles 1 and 2 of the County Charter. The liabilities that the County self-funds include general, automobile, property and workers' compensation.				
TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE	POLICY EXPIRATION DATE	LIMITS
<input checked="" type="checkbox"/> Commercial General Liability	Self Insured	05/31/2022	05/31/2023	Occurrence Amount - \$1,000,000 Aggregate Amount - \$2,000,000
<input checked="" type="checkbox"/> Automobile Liability	Self Insured	05/31/2022	05/31/2023	Occurrence Amount - \$1,000,000 Aggregate Amount - \$2,000,000
<input checked="" type="checkbox"/> Property Liability	Self Insured	05/31/2022	05/31/2023	Occurrence Amount - \$1,000,000 Aggregate Amount - \$2,000,000
<input checked="" type="checkbox"/> Workers' Compensation and Employers Liability	Self Insured	05/31/2022	05/31/2023	Occurrence Amount - Statutory Statutory aggregate
DEPARTMENT OF OPERATIONS/LOCATIONS County Department Public Health Facility Use Agreement Burbank-Glendale-Pasadena Airport Authority				
Certificate Holder Burbank-Glendale-Pasadena Airport Authority 2627 Hollywood Way Burbank, CA, 91505			CANCELLATION SHOULD THE COUNTY ELECT TO DISCONTINUE SELF-INSURING ITS LIABILITIES, THE COUNTY WILL NOTIFY THE HOLDERS ON ITS RISK MANAGEMENT WEBSITE BY:  STEVE ROBLES, COUNTY RISK MANAGER	

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

ELECTION OF OFFICERS

Presented by John Hatanaka
Senior Deputy Executive Director

SUMMARY

The joint powers agreement requires the Commission to elect or re-elect a President, a Vice President, and a Secretary at the first meeting of July every year. Although not required to do so, the Commission traditionally also has chosen an Assistant Secretary, Treasurer, and Auditor at the first July meeting. Staff recommends that the Commission elect or re-elect all of its officers, including an Assistant Secretary, Treasurer, and Auditor.

BACKGROUND

Section 2.4.1 of the joint powers agreement addresses the offices of President, Vice President, Secretary, and Assistant Secretary. This provision requires the Commission to elect or re-elect a President, Vice President, and Secretary at the first meeting of July every year. This provision allows, but does not require, the Commission to elect an Assistant Secretary to assist the Secretary in the performance of the Secretary's duties, certify copies of official Authority documents, and perform other duties specified by the Commission. Traditionally, the Commission has elected an Assistant Secretary at the first July meeting. Last year, consistent with past practice, the Commission chose to have the Executive Director serve as the Assistant Secretary.

Sections 2.4.2 and 2.4.3 of the joint powers agreement address the Treasurer and Auditor offices. These provisions require the Commission to appoint a Treasurer and an Auditor, but they do not require that such appointments be made at any particular time of year. Traditionally, the Commission has appointed a Treasurer and Auditor at the first July meeting. Currently, Commissioner Agajanian serves as Treasurer and Commissioner Najarian serves as Auditor.

FPPC REGULATION

Fair Political Practices Commission Regulation 18702.5 defines what constitutes a "personal financial effect" for purposes of the Political Reform Act's conflict of interest prohibition. As a result of an amendment adopted several years ago, this regulation allows a public official to participate in decisions to fill a position on a body of which the official is a member. Thus, even though the President is compensated slightly more than other Commissioners, the nominees(s) for President may participate in the Commission's discussion and vote on that office.

RECOMMENDATION

Staff recommends that the Commission elect a President, Vice President, and Secretary for the 2022-2023 term. Staff also recommends that the Commission determine whether to

change the existing appointments to the offices of Assistant Secretary, Treasurer, and Auditor.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**CREATION OF EXECUTIVE COMMITTEE; REDEFINITION OF
STANDING ADVISORY COMMITTEE SUBJECT MATTER JURISDICTION;
AND UPDATE OF COMMITTEE OPERATION GUIDELINES**

Presented by Terence Boga, Esq.
General Counsel

SUMMARY

Staff seeks the Commission's creation of a new standing advisory committee to be known as the Executive Committee and to be comprised of the Commission's President, Vice President, and Secretary. It is proposed that the Executive Committee will meet on an as-needed basis in accordance with the Brown Act and will have subject matter jurisdiction to make recommendations to the Commission on four topics: (1) the Replacement Passenger Terminal ("RPT") Program; (2) the airport management services contract; (3) labor negotiations; and (4) legislative matters. Staff also seeks Commission approval of a redefinition of the subject matter jurisdiction of the three existing standing advisory committees and an update of the committee operation guidelines.

BACKGROUND

On June 20, 2022, the Commission reviewed the structure and functions of its standing and ad hoc advisory committees. At that meeting the Commission dissolved the Replacement Terminal Ad Hoc Committee, which was the only ad hoc committee then in existence. Additionally, the Commission directed staff to agendaize an item for consideration of two standing committee matters. One was creation of a new standing committee, to be known as the Executive Committee and to be comprised of the Commission's President, Vice President, and Secretary, for the purpose of working on the RPT Program and potentially other topics. The other was a potential change of duties for the three standing committees.

EXECUTIVE COMMITTEE

Staff has prepared a proposed Resolution No. 495 (copy attached as Exhibit 1) to memorialize the creation of the Executive Committee as a new standing advisory committee. The Executive Committee will not have a fixed meeting schedule, but instead will meet on an as-needed basis and its meetings will be held in accordance with the Brown Act. As drafted, the proposed resolution will give the Executive Committee jurisdiction to make recommendations to the Commission on three topics in addition to the RPT Program: the airport management services contract; labor negotiations; and legislative matters. Like the RPT Program, each of those topics has aspects that can fall within the subject matter jurisdiction of any of the three existing standing committees. Thus, Staff believes that it is appropriate for the Commission's lead elected officers to be responsible for coming up with recommendations to the Commission on those topics too.

STANDING ADVISORY COMMITTEE SUBJECT MATTER JURISDICTION

The principal core functions of the Commission's three existing standing advisory committees are set forth in Resolution No. 334 (copy attached as Exhibit 4), which was adopted in October 1997. As Exhibit A of the proposed Resolution No. 495, staff has drafted a subject matter jurisdiction list that redefines those principal core functions. The update is intended to add the Executive Committee to the list and to more clearly identify the responsibilities of each committee.

COMMITTEE OPERATION GUIDELINES

The operation guidelines for the Commission's committees currently are set forth in Resolution No. 204 (copy attached as Exhibit 2) and Resolution No. 311 (copy attached as Exhibit 3), which were respectively adopted in March 1988 and March 1996. As Exhibit B of the proposed Resolution No. 495, Staff has drafted amended and restated committee operation guidelines. The update is intended to consolidate the requirements into a single document with clarifying amendments and elimination of provisions that are unnecessary because of the Brown Act.

COMMITTEE ASSIGNMENT ROTATION POLICY

The Commission's consensus at the last meeting was to maintain the standing committee assignment rotation policy specified in Resolution No. 334. That policy has been incorporated into Section 3(B) of the proposed Resolution No. 495.

RECOMMENDATION

Staff recommends that the Commission adopt the proposed Resolution No. 495 to create the Executive Committee as a new standing advisory committee, to redefine the subject matter jurisdiction of the three existing standing advisory committees, and to update the committee operation guidelines.

Attachments:

- | | |
|------------|--------------------------|
| Exhibit 1: | Draft Resolution No. 495 |
| Exhibit 2: | Resolution No. 204 |
| Exhibit 3: | Resolution No. 311 |
| Exhibit 4: | Resolution No. 334 |

RESOLUTION NO. 495

**A RESOLUTION OF THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY COMMISSION
CREATING AN EXECUTIVE COMMITTEE, REDEFINING SUBJECT MATTER
JURISDICTION OF STANDING ADVISORY COMMITTEES, AND UPDATING
COMMITTEE OPERATION GUIDELINES**

The Burbank-Glendale-Pasadena Airport Authority Commission resolves as follows:

Section 1. Findings.

A. In June 1978, the Commission established the Finance Committee, the Legal Committee, and the Operations Committee as standing advisory committees.

B. On January 4, 1988, the Commission adopted Resolution No. 199 to reconstitute these standing advisory committees under the same names.

C. On March 7, 1998, the Commission adopted Resolution No. 204 to reestablish these standing advisory committees and adopt guidelines for their operation.

D. On March 18, 1996, the Commission adopted Resolution No. 311 to reestablish these standing advisory committees and update their operation guidelines.

E. On October 20, 1997, the Commission adopted Resolution No. 334 to reconstitute these standing advisory committees, define their principal core functions, and rename them the Finance and Administration Committee, the Legal, Government and Environmental Affairs Committee, and the Operations and Development Committee.

F. Current and planned activities at Bob Hope Airport have reached the point that it is beneficial for the Commission to create a fourth standing advisory committee, to redefine the subject matter jurisdiction of the three existing standing advisory committees, and to update the committee operation guidelines.

Section 2. Standing Advisory Committee Roster. The Commission shall have four standing advisory committees: the Executive Committee; the Finance and Administration Committee; the Legal, Government and Environmental Affairs Committee; and the Operations and Development Committee. These committees shall make recommendations to the Commission on items within their subject matter jurisdiction and shall have no power to take action on behalf of or otherwise bind the Commission or the Authority.

Section 3. Standing Advisory Committee Membership.

A. Executive Committee. The Executive Committee shall have three members and shall be comprised of the Commission's President, Vice President, and Secretary.

B. Other Committees. The Finance and Administration Committee, the Legal, Government and Environmental Affairs Committee, and the Operations and Development Committee shall each have three members and shall be comprised of one Commissioner from each of the Authority's member cities. Following the annual election of Commission officers, the President shall appoint the membership of these committees by assigning new members or maintaining existing assignments. The President shall announce the appointments at a Commission meeting, which may be the same meeting as the annual election of Commission officers or a later meeting. An individual Commissioner shall not serve on any of these committees for more than three consecutive years unless both of the following occur: (i) the President makes a finding that such Commissioner has unique skills or experience for special circumstances presented; and (ii) the Commission approves such Commissioner's extension of membership.

Section 4. Standing Advisory Committee Subject Matter Jurisdiction. The subject matter jurisdiction of the standing advisory committees shall be as set forth in the attached Exhibit A.

Section 5. Committee Operation Guidelines. The operation guidelines for the Commission's committees shall be as set forth in the attached Exhibit B.

Section 6. Superseded Resolutions. This Resolution supersedes Resolution Nos. 199, 204, 311, and 334, which shall be of no further force or effect.

Section 7. Effective Date. This Resolution shall be effective upon adoption.

Adopted this 18th day of July, 2022.

President

Attest:

Frank R. Miller, Assistant Secretary

EXHIBIT A
Burbank-Glendale-Pasadena Airport Authority Commission
Standing Advisory Committee Subject Matter Jurisdiction

The subject matter jurisdiction of the Authority Commission's four standing advisory committees shall be as follows:

EXECUTIVE COMMITTEE

Role: Advise and make recommendations to the Commission on four paramount topics related to the Authority's ownership and operation of the Airport.

Topics (Exclusive)

Examples of Items (Non-Exclusive)

Airport Management Services Contract

- Cost reimbursement requests
- Performance reviews

Labor Negotiations

- Airport management services contractor collective bargaining agreements
- Burbank Airport Police Officers Association memoranda of understanding

Legislation

- Lobbyist activities
- Proposed airport-related legislation

Replacement Passenger Terminal Program

- Entitlements
- Environmental analyses
- Financial planning
- Procurements

FINANCE AND ADMINISTRATION COMMITTEE

Role: Advise and make recommendations to the Commission on financial and administrative matters related to the Authority or the Airport.

Principal Topics (Non-Exclusive)

Examples of Items (Non-Exclusive)

Auditor Reports

Capital and Operating Budgets

Financial Results Reports

Financial Services Procurements

- Audit services
- Passenger Facility Charge applications

Grant Applications

Lease Awards

- Concession agreements
- Ground development leases
- Hangar leases
- Office space leases

Parking Rates

Treasury Activities

LEGAL, GOVERNMENT AND ENVIRONMENTAL AFFAIRS COMMITTEE

Role: Advise and make recommendations to the Commission on legal, government and environmental matters related to the Authority or the Airport.

Principal Topics (Non-Exclusive)

Examples of Items (Non-Exclusive)

Air Quality Improvement Plan

- South Coast Air Quality District agreements

Legal Services Procurements

Noise Exposure Map / Noise Compatibility Program

Residential Acoustical Treatment Program

Solid Waste Programs

- CalRecycle mandates
- Waste hauling services

OPERATIONS AND DEVELOPMENT COMMITTEE

Role: Advise and make recommendations to the Commission on operational and development matters related to the Authority or the Airport.

Principal Topics (Non-Exclusive)

Examples of Items (Non-Exclusive)

Air Service Development and Retention

Airport Branding

Airport Maintenance and Upgrades

Capital Improvement Implementation

Engineering Services Procurements

Land Acquisitions

Safety and Security Issues

- Transportation Security Administration agreements

Traffic and Transportation Issues

- Ground transportation
- Transportation network company agreements

EXHIBIT B
Burbank-Glendale-Pasadena Airport Authority Commission
Committee Operation Guidelines

1. Each standing advisory committee and ad hoc advisory committee shall have equal representation from each of the Authority's member cities.
2. Commission approval is required for the creation of an ad hoc advisory committee. The President shall appoint the membership of each ad hoc advisory committee. No Commissioner shall serve on more than one ad hoc advisory committee unless the number of such committees exceeds three, in which case Commissioners who serve on a lesser number of such committees shall be appointed ahead of Commissioners who serve on a greater number of such committees until the appointments have been equalized.
3. To the extent possible, Commissioners will be assigned to standing advisory committees and ad hoc advisory committees for which they are best qualified by reason of expertise or interest.
4. Work assignments for standing advisory committees shall be as set forth in each committee's subject matter jurisdiction and as determined by Commission consensus.
5. The agenda (not the agenda packet) of each standing advisory committee meeting shall be distributed to Commissioners who are not members of the committee concurrently with the distribution to Commissioners who are members of the committee. Alternatively, Commissioners who are not members of the committee shall be notified by e-mail when the agenda has been posted on the Authority webpage.
6. The agenda (not the agenda packet) of each ad hoc advisory committee meeting shall be distributed to Commissioners who are not members of the committee concurrently with the distribution to Commissioners who are members of the committee.
7. Standing advisory committees and ad hoc advisory committees shall approve minutes of their meetings. Approved minutes shall be included in the agenda packet of the next regular meeting of the Commission.

RESOLUTION NO. 204

A RESOLUTION OF THE BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY REESTABLISHING ADVISORY COMMITTEES
AND ADOPTING COMMITTEE OPERATION GUIDELINES

WHEREAS, three advisory committees, Finance, Legal and Operations, have been established by the Airport Authority;

WHEREAS, it is the desire of the Commission of the Airport Authority to ensure committee activities and deliberations are in conformance with applicable state law; and

WHEREAS, the Commission wishes to establish guidelines which will govern the advisory and other ad hoc or special committees.

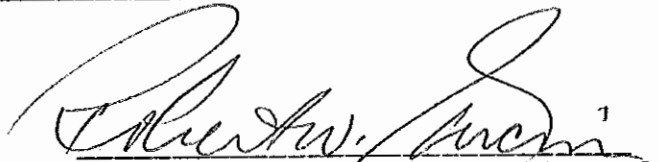
NOW, THEREFORE, BE IT RESOLVED that the Commission of the Burbank-Glendale-Pasadena Airport Authority hereby 1) reestablishes the Finance, Legal and Operations Committees as advisory committees for the benefit of the operation of the Airport Authority; 2) adopts the following enumerated committee guidelines; and 3) instructs staff to publish the guidelines in the Commissioner Information Manual.

1. To the extent possible, Commission members will be assigned to the advisory committee for which they are best qualified by reason of expertise or interest. No Commission member shall serve on more than one advisory committee at a time, except that a member can serve on an advisory committee and another ad hoc or special purpose committee other than Finance, Legal and Operations Committees.
2. The President of the Commission shall appoint committee members annually at the first regular meeting following the election of Commission officers. The President shall make assignments to special purpose or ad hoc committees or fill vacancies as necessary.
3. The primary functions of the advisory committees are to review matters of importance and to report thereupon to the full Commission. The report of each committee meeting shall include the deliberations of the committee, including any recommendation for action by the Commission.
4. Matters for consideration by any advisory committee can be referred to such committee by motion of a Commission member, written request of any Commission member through President, or written request of the Authority staff as the case may be. Additionally, a member of any such committee may initiate consideration of a matter, so long as it is

determined that such matter is not already under consideration by another committee. In this regard, different facets of the same matter can be assigned to or reviewed by different committees at the same time, but deliberations upon the general matter itself must be limited to a single committee.

5. On matters of greatest importance and potential controversy, it is preferred that such matters be first considered by the full Commission and subsequently assigned to an appropriate committee.
6. A committee cannot exercise or usurp the authority of the full Commission by taking an action upon a matter which could be deemed a final or complete action and which would not be subject to review and action by the full Commission. In this regard, the failure of a committee to report upon a matter which has been considered by that committee to the full Commission could be deemed an "action" and should therefore not occur.
7. A committee member should not discuss a matter under consideration by that committee with a member of another committee, unless during consideration by the full Commission in public session. In this regard, commissioners, whether as part of committee activities or ongoing Commission deliberations, should not "poll" other commissioners outside of the view of the public if such "polling" could result in consideration of a matter by a quorum of the Commission.

ADOPTED, this 7th day of March, 1988.


President of the Commission of
the Burbank-Glendale-Pasadena
Airport Authority

Attest:


Secretary

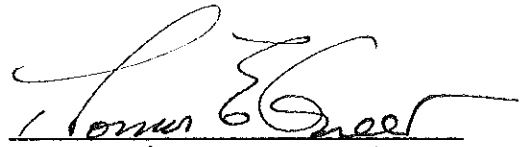
STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

I, Thomas E. Greer do hereby certify that the foregoing resolution was duly and regularly adopted by the Commission of the Burbank-Glendale-Pasadena Airport Authority at a meeting held on the 7th day of March, 1988, by the following vote:

AYES: Garcin, Ayers, Meseck, Heckman, Parcher,
 Howard, Bowman, Robinwon, Schwarzenbach

NOES: None

ABSENT: None


Assistant Secretary

RESOLUTION NO. 311

A RESOLUTION OF THE BURBANK-GLENDALE-PASADENA
AIRPORT AUTHORITY COMMISSION REESTABLISHING ADVISORY
COMMITTEES AND UPDATING COMMITTEE OPERATION GUIDELINES

WHEREAS, in June 1978, the Commission of the Burbank-Glendale-Pasadena Airport Authority established three advisory committees, designated the Finance Committee, the Legal Committee and the Operations Committee, consisting of three members each, with one appointee of each of the cities of Burbank, Glendale and Pasadena serving on each advisory committee; and

WHEREAS, those three committees were reconstituted in January 1988 upon passage of Resolution No. 199 by the Commission; and

WHEREAS, in March 1988, the Commission adopted Resolution No. 204 reestablishing these advisory committees and adopting committee operation guidelines for advisory and ad hoc or special committees; and

WHEREAS, the Commission wishes to revise the guidelines which govern the advisory and ad hoc or special committees, especially as those guidelines pertain to representation of commissioners from each of the appointing cities on committees and the number of committees on which one commissioner may serve.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Finance Committee, the Legal Committee and the Operations Committee are hereby reconstituted and reestablished as standing advisory committees of the Commission as provided in and subject to the provisions of Resolution No. 199 and Resolution No. 204;

2. That all standing advisory committees and ad hoc or special committees be appointed by the President of the Commission at either a regular or a special meeting of the Commission;

3. That all committee tasks or referrals to committee be assigned at a regular or special Commission meeting and that a standing advisory committee member -- as distinguished from an Ad Hoc or Special Committee member -- may also request of the Committee on which he/she sits to have a matter agendaized for the Committee on which he/she sits;

4. That all commissioners be provided prior written notice of any and all committee meetings, whether standing, ad hoc or special and simultaneously be provided a copy of the agenda.

5. That each and every committee appointment shall have equal representation from each of the appointing cities of the Authority;

6. That no commissioner of the Authority shall be appointed to serve concurrently on more than one standing committee and more than one ad hoc or special committee. Should the number of such committees exceeds six, in which case this limit on commissioner appointments shall be deemed modified to permit commissioners to serve on a greater number of committees consistent with the principle of equal representation set forth in paragraph 4 and the principle that commissioners who serve on a lesser number of committees should be appointed to new committees ahead of commissioners who serve on a greater number of committees until the number of commissioners on all committees is again equalized;

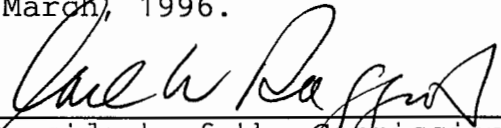
7. That all committees after each and every committee meeting present a report, oral and/or written at the next regular or special meeting of the full Commission.

8. No committee meeting may be cancelled or postponed unless and until the committee's chairperson or his/her designee has at least 24 hours prior to the act of cancellation/postponement contacted each committee member by telephone and FAX or personal contact stating the intent to cancel said committee meeting and setting forth the reason(s) for said cancellation/postponement. Any committee member* may in writing or on the record waive the 24 hour prior contact requirement.

9. That this Resolution shall be read in conjunction with Resolution No. 199 and Resolution No. 204, and any inconsistency or discrepancy that may arise between this Resolution and prior Resolutions and/or the Streator Report will be governed by this Resolution.


* This would only affect and therefore only apply to non-chairperson members.

ADOPTED, this 18th day of March, 1996.



President of the Commission
of the Burbank-Glendale-Pasadena
Airport Authority

Attest:



Secretary of the Commission

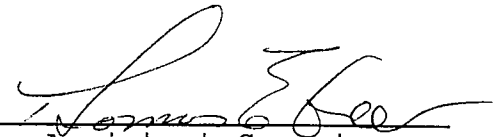
STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

I, Thomas E. Greer, do hereby certify that the foregoing resolution was duly and regularly adopted by the Commission of the Burbank-Glendale-Pasadena Airport Authority at the meeting held on the 18th day of March, 1996, by the following vote:

Ayes: Berlin, Klengler, Streator, Meseck, Holden,
 Gee.

Noes: None.

Absent: Paparian, Raggio, Garcin.



Assistant Secretary

RESOLUTION NO. 334

A RESOLUTION OF THE BURBANK-GLENDALE-
PASADENA AIRPORT AUTHORITY COMMISSION
ESTABLISHING STANDING ADVISORY COMMITTEES
AND THEIR PRINCIPAL CORE FUNCTIONS

WHEREAS, at the regular meeting of the Burbank-Glendale-Pasadena Airport Authority (the "Authority") held on October 6, 1997, the Commissioners considered the Report of the Ad Hoc Committee on Committee Restructuring, a copy of which is attached to the Minutes of the meeting of October 6, 1997 (the "Report"); and

WHEREAS, certain of the recommendations in the Report were proposed to be modified and, as modified, the recommendations were moved and approved by vote of the Commissioners; and

WHEREAS, the Commissioners believe that it is desirable to set forth in this resolution the recommendations set forth in the Report, as modified and approved by the Commissioners.


NOW, THEREFORE, BE IT RESOLVED THAT

1. Establishment of Standing Advisory Committees. There shall be three standing advisory committees of the Commission, to be known as (i) the "Legal, Government and Environmental Affairs Committee," (ii) the "Finance and Administration Committee" and (iii) the "Operations and Development Committee." These standing advisory committees are intended to replace all existing standing advisory committees of the Commission, which are hereby terminated, both as to function and membership. The standing advisory committees shall advise and make recommendations to the Commission as a whole and shall have no authority to take action on behalf of or otherwise bind the Commission or the Authority.

2. Principal Core Functions of Standing Advisory Committees. Each standing advisory committee of the Commission shall have the role and assignments described in Exhibit A attached hereto, which shall constitute the principal core functions of the standing advisory committee, plus any other role and assignment which may be referred to the standing advisory committee by the Commission.

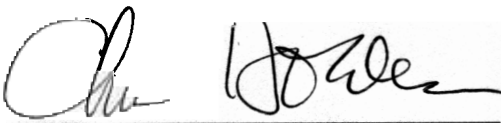
3. Rotating Committee Assignments. In order to allow for more experienced Commissioners, for individual Commissioners to serve on more than one standing advisory committee and for new Commissioners to have a wider choice of standing advisory committee assignments, it shall be the policy of the Commission that the period of time that an individual Commissioner may serve consecutively on the same standing advisory committee shall be limited as follows: (i) each existing Commissioner who is appointed initially to serve on one of the standing advisory committees established by Section 1 of this resolution shall not serve consecutively on such committee beyond June 30, 2000, and (ii) in all other cases an individual Commissioner shall not serve on the same standing advisory committee for more than three (3) consecutive years (in both cases, exclusive of any period of service on standing advisory committees prior to the adoption of this resolution). Notwithstanding the foregoing, in the event that the President of the Commission finds that there are unique skills or experience required for special circumstances presented, the President may extend the membership of any Commissioner on a standing advisory committee beyond three (3) consecutive years, with the approval of the full Commission.

ADOPTED, this 20th day of October, 1997.



President
Burbank-Glendale-Pasadena Airport Authority

Attest:



Secretary or Assistant Secretary

EXHIBIT A

The standing committees of the Authority shall have the following role and assignments:

Legal, Government and Environmental Affairs Committee shall:

- (a) Review and make recommendations relating to services that pertain to the principal core functions of the committee.

Consider, review and make recommendations relating to employing law firms and obtaining legal services.

- (c) Oversee major legal issues involving the Authority that the Commission as a whole does not monitor.

Oversee and make recommendations relating to all environmental issues, including, without limitation, the Authority's F.A.R. Part 150 noise impact study, residential and other sound insulation programs, and air quality.

- (e) Oversee and make recommendations relating to all proposed and enacted state and federal legislation or regulatory matters and issues that may affect the Authority or its operations.

- (f) Monitor and make recommendations relating to all state and federal government affairs, including lobbying activities on behalf of the Authority.

2 Finance and Administration Committee shall:

- (a) Review and make recommendations relating to services that pertain to the principal core functions of the committee.

Review and make recommendations relating to the awarding of all tenant space and ground leases.

Review, monitor and make recommendations relating to the Authority financial affairs, including, without limitation, capital and operating budgets and grant applications.

Monitor personnel administration and performance reviews

Monitor treasury activities

- (f) Review and make recommendations relating to parking rates and charges.

Review and monitor all operating and financial summary results.

Review auditors' reports and other financial consultants' reports

- (i) Review and recommend all major contracts for outside consulting services to the extent they apply to financial and administrative functions of the Authority.

3. Operations and Development Committee shall:

- (a) Review and make recommendations relating to services that pertain to the principal core functions of the committee.

Consider and make recommendations relating to all major maintenance and upgrade contracts.

- (c) Consider and make recommendations relating to all engineering, consulting and other services related to Airport operations.

Review and make recommendations relating to all land acquisitions and transactions.

- (e) Review and make recommendations relating to all major Airport operating issues, including, but not limited to, traffic, transportation, safety and security.

- (f) Review and make recommendations relating to an implementation plan for all major Airport capital improvements construction and demolition projects.

Review and make recommendations relating to marketing and advertising programs.

Participate in and make recommendations relating to programs for the development of additional air service tenants.

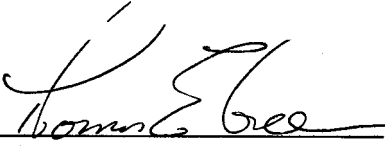
STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

I, Thomas E. Greer, do hereby certify that the foregoing resolution was duly and regularly adopted by the Commission of the Burbank-Glendale-Pasadena Airport Authority at a meeting held on the 20th day of October, 1997 by the following vote:

AYES: Commissioners Raggio, Streator, Meseck, Briggs, Flynn

NOES: Commissioners Berlin, Paparian

ABSENT: Commissioners Klengler, Holden



Thomas E. Greer
Assistant Secretary

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**DETERMINATIONS REGARDING RETURN TO IN-PERSON MEETINGS
AND AB 361 FINDINGS FOR SPECIAL BROWN ACT REQUIREMENTS
FOR TELECONFERENCE MEETINGS**

Presented by Terence Boga, Esq.
General Counsel

SUMMARY

Pursuant to the motion passed at the May 16, 2022, meeting, Staff has placed this item on the agenda to give the Commission an opportunity to provide direction on the return to in-person Commission and Committee meetings at the Airport. Additionally, this item gives the Commission an opportunity to make the findings specified in AB 361 (2021) for special Brown Act requirements for teleconference meetings.

BACKGROUND

Since the start of the COVID-19 pandemic and Governor Newsom's relaxation of Brown Act requirements, the Authority has followed the course of many other local public agencies and held teleconference meetings to promote social distancing and protect public safety. The Governor's executive orders allowed agencies to conduct teleconference meetings without having to provide a physical location from which the public may attend or comment, without having to use teleconference locations that are publicly accessible, and without having to identify teleconference locations on the agenda. Those executive orders expired on September 30, 2021, and teleconference meetings now are conducted pursuant to AB 361, which confers similar flexibility.

In order for a local public agency to be subject to the AB 361 special Brown Act requirements for teleconference meetings, the legislative body of the agency must make two findings. First, the legislative body must find that it has "reconsidered" the circumstances of a declared state of emergency. Second, the legislative body must find that such emergency continues to directly impact the ability of the legislative body's members to meet in person. Alternatively, for the second finding, the legislative body must find that state or local officials continue to impose or recommend social distancing measures. These findings must be made within 30 days after the legislative body teleconferences for the first time under AB 361 and every 30 days thereafter. The Commission last made these findings on June 20, 2022.

Governor Newsom is rolling back his COVID-19 executive orders in phases, but he has left his COVID-19 state of emergency declaration in effect. Furthermore, the State of California and the County of Los Angeles have recommended measures to promote social distancing. In particular, the California Division of Occupational Safety and Health still requires that employers provide training on the effectiveness of physical distancing in the workplace. Additionally, the Los Angeles County Department of Public Health continues to recommend

2688896.1

STAFF REPORT/COMMISSION/7-18-22

DETERMINATIONS REGARDING RETURN TO IN-PERSON MEETINGS
AND AB 361 FINDINGS FOR SPECIAL BROWN ACT REQUIREMENTS
FOR TELECONFERENCE MEETINGS

that employers take steps to reduce indoor crowding and to enable employees and visitors to physically distance from each other.

MASK MANDATE STATUS

On July 1, 2022, the Los Angeles County Department of Public Health issued a press release expressing “increasing concerns” about the impact of new Omicron sub-variants that could result in the County moving into the High Community Level designation this summer. The press release further stated that, if the County were to move into that level and remain there for two consecutive weeks, then the County would implement a universal indoor masking requirement for everyone age 2 and older. As of the preparation of this staff report, the County has not yet imposed such a universal indoor masking requirement.

RECOMMENDATION

Staff recommends that the Commission provide direction on when the Authority will return to in-person Commission and Committee meetings at the Airport. Additionally, Staff recommends that the Commission determine whether to make the AB 361 findings for special Brown Act requirements for teleconference meetings. If the Commission desires that the Authority be able to utilize that statute’s teleconference meeting flexibility for another 30 days, then the appropriate motion is:

“I move that the Commission make the following findings: (1) the Commission has reconsidered the circumstances of the COVID-19 state of emergency; and (2) state and local officials continue to recommend measures to promote social distancing.”

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**REPLACEMENT PASSENGER TERMINAL PROJECT
PROGRESSIVE DESIGN-BUILD SERVICES SHORTLIST APPROVAL
AND REQUEST FOR PROPOSALS AUTHORIZATION**

Presented by Rebekah Gladson, FAIA, AUA, DBIA
XI-3 Corporation

SUMMARY

Staff seeks Commission approval of a three-team shortlist for progressive design-build services for the Replacement Passenger Terminal (“RPT”) Project and authorization to issue the Request for Proposals (“RFP”) for this procurement. The proposed shortlist consists of the following teams (listed in ranked order):

1. Austin-WebCor, Contractor/ Fentress, Architect/ TYLin, Engineer/ Granite, Subcontractor (Pre-con & Civil partner)
2. Holder-Pankow, JV Contractor/ Corgan, Architect/ Burns & McDonnell, Engineer
3. Turner, Contractor/ HNTB, Architects and Engineers/ Flatiron, Subcontractor (Pre-con & Civil partner)

In order to move the process of selecting a progressive design-build team forward and meet the goal of awarding a contract by the end of the calendar year, this item is being presented to the Commission for its consideration.

BACKGROUND

The Commission approved the use of the progressive design-build project delivery method for the RPT Project on May 20, 2019. The procurement of progressive design-build services is a two-step process consisting of: (1) issuance of a Request for Qualifications (“RFQ”); and (2) issuance of an RFP to shortlisted respondents.

On May 12, 2022, Jacobs Project Management Co. (“Jacobs”) assumed the duties of the program management. As part of the initial effort, Jacobs completed progressive design-build services procurement documents. The RFQ was released on May 20, 2022 and an addendum was issued on May 26, 2022. The addendum expanded the types of collaborative project methodologies that respondents could use to meet qualification requirements, as well as clarified the legal and financial information requested from respondents.

The PlanetBids system provided significant outreach to potential progressive design-build teams. Such outreach was in addition to two “Industry Days” held by the Authority, the first prior to the COVID-19 pandemic and the second in February 2022.

On June 20, 2022, the Authority received statements of qualifications (“SOQs”) from five progressive design-build teams. Upon review, all five SOQs were deemed to be responsive to the listed requirements.

The five respondents were (listed in alphabetical order):

- Austin-WebCor, Contractor/ Fentress, Architect/ TYLin, Engineer/ Granite, Subcontractor (Pre-con & Civil partner)
- Holder-Pankow, JV Contractor/ Corgan, Architect/ Burns & McDonnell, Engineer
- PCL, Contractor/ Gensler, Architect/ KPFF, Engineer - Landside/ RS&H, Engineer - Airside
- Turner, Contractor/ HNTB, Architects and Engineers/ Flatiron, Subcontractor (Pre-con & Civil partner)
- Tutor-Perini/ Rudolph & Sletten, Contractor/ SOM, Architect/ Arup, Engineer

EVALUATION PROCESS

The evaluation of each SOQ consisted of the following criteria:

- Cover Letter: Information Provided Yes/No
- Safety/Bonding: Pass/Fail
- Minimum Experience: Pass/Fail
- Previous Working Relationship: Pass/Fail
- Financial & Legal Information: Information Provided Yes/No
- Core Design-Build Team List of Projects: (10 points)
- Core Design-Build Team Project Experience: (20 points)
- Experience with Local Subcontracting Community: (10 points)
- Project Organization: (20 points)
- Key Personnel Resumes: (20 points)
- Project Approach: (20 points)

To provide an independent technical review of the submittals and coordination of the evaluation panel, staff retained the services of Ms. Rebekah Gladson, FAIA, AUA, DBIA of XI-3 Corporation. Ms. Gladson has over 30 years of experience with progressive design-build programs and most recently provided similar services to Los Angeles World Airports and University of California, Irvine where she served as Vice-Chancellor.

An evaluation panel comprised of Staff, an airline representative, one current and one former City of Burbank employee (both having extensive knowledge of the RPT Project), and an advisor from San Francisco International Airport. Jacobs was not included in the evaluation panel and did not participate in the evaluations. The evaluators reviewed the SOQs based on the criteria defined above.

The evaluation was based on an equally weighted average points-allocation process for each of the criteria above. Out of 100 total available points, the scores and ranking for each firm are as follows:

Selection Criteria	Core D-B Team List of Projects	Core D-B Team Project Experience	Exp. w/ Local Subcontracting Community	Project Organization	Key Personnel	Project Approach	TOTAL
Weighting Factor:	1	1	1	1	1	1	
Maximum Points Possible	10	20	10	20	20	20	100
FIRM:							
Austin-WebCor	9	16	9	19	18	18	89
Holder-Pankow	8	16	8	17	18	18	85
PCL-Gensler	9	15	9	13	15	18	79
Turner-Flatiron-HNTB	9	15	9	16	17	18	84
Tutor Perini-R&S	7	11	7	14	12	17	68

While each team demonstrated a minimum level of experience in designing and constructing airport terminals and related infrastructure, the highest scoring teams had “Key Personnel” with significantly more expertise in project scopes like the RPT Project, and experience with collaborative project delivery methodologies. Key Personnel on the highest scoring teams were more experienced with utilizing a progressive design-build project delivery model and risk mitigation for like airport projects, and had stronger internal team working relationships.

Based on the stated criteria that the Authority would not shortlist more than four respondents, it is recommended that the three highest scoring teams be shortlisted and that the RFP be issued to those teams. The RFP will include demolition of the existing terminal as part of the work covered by the design-build agreement. Subsequent to the RFQ issuance, Staff and Jacobs determined that inclusion of such demolition work in this contract is in the Authority’s interest for project efficiency reasons. Among others, those reasons include the fact that the Development Agreement with the City of Burbank makes the Authority’s receipt of demolition credits contingent upon the existing terminal being demolished within 12 months of RPT opening.

BUDGET IMPACT

The process of selecting a progressive design-build team utilizing the 2 Step process outlined above does not incur any cost.

RECOMMENDATION

Staff seeks Commission approval of a three-team shortlist for progressive design-build services for the RPT Project as set forth above and authorization to issue such teams the RFP for this procurement.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**AIRPORT SOLUTION LINE SERVICE AGREEMENT EXTENSION
AND
CHANGE ORDER #1 TO THE COMMON USE PASSENGER PROCESSING SYSTEM
REFRESH PROJECT
WITH
SITA INFORMATION NETWORKING COMPUTING USA INC.**

Presented by Thomas Henderson
Director, Operations

SUMMARY

At its meeting on June 20, 2022, the Operations and Development Committee (“Committee”) voted unanimously (3–0) to recommend that the Commission approve a 1-year extension of the Airport Solution Line Service Agreement (“Service Agreement”), copy attached, with SITA Information Networking Computing USA, Inc. (“SITA”) for the Common Use Passenger Processing System (“CUPPS”) installed at the Hollywood Burbank Airport. This extension will run from October 1, 2022 to September 30, 2023, at a monthly cost of \$64,153. The cost of the services provided under this agreement are reimbursed monthly by the airlines serving the Airport.

The Committee also unanimously voted to recommend the approval of Change Order #1 to the CUPPS Refresh project in the amount of \$118,896.60. The proposed Change Order #1 is a modification to Amendment No. 3 of the Service Agreement, by which the Commission approved the CUPPS Refresh project in October 2021 at an original cost of \$1,106,007.52. Ongoing supply chain issues and changes to the original Scope of Work have increased the overall cost of the CUPPS Refresh project to \$1,224,904.12. On May 17, 2022, the airlines approved the change order request and the cost of the Refresh project, upon certification and acceptance by the Authority, will be fully reimbursed by the airlines over a 12-month amortization period.

BACKGROUND

SITA, a provider of International Air Transport Association (“IATA”) certified common use systems at airports worldwide, was selected through a competitive proposal process among other IATA certified CUPPS providers in January 2012. Installation of the system was completed and certified for use on March 31, 2014. The CUPPS includes the following components: (i) common use passenger check-in system at all gates and ticket counter check-in positions; (ii) common use passenger self-service check-in units; (iii) flight and baggage information displays throughout the terminals and baggage claim areas; (iv) an audio and visual paging system in the terminals; (v) ticket counter common use bag scales; and (vi) a common use phone system that is restricted to airline use only. The cost of the project was \$9,000,000 which was paid for through a Federal Aviation Administration approved Passenger Facility Charge application.

In September 2015, the Commission approved a four-year Service Agreement with SITA at a monthly cost of \$54,389, the cost of which is charged back to airlines using the system. At the request of the airlines, in September 2019, the Commission approved Amendment No. 1, a three-year renewal of the Service Agreement, which included two optional one-year extensions. In addition to the Service Agreement, Amendment No. 2 was approved in February 2020 to acquire SITA's Gate Management System. The Gate Management System procurement was subsequently delayed due to the onset of the COVID-19 pandemic, resuming in May 2021 and completed in November 2021.

In early 2021, SITA advised Staff that the current computer hardware and Windows operating system are at the end of their useful life. As the cost of CUPPS equipment, software and maintenance is the responsibility of the airlines, Staff met with representatives of the Airport Airline Affairs Committee ("AAAC") in May 2021 to discuss the need to replace and upgrade the current system. SITA provided a comprehensive analysis of the condition of the CUPPS hardware and software and recommended a refresh due to the increased risk of major failure due to the age of the core hardware equipment, end of service for servers and databases, and a needed system upgrade from Windows 7 to Windows 10. The AAAC advised staff of their intent to move forward with this project, and Amendment No. 3 was approved in October 2021 for a CUPPS Refresh project.

As staging for the CUPPS Refresh project commenced, multiple components of the hardware became unavailable due to ongoing global supply chain issues and due to end of life for certain products. Additionally, recommendations from staff have resulted in a change to the original Scope of Work. This resulted in three project modifications which were presented to the AAAC in May 2022. The proposed modifications are summarized below:

Modification 1 – Procurement of either Fujitsu F9860 printers or Custom TK 180 printers (123 units, needed for bag tag / boarding pass printing) because originally scoped Epson TM-L500A Printers are end of life and existing units cannot be supported with replacement parts.

Net cost increase: \$ 106,562.48 for Fujitsu printers or
 \$124,920.86 for Custom printers

Additionally, there is a reduction in cost of \$12,220.26 due to the removal of Epson TM-L500A printer heads from the original cost proposal.

Modification 2 – Hardware installation for two new Terminal A ticket counters, and larger displays for baggage claim Terminal B:

- New ticket counters were recently installed at the Authority's expense to increase total number of common use check-in positions in Terminal A.
- Airport Safety Committee recommended two 55" monitors in baggage claim B to replace current 32" displays to improve visibility and reduce crowding during flight arrivals.

Net cost increase: \$18,661.00 (+\$157.00 / mo. for additional maintenance & licensing cost)

-2-

Modification 3 – Due to lack of availability of the originally scoped workstation monitor mounts, a replacement model will be procured (85 units). Net cost decrease: \$12,465.00

The AAAC approved the three proposed Modifications and selected the Custom TK 180 printers as the preferred model for the project. With additional equipment and cost credits included, this resulted in a net increase of \$118,896.60, summarized as Change Order #1, for a total project cost of \$1,224,904.12.

With respect to the proposed Service Agreement extension, since the implementation of CUPPS and the associated Service Agreement from 2015, the airlines have been satisfied with the performance and reliability of SITA's management of the CUPPS as well as the service coverage provided under the Service Agreement. The Authority also has been satisfied with SITA's performance and has expanded the scope of services to include a Gate Management System. With the CUPPS Refresh project, the system will provide continued reliability through the opening of the Replacement Passenger Terminal.

FUNDING

The proposed extension to the Service Agreement will have no impact on the adopted FY 2023 budget as the cost of the proposed extension is borne and reimbursed solely by the airlines.

Change Order #1 to the CUPPS Refresh project also will not impact the adopted FY2023 budget, as the cost of the CUPPS Refresh project will be fully reimbursed by the airlines over a 12-month amortization period.

RECOMMENDATION

At its meeting on June 20, 2022, the Committee voted unanimously (3–0) to recommend that the Commission approve the proposed one-year extension of the Service Agreement with SITA for operations and maintenance of the CUPPS system, and approve Change Order #1 to the CUPPS Refresh project.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**APPROVAL OF AMENDMENTS TO
PROFESSIONAL SERVICES AGREEMENTS
REPLACEMENT PASSENGER TERMINAL PROGRAM**

Presented by John T. Hatanaka
Senior Deputy Executive Director

SUMMARY

With the assumption of program management duties by Jacobs Project Management Co. ("Jacobs") for the Replacement Passenger Terminal Project ("RPT") in May of this year, Staff, Jacobs, Support Consultants and the Airlines serving Hollywood Burbank Airport have been working with a renewed effort with a goal to complete the RPT project as early as financially feasible. In conjunction with this effort, at its meeting on June 20, 2022, the Legal, Government and Environmental Committee voted (2-0, 1 absent) to recommend that the Commission amend six current Professional Services Agreements ("Agreements"), copies attached, with the following consultants to continue their services assisting Staff and Jacobs to maintain the momentum to move the RPT program forward. The services these consultants provide include strategic planning consulting, outreach and support services, financial feasibility and advisory services, airline coordination and technical service support related to the next phase of development for the RPT project in FY 2023.

- 1.) Strategic Planning
 - a. Georgino Development LLC ("Georgino")
- 2.) Outreach and Support Services
 - a. Woodward and Associates ("Woodward")
- 3.) Financial Feasibility and Advisory Services
 - a. Ricondo & Associates, Inc. ("Ricondo")
 - b. Public Resources Advisory Group, Inc. ("PRAG")
- 4.) Technical Support and Airline Coordination Services
 - a. Conway Consulting, Ltd. ("Conway")
 - b. Airport & Aviation Professionals, Inc. ("AvAirPros")

BACKGROUND

With the support of and working with the Airlines, Staff and Jacobs have made efforts to move the project forward expeditiously starting with the release of the Request for Qualification ("RFQ") last month. The next goal, with steps along the way, is to present for Commission consideration an award of contract to a progressive design build team. The pathway to reaching a new schedule, project goals and accelerating delivery of the RPT includes efforts on multiple fronts beyond the technical efforts of procurement, project definitions manual, program charter, scheduling, and cost estimates. While these efforts

continue, Staff will work with the consultants listed above in the areas of project feasibility analysis, financial modeling, project financing, access to potential sources of federal funds, interim financing through 60% design, airline technical input coordination as well as the start of negotiation with the airlines for a replacement airport use agreement. These efforts will be in coordination with Jacobs' efforts to ensure the overall efforts are in sync. Additionally, the Project involves other improvements specified in the Development Agreement with the City of Burbank including the aircraft apron, roads, curb front, parking facilities, support facilities, and demolition of the existing terminal. These six consultants would work with Staff and with each other to help achieve these goals.

PROPOSED AGREEMENTS

1.) Strategic Planning

a. Georgino

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
- ii. Monthly Retainer: \$4,500 per month
- iii. Budget: \$54,000
- iv. Termination: Seven days' notice by either party

2.) Outreach and Support Services

a. Woodward

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
 - 1. First of two one-year extensions
- ii. Monthly Retainer \$3,000 per month
- iii. Budget: \$36,000
- iv. Termination: Seven days' notice by either party

3.) Financial Feasibility and Advisory Services

a. Ricondo

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
 - 1. First of two one-year extensions
- ii. Time and Material plus expenses
- iii. Budget: not-to-exceed \$299,730
- iv. Termination: Fifteen days' notice by either party

b. PRAG

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
 - 1. First of two one-year extensions
- ii. Time and Material plus expenses
- iii. Budget: not-to-exceed \$175,000
- iv. Termination: Fifteen days' notice by either party

4.) Technical Support and Airline Coordination Services

a. Conway

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
 - 1. First of two one-year extensions
- ii. Time and Material plus expenses

-2-

- iii. Budget: not-to-exceed \$148,600
- iv. Termination: Fifteen days' notice by either party

b. AvAirPros

- i. Term: One-year extension from July 1, 2022 to June 30, 2023
 - 1. First of two one-year extensions
- ii. Time and Material plus expenses
- iii. Budget: not-to-exceed \$200,000
- iv. Termination: Fifteen days' notice by either party

As requested by the Legal Committee, below is a chart of the estimated FY 2022 expenditures as well as the FY 2023 proposed contracts amounts:

Replacement Passenger Terminal Program			
Professional Support Services			
	FY 2022	FY 2022	FY 2023
	<u>Appropriations</u>	<u>Estimated Actuals</u>	<u>Proposed Contract</u>
<u>Strategic Planning</u>			
Georgino Development LLC	\$ 36,000	\$ 36,000	\$ 54,000
<u>Outreach and Support Services</u>			
Woodward and Associates	\$ 36,000	\$ 36,000	\$ 36,000
<u>Financial Feasibility and Advisory Services</u>			
Ricondo & Associates, Inc.	\$ 99,000	\$ 95,260	\$ 299,730
Public Resources Advisory Group, Inc.	\$ 75,000	\$ 67,000	\$ 175,000
<u>Technical Support and Airline Coordination Services</u>			
Conway Consulting Ltd.*	\$ 184,000	\$ 120,902	\$ 148,600
Airport & Aviation Professionals, Inc.	\$ 50,000	\$ 49,827	\$ 200,000
* Initial appropriation - \$50,000; Amended Feb 7, 2022			

BUDGET

The estimated expenditures of these services have been included in the adopted FY 2023 budget for the Replacement Passenger Terminal. If the pace of the program accelerates, and if additional funding or resources are required for the RPT program, Staff will return to the Committee and Commission seeking additional appropriation authorization.

RECOMMENDATION

At its meeting on June 20, 2022, the Committee voted (2-0, 1 absent) to recommend that the Commission approve the proposed Agreements with Georgino, Woodward, Ricondo, PRAG, Conway and AvAirPros and authorize the President to execute the same.

**STAFF REPORT PRESENTED TO THE
BURBANK-GLENDALE-PASADENA AIRPORT AUTHORITY
JULY 18, 2022**

**AWARD OF PROFESSIONAL SERVICES AGREEMENT
AIRPORT MARKETING CONSULTANT SERVICES**

Presented by Nerissa Sugars
Director, Communications and Air Service

SUMMARY

Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff seeks approval from the Commission to award a Professional Services Agreement ("Agreement") to Anyone Collective, LLC ("Anyone Collective") for airport marketing consulting services, website support and media purchases. These services are in support of the continued branding, marketing, and advertising efforts of Hollywood Burbank Airport. These services, as detailed below, are for a not-to-exceed amount of \$600,000 inclusive of commission for media purchases.

BACKGROUND

Since the initial engagement in 2015, Anyone Collective has worked closely with Staff to implement the Authority's long-term branding and marketing strategy to gain market recognition and increase passenger utilization of Hollywood Burbank Airport.

Since FY 2016, marketing strategies have been implemented to promote the geographical location of the Airport and its proximity to Los Angeles area points of interest. The initiative included a strategic general communications plan based on extensive market research, and the analytics generated from previous marketing and advertising efforts. Past advertising purchases in both print and digital outlets were utilized in conjunction with continued ongoing research and analysis of potential market interest. Anyone Collective's services are also utilized with the outreach to airline network planning and marketing departments, and the services specifically target airlines that are serving the Airport.

In FY 2019, Anyone Collective services were separately contracted to undertake a complete remake of the Hollywood Burbank Airport website. The website, which has the largest outreach of all the Authority's marketing outlets, now focuses on the key benefits of the Airport and provides up to date information pertinent to current and prospective customers.

The success of these efforts, as previously reported to the Commission, includes the receipt of global recognition by Airports Council International - North America ("ACI-NA") with both the Authority and Anyone Collective receiving multiple awards for Brand Identity, Digital Advertising, Print Communications, and an Overall Marketing Program. That year, ACI-NA also bestowed onto Hollywood Burbank Airport the prestigious Peggy G. Hereford award, which is given to the airport with the most first place and honorable mentions awards in a single year.

The success of Anyone Collective's creativity with name and brand recognition was further recognized in June 2019, when Fodor's Travel named Hollywood Burbank Airport the "Best Airport in the United States". In 2021, readers of the Los Angeles Daily News voted Hollywood Burbank Airport as "Best Airport in Los Angeles".

PROPOSAL DETAILS

As passenger traffic continues to recover at a pace similar to the record activity seen before the pandemic, the proposed airport marketing activities for FY 2023 will focus on rebuilding Hollywood Burbank Airport's brand momentum established in the marketplace prior to the downturn. Anyone Collective and Staff will collaborate on strategically designed, hyper-targeted, measurable campaigns to encourage greater engagement from passengers and airlines.

Part of the efforts will include growing and strengthening the brand name, promoting existing and new air services, and raising more awareness about the Airport's features and amenities that add value to the overall customer experience.

The FY 2023 messaging program will be developed and applied in print, digital, and social media spaces, with targets including: leisure, business, and bleisure travelers; seasonal activity; geographic/destination awareness; special events and attractions; and public transportation promotion (e.g. Metro/Metrolink).

Services and deliverables to be provided are as follows:

- Creative services development
- Administrative services
- Air service retention and development support
- Collaboration on marketing strategies with Staff and air carriers
- Website management – primary and replacement terminal
- New digital content production (e.g. podcast)
- Social media strategies and campaign execution
- Advertising campaigns
- Media buy negotiation and planning
- Presentation development
- Copywriting
- Art direction
- Graphic design

-2-

To summarize, the Airport Marketing and Advertising Program for FY 2023 is made up of four complementary tasks: i) strategic development employing the analytics from previous years and the results of the research and discovery process, ii) specific marketing and advertising services which include creative art design, content creation, messaging and social media distribution and custom content development, iii) advertising media buys for all applicable venues, and iv) technical management and maintenance of websites for the airport and replacement passenger terminal. The chart below breaks down the not-to-exceed limit for each of the proposed activities in FY 2023.

Strategic Development	\$ 80,000
Marketing and Advertising Services	\$ 210,000
Media – Digital	\$ 90,000
Media – Print	\$ 60,000
Media – Social Media	<u>\$ 110,000</u>
Subtotal	<u>\$ 550,000</u>
Website Maintenance	<u>\$ 50,000</u>
<i>Airport and Replacement Passenger Terminal</i>	Total <u>\$ 600,000</u>

A copy of the proposed Agreement and work scope is attached.

BUDGET IMPACT

Appropriations for the proposed plan are included in the adopted FY 2023 budget.

RECOMMENDATION

Subject to the recommendation of the Operations and Development Committee at its meeting immediately preceding the Commission meeting, Staff recommends that the Commission award the proposed Agreement to Anyone Collective for the services described above in support of the Authority's FY 2023 Airport Marketing and Advertising program with an amount not to exceed \$600,000 and that the President be authorized to execute the same.

Hollywood Burbank Airport

REVENUE PASSENGERS			May			January - May		
	2022	2019	% Change	2022	2019	% Change		
Signatory Airlines								
Alaska Airlines	45,968	52,785	-12.91%	168,768	223,582	-24.52%		
American Airlines	30,115	33,736	-10.73%	134,104	143,928	-6.83%		
Avelo Airlines	28,383	0	N/A	145,039	0	N/A		
Delta Airlines	16,461	13,693	20.21%	73,783	82,399	-10.46%		
Flair Airlines	2,724	0	N/A	6,737	0	N/A		
Frontier Airlines	8,029	0	N/A	42,865	0	N/A		
JetBlue Airways	15,529	24,025	-35.36%	62,833	105,758	-40.59%		
Southwest Airlines	365,331	348,408	4.86%	1,492,653	1,679,373	-11.12%		
Spirit Airlines	5,665	0	N/A	33,474	19,832	68.79%		
United Airlines	12,546	26,642	-52.91%	54,759	127,694	-57.12%		
Total Revenue Passengers	530,751	499,289	6.30%	2,215,015	2,382,566	-7.03%		
Inbound (deplaned)	266,237	250,931	6.10%	1,108,914	1,190,255	-6.83%		
Outbound (enplaned)	264,514	248,358	6.51%	1,106,101	1,192,311	-7.23%		
AIRCRAFT OPERATIONS			May			January - May		
	2022	2019	% Change	2022	2019	% Change		
Landings & Takeoffs								
Air Carrier	5,867	5,270	11.33%	26,424	25,939	1.87%		
Air Taxi	1,970	1,947	1.18%	9,230	9,617	-4.02%		
General Aviation	2,338	2,794	-16.32%	11,319	13,122	-13.74%		
Military Itinerant	41	59	-30.51%	172	225	-23.56%		
Subtotal	10,216	10,070	1.45%	47,145	48,903	-3.59%		
Pass Through BUR Airspace								
Civil Local	1,781	2,300	-22.57%	11,146	11,256	-0.98%		
Military Local	0	0	N/A	0	0	N/A		
Subtotal	1,781	2,300	-22.57%	11,146	11,256	-0.98%		
Total Aircraft Operations	11,997	12,370	-3.02%	58,291	60,159	-3.11%		

Air Carrier: Scheduled commercial air carrier operations; including cargo operators

Air Taxi: Smaller aviation operators such as charters, commuter carriers or on-demand operators

General Aviation: Civil aviation operations for personal use

Military Itinerant: Military aviation activities

Civil Local: Civil aviation operations that pass through BUR airspace monitored by FAA ATCT at BUR.

Military Local: Military aviation operations that pass through BUR airspace monitored by FAA ATCT at BUR

* 2019 Year-to-Date numbers include January - February 2020, and March - May 2019 totals.

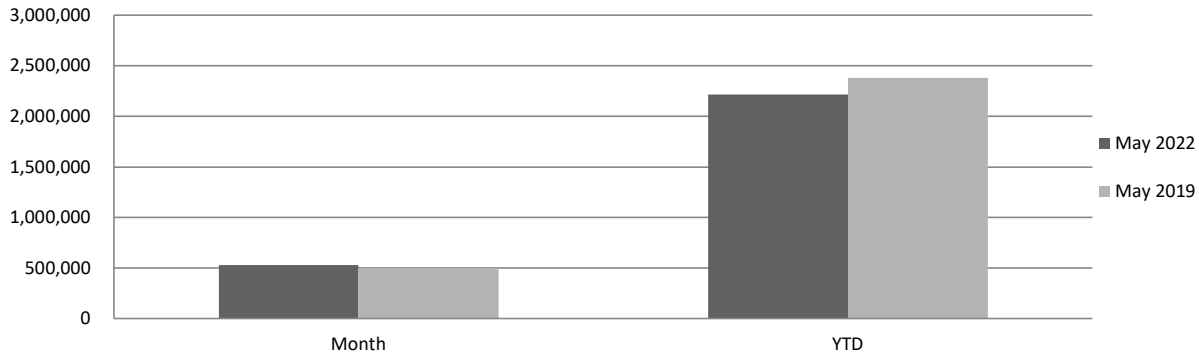
Hollywood Burbank Airport

AIR CARGO (lbs.)	May			January - May		
	2022	2019	% Change	2022	2019	% Change
Signatory Airlines						
Alaska Airlines	1,023	690	48.26%	4,547	2,562	77.48%
American Airlines	309	0	N/A	619	29	2034.48%
Avelo Airlines						
Delta Airlines						
Flair Airlines						
Frontier Airlines						
JetBlue Airways						
Southwest Airlines	140,427	194,324	-27.74%	1,173,007	865,950	35.46%
Spirit Airlines						
United Airlines	0	0	N/A	0	1,075	-100.00%
Other Scheduled Carriers						
Federal Express	3,788,966	4,869,896	-22.20%	19,109,939	21,700,910	-11.94%
United Parcel Service	3,430,138	4,333,771	-20.85%	19,329,179	20,200,752	-4.31%
Charter/Contract Carriers						
Ameriflight	167,990	250,487	-32.93%	853,198	1,136,042	-24.90%
Total Air Cargo	7,528,853	9,649,168	-21.97%	40,470,489	43,907,320	-7.83%
Inbound (deplaned)	3,758,374	4,780,666	-21.38%	20,240,054	22,033,575	-8.14%
Outbound (enplaned)	3,770,479	4,868,502	-22.55%	20,230,435	21,873,745	-7.51%

MAIL (lbs.)	May			January - May		
	2022	2019	% Change	2022	2019	% Change
American Airlines	0	0	N/A	0	6,032	-100.00%
Total Mail	0	0	N/A	0	6,032	-100.00%
Inbound (deplaned)	0	0	N/A	0	3,016	-100.00%
Outbound (enplaned)	0	0	N/A	0	3,016	-100.00%

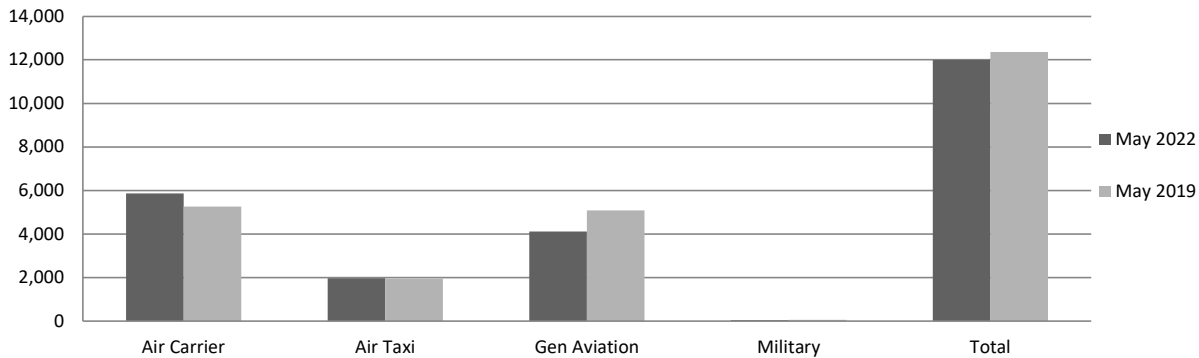
* 2019 Year-to-Date numbers include January - February 2020, and March - May 2019 totals.

Revenue Passengers



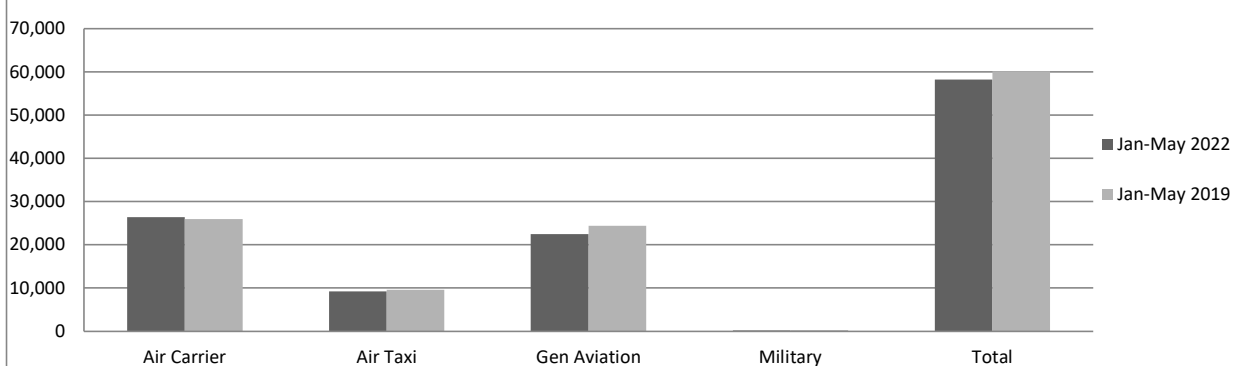
Revenue Passengers	Month	YTD
May 2022	530,751	2,215,015
May 2019	499,289	2,382,566
% Change	6.30%	-7.03%

Aircraft Operations - Month



Aircraft Operations - MO	Air Carrier	Air Taxi	Gen Aviation	Military	Total
May 2022	5,867	1,970	4,119	41	11,997
May 2019	5,270	1,947	5,094	59	12,370
% Change	11.33%	1.18%	-19.14%	-30.51%	-3.02%

Aircraft Operations - Year-to-Date



Aircraft Operations - YTD	Air Carrier	Air Taxi	Gen Aviation	Military	Total
Jan-May 2022	26,424	9,230	22,465	172	58,291
Jan-May 2019	25,939	9,617	24,378	225	60,159
% Change	1.87%	-4.02%	-7.85%	-23.56%	-3.11%

Hollywood Burbank Airport

REVENUE PASSENGERS			May			January - May		
	2022	2021	% Change	2022	2021	% Change		
Signatory Airlines								
Alaska Airlines	45,968	27,283	68.49%	168,768	77,733	117.11%		
American Airlines	30,115	30,310	-0.64%	134,104	87,524	53.22%		
Avelo Airlines	28,383	25,252	12.40%	145,039	25,927	459.41%		
Delta Airlines	16,461	13,221	24.51%	73,783	43,100	71.19%		
Flair Airlines	2,724	0	N/A	6,737	0	N/A		
Frontier Airlines	8,029	0	N/A	42,865	0	N/A		
JetBlue Airways	15,529	0	N/A	62,833	0	N/A		
Southwest Airlines	365,331	144,054	153.61%	1,492,653	439,359	239.73%		
Spirit Airlines	5,665	1,934	192.92%	33,474	9,461	253.81%		
United Airlines	12,546	3,790	231.03%	54,759	13,607	302.43%		
Total Revenue Passengers	530,751	245,844	115.89%	2,215,015	696,711	217.92%		
Inbound (deplaned)	266,237	124,179	114.40%	1,108,914	351,487	215.49%		
Outbound (enplaned)	264,514	121,665	117.41%	1,106,101	345,224	220.40%		
AIRCRAFT OPERATIONS			May			January - May		
	2022	2021	% Change	2022	2021	% Change		
Landings & Takeoffs								
Air Carrier	5,867	2,704	116.97%	26,424	10,440	153.10%		
Air Taxi	1,970	1,563	26.04%	9,230	6,772	36.30%		
General Aviation	2,338	2,596	-9.94%	11,319	10,661	6.17%		
Military Itinerant	41	42	-2.38%	172	158	8.86%		
Subtotal	10,216	6,905	47.95%	47,145	28,031	68.19%		
Pass Through BUR Airspace								
Civil Local	1,781	3,377	-47.26%	11,146	15,906	-29.93%		
Military Local	0	0	N/A	0	0	N/A		
Subtotal	1,781	3,377	-47.26%	11,146	15,906	-29.93%		
Total Aircraft Operations	11,997	10,282	16.68%	58,291	43,937	32.67%		

Air Carrier: Scheduled commercial air carrier operations; including cargo operators

Air Taxi: Smaller aviation operators such as charters, commuter carriers or on-demand operators

General Aviation: Civil aviation operations for personal use

Military Itinerant: Military aviation activities

Civil Local: Civil aviation operations that pass through BUR airspace monitored by FAA ATCT at BUR

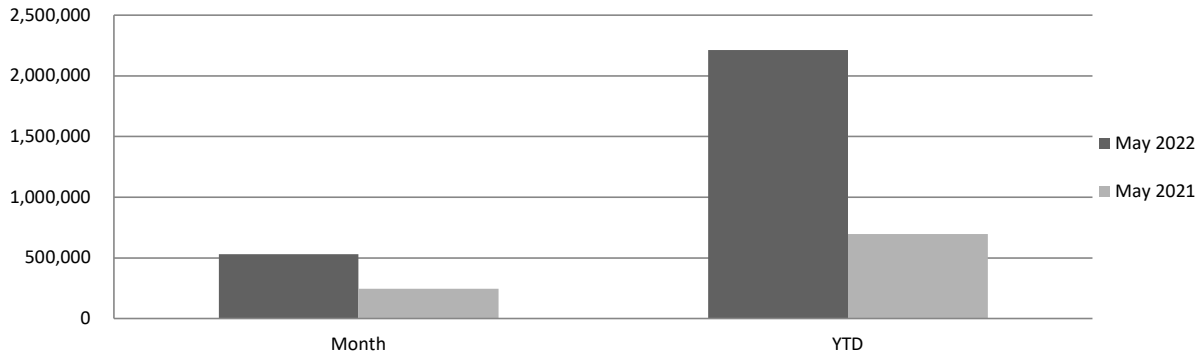
Military Local: Military aviation operations that pass through BUR airspace monitored by FAA ATCT at BUR

Hollywood Burbank Airport

AIR CARGO (lbs.)	May			January - May		
	2022	2021	% Change	2022	2021	% Change
Signatory Airlines						
Alaska Airlines	1,023	209	389.47%	4,547	2,462	84.69%
American Airlines	309	0	N/A	619	0	N/A
Avelo Airlines						
Delta Airlines						
Flair Airlines						
Frontier Airlines						
JetBlue Airways						
Southwest Airlines	140,427	132,876	5.68%	1,173,007	616,888	90.15%
Spirit Airlines						
United Airlines						
Other Scheduled Carriers						
Federal Express	3,788,966	4,146,960	-8.63%	19,109,939	22,378,656	-14.61%
United Parcel Service	3,430,138	4,098,793	-16.31%	19,329,179	20,375,659	-5.14%
Charter/Contract Carriers						
Ameriflight	167,990	205,729	-18.34%	853,198	1,008,390	-15.39%
Total Air Cargo	7,528,853	8,584,567	-12.30%	40,470,489	44,382,055	-8.81%
Inbound (deplaned)	3,758,374	4,242,182	-11.40%	20,240,054	22,065,417	-8.27%
Outbound (enplaned)	3,770,479	4,342,385	-13.17%	20,230,435	22,316,638	-9.35%

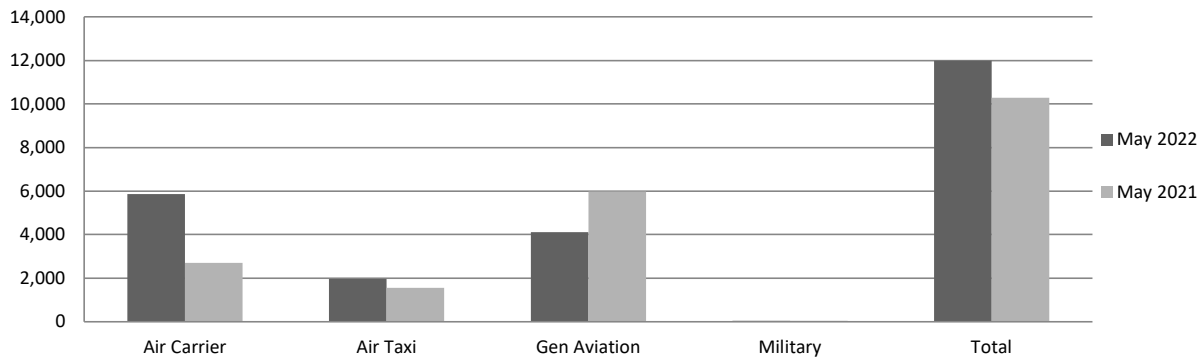
MAIL (lbs.)	May			January - May		
	2022	2021	% Change	2022	2021	% Change
	0	0	N/A	0	0	N/A
Total Mail	0	0	N/A	0	0	N/A
Inbound (deplaned)	0	0	N/A	N/A	0	N/A
Outbound (enplaned)	0	0	N/A	N/A	0	N/A

Revenue Passengers



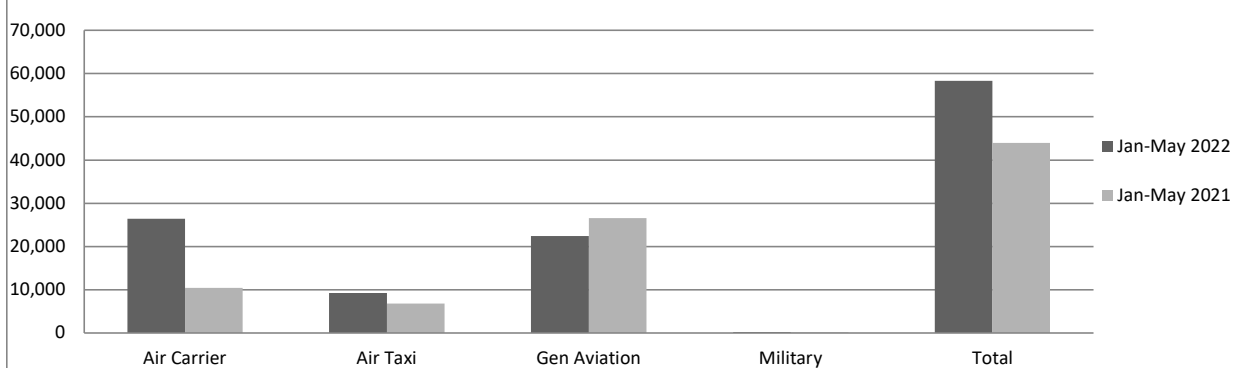
Revenue Passengers	Month	YTD
May 2022	530,751	2,215,015
May 2021	245,844	696,711
% Change	115.89%	217.92%

Aircraft Operations - Month



Aircraft Operations - MO	Air Carrier	Air Taxi	Gen Aviation	Military	Total
May 2022	5,867	1,970	4,119	41	11,997
May 2021	2,704	1,563	5,973	42	10,282
% Change	116.97%	26.04%	-31.04%	-2.38%	16.68%

Aircraft Operations - Year-to-Date



Aircraft Operations - YTD	Air Carrier	Air Taxi	Gen Aviation	Military	Total
Jan-May 2022	26,424	9,230	22,465	172	58,291
Jan-May 2021	10,440	6,772	26,567	158	43,937
% Change	153.10%	36.30%	-15.44%	8.86%	32.67%

PROPOSAL FOR BURBANK WINDOWS 10 UPGRADE: PROJECT SCOPE OF WORK ADJUSTMENT

5NR20

**Burbank Hollywood Airport - Hardware
Refresh and Windows 10 Upgrade**

Christine Abdelmessih:
Los Angeles, CA:

06/14/2022

Version No.:0.1.004.2

SITA

PROPOSAL

1. DOCUMENT INFORMATION

Project Code Number:	Project Name:	Reviewed by:	Project Manager Name:
5NR20	BUR - Hardware Refresh and Win 10 Upgrade	Oleksandr Poljanycka	Robert Bryant
Customer Name:	Customer Contact:	Project Grade 1/2/3:	Version No.:
Burbank Hollywood Airport	Thomas Henderson	2	0.1.004.2

2. PROPOSAL SCOPE OF WORK

Project Title:	Date:
BUR WIN 10 Upgrade Project Scope of Work Adjustment	06/14/2022
Description of Change ORDER:	
<p>Per the request of BUR Airport, below are the prices for the modifications to the existing scope:</p> <p>Modification 1: Replacing Epson Printheads (ATB/BTP) from the original project agreement with: - 61 Custom TK180 ATB and 75 Custom TK180 BTP</p> <p>Modification 2: Counter position 29 1 - SITA FLEX HP 800 G6 SFF, i5, 16GB, 256GB SSD Common Use Workstation 1 - Hewlett-Packard ProDisplay P224 Monitor 21.5" LCD monitor 1 - Monitor Mount 1 - UPS - APC SMART-UPS 750VA - SMT750 w/ NIC 1 - Access AKB500-G-US-U-OM-0 Keyboard with Integrated MSR/OCR 1 - ATB – Custom TK180 1 - BTP – Custom TK180 1 - Dell Optiplex 3090 – APV DDC *Installation of one (1) Re-purposed NEC 32" Display</p>	

Counter position 30

- 1 - SITA FLEX HP 800 G6 SFF, i5, 16GB, 256GB SSD Common Use Workstation
- 1 - Hewlett-Packard ProDisplay P224 Monitor 21.5" LCD monitor
- 1 - Monitor Mount
- 1 - UPS - APC SMART-UPS 750VA - SMT750 w/ NIC
- 1 - Access AKB500-G-US-U-OM-0 Keyboard with Integrated MSR/OCR
- 1 - ATB – Custom TK180
- 1 - BTP – Custom TK180
- 1 - DCP – HP LaserJet Pro M404n

Bag Claim Area

- Removal and upgrade of 2 pre-existing 32" NEC displays with the following:
- 55" Displays - LG 55UH7F-H Display
- *Re-purposed two (2) Intel NUC DDCs

Modification 3:

Replace "Chief" brand monitor-mounts with "Mount-It MI-1771S" brand monitor-mounts.

Proposal Type:

Modify existing scope ☒

Add new scope ☒

Required Completion date:
December 31, 2022

Modification 1

61 Custom TK180 ATB and 75 Custom TK180 BTP	\$124,920.86
(Credit) Remove Epson Printheads from original SOW (70 ATB/BTP)	(- \$12,220.26)

Modification 2

Adding: 2 - SITA FLEX Workstations, 1 - 55" display, relocating and repurposing 1 – 32" NEC	\$18,661.00*
---	--------------

Modification 3:

(Credit) Replacing "Chief" brand mounts with "Mount-It" brand	(-\$12,465.00)
---	----------------

Original Project Cost

\$1,106,007.52

Total Cost

\$ 1,224,904.12

* Includes additional maintenance and licenses fee of \$157.00 / month for the additional 2 SITA Flex Positions for 12 months total.

- This Proposal pricing is valid for 60 days.

Change Request No. 1

SECTION A Contract Details
In accordance with the terms and conditions of Amendment No. 3 to the Service Agreement, executed between SITA Information Networking Computing USA Inc ("SITA") and Burbank-Glendale-Pasadena Airport Authority ("Customer") on 19 October 2021, the Customer requests SITA to provide the additional equipment, as described below, at the location specified in this Change Order.
Contract Name: Service Agreement
Parties: SITA Information Networking Computing USA Inc and Burbank-Glendale-Pasadena
Reference no: 2-00165524
Effective date (if known): 29 October 2021
SECTION B Details of proposed Change
Title of the proposed Change: BUR WIN 10 Upgrade Project Scope of Work Adjustment
Service(s) to which the proposed Change relates: FLEX / EVIDS
Description of the proposed Change: Modification1: Replacing Epson Printheads(ATB/BTP) from the original project agreement with: -61Custom TK180 ATB and 75 Custom TK180 BTP Modification2: Counter position 29 1 -SITA FLEX HP 800 G6 SFF, i5, 16GB, 256GB SSD Common Use Workstation 1 -Hewlett-Packard ProDisplay P224 Monitor 21.5" LCD monitor 1 -Monitor Mount 1 -UPS -APC SMART-UPS 750VA -SMT750 w/ NIC 1 -Access AKB500-G-US-U-OM-0 Keyboard with Integrated MSR/OCR 1 -ATB –Custom TK180 1 -BTP –Custom TK180 1 -Dell Optiplex 3090 –APV DDC*Installation of one (1) Re-purposed NEC 32" Display

Counter position 30

- 1 -SITA FLEX HP 800 G6 SFF, i5, 16GB, 256GB SSD Common Use Workstation
- 1 -Hewlett-Packard ProDisplay P224 Monitor 21.5" LCD monitor
- 1 -Monitor Mount
- 1 -UPS -APC SMART-UPS 750VA -SMT750 w/ NIC
- 1 -Access AKB500-G-US-U-OM-0 Keyboard with Integrated MSR/OCR
- 1 -ATB –Custom TK180
- 1 -BTP –Custom TK180
- 1 -DCP –HP LaserJet Pro M404n

Bag Claim Area

- Removal and upgrade of 2 pre-existing 32" NEC displays with the following:
- 55" Displays -LG 55UH7F-H Display
- *Re-purposed two (2) Intel NUC DDCs

Modification 3:

Replace "Chief " brand monitor-mounts with "Mount-It MI-1771S" brand monitor-mounts.

Clause(s) and/or schedule(s) of the Contract which will be modified (if any):

SECTION C
Impact of proposed Change Request
(for information, impact assessment and resource planning only)

- | | |
|--|---|
| <input checked="" type="checkbox"/> Cost
<input type="checkbox"/> Delivery date / timetable / other date
<input type="checkbox"/> Functionality
<input type="checkbox"/> Performance
<input type="checkbox"/> Resources
<input type="checkbox"/> Other system | <input type="checkbox"/> Documentation
<input type="checkbox"/> Training needs
<input type="checkbox"/> Third Party
<input type="checkbox"/> Other (please specify)
_____ |
|--|---|

Description of impact(s): *[provide a detailed description of the selected impact(s)]*

No Impacts

SECTION D
Cost

Cost implications of the proposed Change:

Contract increase of \$118,896.60 after credits given for Print Heads and Mount change

SECTION E
Approval of proposed Change

Approval

SITA and Customer confirm that they have each read the information contained in this Change Request Form, approve the proposed Change Request as set out above, and agree that the Contract shall be treated as having been amended accordingly:

For and on behalf of SITA

Signed for and behalf of **SITA** by its duly authorized representative:

(Signature)

Name:

HARIHAR SUBRAMANIAN

Title:

Regional CPO

Date:

July 5, 2022



Signed for and behalf of **Customer** by its duly authorised representative:

(Signature)

Name:

Title:

Date:

Agreement

This Change Order constitute part of the Service Agreement, and the definitions in the Service Agreement apply to this Change Order. All terms and conditions of the Service Agreement not modified by this Change Order remain unchanged. The Service Agreement, as modified by this Charge Order constitutes the entire agreement between the parties with respect to the matters contemplated therein and supersedes all other representations of the parties, whether written or oral, except if fraudulently made.

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**
(Burbank-Glendale-Pasadena Airport Authority / Georgino Development LLC)

This Amendment No. 1 ("First Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority") and Georgino Development LLC (Tax I.D. #20-1928955) ("Consultant") is dated July 18, 2022 for reference purposes.

RECITALS

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: advisory services for a replacement terminal project.

B. The parties desire to amend the Agreement to extend the term by one year.

NOW, THEREFORE, the parties agree as follows:

1. Amendment of Section 2. Section 2 (Term) of the Agreement is amended to read as follows:

"**2. Term.** This Agreement shall commence on October 1, 2021 and shall expire on June 30, 2023 unless earlier terminated pursuant to this Section. Either party may terminate this Agreement without cause upon seven calendar days notice."

2. Counterparts. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

3. Effective Date. This First Amendment shall be deemed effective as of July 1, 2022.

4. 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.

Georgino Development LLC

By: 
Susan Georgino

Burbank-Glendale-Pasadena Airport Authority

President

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**
(Burbank-Glendale-Pasadena Airport Authority / Woodward and Associates)

This Amendment No. 1 ("First Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority") and Woodward and Associates ("Consultant") is dated July 18, 2022 for reference purposes.

RECITALS

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: replacement terminal program funding consulting and federal liaison services.

B. The parties desire to amend the Agreement to extend the term by one year.

NOW, THEREFORE, the parties agree as follows:

1. Amendment of Section 2. Section 2 (Term) of the Agreement is amended to read as follows:

"2. Term. This Agreement shall commence on October 1, 2021 and shall expire on June 30, 2023 unless extended or earlier terminated pursuant to this Section. The Authority shall have one option by which it may extend the term of this Agreement by one year in its sole discretion. To exercise the extension option, the Authority shall give written notice to Consultant on or before May 31, 2023. Either party may terminate this Agreement without cause upon seven calendar days notice."

2. Counterparts. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

3. Effective Date. This First Amendment shall be deemed effective as of July 1, 2022.

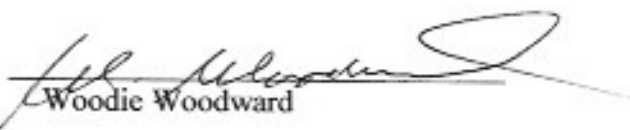
4. Preservation of Agreement. Except as expressly modified by this First Amendment, all of the provisions of the Agreement shall remain unaltered and in full force and effect. In the event of a conflict between the provisions of this First Amendment and the provisions of the Agreement, the provisions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

Woodward and Associates

By:


Woodie Woodward

Burbank-Glendale-Pasadena Airport Authority

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**

(Burbank-Glendale-Pasadena Airport Authority / Ricondo & Associates, Inc.)

This Amendment No. 1 ("First Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a California joint powers agency, and Ricondo & Associates, Inc. ("Consultant"), an Illinois corporation, is dated July 18, 2022 for reference purposes.

RECITALS

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: on-call financial services for the replacement terminal program.

B. The parties desire to amend the Agreement to revise the scope of services, increase the contract limit, and extend the term by one year.

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 Amount": \$90,000 for FY 2022. \$299,730 for FY 2023."

2. Amendment of Section 1. Paragraph (E) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"E. "Expiration Date": June 30, 2023."

3. Amendment of Section 1. Paragraph (J) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"J. "Proposal": Consultant's August 2, 2021 proposal set forth in the attached Exhibit A and May 24, 2022 proposal set forth in the attached Exhibit A-1."

4. Amendment of Section 3. Paragraph (B) of Section 3 (Term) of the Agreement is amended to read as follows:

"B. The Authority shall one option by which it may extend the term of this Agreement by one year in its sole discretion. To exercise the extension option, the Authority shall give written notice to Consultant on or before May 31, 2023."

5. Amendment of Section 4. Paragraph (A) of Section 4 (Compensation) of the Agreement is amended to read as follows:

"A. The Authority shall compensate Consultant for performance of the Services, and Consultant agrees to accept as full satisfaction for such work, payment on a time and materials

basis according to the Fee Schedule. In no event shall the compensation payable to Consultant under this Agreement exceed the Contract Amount.”

6. Addition of Exhibit. The attached Exhibit A-1 is added to the Agreement and incorporated by reference.

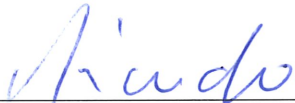
7. Counterparts. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

8. Effective Date. This First Amendment shall be deemed effective as of July 1, 2022.

9. 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.

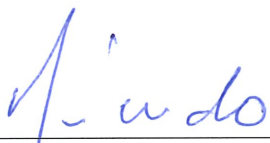
TO EXECUTE THIS FIRST AMENDMENT, the parties have caused their duly authorized representatives to sign below.

Ricondo & Associates, Inc.

By: 

Print Name: Ramon Ricondo_____

☐ Chairperson ☒ President ☐ Vice President

By: 

Print Name: Ramon Ricondo_____

☒ 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

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

EXHIBIT A-1
FY 2023 Proposal

(attached)

May 24, 2022

VIA EMAIL

Mr. John T. Hatanaka
Senior Deputy Executive Director
Burbank-Glendale-Pasadena Airport Authority
2457 North Hollywood Way
Burbank, CA 91505

RE: Proposal for PSA for FY 2023

Dear Mr. Hatanaka:

Ricondo & Associates, Inc, (Ricondo) is pleased to submit our proposed budget for a new Professional Services Agreement for Fiscal Year 2023 to provide on-call financial services to the Burbank-Glendale-Pasadena Airport Authority (Authority).

While we aren't able to say that the spread of COVID-19 variants has subsided, we do see the industry continuing to show signs of recovery, most particularly in the leisure market. However, given the likelihood that the Federal Reserve will continue to ratchet up interest rates throughout the year, we may see some softening in travel in the fourth quarter of CY 2002 due to inflation, summer vacation travel coming to an end, and the need for families to focus on their children returning to school. Nevertheless, we are optimistic that the worst is behind us.

With the appointment of Jacobs Engineering as Program Manager (PM), it appears that the Authority is moving quickly to select a Progressive Design Builder (PDB) for the design and construction of the Replacement Passenger Terminal (RPT) with its May 20th release of a RFQ for qualified engineering and architectural teams.

Ricondo is anticipating an exciting and demanding effort throughout FY 2023. While it is possible delays resulting from project objections from the public and various interest groups may be incurred, we anticipate that Ricondo will be asked to participate in several facets of the process throughout the fiscal year.

Accordingly, Ricondo's cost proposal is based on probable individual on-call time and material tasks that will include, but may not be limited to:

- Development of funding requirements based on monthly expenditure projections provided by the PM. This will be an ongoing effort each time the expenditures projection is updated throughout the fiscal year.
- Allocation of available funding sources to the various elements of the entire program and assessing project eligibility for AIP funds, government loans, PFCs, Authority funds, and any other available fund sources.



- Coordination with the Authority's Financial Advisor to obtain estimates of annual debt service levels. This will also be a repetitive effort throughout the year.
- Prepare an Additional Bonds Test (ABT) in accordance with the requirements of the Authority's Master Indenture of Trust to allow for the issuance of additional parity debt.
- With the anticipation of the selection of a PDB by the end of December 2022, continuation of tracking revised budgets and cash requirements on a repetitive basis.
- Begin negotiations with the airlines on a new long-term Airport Use Agreement that will support the funding of the RPT and provide the airlines with a competitive cost per enplanement.
- Throughout the fiscal year, Ricondo will respond to requests to provide information to the Build America Bureau (BAB), rating agencies, and the FAA as we'll as work with the Authority's PM and the Airline Airport Affairs Committee. Ricondo will also assist with preparation and participate in presentations to the Authority, FAA, and the BAB as howsoever may be requested. .

Ricondo respectfully estimates an on-call time and materials budget of \$299,730 for its services. Ricondo works on a time and materials basis and only invoices for actual time and expense incurred.

Ricondo remains excited about assisting the Authority through the challenging times ahead and is looking forward to assisting the Authority as it continues to move forward with the RPT project in the current economic environment.

Sincerely,

RICONDO & ASSOCIATES, INC.

Bryan O. Elliott
Vice President

cc: Geoffrey Wheeler
Michael Scott

Table 1

Burbank-Glendale-Pasadena Airport Authority
Hollywood Burbank Airport (BUR)
On-Call Financial Services FY 2023

DESCRIPTION	MANHOURS BY CATEGORY			TOTAL HOURS	EXPENSES	TOTAL
	OFFICER	DIRECTOR	MANAGING CONSULTANT			
	\$376	\$323	\$268			
Task 01: RPT Core Financial Services	232	184	220	636	25,850	231,474
Financial Model Updates (multiple)	32	32	120	184	\$ -	\$ 54,528
Jacobs Cost Estimate Incorporation (multiple)	24	40	32	96	\$ -	\$ 30,520
Development of sources of funds	24	40	16	80	\$ -	\$ 26,232
Debt Service coordination with Financial Advisor	24	8	12	44	\$ -	\$ 14,824
Participate in conference call (Teams) meetings	80	40	24	144	\$ -	\$ 49,432
On-site meetings/presentations (Authority, FAA, BAB)	48	24	16	88	\$ 25,850	\$ 55,938
Task 02: Additional Bonds Test	24	16	32	72	-	22,768
Additional Bonds Test	24	16	32	72	\$ -	\$ 22,768
Task 03: Airport Use Agreement	72	8	24	104	9,400	45,488
AUA Negotiation	40	8	24	72	\$ -	\$ 24,056
Airline Meetings	32	-	-	32	\$ 9,400	\$ 21,432
Task 1 Total	328	208	276	812	35,250	299,730

PREPARED BY: Ricondo & Associates Inc., May 2022.

PUBLIC RESOURCES ADVISORY GROUP

May 23, 2022

Mr. John Hatanaka
Senior Deputy Executive Director
Hollywood Burbank Airport
2627 Hollywood Way
Burbank, CA 91505

RE: Municipal Advisory Services for FY 2022-23

Dear Mr. Hatanaka:

On behalf of Public Resources Advisory Group (PRAG) I would like to thank you for the opportunity to provide a proposed scope of municipal advisory services for FY 2022-23 for the Replacement Terminal Project (RTP). In addition, PRAG would expect to provide a similar level of other "as-needed" services that would arise during the year. The scope of services we propose to provide would include the following:

- Assist in updating the RTP financial model in conjunction with Ricondo & Associates;
- Assist in developing a plan of finance for the RTP;
- Attend and make presentations to the Authority and its Committees, as requested;
- Assist in preparing the RFQs/RFPs to engage providers as needed for an interim financing and assist in the review and evaluation of the responses to such RFQs/RFPs;
- Assist in the negotiation and documentation of interim financing provisions;
- Assist in obtaining credit rating(s) for the interim financing, if required;
- Assist in ongoing discussions with, preparation and review of application and other documents for the US DOT Build America Bureau and other Federal agencies to obtain loans and/or grants for the RTP;
- Assist as required in preparation of any changes to the airline Memorandum of Understanding (MOU);
- Assist the Authority with Credit Rating Agency reviews;
- Review and analyze financing proposals the Authority may receive from time to time from bond underwriters;
- Assist Ricondo & Associates in their role as may be requested from time to time;
- Provide advice regarding rating agency criteria and the impact on financing options; and
- Provide other services on an as-needed basis as requested.

We propose to bill the Authority at an hourly rate of \$325 for PRAG professionals with title of Director and Senior Managing Director, \$300 for Managing Director, \$260 for Vice President, \$235 for Assistant Vice President, \$220 for Associate and \$200 for Analyst and submit detailed invoices on a monthly basis. We estimate that the total cost of these services for July 2022 to June 2023 would not exceed \$175,000. The actual cost and timing will depend on the extent of services requested during this time period. We will notify the Authority as soon as possible if it appears that the amount of time we are spending on the project will exceed the annual estimates.

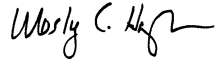
Mr. Hatanaka

May 23, 2022

RE: Financial Advisory Services for FY 2022-23

We very much appreciate the opportunity to continue to work with the Authority on the replacement terminal project. Please let me or Louis Choi know if you have any questions regarding the scope of services we have proposed.

Sincerely,



Wes Hough
Director



Louis Choi
Senior Managing Director

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**

(Burbank-Glendale-Pasadena Airport Authority / Public Resources Advisory Group, Inc.)

This Amendment No. 1 (“First Amendment”) to the September 20, 2021 Professional Services Agreement (“Agreement”) executed by the Burbank-Glendale-Pasadena Airport Authority (“Authority”), a California joint powers agency, and Public Resources Advisory Group, Inc. (“Consultant”), a New York corporation, is dated July 18, 2022 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: on-call financial services for the replacement terminal program.

B. The parties desire to amend the Agreement to revise the scope of services, increase the contract limit, and extend the term by one year.

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 Amount”: \$75,000 for FY 2022. \$175,000 for FY 2023.”

2. Amendment of Section 1. Paragraph (E) of Section 1 (Definitions) of the Agreement is amended to read as follows:

“E. “Expiration Date”: June 30, 2023.”

3. Amendment of Section 1. Paragraph (J) of Section 1 (Definitions) of the Agreement is amended to read as follows:

“J. “Proposal”: Consultant’s August 2, 2021 proposal set forth in the attached Exhibit A and May 23, 2022 proposal set forth in the attached Exhibit A-1.”

4. Amendment of Section 3. Paragraph (B) of Section 3 (Term) of the Agreement is amended to read as follows:

“B. The Authority shall one option by which it may extend the term of this Agreement by one year in its sole discretion. To exercise the extension option, the Authority shall give written notice to Consultant on or before May 31, 2023.”

5. Amendment of Section 4. Paragraph (A) of Section 4 (Compensation) of the Agreement is amended to read as follows:

“A. The Authority shall compensate Consultant for performance of the Services, and Consultant agrees to accept as full satisfaction for such work, payment on a time and materials

basis according to the Fee Schedule. In no event shall the compensation payable to Consultant under this Agreement exceed the Contract Amount."

6. **Addition of Exhibit.** The attached Exhibit A-1 is added to the Agreement and incorporated by reference.

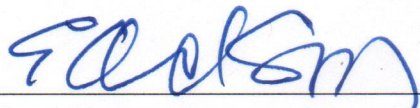
7. **Counterparts.** This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

8. **Effective Date.** This First Amendment shall be deemed effective as of July 1, 2022.

9. **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.

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

Public Resources Advisory Group, Inc.

By: 

Print Name: Edmund Soong

☐ Chairperson ☐ President ☒ Vice President

By: _____

Print Name: _____

☐ 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

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

EXHIBIT A-1
FY 2023 Proposal

(attached)

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**
(Burbank-Glendale-Pasadena Airport Authority / Conway Consulting, Ltd.)

This Amendment No. 1 ("First Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a California joint powers agency, and Conway Consulting, Ltd. ("Consultant"), is dated February 7, 2022 for reference purposes.

RECITALS

A. The parties executed the Agreement to provide for the Authority's retention of Consultant as an independent contractor to provide on-call airfield evaluation and related support services for the replacement terminal program.

B. The parties desire to amend the Agreement to: increase the scope of services and the contract amount.

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 Amount': \$184,000."

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

"(G) 'Fee Schedule': the fee schedules set forth in the Proposal and the Supplemental Proposal."

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

"(K) 'Services': the tasks set forth in the Proposal and the Supplemental Proposal."

4. Amendment of Section 1. Section 1 ("Definitions") of the Agreement is amended by adding a new paragraph (L) to read as follows:

"(L) 'Supplemental Proposal': Consultant's proposal for FY 2022 RPT Support Scope Increase set forth in the attached Exhibit D."

5. Amendment of Section 15. Section 15 ("Exhibits") of the Agreement is amended to read as follows:

"15. Exhibits. Exhibits A through D 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, B, or D, 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.”

6. **Addition of Exhibit D.** The attached Exhibit D is added to the Agreement:

7. **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.

8. **Effective Date.** This First Amendment shall be deemed effective as of February 1, 2022.

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

Burbank-Glendale-Pasadena
Airport Authority




Paula Devine, President

Conway Consulting, Ltd.



Mark Conway, President

Approved as to form:



Richards, Watson & Gershon
A Professional Corporation

EXHIBIT D
Supplemental Proposal

(attached)

Conway Consulting, Ltd.
Hollywood Burbank Airport
Replacement Passenger Terminal Program (“RPT”)
Proposed FY 2022 RPT Support Scope Increase

In September 2021, a contract for Conway Consulting, Ltd. (“Conway Consulting”) was approved by the Burbank-Glendale-Pasadena Airport authority (BGPAA) for the remaining nine months of FY 22 in the amount of \$50,000 (PO No. A7013). In the course of the restart of the Replacement Passenger Terminal Program, staff identified additional services above the original scope and requested Conway Consulting to provide a revised cost for these additional services from February to June 2022. This proposal reflects the scope for the participation of Conway Consulting, Ltd. for the period beginning February 1, 2022 through June 30, 2022.

Conway Consulting has been a part of the RPT Program definition since 2013 and has the single most accumulated knowledge of the RPT Program of than any other individual. With the RPT Program restart following the COVID suspension, a renewed focus on the approvals gained in the 2016 Development Agreement as the basis to implement the RPT Concept was initiated. In addition, the focus on expediting the RPT Program to the design process warrants dedicated focus to expeditious tasks needed for the solicitation and selection of a Progressive Design Builder (PDB). In light of these new Program goals, the role of Conway Consulting has been expanded over that initially defined at the re-start of the RPT Program. The following Tasks have been identified for Conway Consulting to perform in support of advancing the RPT Program.

Task 1: Support for the Executive Director

As the RPT Program advances, the Executive Director is requiring increase in coordination of activities and issues that may arise between staff and the Program Manager activities. In addition, services will be provided to address requests for follow up actions and information needed by the Executive Director to keep the Program Committee focused on the RPT Program within the guidelines of the Development Agreement and environmental documents. Participation at the Executive Committee meetings either in person or via Zoom call-in as needed are included.

Task 2: Support and Participate in the RPT Program Committee

The RPT Program Committee has been organized to review the work of the Program Manager and its Team. Work product includes the Program Cost and Schedule as well as the development of key documents related to the selection of a Progressive Design Builder (“PDB”). Participating in this Committee are members of staff, the Program Manager, Airline representatives of the Airlines Airport Affairs Committee and the technical coordinator for the Airlines. This Committee

meets monthly at a minimum. At the direction of the Executive Director, Conway Consulting will provide support for the Program Manager in meetings dedicated to any one or more of the many topics that need to be addressed. Participation in these meetings by Conway Consulting will be either in person or via Zoom.

Task 3: Support and Participate Development of a Strategic PDM

The Program Manager is tasked to develop a Strategic Program Definition Manual ("S-PDM"). The S-PDM reflects a new direction for the Project effective with the restart. The direction focuses on the Development Agreement Concept versus other alternative concepts and requires coordination within the Program Committee. Conway Consulting will provide institutional knowledge to provide coordination within the Committee to expedite the completion of the S-PDM as well as review and provide detailed comments on chapters of the S-PDM to the Executive Director and the Program Manager. Support will be provided either in person or via Zoom calls.

Task 4: Support and Participate in the Development of the Program Management Manual and Program Charter.

The Program Manager has initiated documentation of a Program Charter and a Program Management Manual. These documents were advanced prior to the RPT Program being suspended and requires review and revision for a post-COVID RPT Program. Conway Consulting will provide reviews and comments on these documents as well as participate in meetings either in person or via Zoom calls.

Task 5: Support and Participate in the Selection of a Progressive Design Builder

The Authority and the Program Manager are working toward the definition of a process to hire a Progressive Design Builder at the earliest possible date. This process will entail:

- ➔ Development and issuance of a Request for Qualifications ("RFQ")
- ➔ Review of submittals and selection of a Short List
- ➔ Development and issuance of a Request for Proposal ("RFP")
- ➔ Select a Preferred PDB
- ➔ Negotiate Design Terms and Conditions

The Program Manager has advanced initial drafts of an RFQ and the concept for the issuance of an RFP. These need to be reviewed and finalized for issuance in early 2022. Conway Consulting is to support development of the RFQ, participate in the review of submissions and submit recommendations to the Progressive Design Builder Selection Committee. In addition, Conway Consulting will support development of the RFP, its attachments which will include the S-PDM, review submissions and support the Selection Committee and provide negotiation support with the contract for the PDB. Support activities and participation meetings either in person or via Zoom calls.

Task 6: Travel Budget

While participation in the Program Activities may be either in-person or via Zoom calls, at the request of the Executive Director, an allowance be included in the revise scope to accommodate travel expenses for two trips per month. Travel expenses are for:

- ➔ Airfare (Refundable Economy)
- ➔ Hotel
- ➔ Airport Transfer Ground Transportation
- ➔ Meals

The proposed travel is for on-site presence of three days per trip, as needed. Travel will occur inbound on Monday and outbound on Friday. Estimated unit costs for reimbursable expenses are at current rates. All reimbursable expenses will be at cost.

* * * * *

Table 1 presents a cost estimate to include labor and expense for the period February 2022 through June 2022. As shown the Conway Consulting labor rate for Mark Conway is \$210.00 per hour. Hours for each task are estimated for the months expected for each task to be active until complete.

Table 1
PROPOSED ASSIGNMENT COST BREAKDOWN
RPT Program Review and Coordination
Hollywood Burbank Airport

TASK	Sub-Task	DESCRIPTION	CATEGORY >		LABOR HOURS	TOTAL TASK LABOR COST	TASK EXPENSE		TOTAL TASK COST
			STAFF >	Conway Consulting			MISC.	TRAVEL	
			RATE(\$/HR) >	Conway					
				\$210					
1.0		Support for the Executive Director and the Executive Committee		80	0	\$ 16,800			\$ 16,800
2.0		RPT Program Committee Participation		80	0	\$ 16,800			\$ 16,800
3.0		S-PDM Support		140	0	\$ 29,400			\$ 29,400
4.0		Charter and PMM Support		24	0	\$ 5,040			\$ 5,040
5.0		Support for PDB Selection Process		160	0	\$ 33,600			\$ 33,600
6.0		Travel Budget 1/		40	0	\$ 8,400		\$ 23,250	\$ 31,650
					0	\$ -			\$ -
					0	\$ -			\$ -
PROJECT TOTALS						\$ 110,040	\$ -	\$ 23,250	\$ 133,290
						82.6%	0.0%	17.4%	100.0%
						524	0	524	12/29/2021
						100.0%	0.0%	100.0%	

1/ Travel budget is a not to exceed amount over the duration of the Fiscal Year
Travel time is half of total travel time each way
Estimated Maximum Travel Expense per Trip

Airfare	\$ 650.00	R/T Refundable Economy
Hotel	\$ 300.00	Includes Taxes per Night
Airport Transfers Home	\$ 180.00	RSW R/T
Airport Transfers LA	\$ 220.00	LAX R/T
Meals	\$ 75.00	\$25 per day
Estimated Total per trip	\$ 2,325.00	

**AMENDMENT NO. 2 TO
PROFESSIONAL SERVICES AGREEMENT**
(Burbank-Glendale-Pasadena Airport Authority / Conway Consulting, Ltd.)

This Amendment No. 2 ("Second Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority") and Conway Consulting, Ltd. ("Consultant") is dated July 18, 2022 for reference purposes.

RECITALS

- A. The parties executed the Agreement to provide for the Authority's retention of Consultant as an independent contractor to provide on-call airfield evaluation and related support services for the replacement terminal program.
- B. The parties have executed a February 7, 2022 Amendment No. 1 to the Agreement to increase the scope of services and the contract amount.
- C. The parties desire to amend the Agreement to revise the scope of services, increase the contract limit, and extend the term by one year.

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 Amount": \$184,000 for FY 2022. \$148,600 for FY 2023."

- 2. Amendment of Section 1.** Paragraph (E) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"(E) "Expiration Date": June 30, 2023."

- 3. Amendment of Section 1.** Paragraph (G) of Section 1 (Definitions) of the Agreement is amended to read as follows:

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

- 4. Amendment of Section 1.** Paragraph (J) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"(J) "Proposal": Consultant's August 2, 2021 proposal set forth in the attached Exhibit A, Supplemental Proposal set forth in the attached Exhibit D, and FY 2023 proposal set forth in the attached Exhibit D-1."

- 5. Amendment of Section 1.** Paragraph (K) of Section 1 (Definitions) of the Agreement is amended to read as follows:

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



6. **Amendment of Section 1.** Paragraph (L) of Section 1 (Definitions) of the Agreement is deleted.

7. **Addition of Exhibit D-1.** The attached Exhibit D-1 is added to the Agreement and incorporated by reference.

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

9. **Effective Date.** This Second Amendment shall be deemed effective as of July 1, 2022.

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

Conway Consulting, Ltd.

By:


Mark Conway

Burbank-Glendale-Pasadena Airport Authority

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

**AMENDMENT NO. 1 TO
PROFESSIONAL SERVICES AGREEMENT**

(Burbank-Glendale-Pasadena Airport Authority / Airport & Aviation Professionals, Inc.)

This Amendment No. 1 ("First Amendment") to the September 20, 2021 Professional Services Agreement ("Agreement") executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a California joint powers agency, and Airport & Aviation Professionals, Inc. ("Consultant"), a Florida corporation doing business as AvAirPros, is dated July 18, 2022 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: airline technical liaison services for the replacement terminal program.

B. The parties desire to amend the Agreement to revise the scope of services, increase the contract limit, and extend the term by one year.

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 Amount": \$50,000 for FY 2022. \$200,000 for FY 2023."

2. Amendment of Section 1. Paragraph (E) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"E. "Expiration Date": June 30, 2023."

3. Amendment of Section 1. Paragraph (J) of Section 1 (Definitions) of the Agreement is amended to read as follows:

"J. "Proposal": Consultant's August 2, 2021 proposal set forth in the attached Exhibit A and June 6, 2022 proposal set forth in the attached Exhibit A-1."

4. Amendment of Section 3. Paragraph (B) of Section 3 (Term) of the Agreement is amended to read as follows:

"B. The Authority shall one option by which it may extend the term of this Agreement by one year in its sole discretion. To exercise the extension option, the Authority shall give written notice to Consultant on or before May 31, 2023."

5. Amendment of Section 4. Paragraph (A) of Section 4 (Compensation) of the Agreement is amended to read as follows:

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

6. Addition of Exhibit. The attached Exhibit A-1 is added to the Agreement and incorporated by reference.

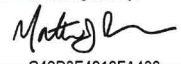
7. Counterparts. This First Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same document.

8. Effective Date. This First Amendment shall be deemed effective as of July 1, 2022.

9. 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.

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

Airport & Aviation Professionals, Inc.

DocuSigned by:
By: 
C49D8E4919FA400...

Print Name: Matthew J. Ross

President

☐ Chairperson ☐ President ☐ Vice President

DocuSigned by:
By: 
4E062176A60441B...

Print Name: Kate McCarthy

Corporate Secretary

☐ 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

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

EXHIBIT A-1
FY 2023 Proposal

(attached)



Los Angeles Office
300 Continental Blvd, Suite 300
El Segundo, CA 90245

June 6, 2022

Mr. John Hatanaka
Senior Deputy Executive Director
Burbank-Glendale-Pasadena Airport Authority
2627 Hollywood Way
Burbank, CA 91505

**RE: Elevate BUR ATR
FY23 Scope of Services and Billing Rates**

Dear John,

Thank you for the continued opportunity to work with the Hollywood Burbank Airport on the Elevate BUR Replacement Passenger Terminal Program! It is an honor, and we look forward to continuing to assist the airport and airlines with that important work.

As requested, we have revised our proposal for AvAirPros' services for Fiscal Year 2023. That proposal is based on our understanding of the current schedule, which is briefly summarized at the top of the document. The proposal also includes our proposed billing rates. Consistent with AvAirPros' general practice, we propose to keep those rates level through the end of the calendar year, subject to a three percent (3%) adjustment in January 2023.

As revised, the Proposal includes over 700 hours of billable time for Fiscal Year 2023 for a not-to-exceed amount of \$200,000. In broad categories, this work will include:

- Weekly Program coordination meetings with the Airport
- Monthly Airline Technical Committee meetings
- Monthly Program Committee meetings
- At the request of the BUR AAAC, AvAirPros' Officer participation in the review and scoring of the Request for Qualifications and Request for Proposals to select the Program's progressive design-builder.
- Coordination of Airline review and final approval of the Strategic Program Definition Manual
- On-going monitoring and reporting to the Airlines on Program scope, schedule, and budget developments

AvAirPros

- Airline input and oversight into the initial Program validation and design activities by the selected design-builder in the last two quarters of Fiscal Year 2023.

And we note that this work isn't necessarily spread evenly over the Fiscal Year. We anticipate significant activities picking up now and continuing through late 2022 to coincide with the new Program Manager's efforts to accelerate the Program and then again in early 2023 with the start of progressive design-build services. Indeed, once the progressive design-builder is under contract and issued a notice to proceed, we expect things to pick up quickly!

I am available to discuss this proposal at your convenience. And again, thank you for the opportunity!

Sincerely,

AVAIRPROS



Paul Binting
Senior Managing Director – California Market Leader

cc: Lori Peters, AvAirPros

PROFESSIONAL SERVICES AGREEMENT

(Burbank-Glendale-Pasadena Airport Authority / Anyone Collective LLC)

THIS PROFESSIONAL SERVICES AGREEMENT ("Agreement") is dated July 18, 2022 for reference purposes and is executed by the Burbank-Glendale-Pasadena Airport Authority ("Authority"), a California joint powers agency, and Anyone Collective LLC ("Consultant"), a California limited liability company ("Consultant").

R E C I T A L S

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: FY 2023 branding, marketing, and advertising package execution services.

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. "Budget": the FY 2023 budget set forth in the Proposal.

B. "Commencement Date": July 1, 2022.

C. "Contract Administrator": Nerissa Sugars or a duly authorized designee.

D. "Contract Limit": \$600,000 (inclusive of commission for media spends).

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

F. "Expiration Date": June 30, 2023.

G. "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.

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 B.

J. "Proposal": Consultant's May 25, 2022 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 have retroactive effect and be deemed to have commenced on the Commencement Date. This Agreement 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 as follows: (i) a blended hourly rate of \$275 for administrative, brand support, and creative services; and (ii) a 15% commission on the Authority's overall media spend. The Authority shall have absolute discretion to determine the amount of its media spend. 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. COVID-19 Exposure Notice. If Consultant learns that any Authority or TBI employee has a potential COVID-19 exposure from contact at the Airport with a qualifying individual (as defined in Labor Code Section 6409.6) employed by Consultant in the performance of the Services, then Consultant shall notify the Authority of that fact within one business day. Consultant's obligation under this section shall survive expiration or termination of this Agreement.

7. 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.

8. 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.

9. 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.

10. 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.

11. 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.

12. 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.

13. 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 before or during the receiving party's regular business hours; (b) the business day after delivery, if delivered by e-mail 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. Any notice delivered by e-mail that concerns breach or termination of this Agreement shall concurrently be sent by deposit in the United States mail, postage prepaid but such notice shall be deemed received based on the e-mail delivery.

Authority
Burbank-Glendale-Pasadena Airport Authority
2627 Hollywood Way
Burbank, CA 91505
Attn: Nerissa Sugars
E-mail: NSugars@bur.org

Consultant
Anyone Collective
99 Pasadena Avenue, Suite One
South Pasadena, CA 91030
Attn: Michael Fiore
E-mail: michael@weareanyone.com

14. 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.

15. 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.

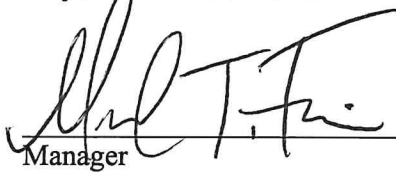
16. Exhibits. Exhibits A through C are incorporated into this Agreement by reference. In the event of any material discrepancy between the express provisions of this Agreement and the provisions of Exhibits A or B, the provisions of this Agreement shall prevail. In the event of any material discrepancy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

17. 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.

18. 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.

Anyone Collective LLC

 7-11-22

Manager

 7-11-22

Manager

[Pursuant to California Corporations Code Section 17703.01(d), both signature lines must be executed unless the articles of incorporation state that the firm is managed by only one manager.]

Burbank-Glendale-Pasadena Airport Authority

President

Approved as to form:

Richards, Watson & Gershon
A Professional Corporation

EXHIBIT A
Proposal

(attached)

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. General liability policies shall provide or be endorsed to provide: (i) that the Indemnitees shall be additional insureds; and (ii) a waiver of subrogation in favor of additional insureds. This provision shall also apply to any excess/umbrella liability policies.

B. A severability of interests provision must apply for all additional insureds ensuring that Consultant's insurance shall apply separately to each insured against whom claim is made or suit is brought, except with respect to the insurer's limits of liability. The policy(ies) shall not contain any cross-liability exclusions.

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

D. 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.

E. The limits of insurance may be satisfied by a combination of primary and umbrella or excess insurance. Any umbrella or excess insurance shall contain or be endorsed to contain a provision that such coverage shall also apply on a primary and non-contributory basis for the benefit of each Indemnatee before the Indemnatee's own insurance or self-insurance shall be called upon to protect it as a named insured.

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

G. 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.

H. 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 (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.

I. 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.

J. 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.

K. 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. Requirements of specific coverage features or limits are not intended as a limitation on coverage, limits, or other requirements, or as a waiver of any coverage normally provided by any insurance. Specific reference to a given coverage feature is for clarification purposes only as it pertains to a given issue and is not intended by any party or insured to be all inclusive, or to the exclusion of other coverage, or a waiver of any type. If Consultant maintains higher limits than the minimum specified above, the Authority requires and shall be entitled to coverage for the higher limits maintained by Consultant. Any available insurance proceeds in excess of the specified minimum limits of insurance and coverage shall be available to the Authority.

4. 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 and, as to the workers' compensation insurance, with the required waiver of

subrogation. The certificates and endorsements must be received and approved by the Contract Administrator prior to commencement of work. The Authority reserves the right to require complete, certified copies of all required insurance policies at any time.

5. Consultant shall ensure that its subcontractors provide the same minimum insurance coverage and endorsements required of Consultant. Consultant shall monitor and review all such coverage, and Consultant assumes all responsibility for ensuring that such coverage is provided. Upon request, Consultant shall submit all subcontractor agreements to the Authority for review.

6. In the event any policy of insurance does not comply with these requirements or is cancelled and not replaced, the Authority has the right but not the duty to obtain the insurance it deems necessary. Any premium paid by the Authority in such event shall be promptly reimbursed by Consultant or the Authority shall withhold from its payments to Consultant an amount sufficient to pay that premium.

7. The Authority reserves the right at any time to change the amounts and types of required insurance by giving Consultant 90 days notice of such change. If such change results in substantial additional cost to Consultant, then the parties shall renegotiate Consultant's compensation.

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 subtier 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.

ANYONE™



Hollywood Burbank Airport
FY23 Proposal
July 2022 – June 2023
June 6, 2022

To: Nerissa Sugars
From: Anyone™ Collective
Date: June 6, 2022
SUBJECT: FY23 Proposal
PROPOSAL ID: 250522-MFa

Dear Nerissa:

Please find attached the proposal for the working relationship between Hollywood Burbank Airport and Anyone™ Collective, and the FY23 Advertising & Marketing Strategy. This proposal outlines deliverables for FY23, as well as estimated pricing for each.

We are thrilled to have the opportunity to continue to work with Airport staff to help grow the Airport and its business at a time when the travel industry is facing numerous challenges that impact passenger and airline decision-making.

As always, our partnership with Hollywood Burbank Airport is important to us, and we cannot wait to get started on FY23.

We look forward to speaking with you soon.

Anyone™ Team

Project Summary - Scope of Work

Overview

Anyone™ Collective LLC (hereafter, “Anyone™”) will provide the Burbank-Glendale-Pasadena Airport Authority (hereafter, “Client”) in reference to Hollywood Burbank Airport (hereafter “Hollywood Burbank Airport”) with a Branding, Marketing, and Advertising Package to include multiple assets necessary for the successful implementation of marketing goals for Hollywood Burbank Airport.

Professional Services Agreement

Client hereby engages Anyone™, with a mailing address of 99 Pasadena Avenue, Suite One, South Pasadena, CA 91030, for the purpose of performing the services necessary to execute a Branding, Marketing, and Advertising Package (hereafter, “Services”) for Hollywood Burbank Airport.

FY23: Introduction

The goal of FY23 is to continue to expand and strengthen the branding foundation established in prior phases to ensure continued growth for the Airport. In FY23, the focus will be to show measured growth for the new Hollywood Burbank Airport brand. Anyone™ will build a plan that addresses the lingering effects of the global pandemic. We will focus on and introduce ideas that are cognizant of what the past few years have done to the travel industry. This does NOT mean we will put out ads and marketing that mention the pandemic or Covid-19; it simply means we will be thoughtful in our messaging and in the way we communicate the opening-up and safety of travel moving forward. We will create awareness and deliver clear and concise messaging regarding the Airport’s geographical location and overall benefits.

Unique to FY23, the plan is to elevate the research and discovery process. Utilizing the most current data and facts, we can ensure all branding, advertising, and marketing efforts are in line with modern trends and technologies and continue pushing for more awareness of Hollywood Burbank Airport. Our efforts in FY23 will keep us on trend with the current market and provide clear and thoughtful direction to build a strategy that encourages more business for the Airport from both a consumer and airline perspective. In FY23, we will focus on both B2C and B2B marketing and branding efforts. We are also preparing awareness and informative outreach messaging in anticipation of unforeseen crises or disruptions in the travel industry.

As the effects of the pandemic begin to ease up on the industry, FY23 will focus on Hollywood Burbank Airport’s brand momentum established in the marketplace prior to the pandemic through strategically designed, hyper-targeted, measurable campaigns to encourage greater engagement from passengers and airlines alike. Anyone™ will explore creative ways to connect with and speak to new and existing customers through the Airport’s brand voice. Anyone™ Collective believes it is extremely important to be ready to ramp up communications, marketing, and advertising efforts as the consumers navigate their way back into pre-pandemic traveling

habits. The Airport's partner airlines are also expecting the Airport to support their services and help restore and retain consumer confidence.

FY23 will provide continued support to Hollywood Burbank Airport for the successful implementation of its rebranding and marketing goals, which include, but are not limited to, the following:

- Increase passenger levels
- Build upon airline marketing, and overall marketing, advertising, and branding efforts
- Continue establishing the Airport as one of the premier boutique airports in the U.S.
- Provide the Airport with a geographic identity that speaks to the local community, to passengers east of the Rockies, and to select, region-specific targets throughout the U.S.
- Grow and expand the current target demographics via new strategies and creative campaign directions
- Create fresh and new campaigns, such as season (and audience) specific advertising, to generate a new wave of consumer awareness and deliver new information to our existing consumer base
- Provide detailed analytics for every campaign, and adjust and pivot whenever necessary to ensure the highest level of performance for each deliverable
- Focus on targeting new airlines, new flights, and routes and positioning Hollywood Burbank Airport as Southern California's number one choice and number one airport

FY23 Includes:

1. FY23 Target Strategy Overview

The following breakdown is a continuation of the strategies set in place during previous years. In FY23, we define the prioritized target markets and consumers, including Business-to-Business (B2B), Business-to-Consumer (B2C), and airline marketing. The goal is to continue to build on the investment made in prior years and to identify new markets and new creative directions—all in collaboration between Airport staff and agency. This team approach will ensure we stay aligned with current branding and messaging trends and utilize critical insights from the Airport to build creative campaigns that will bring new consumers and drive customer engagement.

Strategy Outline

- A. Hyper-Targeted Creative and Messaging
 - Leisure and business travelers
 - Bleisure traveler
 - Seasonal activity
 - Geographically focused
 - Special events
 - Public transportation synergy (e.g., Metro/Metrolink users)

B. Calls-to-Action and Engagements

- Airport Key Benefits (i.e., Convenience, Metro/Metrolink connections, Rental Car, Parking, Amenities, New Airlines, New Routes, Key Air Service Partnerships)
- Digital Drivers/Touch Points: Engage target audiences through digital advertising and social media channels
- Incentives: Drive new engagement through incentives (i.e., Targeted events, giveaways, contests, usage of collected customer data through email marketing)

C. Digital Content Creation and Touch Points

- In FY22 we had set a goal to create a Hollywood Burbank Airport Podcast with Airport staff. This was put on hold in due to the pandemic. In FY23 we believe we can revisit this idea and start to production of the podcast. The commercially focused podcast will serve as a new information outlet and engagement touch point for consumers, businesses, and airlines to stay up-to-date with all of the Airport's offerings. This will be a new and exciting way for the Airport to build and maintain positive communication with its audience on every aspect of its business with a goal of becoming the "go-to" destination for transportation, airport business, and news about the Southern California region.
- Travel Blog: Content will be geared towards travelers nationwide with stories that drive awareness to Hollywood Burbank Airport
- Seek the creation of co-opportunities (i.e., co-branded sponsorships and advertising)
- Content contributors will include staff, air carrier representatives, and other key airport stakeholders.
- The goal will be to produce 4-6 podcasts for the FY23 fiscal year.

D. Airline Marketing Target Strategy

- Utilize targeted brand messaging to support airline marketing efforts
- Continue to grow the strategy that focuses on airline marketing to support the B2B development for the airport
- Work with Airport staff to create airline marketing-targeted materials, including collateral, deck presentation templates, custom presentations, and B2B-focused web portal.
- Join Airport staff at airline marketing-focused meetings with industry executives, airlines, etc.
- Continue to create and expand upon co-branded marketing and advertising opportunities in collaboration with Airport staff

In previous years, Anyone™ provided plans for the effective execution of initial campaigns for Hollywood Burbank Airport along with a projected plan for future placements. In FY23, analytics gathered from the initial campaigns combined with continued exploration in marketing and advertising research will inform an updated plan that details targets, defines messaging, and

determines the appropriate creative direction for branding materials. Our overall digital plan will leverage our true partnership with the Airport and will incorporate collaborations with staff.

2. Brand Creative Campaign

The initial creative strategy for Hollywood Burbank Airport was brand-focused, creating awareness of the Airport's new name and brand identity. As campaigns and brand awareness evolved, Anyone™ diversified the strategy and reshaped messaging and campaigns around specific benefits, locations, and types of travelers. Moving into FY23, Anyone™ will explore new opportunities that have opened up as a result of added service connections and easing of the pandemic. By continuing to use custom targeting techniques and custom messaging, engagement will continue to grow over a large base of qualified demographics.

Anyone™ will continue to incorporate calls-to-action (CTAs) that promote direct engagement to drive conversions. In FY23, Anyone™ will add new social/digital targets that will drive and grow the Airport's target audience and encourage repeat engagements.

Deliverables include individual creative campaigns for each of the established campaign targets and their placement within the context of the new marketing plan. A minimum of two (2) concepts per campaign will be created with supporting graphics. All concepts, regardless of target or campaign, will continue to utilize branding elements so that Hollywood Burbank Airport continues to reinforce its cohesive look and feel. Once the initial creative direction has been selected and approved by Airport staff, Anyone™ will apply the creative to all the deliverables determined in the marketing plan.

- Anyone™ will utilize analytics gathered during previous years as well as conduct additional exploration into national markets as a result of added connections to determine an appropriate creative direction for FY23.
- Advertising will focus on three geographic areas and B2B:
 - Local (Southern California)
 - Regional (select out-of-state targets)
 - East of the Rockies
 - B2B (Airline Marketing)
- Anyone™ will create hero graphics that will define the artwork for the deliverables. Below is a list of potential deliverables to be included; final deliverables will be determined after the strategy is developed:
 - Magazines
 - Local Ads
 - Digital Advertising
 - Social Media Community Management Content
- Anyone™ will subcategorize travelers and target each individual subcategory with unique campaigns via programmatic and social media advertising:
 - Create three to six (3–6) campaigns per subcategory for a maximum of twenty-four (24) total

- Entice target consumers with a call-to-action OR a click engagement to “find out more information” on any benefit or service being advertised
- Every campaign will last for approximately 30–45 days and will be refreshed on an ongoing basis to reflect changes in seasonality targets as necessary.

3. Creative Deliverables

3a. Advertising Campaigns

Using the final assets from the brand creative campaign, with combined research garnered in previous years coupled with updated new research and long-standing relationships with media distributors, Anyone™ will evaluate marketing and advertising mediums to build a multi-platform media plan that provides the highest impact with the lowest budget. The key focus for FY23 is to create custom-targeted messaging spread across the established target demographics, to define calls-to-action for engagement with new potential customers, and to continue growing awareness of the Airport’s brand and location.

The goal of these deliverables is to promote the quality, friendly service, and convenience of Hollywood Burbank Airport in an innovative and tangible way. Competitive, attention-grabbing collateral will stand out in a saturated market, engaging customers via strategic placements in areas that will reach target prospects.

The execution of print and digital deliverables is for placement only. Media buying is estimated separately. Anyone™ will receive an industry standard 15% commission based on Hollywood Burbank Airport’s overall spend, which will be determined by Hollywood Burbank Airport. The recommended spend is identified in this estimate.

3b. Social Media Advertising

Anyone™ will continue to design and develop the overall digital marketing and social media strategy for Hollywood Burbank Airport in FY23. The goal of the digital marketing and social media strategy will be to continue to create awareness for Hollywood Burbank Airport. This will include existing and new customers for the Airport. In FY23, the strategy will focus on keeping well-managed social media targeted advertisements. Quarterly progress reports will be developed so that analytics and data can help define the KPI’s (Key Performance Indicators) and ROI for each campaign. Again, Anyone™ will collaborate with Airport staff in the development of this plan and on all final deliverables.

Anyone™ will create new ads featuring updated messaging and creative to run across social platforms including Facebook, Instagram, Google AdWords, and custom communication platforms through co-op positioning and targeted touch points. The content campaigns will garner interest for Hollywood Burbank Airport to gain active followers, encourage customer engagements, and ensure awareness of Hollywood Burbank Airport’s features and benefits, including Airline Marketing. Content campaigns will include web and social banner ads, social media graphics, and re-skinning of social properties. Every campaign is to last for approximately thirty to sixty (30–60) days and will update consistently to reflect changes in seasonality, performance, and targets as needed.

3c. Community Management—Up to 60 hours/month

In collaboration with Airport staff, Anyone™ will continue community management efforts for the Airport throughout FY23, engaging with a concerted focus on all travel segments i.e.: Business, Leisure and Bleisure, to connect in real-time with the Airport's community. We will collaborate with Airport staff to create a monthly content schedule that defines that month's goals and content.

- **Monitoring:** Anyone™'s social listening efforts entail monitoring all networks for conversations concerning the Airport's brand. We will proactively set up listening parameters for mentions, tags, and specific keywords. Due to the Airports request - all comments are turned off on social media channels to avoid dealing with negative feedback that may occur.
- **Engaging:** The goal will be to keep the Airport's brand and personality consistent, while adapting to social media trends and content. FY23 engagement will also include a focus on LinkedIn engagement and creative that is geared specifically for business travel.
- **Moderating:** Anyone™ will work proactively with Airport staff to manage the Airport's online reputation by keeping all social profiles clear from spam.
- **Measuring:** By monitoring, engaging, and moderating, we will have a better sense of how the social community perceives the brand, identify areas for improvement, and work to refine the Airport's presence. Anyone™ will pinpoint which channels our audiences are most active on and where we can satisfy primary objectives—whether it's building brand awareness, pushing traffic to the website, or simply maintaining the Airport's reputation and integrity.

3d. Website Maintenance: Up to 10 hours/month each - hollywoodburbankairport.com and elevatibur.com

As the Airport's business evolves and grows, it is important to have a website that is dynamic and evolves as needed over time, inclusive of all content and functionality. Anyone™ will provide the following website maintenance services:

- **Platform/CMS Maintenance**
 - Ongoing maintenance and updating all website plugins, themes, and technologies
 - Cloud backup of website on a weekly basis
 - Constant uptime monitoring to ensure site accessibility
 - Ensuring that the site core is running on the latest security technologies, avoiding outdated software that can contain vulnerabilities
 - XML sitemap monitoring to ensure crawlability and indexability by all major engines
 - Meta description updates for consistent snippets in search engine results
 - Optimization of page titles and copy headlines for SEO
 - Regular malware monitoring and removal
 - Deployment of Google Analytics across all pages for accurate usage and audience statistics
 - Ensuring all SSL (secure sockets layer) certificates are up to date
- **Content Maintenance**

- Adding, swapping, or editing new and existing photos and graphics for the website
- Adding, editing, or removing copy on the existing site including articles, reports, contact information, or service/amenity descriptions
- Expansion or deletion of links within website navigation panels

4. Media Planning & Buying

Media planning and buying involves elements of strategy, negotiations, and purchasing. For social media purchases, Anyone™ is required to pay campaign budgets in advance (this is known as ad buys). When planning the inventory to purchase, planners must take into consideration the product being advertised, target audience, and campaign goals.

Anyone™ will strategize, negotiate, purchase, and monitor advertising space on behalf of the Client. Anyone™ will strive to connect with the highest number of people in the approved target audiences at the lowest cost whenever possible.

1. Media—Digital: Budget will allow a consistent buy of programmatic digital ads to be placed month-to-month as part as Anyone™'s continuous digital plan.
2. Media—Print: Budget will allow for smaller local print publications to be supported during certain months, while larger distribution airline publications will be selected and ads placed according to the allocated budget.
3. Media—Social: Budget will play a large role in connecting Anyone™'s specific messaging to potential travelers within all newly created subcategories.

Upon approval, Anyone™ will create a complete media budget. For the purposes of this proposal and based on Anyone™'s media buying and planning experience, Anyone™ will provide a budget range that includes a suggested amount for the fiscal year—beginning July 1, 2022 and ending June 30, 2023.

Media buy dollars are estimated separately from the amortized payment plan hours. Anyone™ will receive an industry standard 15% commission based on Hollywood Burbank Airport's overall media spend, which is included in the pricing below.

5. FY23 Marketing and Advertising SOW Ongoing Brand Support

Anyone™ will provide continued ongoing brand support as described in the pricing grid under Marketing and Advertising SOW (Scope of Work). The pricing is based on a blended rate of creative hours, account management hours, and production execution hours.

This plan will go into effect upon approval of the budget with a target start date of July 1, 2022.

Ongoing brand support hours are based on a blended, creative, and administrative hourly rate of \$275/hr.

FY 2023 Strategic Development - Creative Services	
1. Research & Development FY23	\$30,000
2. Strategy/Plan Including Airline Marketing (B2B)	\$30,000
3. Quarterly Reporting—Progress Report and Analytics Review	\$20,000
Strategic Development Subtotal:	\$80,000.00
FY23 Marketing and Advertising SOW Ongoing Brand Support - Creative Services	
1. Campaign Creation and Executions	\$210,000
2. Content Creation Digital	
3. Content Creation Print	
4. Content Creation—Events, Presentations, Meetings	
5. Website Updates and Content Creation	
6. Messaging & Copywriting	
7. Social Media Content Creation All Platforms	
8. Print Media Content Creation All Platforms	
10. Creative Design, Art Direction, and Graphic Development	
11. B2B Airline Marketing Content Creation, Design, and Executions Collaborative Meetings, Associated Travel	
Ongoing Brand Support—6 Months Subtotal:	\$210,000.00
FY23 Advertising/Media Plan/Ad Buying/Promotions	
1. Digital Advertising—Consumer Target—Google AdWords	\$90,000
2. Print Advertising—Consumer Target	\$60,000
3. Social Media Advertising/Community Management—Consumer Target—Facebook, Instagram	\$110,000
Advertising Subtotal:	\$260,000.00
Website Maintenance	
Maintenance of www.hollywoodburbankairport.com	\$25,000
Maintenance of www.elevatebur.com	\$25,000
FY23 Grand Total:	\$600,000.00

NOTE: Monthly totals may vary per month depending on the campaign strategy development, in other words more budget may be allocated to a different month making one month total budget spend higher and another month total budget spend lower. The spend will never exceed the total allotted media buy budget.

6. Fee Schedule

Upon budget approval the Anyone™ team will provide a recommended fee schedule.

7. Timeline & Milestones

Anyone™ understands the pace and project flow may vary based on the Client's needs. Upon approval of this agreement, Anyone™ will be the Client's agency of record for a twelve (12)-month period. A complete milestone calendar will be created upon approval. Anyone™ would recommend a budget review in 6 months for the fiscal year FY23.

Execution Milestones

1. Strategic Airline Marketing FY23 Advertising/Marketing
2. Brand Creative Campaign and Vision
3. Print & Digital Media Campaign
4. Social Media Campaigns/Community Management
5. Website Maintenance
6. Media Planning/Buying
7. Airline Marketing (B2B) Strategic Planning
8. Airline Marketing (B2B) Executions
9. Analytics and Reporting

Project Management: Projects can occur simultaneously. Once approved, digital project management software will be implemented to assist in overall project management and communications between appointed Client and Anyone™.